

LITTLE RICE LAKE ASSOCIATION BYLAWS

PO Box 211
Crandon, WI 54520

MISSION STATEMENT

The purpose of the Little Rice Lake Association (“LRLA”) is to preserve and protect Little Rice Lake and its surroundings as a public recreational facility for today and for future generations. To this end we seek to enhance the water quality, fishery and aesthetic values of the area, as well as the promotion of boating safety and recreational opportunities on Little Rice Lake.

Article I – STATUS AND LIMITATIONS

To carry out the program of the Little Rice Lake Association (hereinafter referred to as “the Association”) and to make effective representations on behalf of its members, the Association shall be as a nonprofit, non-stock corporation under Chapter 181 of the Wisconsin Statutes. No asset of the Association shall benefit any officer or member. The Association shall not participate in partisan political activity.

Article II- MEMBERSHIP

Section 1: **ELIGIBILITY:** Membership in the Association shall be open to any individual 16 years of age or older, family, business or organization that subscribes to the purpose of the LRLA.

Section 2: **DUES:** Annual dues shall be paid on a calendar year. Membership shall be from January 1st through December 31st.

Family or Individual Membership: \$30
Business Membership: \$40

Article III- VOTING

Section 1: **VOTING:** Each member of the Association is entitled to one vote per \$30 paid membership on any question called to a vote. A business or organization may cast one vote on any question called to a vote.

- Section 2: **VOTING ELIGIBILITY:** In order to vote, a membership must be paid in full 90 days prior to casting a vote on any question called to vote.
- Section 3: **VOTING:** Members eligible to vote will be sent a ballot via their preferred method of communication (email or mail). All ballots will be mailed back to designated address and postmarked by the specific due date listed on the ballot.
- Section 4: **REFERENDA:** The Board of Directors may at any time solicit reactions from members through a written survey. The Board authorizing referendum shall indicate whether the results will be considered advisory or binding on the Board. The Board shall specify the exact wording of the question and the required follow-up action by the Boards. Members shall have 30 days to return printed form within 90 days of the response deadline.

Article IV- MEMBERSHIP MEETING

- Section 1: **ANNUAL MEETINGS:** The annual meeting of the Association shall be held in the vicinity of Little Rice Lake during the months of September or October. The time and place shall be arranged by the Board of Directors unless specified at the previous annual meeting. The agenda of the annual meeting shall include election of the Board of Directors, presentation of annual reports by committees and officers, an accounting of by the Treasurer as well as discussions of projects, adoption of budget, member concerns and an education program.
- Section 2: **SPECIAL MEETINGS:** A special meeting of the Association may be called at any time by the President, by majority vote of the Board of Directors, or by written request of 20% of paid members. The agenda of a special meeting may include any items properly brought before an annual meeting. Only those matters described in the notice shall be discussed at the meeting.
- Section 3: **INFORMATIONAL MEETING OR SOCIAL EVENT:** The Association may sponsor a variety of meetings and events designed to provide educational, recreational or social opportunities for its members and their guests. It may also sponsor fund-raising activities. If business is to be conducted at such events, the notice requirement for special meetings must be met.
- Section 4: **NOTIFICATION:** Every annual or special meeting must be preceded by notice to paid members. Notification may be hand delivery, email, or US Postal Service. For Annual Meetings, notice must be at least 30 days, but not more than 50 days prior to the annual meeting. For Special Meetings, notice must be at least 15 days, but not more than 50 days prior to the special meeting. The notice shall summarize any proposed changes in the bylaws, shall highlight any proposals to dissolve the Association, and shall include a description of the matter or matters for which the meeting was called.

Section 5: **QUORUM:** No formal business may be conducted at membership unless 20% of eligible members are present.

Section 6: **ORDER OF BUSINESS:** the items in the order of business shall be at the discretion of and set by the President and/ or the Board of Directors. Nonmembers of the Association may be recognized to speak at the Association functions at the discretion of the presiding officer. At a minimum, the order of business for the annual meeting shall include:

- a. Call to order and membership roll,
- b. Verification of time & method of notification for meeting,
- c. Reading of minutes from previous meeting,
- d. Reports of officers (including Treasurer and Secretary report),
- e. Old business,
- f. New business (no voting on new business will occur unless it is put on agenda for next meeting).

