

Adopted April 13, 2024

BY-LAWS
PIKE LAKE CHAIN LAKES ASSOCIATION, INC.
N14885 SHADY KNOLL ROAD, PARK FALLS, WI 54552

Article I – PURPOSE

The purpose of the Association is to preserve and protect the Pike Lake Chain of lakes and their surroundings, and to enhance the water quality, fishery, boating safety, and aesthetic values of the Pike Lake Chain of lakes, as a public recreational facility for today and for future generations.

Article II – STATUS AND LIMITATIONS

To carry out the program of the Association and to make effective representations on behalf of its members, the Association shall be organized as a non-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, family, business, or organization, that (a) subscribes to the purposes of the Association and (b) resides within 1 mile of the chain of lakes or any individual that owns real estate within 1 mile of the chain of lakes or (c) who resides within the Town of Fifield Fire District #2 or who owns real estate in the Town of Fifield Fire District #2.

Section 2 – ANNUAL MEMBERSHIP FEE: The annual membership fee will be determined by the Board and ratified by the membership.

Section 2a – FISCAL YEAR: The Association's fiscal and membership year will be January 1 to December 31 of each year.

Section 3 – TERMINATION OF MEMBERSHIP: A member may be expelled from the Association for cause, on a two-thirds affirmative vote of all members present. The member proposed to be expelled is entitled to vote at a membership meeting, provided that the matter shall have been included in the notice of the meeting and provided that the member to be expelled shall have been formally notified in writing at least 30 days prior to the meeting and given the opportunity to appear and speak on his/her behalf at the meeting prior to the final vote. The motion shall specify the duration of the expulsion, not to exceed five years.

Article IV – VOTING

Section 1 – MULTIPLE VOTING: Each member is entitled to one vote on any question called to a vote.

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Section 2 – CASTING BALLOTS: A member must be present at the meeting at the time the vote is called in order to vote. On all other votes members may vote by absentee ballot on any voting matter before the membership. An absentee ballot must be submitted by USPS to the Board Secretary and must be in hand no less than three days before the actual vote and count of the membership.

Section 3 – REFERENDA: The Board of Directors may at any time solicit reactions from members through a mail survey. The Board resolution authorizing the referendum shall indicate whether the results shall be considered advisory or binding on the Board. The annual meeting may initiate an advisory or a binding referendum and shall specify the exact wording of the question and the required follow-up action by the Board. Members shall have 30 days to return response forms. Results of the referendum shall be announced at a membership meeting or in printed form within 90 calendar days of the response deadline.

Article V – MEMBERSHIP MEETINGS

Section 1 – ANNUAL MEETING: The annual meeting of the Association shall be held in the vicinity of the Pike Lake Fire Station on a Saturday or Sunday during the month of May, June or July. The date, time, and place shall be arranged by the Board of Directors unless specified by the previous annual meeting. The agenda of the annual meeting may include elections, discussion of projects, adoption of a budget, member concerns and an educational 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 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. If business is to be conducted at a special meeting the public notice requirement must be met.

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 fundraising activities. If business is to be conducted at such events, the notice requirement for a special meeting must be met.

Section 4 – NOTIFICATION: Every annual meeting or special meeting must be preceded by notice to paid members and members from the preceding year that have not yet renewed their membership. Notification of an annual meeting may be by publication in the Association's Winter Newsletter. In the case that there is not a Winter Newsletter, then, notification may be made by hand delivery, by mail, or by email, at least 30 calendar days, but not more than 50 calendar days, prior to the annual meeting. Notification of a special meeting may be made by publication in the Association's Newsletter, by hand delivery, by mail, or by email, at least 15 calendar days, but not more than 50 calendar days, prior to a special meeting. The notice shall summarize any proposed change in the By-laws, shall highlight any proposal to dissolve the Association, and may include a detailed agenda.

Section 5 – QUORUM: No formal business may be conducted at membership meetings unless 15 members are present.

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Section 6 – 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 committees unless required otherwise by Wisconsin Statutes or these By-laws. Non-members of the Association may be recognized to speak at Association functions at the discretion of the presiding officer who shall also serve as parliamentarian.

Article VI – BOARD OF DIRECTORS

Section 1 – AUTHORITY: Subject to directive of annual and special meetings and by these By-laws, 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, Treasurer, no less than four (4) but no more than eight (8) at-large Directors and the past President with voice only and no vote.

Section 3 – ELECTIONS: Officers of the Board of Directors shall nominate one or more members for each vacant position on the Board. Additional nominations by the membership shall be submitted in writing to the Officers of the Board of Directors prior to the Board Meeting preceding the Annual Meeting. All elections for the Board shall be conducted by written ballot. Candidates on the ballot shall be listed in alphabetical order according to their last name. However, if only one candidate per office is offered for election, the President may then call for a motion to elect the slate by acclamation. This motion requires a second and needs only a majority vote of members present at the annual meeting.

