## Article 1: Name

The name of the Association shall be the Conservation Association of Donnell Lake and may also be known as the Donnell Lake Conservation Club.

## Article 2: Purpose

The purpose of the Association shall be as follows:

A. Promote education, understanding and appreciation of the rights and responsibilities of riparian property owners and other users of Donnell Lake and Lewis Lake regarding water quality and water safety.

B. Promote and advance programs which improve water quality and water safety and maintain the natural resources and environment around Donnell Lake and Lewis Lake.

C. Support issues which concern the welfare of Donnell Lake and Lewis Lake in general, including, but not limited to, the conservation of the water supply in the lake and watershed, and the maintenance of water quality that is safe for swimming, fishing and other water sports and the prevention of pollution.

D. Own, acquire, maintain, dispose of and deal with real property of the Association and to apply for gifts, grants and proceeds in furtherance of the purpose of the Association.

## Article 3: Membership

Section 1. Eligibility. Membership shall be limited to (i) riparian property owners on Donnell Lake or Lewis Lake, (ii) persons with property and legal access to either Donnell Lake or Lewis Lake.

Section 2. Defined. The term “Member” shall mean either one person or a family unit. For voting purposes, one individual per household shall be eligible to vote. This applies to board member votes.

Section 3. Social Membership. Persons with an interest in Donnell Lake or Lewis Lake may join as non-voting “social members” with approval by the board. Social members are not eligible to hold office or be on the board of directors.

## Article 4: **Board of Directors**

Section 1. General. The Board of Directors shall consist of not less than seven (7) and no more than fourteen (14) members, including five (5) Officer positions (current plus Immediate Past-President) Where practicable, elected board should represent the various sections around the lake. Board Members shall serve for a term of two (2) years. Any Member is eligible for an Officer Position on the Board of Directors after one (1) year of board membership in good standing.

Section 2. Powers. The Board of Directors shall control the affairs and property of the Association and shall serve as an executive and policy-making body. The Board shall have the power to establish and levy membership dues.

Section 3. Officers. The officers of the Association shall be President, Past-President, Vice President, Secretary and Treasurer. They shall be Directors of the Association and shall be elected by direct election by a majority of the membership votes cast. Officers shall serve for a term of two (2) years.

Section 4. Duties and Responsibilities. Specific duties, responsibilities and task assignments shall be determined by the board together during the first meeting of each year. The finalized document shall be included as an attachment to this document.

A. President: The President shall preside at all meetings of the Board of Directors and shall cast the deciding vote in the case of a tie, and perform such other duties as are usual of that office.

B. Past-President: The Immediate Past-President shall provide advice and transition assistance to the Board of Directors and shall have the full voting rights of a Director of the Association.

C. Vice President: The Vice President shall perform the duties of the President in his/her absence.

D. Secretary: The Secretary shall take and maintain the minutes of the meetings of the Board of Directors and shall handle the correspondence of the Association.

E. Treasurer: The Treasurer shall keep and maintain the financial records of the Association and shall receive all payments due to the Association and pay all bills and other monies owed by the Association. The Treasurer shall deposit all funds of the Association into a bank account in the name of the Association. The Treasurer shall prepare an annual budget for the Association and shall present the budget at the first meeting following the Annual Meeting of the Association. An audit independent of the appointed Treasurer shall be required each year.

F. Directors. All board members who are not elected as Officers of the Association shall serve as Directors At Large and shall support the Officers in their duties and responsibilities and otherwise act in accordance with the purpose of the Association and the best interests of the lake.

Section 5. Election. The Officers and Board Members shall be elected at the Annual Meeting of the Association.

Section 6. Vacancies. Except for a vacancy in the office of President or Past-President, in the event of a vacancy of any position of the Board of Directors, the President shall appoint a replacement. In the event of a vacancy of the President, the Vice President shall immediately assume the office of President. In the event of a vacancy of the Past-President, no replacement will be appointed.

Section 7. Removal. Any Officer or Board Member may be removed from the Board if he/she misses three (3) consecutive meetings without notice to the President.

## Article 5: Meetings

Section 1. Annual Meeting. The Annual Meeting of the Association shall be held in August of each year on a date and at a time set by the Board of Directors.

Section 2. Regular Meetings. The Board of Directors shall meet at least six (6) times per year with the first meeting being held in September following the Annual Meeting.

Section 3. Quorum. A quorum for the transaction of business at any meeting of the Association shall be a majority of the Directors.

Section 4. Rules. All meetings of the Association and the Board of Directors shall be conducted under the most current version of Robert’s Rules of Order.

Section 6. Member Participation. All meetings of the Association shall be open to the full membership. Any Member may place a motion before the Board and may be supported by another Member. To pass, a motion must be approved by a majority vote of the Directors present to vote. All motions and votes must be made in person (verbally if by Zoom or conference call). No email voting is allowed.

Section 7. Special Meetings. Special meetings of the Board of Directors may be called at any time by the President or any Director. Such special meetings may or may not be open to the full membership at the discretion of the Board.

## Article 6: Committees

The President shall establish committees of the Board as deemed necessary to address specific issues before the Board. Committee members may or may not be Members of the Association and shall be appointed by the President with vote of a majority of the Directors as concurrence.

## Article 7: Dues

Membership dues of the Association shall be established by the Board and shall be sufficient to discharge the financial obligations of the Association. The amount of the dues may be changed from time to time by the Board upon written notice to the full membership.

## Article 8: General

Section 1. Use of Funds. The funds of the Association shall at no time be used for the benefit of any individual, Member or other entity. All funds shall be used in furtherance of the lawful purposes of the Association.

Section 2. Amendment. These Bylaws may be amended at the Annual Meeting or any other properly called meeting of the Association by a two-thirds (2/3) vote of Members present at such meeting.

Section 3. Dissolution. In the event of dissolution of the Association, the assets of the Association shall be liquidated and used for the direct benefit of Donnell Lake as determined by the then-serving Board of Directors. Any remaining assets shall be donated to another non-profit corporation or association with similar purposes.

I HEREBY CERTIFY that the above bylaws were adopted the \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Secretary