



Bylaws for Wassermann Lake Association

These bylaws are intended to comply with all provisions of Minnesota statutes 317A which will govern in the event of a conflict or omission.

PURPOSE :

The mission of the Wassermann Lake Association is to restore, protect and preserve Wassermann Lake.

The Association, a nonprofit (working toward 503 (c) (3) approval) organization, shall work in conjunction with federal, state and local agencies to preserve and improve the quality of our water, land, air, aesthetics, wildlife and other natural resources for present and future generations.

MEMBERSHIP :

Membership shall be open to all interested parties who are willing to support the vision and mission of the Wassermann Lake Association. To become a member in good standing of the Association, an individual must have a completed membership application on file and pay annual dues. A membership application form will be approved by the board and a current membership list maintained by the secretary including voting status. Members in good standing will be allowed to vote at members' meetings including election of directors and other appropriate issues. There can be more than one "member in good standing" per property.

DUES :

Annual dues shall be determined by the Board of Directors and approved at the annual meeting by a vote of the general membership in good standing. Initial annual dues have been set at \$25.

BOARD OF DIRECTORS :

The affairs of the Association shall be managed by a Board of Directors under such rules as the Board may determine, subject to the specific conditions of these By-laws.

The Board shall consist of 6 members elected at the annual members' meeting by the membership of the organization. Any member in good standing is eligible for election to the board. The term of board members shall be two years. Replacements for vacancies shall be filled by the board for the remainder of the term.

In addition a representative of the MCWD will be invited to participate in board meetings on an ongoing basis.

WASSERMANN LAKE ASSOCIATION



OFFICERS :

Immediately following an annual member's meeting where board members are elected, the new board shall hold an organizational board meeting for the purpose of electing officers.

The officers of the Association shall be a President, Vice President, Secretary and Treasurer.

- The **President** shall have general supervision of the affairs of the association. The President shall preside at all meetings of the Association and shall represent the Association at all official functions.
- The **Vice President** shall assist the President and shall preside at meetings of the Association and the Board in the absence of the President. The Vice President will be responsible for the development and updating of the Association's Lake Management Plan.
- The **Secretary** shall record and maintain minutes of all annual, board and special meetings of the Association. In addition the Secretary will be responsible for all internal and external communications. Copies of minutes and other significant documents will be emailed to all members.
- The **Treasurer** shall maintain all revenues of the Association and shall disperse expenditures as designated by the Board and/or approved by the general membership. The Treasurer shall present a yearly report of income and expenditures at the annual meeting of the Association. The Treasurer shall become familiar with sources of public or private funding as well as the application and approval process. They will lead the application effort for securing project funding.

Officers shall serve a term of two years and shall be elected at the annual meeting by a simple majority.

MEETINGS :

The Association shall have an annual member's meeting on a Monday evening in June on a date determined by the board. Ballots from members in good standing may be cast in person at member's meetings or by proxy ballot submitted in advance. Additional member's meetings may be scheduled as appropriate.

Member's Meeting Notice: The secretary will give at least 14 days email notice to all members of the date of the member meetings.

The board of directors may have regularly scheduled meetings or ad hoc meetings as required to effectively carry out Association business. Board meetings may include in-person meetings or electronic communications such as conference calls when directors are not present.

Board Meeting Notice: All board members must receive at least 48 hours email notice from the secretary.

WASSERMANN LAKE ASSOCIATION



LIABILITY:

It is understood that the Association assumes no responsibility or liability for the well-being of any member or representative of a member attending, managing or participating in meetings or any other functions of the organization.

No officer or Director, former officer or Director, or any authorized agent of the Association shall be liable in any manner to the Association or any person or group for any loss or damage sustained as a result of action taken or omitted by officer, Director or agent in good faith if he/she exercised or used the same degree of care and skill as a prudent person would have exercised or used under the circumstances in the conduct of his/her own affairs.

ADDRESS:

The Association's mailing address will be that of the current Secretary or as determined by the Board.

PARLIAMENTARY PROCEDURE:

All meetings of the Association shall be conducted in accordance with Roberts Rule's of Order, unless otherwise specified by these bylaws.

SUSPENSION OF THE BYLAWS:

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

AMENDMENTS OF THESE BYLAWS:

These bylaws may be amended at any members' meeting of the Association, provided that proper notice is given to the general membership at least fourteen (14) days in advance of the meeting.

These Bylaws were unanimously approved at the January 15, 2011 Wassermann Lake Association Meeting.