Section 4 – TERMS OF OFFICE: The terms of office of President and Secretary shall fall on uneven years. The terms of office for Vice President and Treasurer shall fall on even years. All officers may serve multiple terms of office. At large Directors not less than two but no more than four will serve on uneven years. At large Directors not less than two but not more than four will serve on even years. At large Directors may serve multiple terms of office. The past President will serve no more than one year on the Board with voice but no vote. A past president may choose to run for a position on the Board but only after being completely off the Board for 2 years.

Section 5 – BOARD MEETINGS: The new Board shall meet within 30 calendar 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 or any three Directors after at least 24 hours' notice by telephone, mail, or personal contact. A majority of the Board of Directors shall constitute a quorum for the transaction of business. All Board meetings shall be open to Association members and the public. Brief public comments may be heard by the Board at the start of the meeting. Decisions shall be made by majority vote of Directors present and Committee Chairpersons and Officers who are members with the President voting only to break ties. Between meetings, the President may solicit decisions from the Board and Committee Chairpersons and Officers who are members through written communications.

In special circumstances, to protect privacy and confidentiality with regard to sensitive matters, the Board may decide to convene into a closed executive session by a simple majority vote. Closed executive sessions shall take place at the end of a regular Board meeting.

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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 the office. Any vacancy may be filled for the remainder of the term by an appointment by the President and the affirmative vote of a majority of the Directors then in office, although less than a quorum but at least two.

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 on Association business.

Article VII – OFFICERS

Section 1 – PRESIDENT: The President shall preside over all membership 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 all committee members who shall serve until the end of that President's term. The President will also review the By-Laws annually. The President is an ex-officio member of all committees. The President of the Board shall be a permanent resident within Fire District 2.

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 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 – SECRETARY: . The Secretary shall maintain the official records of the Association as well as an archive. The Secretary shall record the minutes of membership and Board meetings and shall maintain records relating to the Association's By-Laws. The Secretary shall assist Board Members as needed and reserve meeting locations.

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 statement for the annual meeting and shall be responsible for presentation of the proposed budget at the annual meeting. The Treasurer shall also prepare a year-to-date financial statement for use at Board meetings that will be distributed to all Board members. The Treasurer shall serve on the Financial Committee. The Treasurer shall also ensure that the financial records of the Association are examined each calendar year in January covering the previous 12-month period.

The Membership Chair shall maintain a current record of the names and addresses of members entitled to vote and shall serve on the Membership Committee.

Section 5 – COMMUNICATIONS LIAISON: Shall post minutes and other public documents including notices of membership meetings upon release by the President via the Association's social media sites.

The Communications Liaison shall prepare publicity for the Association and shall prepare the Association's newsletters unless an editor is appointed to do so. All Board members are also expected to contribute to the newsletters.

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Section 6 – MULTIPLE OFFICE HOLDING: The same person may hold the offices of Vice President and Treasurer or the offices of Secretary and Treasurer.

Section 7 – OTHER OFFICERS: Other officers may be appointed by the President, with concurrence of the Board. A legal counsel, an executive secretary, newsletter editor, or such other assistant officers as are deemed necessary need not be members of the Association. Non-elected officers appointed by the President and affirmed by the Board have a voice but no vote when they participate on the Board.

Article VIII – COMMITTEES

Section 1 – MEMBERSHIP COMMITTEE: The Membership Committee shall initiate plans for the recruitment of new members and the retention of 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 fundraising 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 hearing 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 Department of Natural Resources hearings and at all local meetings relating to 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 and may be delegated responsibility to implement such proposals.

Section 7 – AQUATIC PLANT AND ALGAE COMMITTEE: The Aquatic Plant and Algae Control Committee shall represent the Association at Department of Natural Resources hearings and at all local meetings relating to the control of nuisance plants and the protection of desirable vegetation. The Committee shall offer proposals to the Board for vegetation management plans and may be delegated responsibility to implement such a plan.

Section 8 – OTHER COMMITTEES: The President may appoint such other committees, or combine committees, as are deemed necessary to support the efforts of the Board.

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Article IX – MISCELLANEOUS 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.

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

Article X – ADOPTION AND AMENDMENTS

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

Article XII – 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 via ballot at a subsequent meeting of the 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 for 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. The dissolution plan must include provisions for the disposition of assets as specified in the articles of incorporation. Dissolution of the Association shall not be final until the members, by majority vote, shall approve the dissolution plan, either at a meeting or by a binding mail referendum.

CERTIFICATION

These By-Laws were adopted by a vote of sixteen (16) yes and zero (0) no at the Association's special meeting on this 13th day of April 2024.

Secretary