Article V- BOARD OF DIRECTORS

Section 1: **AUTHORITY:** Subject to directives of annual and special meetings and these bylaws, the Board of Directors shall have authority over the activities and assets of the Association.

Section 2: **COMPOSITION:** the Board of Directors shall include the President, Vice President, Secretary, Treasure, three at-large Directors and the Past President.

Section 3: **ELECTIONS:** The Board of Directors shall nominate one or more members for each vacant position on the Board. Members will be sent communication in July of an election year with a list of positions up for election. Any paid member is welcome to add their name to the ballot. Ballots will be sent out in August giving paid members instructions on where to mail ballots back and postmark date. If a member, who has been nominated for more than one positon, wins both positions, they will take the position that had the highest number of votes. The position they do not take falls to the member that had the second highest number of votes.

Section 4: **TERM OF OFFICE:** The term of the office of President, Secretary and two Directors will be held for three-years. The terms of office of Vice President and Treasurer, and the remaining one Director will be held for three-years. Election for the President, Secretary and two Directors will be held on the opposite year for the Vice President, Treasurer and remaining one Director.

Section 5: **BOARD MEETINGS:** The new Board shall meet within 60 days of the annual meeting and at least one other time prior to the next annual meeting. Regular meetings shall be held at places, dates and times established by the Board.

Special meetings may be held on the call of the President and any three Directors after at least 24 hours notice by telephone, mail or personal contact. Four Board Members shall constitute a quorum for the transaction of business. The meetings shall be open to the members. Decisions shall be made by majority vote of Board Members present. Between meetings, the President may solicit decision from the Board through written communication.

Section 6: **VACANCIES:** Any Director who misses two consecutive meetings without good cause as determined by the Board may, at the discretion of the Board, be removed from office. Any vacancy may be filled for the remainder of the term by the affirmative vote of a majority of the Directors then in office, with a minimum of five Board Members voting.

Section 7: **COMPENSATION:** Directors shall not be compensated for their time and effort. The Board may authorize officers, directors and committee members to be paid actual and necessary expenses incurred while in the Association business.

Article VI- OFFICERS

Section 1: **PRESIDENT:** The President shall preside over all membership meetings and Board meetings. The President shall be the chief executive officer of the Association, responsible for day-to-day administration of the affairs of the Association and supervision of any employees or contractors. The President shall appoint committee members who shall service until the end of that President's term. The President is an ex-officio member of all committees.

Section 2: **VICE PRESIDENT:** The Vice President shall assume the duties of the President should the office become vacant and shall preside at meetings when the President is unable to attend. The Vice President shall arrange for the educational segment of the annual meeting and carry out other assignments at the request of the President.

Section 3: **IMMEDIATE PAST PRESIDENT:** The Immediate Past President shall remain on the board for two-years and is that of advisory only; and may perform duties as authorized by the Board.

Section 4: **SECRETARY:** The Secretary shall maintain the official records of the Association as well as any archives. The Secretary shall record and distribute the minutes of Member meetings and Board meetings. The Secretary shall maintain a current record of the names and addresses of members entitled to vote and shall send out notices of membership meetings. The Secretary shall prepare publicity for the Association and shall prepare the Association newsletter unless an editor is appointed to do so. The Secretary shall serve on the Membership Committee.

- Section 5: **TREASURER:** The Treasurer shall maintain a detail accounting of all money received and disbursed on behalf of the Association. The Treasurer shall also receive and keep records of all membership dues. All funds disbursed from the Association accounts will require the signature of the Treasurer and President. The Treasurer shall prepare an annual financial statement for the annual meeting and shall be responsible for presentation of the proposed budget to the annual meeting. The Treasurer shall serve on the Finance Committee.
- Section 6: **MULTIPLE OFFICE HOLDING:** The same person may hold offices of Vice President and Treasurer, or the office of Secretary and Treasurer. If this were to occur, the person holding multiple offices would be entitled to one vote.
- Section 7: **OTHER OFFICERS:** Other Officers may be appointed by the President, with the approval of the Board. A Legal Counsel, and Executive Secretary, Newsletter Editor, or such other assistant officers as deemed necessary need not be members of the Association.

Article VII- COMMITTEES

The Board of Directors may create committees to deal with issues faced by the Association or to further promote the goals and mission of the Association. Creation of a Committee may be at the request of any member or Officer; however, only the Board may actually create and/or approve a Committee. Committee members shall be approved by and serve at the discretion of the Board of Directors.

