

OFFICIAL BYLAWS OF THE STURGEON CHAIN LAKE ASSOCIATION

Side Lake, MN 55781

Updated June 26, 2022 by Board of Directors

ARTICLE I. NAME, COVERAGE and GOAL.

Section 1. Name of Organization.

The name of this organization shall be THE STURGEON CHAIN LAKE ASSOCIATION (SCLA).

Section 2. Coverage Area.

The coverage area of the Association will be Big Sturgeon, West Sturgeon, Little Sturgeon, South Sturgeon, Side, Perch, and Beatrice lakes, as well as the French and Bearville Township communities at large.

Section 3. Goal of Organization.

The Sturgeon Chain Lake Association is hereby organized to vigorously work towards the following shared goals:

- (a.) To protect and improve water quality, water levels, and the volume and health of native fish and other aquatic wildlife and vegetation.
- (b.) To promote and enhance the outdoor experience of residents, land owners, business owners, and visitors on all of our seven lakes, rivers and the surrounding community as a whole.
- (c.) To not only educate members and the public at large regarding the issues that are impacting our lakes, rivers, and community, but also build a strong volunteer network to address those issues.

Article II. MEMBERSHIP, ANNUAL DUES, ASSOCIATION MEETINGS.

Section I. Who Can Become a Member of The Association?

Membership is open to any interested person, family, business, or organization that subscribes to the Goals of this Association, as outlined in Article I, Section 3.

- (a). You do not have to live or own property on any of the lakes or rivers covered by the Association; nor do you have to live in or own property within French or Bearville Townships to be a member of this Association.

Section 2. Annual Dues.

Annual membership dues are currently \$50.00 per household/tax address. Dues can, however, be changed by a motion and second from two active Board members followed by a majority vote of all Association board members.

- (a). Dues shall be paid by all members by January 1 of each new year.
- (b). Failure to pay dues by January 1 of the new year will result in your email being removed from Association distribution lists.
- (c). Dues can be paid after January 1, but will not be prorated.

Section 3. Association Meetings.

The Association will hold bi-annual meetings for all membership at the end of May and August of each calendar year. The date, time and location of each meeting will be at the discretion of the President with the approval of the Board. The President or Secretary will send out a communication to all Association members notifying them of the date, time and location of the meeting. The Association will also post signs on popular corners of the community and list the meetings on the Association website and any relevant community websites, Facebook pages, or local newspapers that are available.

In rare circumstances, and with the approval of the Board, the business of the Association may be conducted on a virtual basis. As used in these Bylaws, virtual means something that can be done or seen using computers, internet, or telephone instead of going to a place or meeting people in person. Should the Board determine that any meeting need to be conducted virtually, the members will be notified of such and given any information necessary to join the meeting.

ARTICLE III. ELECTION OF BOARD MEMBERS AND DUTIES.

Section 1. Election of Board Members and Officers.

The current Association Board stands at seven (7). The number of Board members can be increased to a maximum of seventeen (17) members through a motion and second from two active Board members followed by a majority vote of all Board members. If there is a valid motion to increase the number of Board members, it can only be increased to an odd number up to a maximum of 17 members.

- (a). The Board shall consist of a minimum of the following five officer positions: (1) President; (2) Vice-President; (3) Secretary; (4) Treasurer; (5) and Sergeant at Arms.
- (1). The Officers of The Sturgeon Chain Lake Association shall be elected for a three (3) year term at the May meeting by the membership present. Approximately one-third of the Officers shall be elected each year. To maintain this balance, the first term of any Officer filling a vacant position shall be set at one (1), two (2), or three (3) years, at the discretion of the existing Officers.
- (1). All Board member elections shall be conducted by paper ballot. Only active members shall be allowed to vote. Members will get ONE (1) vote per household, as reflected by our membership dues. Those members voting shall be considered a constituting a quorum.

Section 2. Duties of Board Officers.

The affairs of the Association shall be managed by the Officers. The Officers shall have control of and be responsible for the management of the affairs and property of the Association.

- (a). *Duties of the President.* The President shall preside over all Association meetings and the other Board members and shall perform all duties incident to that office.
- (b). *Duties of the Vice President.* The Vice President, at any Board or membership meeting, shall act in the absence of the President. The Vice President shall also support and assist the President in the performance of the duties incident to that office.
- (c). *Duties of the Secretary.* The Secretary shall conduct all of the official correspondence, maintain accurate records of the proceedings of the Association and preserve all of the documents and communications that

may be employed by the Association. At the expiration of the term of office, he/she shall deliver to the Board all documents and papers that are the property of the Association.

