

COUNTY BOARD ORGANIZATIONAL MEETING

—Andrew T. Phillips, Bennet J. Conard, and Daniel J. Balk III, von Briesen & Roper, s.c.

Wisconsin law requires every county board (with the exception of the Milwaukee County Board) to hold an organizational meeting on the third Tuesday of each April “to organize and transact business.” Wis. Stat. § 59.11(1)(c). Although some elements of the meeting are prescribed by statute, counties enjoy a certain amount of flexibility in how they conduct this meeting. This article will highlight some of the legal requirements of the organizational meeting and provide practical insights as to how counties may maximize the opportunity and benefits of the organizational meeting.

STATUTORY REQUIREMENTS & TIMING

Again, Section 59.11(1)(c) requires counties to hold an organizational meeting on the third Tuesday of each April. However, the county clerk may adjourn the organizational meeting in the same manner as the annual meeting. This means that the organizational meeting may be adjourned to a different day upon the written request of a majority of the supervisors. However, in the event the meeting is adjourned, the meeting must be held not less than one week nor more than 3 weeks from the third Tuesday of April. The clerk must also provide each supervisor written notice of the time and place to which the organizational meeting has been adjourned.

PURPOSE OF THE ORGANIZATIONAL MEETING

The purpose of the organizational meeting is to organize and transact business. Any business permitted at the annual meeting may also be conducted at the

organizational meeting, including the appointment of county commissions and committees. Counties should take advantage of this required time by maximizing the efficiency and productivity of the meeting. The meeting agenda ideally will include (1) election of officers, (2) adoption and amendment of rules, and (3) any other business before the board.

CONDUCT OF MEETING & OFFICER ELECTIONS

One of the principle purposes of the organizational meeting is for the board to elect officers. Given this, it is important for county boards to have a clear understanding of how the meeting will be conducted and the process for electing officers. Below are some of the key issues that county boards should consider prior to the organizational meeting:

- **Who Chairs?**
Generally, the election should be chaired by a trustworthy person that is not seeking the office up for election. Some potential chairs for the meeting include the current board chair, the former board chair (who was defeated or did not run for office), the vice chair (or second vice chair), the county clerk, or the corporation counsel.
- **How Are Candidates Nominated?**
The chair of the meeting should declare the floor open to nominations and allow anyone to make a nomination (including self-nominations). Technically, nominations are not required as each board member may vote for any eligible person, but nominations and nomination speeches

continues

Legal Issues

Relating to County Government

are helpful to indicate to the board who may be interested or qualified. As nominations are made, the chair should restate the nominee thereby placing the name before the board. Seconding is not required, but should be allowed along with seconding speeches. Finally, after reasonable time has been given and when no one is seeking the floor, the chair may declare nominations closed. A motion to close is not required, but is allowable with a two-thirds vote.

▪ **How Does the Election Proceed?**

The chair may allow candidates to speak in support of their candidacies. At the close of nominations, if there is only one candidate for an office, the chair may declare the candidate the victor. If an office has more than one eligible candidate, the board may vote by secret ballot, continuing to vote until a majority is reached for one candidate. During the voting, candidates may withdraw, but the lowest voted candidate should not be involuntarily removed from the ballot between rounds of voting. If a majority cannot be reached, consider allowing additional speeches by the candidates or board members.

Importantly, all other statutory and procedural requirements applicable to regular meetings of the board also apply to the organizational meeting (*e.g.*, open meetings law, Wis. Stat. ch. 59 requirements, local rules, and Robert's Rules of Order (if adopted by the board)).

RULE REVISION

In addition to officer elections, the organizational meeting affords the board an opportunity to review and revise its own rules and make any changes that may be necessary. The current board and committees should review rules and propose amendments

as necessary prior to the organizational meeting. For example, rules might be amended to provide greater clarity and direction for committees of the board or to establish additional committees of the board. Then, the new board may adopt the rules at the organizational meeting. In revising its own rules, the board should take caution not to infringe on state statutory requirements (*e.g.*, open meetings laws) or create conflicts with other local rules.

County boards should consider adopting rules to govern issues not expressly set forth in statute, including the following:

- **County Board Officers.** In addition to the statutorily required positions of chairperson and vice-chairperson, the board should consider creating other offices as well (*e.g.*, sergeant-at-arms).
- **Removal of Officers.** Removal of officers may be at the will of a simple majority of the members because officers serve at the pleasure of the members. Alternatively, a board may instead choose to require two-thirds vote of the members for officers other than chair, which is subject to only a majority vote by statute. In any event, the rules should specify the process required. That is, is the process initiated by board resolution, a motion filed with the clerk, etc.?
- **Officer Duties.** Some duties are set forth in statute (*e.g.*, for the chairperson and vice-chairperson). However, additional duties, and duties for other officers, should be set forth by rule.
- **Organization of the Board.** The rules should also govern a number of organizational issues as well as procedural requirements. For example, requirements for standing committees, other committees, staff assistance, scheduling, public appearances, minutes, fiscal notes, budgetary

reviews, form of resolutions, referral of resolutions to committees, process for special meetings, seating arrangements for board meetings, county board agendas, voting, and parliamentary procedures.

OTHER BUSINESS

If the board conducts elections, deals with any proposed rule amendments, and still has both the time and will to continue the annual organizational meeting, it can act on any other business before the board. Many counties use the time as an educational opportunity. Given that this may be the first board meeting for newly-seated supervisors, the organizational meeting presents an opportunity to discuss the

roles and responsibilities of the various offices and departments throughout county government.

CONCLUSION

County boards are required to hold an annual organizational meeting each April. The organizational meeting provides county boards with the opportunity to accomplish a variety of tasks and improve upon county board rules, organization, and procedures.

County boards should consider the issues discussed above in order to take full advantage of the benefits of the organizational meeting. If you have any questions about county board organizational meetings please contact the Wisconsin Counties Association or any member of the von Briesen & Roper Government Law Group, www.vonbriesen.com. ♦

Big or small, construction projects can present administrative and financial challenges. The terms of the relationship between a county and its architect, construction manager and contractors is typically built upon a set of contract templates that rarely provide the "one size fits all" solution as advertised. Our Government Law Group has decades of experience working with the AIA contract set and has negotiated hundreds of millions of dollars of construction deals. No matter the size or complexity of the project, having the right contractual terms from the outset is critical. We know how to put our clients in the best position for success and, more importantly, we know county government.

To learn more about how our Government Law Group can assist with your Construction Contracts, please contact Andy Phillips at aphillips@vonbriesen.com.

Every tool you need, from one trusted resource.

vonBriesen

von Briesen & Roper, s.c. | Attorneys at Law

vonbriesen.com/government

Milwaukee • Madison • Waukesha • Oshkosh
Green Bay • Appleton • Neenah

WE'VE GOT YOU COVERED ON CONSTRUCTION CONTRACTS



COUNTY COUNSEL WITH ANDY PHILLIPS

Join us as we discuss the latest in county legal issues in the Wisconsin Counties Association's quarterly online TV show, "County Counsel with Andy Phillips" at vonbriesen.com/government or wicounties.org.