

Lakes & Pines Sno-Trails Inc. BY-LAWS  
Burnett County, Wisconsin  
( Approved and adopted effective 05/27/98 )  
( Revised 6/19/99 )

ARTICLE I - THE CORPORATION

- 1.0 -- Under the Articles of Incorporation this organization shall be known as Lakes & Pines Sno-Trails Inc.
- 2.0 -- It is a corporation without stock and not for profit. Its purpose shall be to develop and maintain a system of recreation trails and to conduct selected other activities of interest to the recreational industry.
- 3.0 -- All trails crossing private land must have current easement consent in writing by the land owner. Said easement must be on file and updated annually.

ARTICLE II - FISCAL YEAR

- 1.0 -- The Lakes & Pines Sno-Trails Inc. shall operate on a fiscal year beginning July 1st and ending on June 30

ARTICLE III - BOARD OF DIRECTORS

1.0 -- GENERAL POWERS AND NUMBERS

The business and affairs of the corporation shall be managed by its board of directors, except those matters specifically reserved to the membership. The number of directors will be eight (8), consisting of President, Vice-president, Treasurer, Secretary, Trail Maintenance, Equipment Maintenance & Trail Grooming, Fund-raiser and Membership.

2.0 -- ELECTION OF DIRECTORS

The board of directors shall be elected by the majority of membership at the annual meeting. Any vacancy occurring in the board of directors during a current term shall be filled by affirmative vote by the majority of the outstanding members of the board.

3.0 -- TENURE AND QUALIFICATIONS

The board of directors named in the articles of incorporation shall hold office for a term of two (2) years on a rotating election year cycle. The President, Secretary, Trail Maintenance, and Membership to be elected in even-number years (1998, 2000, etc.) and the office of Vice-president, Treasurer, Trail Grooming, and Fund-raiser to be elected in odd-numbered years (1999, 2001 etc.). The term commences immediately after the election of officers at the annual meeting in July and continues until the annual meeting following the two (2) year period and until a successor shall be elected, or until his prior death, resignation or removal. A director may resign at any time by filing his resignation with the Secretary of the Club. All directors must be voting members of the corporation.

4.0 -- REMOVAL OF A DIRECTOR

Any Director who misses two consecutive meetings without cause may at the discretion of the board be removed from office. Any director may be removed by a majority vote of the board of directors whenever in its judgment, the best interest of the Club will be served thereby, but such removal shall be without prejudice to the contract

rights, if any, of the person so removed. Such director has the right to appeal his removal from the board to the general membership with the same process as per Article IV, Section 6.0.

#### 5.0 -- REGULAR BOARD OF DIRECTORS MEETINGS

A regular meeting of the board of directors may be held without other notice than this by-law immediately after the annual meeting of members, and each adjourned session thereof, the place of such regular meeting shall be the same as the place of the meeting of members which precedes it, or such other place as may be announced at the meeting of members. The board of directors shall hold meetings between each regular membership meeting unless the board of directors, by majority vote, decides otherwise. The contents of all board of director meetings shall be recorded and reported at the next regularly scheduled membership meeting.

#### 6.0 -- SPECIAL MEETINGS

Special meetings of the board of directors may be called at the request of the President or by the Secretary upon request of any individual board member.

#### 7.0 -- QUORUM

A majority of the number of directors constituting the board of directors, present in person, shall constitute a quorum for the transaction of business at any meeting of the board of directors.

#### 8.0 -- CONDUCT OF MEETINGS

The President, and in his absence, a Vice President, and in their absence, any director chosen by the directors present, shall call meetings of the board of directors to order and shall act as Chairperson of the meeting. The Secretary of the Club shall act as secretary of all meetings of the board of directors, but in the absence of the Secretary, the presiding director may appoint any director to act as Secretary of the meeting.

#### 9.0 -- RESPONSIBILITIES OF THE BOARD

Each director will perform the duties and carryout the responsibilities of the job description prepared for his specific position held on the board, recorded in a separate text and maintained by the Secretary. Responsibilities and duties of the specific positions may be altered, amended or repealed and new responsibilities and duties adopted by affirmative vote of not less than a majority of the membership present at a regular or special meeting of the membership.

#### 10.0 -- ANNUAL BUDGET

The board of directors will prepare an annual budget to be presented to the general membership at the annual meeting, or at the first fall general membership meeting following the annual meeting, and must be approved by a 3/4 majority vote of the present membership.

All expenditures over \$500.00, not pre-approved through the annual budget will be approved by affirmative vote of not less than a majority of the members present at any regular or special meeting of the general membership.

#### 11.0 -- COMMITTEES

The board of directors by action of an affirmative vote of the majority of the directors, may designate one or more committees, as need arises. The President shall appoint a chairperson for each committee, and each committee shall fix its own rules governing the conduct of its activities, and shall make such reports to the board of directors of its activity, or as the board of directors may request. Terms of all committee members shall expire

upon completion of the activity involved in or at such time as the committee is dissolved by the board of directors.

#### 12.0 – CLUB FUNDED FUND-RAISERS

Club sponsored fund-raisers will adhere to the following rules:

12.1 – Any member proposing a club sponsored must submit an entry to the Board of Directors by April 15th. Submitted entry must include the location it will be held at, a tentative date of the event and the net projected income from the event.