- (d). *Duties of Treasurer.* The Treasurer shall manage the Association's financial affairs including all financial papers, computer records, bank statements/records, and all expenditures. Responsibilities also include depositing moneys into the Association's selected bank and/or other Board approved financial institutions, paying bills as approved by the Board, presenting the current financial status of the Association at each Association meeting and preparing the annual budget for approval by the Board. At the expiration of the term of office, he/she shall deliver to the Board, all documents, papers, and computer records that are the property of the Association.
- (e). *Duties of Sergeant at Arms.* The Sergeant-at-Arms shall set up the meeting room prior to all membership meetings, welcome members, keep order during all Board and membership meetings, and, if necessary, remove any members or guests who are overly rowdy or disruptive. Responsibilities also include verifying attendance and quorums at meetings and speaking up if the meeting drifts off-topic. If a vote occurs by raised hands, the Sergeant-at-Arms counts the hands; if the vote occurs by ballot, they distribute, collect and count the ballots.

ARTICLE IV. REMOVAL AND/OR RESIGNATION OF BOARD MEMBERS.

Section 1. Removal of Board Members.

The Board shall, at their discretion and by majority vote, have the right to remove any member from the Board if they determine that said member has acted in a manner which violates the Association bylaws, or otherwise compromises the reputation of the Association. For example, acts which could discredit the Association may include but are not limited to: misdemeanor or felony conviction, misappropriation of Association funds, conviction of fish and game regulations, and conviction of boating laws and regulations. The Board shall also have the right to remove any member that is absent from more than one-half of the scheduled Board and membership meetings within a 12 month period, or fails to fulfill his/her duties as outlined in Article III, Section 2 above.

- (a). In rare circumstances, Board members may attend a Board meeting on a virtual basis. As used in these Bylaws, virtual means something that can be done or seen using computers, internet, or telephone instead of going to a place or meeting people in person. Should a Board member determine that he/she needs to attend a Board meeting virtually, he/she shall advise all other Board members at least 48 hours prior to meeting.

Section 2. Resignation of Board Member.

Any Board member resignation shall be made in writing to the Association Secretary.

ARTICLE V. ASSOCIATION GOVERNANCE.

Section 1. Operation of Association.

The operation and direction of the Association shall be vested in the Board. Decisions of the Board shall be made by majority vote of the quorum present unless otherwise specified.

Section 2. Financial Controls.

The Association shall have operating policies in place that establish appropriate controls over expenditure approval, expense reimbursement and other accounting and treasury procedures.

Section 3. Annual Financial Accounting.

Prior to each bi-annual membership meeting, the Association Treasurer shall review the books of the Association and report that information to the Association membership. The President, with the Boards approval, may elect to request an audit by an external and independent accountant if the level of financial activity is much higher than normal (ie. The Association receives a substantial amount of grant funds) or the Association is being audited.

Section 4. Board Meetings.

The Board shall meet for regular business meetings on a quarterly basis. The date, time and location of each meeting will be at the discretion of the President with the approval of the Board. The President or Secretary will send out a communication to all Board members notifying them of the date, time and location of the meeting.

Section 5. Informal Action.

Any action that is required to be taken, or which may be taken, at a meeting may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the Officers with respect to the subject matter of the vote. The Association President may email each Board member with the proposed action to be voted upon. The Officer's email responses with their vote shall be deemed signed by the Officer and serve as consent in writing. The Association Secretary shall record the minutes of the actions and submit the minutes to the Board for approval at its next meeting.

Section 6. Officer Compensation and Reimbursement.

- (a). The Officers that make up the Association Board shall not receive any compensation for their services as Officers. Officers, upon approval by the Board, may be compensated for services that rise above and beyond the primary duties of the Board.
- (b). At the discretion of the Board, any Board member or Association member may be reimbursed expenses incurred on behalf of the Association.

Section 7. Presentation at Membership and Board Meetings.

- (a). Any person or group that wishes to be heard at a Sturgeon Chain Lake Association meeting will be given the opportunity to speak and/or present to the Board, Association membership, and any guest of the Association.
 - (1). Any person or group that does take advantage of the opportunity to speak at a meeting will be held to reasonable time limits by the Board. That time limit will be determined by the Board based on the attendance volume, how many others wish to be heard, and the length of the current agenda for the meeting.
 - (2). Sturgeon Chain Lake Association meetings will remain calm, civil, and professional. Any person or group that becomes overly rowdy, disruptive, or loud will be removed from the meeting room by the Association Sergeant at Arms.
- (b). Any Sturgeon Chain Lake Association member is welcome to attend a Board meeting as an observer with no participation, unless asked by a Board member. All members will notify the Association President of their desire to

attend a Board meeting prior to the Board meeting. The Association President will notify the other Board members of this request.

Section 8. Board and Membership Resolutions.

All Association business will be memorialized with a resolution

Section 10. Parliamentary Rules.

The proceedings of the Association shall be governed according to the latest edition of Robert's Rules of Order.