

REVISED CONSTITUTION AND BY-LAWS SPIRIT LAKE IMPROVEMENT ASSOCIATION, INC.

ARTICLE 1 - NAME

This organization shall be known as the Spirit Lakes Improvement Association, Inc.

ARTICLE II- PURPOSE

The purpose of this Association is to encourage better understanding among individuals, groups and agencies engaged in or concerned with improvement of the Spirit Lakes area.

ARTICLE III - MEMBERSHIP

Membership shall be open to any party interested in the Association.

3.1 Privileges and Responsibilities

3.1.1 All members shall have the privilege of being eligible for election to the Board of Directors.

3.1.2 All members shall be eligible to attend any and all meetings of the organization, except for closed sessions of the Board.

3.1.3 All members shall have a single vote at any membership meeting, but there shall be no vote by proxy.

ARTICLE IV - MEETINGS

4.1 The annual meeting shall be held each May on Saturday of Memorial Day Weekend. The time and place to be determined by the Board.

4.1.1 Notice of the annual meeting shall be mailed to all members thirty (30) days prior to the meeting.

4.1.2 An agenda shall be included with the notice of the annual meeting detailing what items of business will be covered.

4.2 The board shall meet at least four times a year for the purpose of conducting Association business.

4.3 Roberts Rules of Order shall govern all meetings.

4.4 A special meeting may be called at any time by the President with the consent of the majority of the Board.

4.4.1 The published call or contact by telephone shall state the purpose of the special meeting and no other business shall be conducted at a special meeting.

4.5 A majority of the Board in attendance at any meeting shall constitute a quorum.

ARTICLE V - ELECTIONS

5.1 Board of Directors – The Board shall consist of a President, Vice-President, Secretary, Treasurer and seven Directors at large.

5.2 The Board shall hold office for a term of two years.

5.3 The Board shall serve as a nominating committee. There will also be nominations from the floor.

5.4 The ex-president shall serve as an ex-officio on the Board for one year.

ARTICLE VI – DUTIES OF THE BOARD

6.1 The Board shall have full responsibility and authority to conduct the affairs of this organization between annual meetings within the limits of the constitution.

6.2 The Board shall have charge of the property and funds of the organization.

- 6.3 The Board shall not incur debts beyond the limits of the treasury, except with a roll call vote of the membership.
- 6.3.1 In the event that a member shall incur a debt without the authorization of the organization the satisfaction of that debt shall be the sole responsibility of the person who incurred that debt.
- 6.3.2 A duly appointed committee may spend organizations funds provided approval has been given by the Board.
- 6.4 Any vacancy on the Board shall be filled by a majority vote of the remaining Board for the unexpired term of the vacancy.
- 6.4.1 A Board member appointed to fill an unexpired term may hold office upon re-election for another full term.
- 6.5 No member of the Board shall hold more than one office at a time.

ARTICLE VII – DUTIES OF OFFICERS

- 7.1 The President shall preside at all meetings. The President shall appoint and be a member of all committees. The President shall present an annual report to the membership summarizing the action taken by the Board in the past year and make recommendations for future actions.
- 7.2 The Vice-President shall perform all the duties of the President in the absence of or at the request of the President.
- 7.3 The Secretary shall be responsible for the records and minutes of all board and annual meetings. A newsletter shall be mailed to the membership when advised by the Board.
- 7.4 The Treasurer shall be responsible for all the funds of the organization. All funds shall be deposited in a bank account. Funds shall be expended only by check and only upon authorizations of the Board. An annual treasury report shall be presented to the membership at the annual meeting.

ARTICLE VIII – DUES

- 8.1 Dues shall be \$20.00 per fiscal year, per family member under 18, May 1st thru April 30th.
- 8.2 Any change in dues shall be recommended by the Board and approved by the membership at the annual meeting.

ARTICLE IX – AMENDMENTS

- 9.1 This constitution and by-laws may be amended by a 2/3 vote of the membership present at the annual meeting. Proposed amendments must be presented in writing to the membership thirty days prior to the annual meeting.
- 9.2 If it will benefit the Association, a Special meeting may be called to make a change in the by-laws. Written notice must be given thirty days prior to special meeting. Voting may be done by proxy only when special meeting is called. Change in by-laws can be made by 2/3 of responding votes.

ARTICLE X – RESOLVEMENT

- 10.1 Upon resolution of the Spirit Lake Improvement Association the assets shall be held in escrow for a period of three years. If no edity is created to continue the Association the assets shall be donated to a similar organization in the area.
- 10.2 Any special escrow accounts set up by the organization shall be dispersed of as per the agreement at the time of their deposit.

Approved and adopted:

June 15th, 1996

May 26th, 2012

President: _____

Vice President: _____

Director _____

Director _____