

BYLAWS OF THE BOOT LAKE ASSOCIATION

MISSION STATEMENT

To unite the Boot Lake area property owners, residents, and others who share concern in preserving our lake, conserving our wild life, promoting education relative to these ideals, and offering opportunities for social activity.

ARTICLE I: NAME

Section 1. The name of this organization shall be the Boot Lake Association

ARTICLE II: PURPOSE

Section 1. The Association shall promote and maintain the environmental, economic, and recreational protection of Boot Lake and vicinity.

Section 2. The Association shall work in conjunction with federal, state, and local agencies, public and private, to maintain the quality of the lake.

Section 3. The Association shall be a nonprofit, nonstock organization.

ARTICLE III: MEMBERSHIP

Section 1. Owner membership (voting members) shall be open to all interested Boot Lake property owners (annual and seasonal) plus interested property owners adjacent to County Road 46 up to the Township Road and continuing on the east side of Boot Lake.

Section 2. Associate membership (non-voting members) may be open to other interested persons, including minors, or organizations interested in subscribing to the mission of this organization.

ARTICLE IV: DUES

Section 1. Fiscal Year

A. The Boot Lake Association fiscal year will be July 1st through June 30th.

Section 2. Annual Dues

A. Annual Dues shall be \$10.00 per family to remain a voting member in good standing with the Association.

B. Associate membership dues are also \$10.00 per individual, organization, or family.

Section 3. Special Projects.

A. Annual dues can be kept low with the option to communicate and solicit additional funds to support special projects.

ARTICLE V: OFFICERS

Section 1. Officers:

- A. The officers and Board Members of the Boot Lake Association will be defined as the Board of Directors.
- B. The officers of the Association shall consist of a Chairperson, Vice-Chairperson, Secretary, and Treasurer, and one (1) Board Member to represent each twenty (20) members.
- C. Board Members may resign at any time by submitting written notice to the Board of Directors.
- D. When a Board opening occurs, the Board of Directors may appoint a volunteer to fill the unexpired term.
- E. If no volunteer comes forward to fill the open position, the Board may call an adhoc meeting for the election during the year.

Section 2. The immediate Officers shall serve on the Board of Directors as a voting member and to advise the Board.

Section 3. Duties:

- A. The Chairperson shall preside at all meetings of the Association and shall represent the Association at all official functions.
- B. The Vice-Chairperson shall, in the absence of the Chairperson, fulfill other duties as designated by the Chairperson, the Board, or the general membership.
- C. The Secretary shall record and maintain minutes of all annual, board, and special meetings of the Association and shall manage all routine correspondence of the Association.
- D. The Treasurer shall maintain all revenues of the Association and shall disperse expenditures as designated by the Board or the general membership.
 - (1) The Treasurer shall present a yearly report of income and expenditures at the annual meeting of the Association.
- E. Board members shall fulfill all duties as directed by the Chairperson, Board of Directors, or the general membership.
- F. Officers and Board Members shall not be compensated for their duties.

Section 4. Term of office:

- A. Officers and Board Members shall serve a term of two years and shall be elected at the annual meeting by a simple majority.
- B. An individual may not serve more than two consecutive terms in the same office, however, a contingency may be proposed to extend the term of office pending Association approval.

ARTICLE VI: MEETINGS

Section 1. The Association shall meet in June and August with the date and place to be communicated.

Section 2. The Board of Directors shall meet as often as necessary to support Lake Association business and set agendas for annual meetings.

Section 3. Special meetings may be called at the discretion of the Board of Directors or at the request of the general membership.

ARTICLE VII: ADDRESS

Section 1. The Association shall maintain a mailing address convenient to the purpose of the Association.

ARTICLE VIII: VOTING AND QUORUM

Section 1. Proxy votes at general membership meetings shall be allowed with written pre-authorization.

Section 2. A quorum at general membership meetings shall consist of twenty-five percent (25%) of the general membership, including allowable proxy votes.

Section 3. A quorum at board meetings will consist of a majority of the elected officers and board members.

ARTICLE IX: PARLIAMENTARY PROCEDURE

Section 1. All meetings of the Association and the Board of Directors shall be conducted in accordance with Roberts Rules of Order, unless otherwise specified by these bylaws.

ARTICLE X: INDEMNIFICATION

Section 1. To the extent permitted by the Minnesota nonprofit corporation act or by other provisions of law. Each person who was or is party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative because he or she was a member, director or officer of this corporation, or serving at the request of the Board of Directors, will be indemnified by the Boot lake Association through a majority vote of the Board of Directors. A notice will be given by the person regarding all expenses incurred such as legal fees, fines, judgments and settlements. The indemnification will only apply to the extent the person is not indemnified by other corporations, trusts, partnerships or other enterprises.

This indemnification applies whether or not any claim arises out of the matters occurring before the adoption of the provision of the Bylaws.

ARTICLE IX: SUSPENSION OF THE BYLAWS

Section 1. These bylaws may be suspended by a two-thirds vote of the majority, present and voting, for emergency situations only.

ARTICLE XII: AMENDMENTS TO THE BYLAWS

Section 1. These bylaws may be amended at any meeting of the Association, provided that written notice is given to the general membership at least fifteen (15) days in advance of the meeting at which action is to be taken.

Revised and ADOPTED: August 17, 2003