

# **Constitution of the Stormy Lake Association, incorporated**

**Conover, Vilas County, Wisconsin**

## **Article I - Description**

Section 1. The **STORMY LAKE ASSOCIATION**, inc. is a non-profit corporation of Wisconsin, and hereinafter it shall be referred to as the "Association". It was incorporated on July 31, 2017. It is a successor to the Stormy Lake Association, an unincorporated lake association.

## **Article II - Purpose**

Section 1. This Association is formed to improve the quality of Stormy Lake for the benefit of all.

Section 2. Stated goals of the association are:

1. Conservation of fish, wildlife, and plant resources of the area.
2. Promotion of recreational aspects of the area for the continued enjoyment and use of all.
3. To strive to do whatever possible to eliminate water and air pollution, as well as keep Stormy Lake free of invasive species.
4. Promotion of marine safety.
5. To advocate for such zoning and other laws that will protect Stormy Lake from environmentally harmful land and water uses.

## **Article III – Membership**

Section 1. Membership of the Stormy Lake Association shall be comprised of individuals who pay association dues and who own or lease property for at least one month per year that lies within one (1) mile of any part of the shoreline of Stormy Lake in Conover, Wisconsin. All members are voting members. When a property has multiple owners/lessees, each owner/lessee may pay association dues and be entitled to one vote.

Section 2. Membership in the Association shall be non-transferrable.

Section 3. Any member in arrears of dues shall be notified by the Secretary. If the arrears are not paid within one month after notice, the Board may cancel the membership of the delinquent member.

## **Article IV – Officers**

Section 1. The officers shall be a President, Vice-President, Secretary and Treasurer. They shall serve without compensation.

Section 2. The President shall preside at all meetings of the Association and the Board of Directors. He/She shall appoint necessary operating committees, including the Nominating Committee and the Audit Committee. The President shall be responsible for keeping the corporate status current.

Section 3. The Vice-President shall assist the President and preside at all meetings in the absence of the President. The Vice-President shall automatically assume the office of the President if the office is vacated.

Section 4. The Secretary shall keep minutes of the Association and of the Board of Directors meetings, keep a correct roll of the membership, render a statement of the affairs of the Association at each annual meeting and conduct correspondence for the association.

Section 5. The Treasurer shall collect all monies due the Association, keep an accurate record of monies received and paid out, deposit funds in an appropriate and approved depository, and present a detailed account showing the financial condition of the Association at the annual meeting. Such report shall be filed with the Secretary.

## **Article V – Board of Directors**

Section 1. The Board of Directors shall consist of nine members. In addition to the four officers in Article IV, there shall be, on the Board of Directors, five members in good standing – four elected members and the immediate past-President. They are to serve without compensation.

Section 2. The Board of Directors shall conduct the business of the Association and designate the meeting place for all meetings of the Association. They shall meet at least one week prior to the annual business meeting and prepare an agenda for said meeting. The Board of Directors shall approve payment of expenses and obligations of the Association.

Section 3. A quorum shall consist of at least six members of the Board of Directors.

Section 4. The Board of Directors shall organize and hold its first regular meeting within sixty days of the annual meeting.

Section 5. The Board of Directors shall hold regular meetings as deemed necessary for the conduct of business. Special meetings of the Board of Directors may be called by at least two members of the Board. All members of the Board shall be notified, in advance, of any Board meeting.

## **Article VI - Elections**

Section 1. The election of officers and board members shall take place at the annual meeting of the membership. Thirty days' notice of the annual meeting shall be given by postal or electronic mail that advises of its time, date, and place. It shall also include the names of candidates for election or notices of vacancies needing to be filled.

Section 2. Officers and Board Members shall be elected by the majority of votes cast by members present at the annual meeting. Candidates receiving the highest number of votes for their respective offices shall be declared elected.

Section 3. Elections shall be by ballot when there is more than one candidate for a position. Uncontested elections can be determined by a show of hands.

Section 4. Members shall be required to vote in person.

Section 5. The new officers shall take office at the first meeting following the annual meeting. They shall hold office during their respective terms and until their respective successors have been duly elected.

Section 6. In the event an officer is unable to complete his/her term of office, the Board of Directors shall have the power to appoint a member to that office to complete the year.

Section 7. The President and Vice-President shall be elected to a two-year term.

Section 8. The elected board members shall serve two-year terms such that only two new Board members are elected at each annual meeting. The immediate Past-President shall be a member of the Board of Directors for two years.

## **Article VII - Committees**

Section 1. The Nominating Committee, consisting of three members, shall be appointed by the President. Their duty shall be to present a slate of candidates for all elected offices at the annual meeting. They shall contact all proposed candidates and must obtain their consent. At least one candidate for each office shall be recommended. Nominations may also be made from the floor at said meeting.

Section 2. The Auditing Committee, consisting of three members, shall be appointed by the President. Their duties shall be to audit the financial records of the Association prior to the annual meeting and report to the membership at such meeting. They shall make an audit at other times when directed by the Board of Directors.

## **Article VIII - Meetings**

Section 1. The annual meeting of the Association shall be held on the first Saturday of July.

Section 2. Special meetings of the membership shall be called by the President at the request of the Board of Directors or at the request of ten members in good standing.

Section 3. Notice of special meetings shall be delivered by the Secretary to every member at least two weeks in advance of the meeting. Such notice shall state the business for which the meeting is called. The notice may be delivered by U.S. or electronic mail.

Section 4. No business will be transacted at a special meeting except that for which the notice was given.

Section 5. A quorum for a special meeting shall consist of 10% of the membership or ten members in good standing whichever is lesser.

## **Article IX - Agenda**

Section 1. At each regular meeting the following order of business shall be observed:

1. Registration
2. Reading of minutes of previous meeting
3. Reports of officers
4. Reports of committees
5. Unfinished business
6. New business
7. Election of officers (at annual meeting only)
8. Adjournment

## **Article X - Dues**

Section 1. Annual dues shall be set by the Board of Directors, subject to final approval of the membership at the Annual Meeting.

Section 2. Annual dues shall be a minimum of \$5.00 per member and shall not exceed \$50.00 per member.

## **Article XI - Dissolution**

Section 1. The Association may not be dissolved as long as 25 members desire its continuance.

Section 2. In the event of dissolution, all properties and funds over and above the amount necessary to meet and pay all outstanding liabilities of the Association shall be turned over to a non-sectarian charity designated by the members.

### **Article XII - Amendments**

Section1. This Constitution may be amended by a two-thirds affirmative vote of the membership by way of a special meeting, phone call or electronic messaging; or by a two-thirds affirmative vote of members present at an annual meeting.

July 7, 2018