Board of Directors and approved by a majority vote of the Board. Committee members must keep detailed records and receipts of all funds received and disbursed and must present same to the Treasurer in a time frame as designated by the Board.

A sample of possible Committees follows:

- Section 1: **MEMBERSHIP COMMITTEE:** The Membership Committee shall initiate plans for recruiting of new members and retention of current members.
- Section 2: **SOCIAL COMMITTEE:** The Social Committee shall provide refreshments at the Annual Meeting and after receiving Board approval, shall organize and publicize other social events to be sponsored by the Association.
- Section 3: **FINANCE COMMITTEE:** The Finance Committee shall recommend fund-raising activities to the Board and after receiving Board approval, shall organize such

activities. The Finance Committee shall also annually audit the financial records of the Association.

- Section 4: **LAND USE COMMITTEE:** The Land Use Committee shall represent the Association at local public hearings and informational meetings relating to zoning, sanitation codes, subdivision ordinances, pollution sources and changes in land use which might affect water quality. The Committee shall offer proposals to the Board regarding land use issues.
- Section 5: **BOATING SAFETY COMMITTEE:** The Boating Safety Committee shall represent the Association at local public hearings and informational meetings relating to water safety patrols, lake use ordinances, and obstacles to navigation. The Committee shall offer proposals to the Board regarding water use issues.
- Section 6: **FISHING AND WATER QUALITY COMMITTEE:** The Fishing and Water Quality Committee shall represent the Association at Wisconsin Department of Natural Resources hearings and at local meetings relating to the in-lake water quality, fish and wildlife habitat and water levels. The Committee shall offer proposals to the Board regarding water quality monitoring and ecological management of the fishery.
- Section 7: **AQUATIC PLANT AND ALGAE COMMITTEE:** The Aquatic Plant and Algae Control Committee shall represent the Association at Wisconsin Department of Natural Resources hearings and at local meetings relating to the control of nuisance plants and to the protection of desirable vegetation. The Committee shall offer proposals to the Board for a vegetation management plan and may be delegated responsibility to implement such a plan.
- Section 8: **OTHER COMMITTEES:** The President may appoint such other committees as are deemed necessary to support the efforts of the Board.

Article VIII- MISCELLANEOUS PROVISIONS

- Section 1: **INDEMNIFICATIONS OF OFFICERS AND DIRECTORS:** As provided by Wisconsin law, the Association shall indemnify any officer, director, employee or agent who was, is, or may be involved in legal proceedings by virtue of his or her good faith actions on behalf of the Association.
- Section 2: **FISCAL YEAR:** The records and accounts of the Association shall be maintained on a calendar year basis starting January 1st and ending December 31st.
- Section 3: **ACCOUNTS AND INVESTMENTS:** Funds of the Association shall be promptly deposited at a financial institution designated by resolution of the Board of

Directors. Funds not needed for current operations shall be deposited in investment accounts or certificates as authorized by the Board of Directors.

Article IX- ADOPTION AND AMENDMENTS

These bylaws and any amendments thereto, may be adopted at any annual, special meeting or via email of the Association by a two-thirds vote of members present and entitled to vote. Proposed amendments to the bylaws must be summarized in the notice for the meeting at which the amendments are to be voted on.

Article X- DISSOLUTION

The Board of Directors, by a two-thirds affirmative vote of all directors, may recommend that the Association be dissolved and that the question of such dissolution be submitted to a vote at a subsequent meeting of members. Notice of the meeting shall highlight the question of dissolution. At the meeting, a two-thirds affirmative vote of members present and entitled to vote shall be required to approve a resolution of dissolution. Such a resolution shall direct the Board of Directors to prepare a dissolution plan for subsequent approval by the members as provided under Wisconsin law. Dissolution of the Association shall not be final until the members, by majority vote, shall have approved the dissolution plan, either at a meeting or by a binding mail referendum.

CERTIFICATION

These bylaws were adopted by a vote of 7 “yes”, and 0 “no”, by the Board of Directors on August 24, 2022.

Secretary: Cheryl Braunreiter
Cheryl Braunreiter

- Bylaws Adopted on: 01/1/2018
- Bylaws Amended on: 12/27/2018
- Bylaws Amended on: 8/20/2021
- Bylaws Amended on: 09/08/2021
- Bylaws Amended on 10/11/2021
- Bylaws Amended on 8/24/2022