12.2 – The Board of Directors will select (from submitted entries) the club sponsored fund-raisers necessary to meet the budget obligations.

12.3 – The club will provide liability insurance for the event

12.4 – The club will provide up front funding for the event prizes and other expenses.

12.5 – The club will absorb financial gain and loss incurred from club sponsored fund-raisers, if there are any.

### ARTICLE IV -- MEMBERS

#### 1.0 -- CLASSES OF MEMBERSHIP

The Club shall consist of two (2) classes of membership, Business and Family/Individual members (one vote per membership). Only paid members may vote on decisions affecting the policies of this Club.

#### 1.01 – BUSINESS CLASSIFICATION

Business members shall have an ad and an indicator on the trail map, shall have full voting rights and are entitled to one vote. (revised 10/18/98)

#### 1.02 – FAMILY/INDIVIDUAL CLASSIFICATION

Family/Individual members shall have full voting rights and are entitled to one vote for each paid family/Individual membership.

#### 2.0 – MEMBERSHIP DUES

Membership dues for each classification, and for each fiscal year will be established at the last membership meeting of the current year fiscal year or the annual meeting, whichever occurs first, and by a 3/4 majority vote of the attending membership. The Business and Family/Individual memberships dues must be paid by September 15. New members will be accepted at any time of the year.

#### 3.0 – ANNUAL MEETING

The annual meeting of the members of the Club shall be held on the regular designated membership meeting day in the month of July, or at such other date within 30 days before or after said date as may be fixed by or under the authority of the board of directors, for the purpose of electing directors and for the transaction of such other business as may come before the meeting.

#### 4.0 – REGULAR & SPECIAL MEMBERSHIP MEETINGS

Regular membership meetings shall be held on a monthly basis or at such time as may be designated and voted upon by the general membership. Membership meetings, regular or special, shall be held at such places as are designated, from time to time, by the board of directors. Written notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be

delivered in the previous monthly newsletter, or in a special mailing by or at the direction of the President, the Secretary, or the director calling the meeting, to each member entitled to vote at such meeting.

#### 5.0 – CONDUCT OF MEETINGS

The President, and in his absence, the Vice President, and in his absence, any person chosen by the members present, shall call the meeting of the members to order and shall act as Chairperson of the meeting. The Secretary of the Club shall act as secretary of all meetings of the members, but, in the absence of the Secretary, the presiding Chairperson may appoint any other person to act as secretary of the meeting.

#### 6.0 – TERMINATION OF MEMBERSHIP

Unless otherwise provided, membership shall be terminated by death, voluntary withdrawal, or expulsion, and thereafter all of the rights of the member in the Club or in its property shall cease. No member may transfer his membership or any rights arising therefrom. Any member whose conduct is detrimental to the interest of this Club may be expelled as follows; any member may bring complaint against another member in writing submitted to the President. The complainant shall present evidence to substantiate the accusation. The President shall thereupon, notify the accused member and shall set a date for hearing before the board of directors within thirty (30) days of the date said accusation is filed with the President. At such hearing, the accused member shall be given an opportunity to be heard and shall have the right to present any relative evidence on the matter. Upon a 3/4 vote of the board of directors, the accused may be expelled. In event of expulsion, the accused shall have the right to appeal to the general membership. Upon receipt of such appeal, in writing, the President shall call of special meeting of the membership within thirty (30) days thereafter, at which time the membership may overrule the decision of the board of directors by 3/4 vote of the present membership.

### ARTICLE V - ELECTION OF BOARD OF DIRECTORS

#### 1.0 – NOMINATING COMMITTEE

There shall be a nominating committee composed of six (6) persons, one(1) member to be appointed by the board of directors from among its board and five (5) to be elected by the membership at a regular meeting of the membership at least two months prior to the annual meeting. At such meeting, the membership shall elect one of these committee members as chairperson of the nominating committee. The committee shall prepare a slate of candidates for election as directors and shall secure the consent of its nominees to serve if elected. The committee shall report to the general membership the persons nominated at the meeting prior to the annual meeting or such meeting at which the election will be held.

#### 2.0 – OTHER NOMINATIONS

At the annual meeting, or such meeting of elections, nominations, other than those nominees selected by the nominating committee, shall be permitted from the floor. All nominees, whether nominated by the committee or from the floor, shall be voting members in good standing who have given consent to the nomination.

### ARTICLE VI – BY-LAW AMENDMENTS

1.0 – These by-laws may be altered, amended and/or repealed and new by-laws may be adopted by the members by affirmative vote of not less than a majority of the members present at any annual or special meeting of the members. Prior to any meeting at which it will be proposed that an existing by-law be altered, amended and/or repealed, or at which it is proposed a new by-law be adopted, written notice shall be mailed to all voting members, setting forth the proposal to be acted upon, at least two weeks prior to such meeting.

**ARTICLE VII – DISSOLUTION**

1.0 – Upon dissolution of Lakes & Pines Sno-Trails any remaining assets will be donated to Burnett County Snowmobile Association