

Big Sand Lake Association

Bylaws

Article I - Mission Statement

The purpose of the Big Sand Lake Association (BSLA) is to understand, protect, and preserve the shoreline, environment, water quality, and integrity of Big Sand Lake for today and for future generations. In addition, BSLA is a communication forum for topics of interest to the lake stakeholders.

Article II - Status and Limitations

To carry out the program of the Association, and to make effective representations on behalf of the members, the Association shall be organized as a not for profit, 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 III - Membership

Section 1 - ELIGIBILITY: Membership in the Association shall be open to any individual or family, who subscribes to the purposes of the Association and owns or leases property within 1000 feet of Big Sand Lake; and resides on or within 1000 feet of the lake at least 30 days each year.

Section 2 - DUES: Dues shall be set by the Board of Directors and paid on a calendar year basis.

Article IV - Voting

Voting rights are granted to members who have paid their current annual membership dues. Any individual member may cast only one vote on any question called to a vote. A simple majority of those present is necessary for any question called to vote. A member must be present at the annual June meeting in order to vote.

Article V - Membership Meetings

Section 1 - ANNUAL MEETING: The annual meeting of BSLA shall be held in the vicinity Big Sand Lake at a time and place determined by the Board unless specified by the previous annual meeting. The agenda of the annual meeting shall include elections, discussion of projects, adoption of a budget and member concerns.

Section 2 - SPECIAL MEETINGS: A special meeting of BSLA may be called at any time by the President, by majority vote of the Board, or by written request of one-twentieth of the members or six members, whichever is greater. 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 MEETINGS 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- The Board shall meet at least quarterly to maintain the activities of the Association.

Section 5 - NOTIFICATION: Every annual or special meeting must be preceded by notice to paid members and members from the preceding year who have not yet renewed their membership. Notification may be by email at least 30 days prior to annual meetings and at least 15 days prior to special meetings.

Section 6 - QUORUM: No formal business may be conducted at membership meetings unless at least one-third of the voting membership or a minimum of 15 members, whichever is less, are present.

Section 7- PROCEDURE: Roberts Rules of Order, in the current revised edition, shall be in force at the meetings of the Association, of the Board of Directors, and of the Association committee unless required otherwise by Wisconsin Statutes or these bylaws. The presiding Officer may choose to select a parliamentarian for the meeting. Non-members of the Association may be recognized to speak at Association functions at the discretion of the presiding Officer.

Article VI - Board of Directors

Section 1 - COMPOSITION: The Board of the BSLA shall be made up of the Officers along with at least three at-large directors. The Officers shall include a president, vice-president, secretary, and treasurer.

Section 2 - ELECTIONS: The Board shall nominate one or more members for each vacant position on the Board. Additional nominations of members, present at the annual meeting and willing to serve, shall be taken from the floor.

Section 3 - TERMS OF OFFICE: Directors are elected for two-year terms. Their terms shall expire after the annual meeting or upon the election of new Directors, whichever occurs later. The terms of the President, Vice President, and two at-large directors expire in even-numbered years. The terms of office of Secretary, Treasurer, and one at large director expire in odd-numbered years.

Section 4 - 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 on Association business.

Article VII - OFFICERS

Section 1 - PRESIDENT: The President shall preside over all membership meetings and Board meetings. The President shall be responsible for day-to-day administration of the affairs of the Association and supervision of any employees or contractors. The President shall appoint all committee members who shall serve until the end of the President's term.

Section 2 - VICE-PRESIDENT: The Vice President shall assume the duties of the President should that office become vacant and shall preside at meetings when the President unable to attend.

Section 3 - 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.

Section 4 - TREASURER: The Treasurer shall maintain the financial records of the Association and shall sign all checks. The Treasurer shall prepare an annual financial report for the annual meeting and shall be responsible for presentation of the proposed budget to the annual meeting.

Section 5 - MULTIPLE OFFICE HOLDING: The same person may hold the offices of Vice President and Treasurer or the offices of Secretary and Treasurer.

Article VIII- MISCELLANOUS PROVISIONS

Section 1 – INDEMNIFICATION 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.

Directors Insurance shall be purchased and kept in force by the Treasurer.

No Officer, Director or member shall be able to conduct business on behalf of BSLA without a majority approval from the Officers and Directors.

Section 2 – FISCAL YEAR; The records and accounts of the Association shall be maintained on a calendar year basis.

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,

Article IX- ADOPTION AND AMENDMENTS

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

Article X - DISSOLUTION

The Board, 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 to prepare a dissolution plan for subsequent approval by 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.

CERTIFICATION

These bylaws, as amended, were adopted by a unanimous vote of Yes at the BSLA meeting on July 30, 2022.

Secretary Chip Applegath