

# Lake Manuella Improvement Association

## BYLAWS

### ARTICLE 1 - NAME and PURPOSE

**Section 1:** The name of this corporation is **LAKE MANUELLA IMPROVEMENT ASSOCIATION**

**Section 2:** The Lake Manuella Improvement Association is organized as a Minnesota Non-profit corporation to cooperatively protect and promote the purity, natural beauty and recreational and residential desirability of Lake Manuella in Ellsworth Township, Meeker County, Minnesota, within the framework of the laws relating to pollution, zoning, health and to maintain a desirable level of waters of the aforesaid Lake Manuella.

### ARTICLE 2 - MEMBERSHIP

**Section 1:** Membership shall be limited to owners in fee or by beneficial interest of real estate abutting or near proximity to the shores of Lake Manuella in Ellsworth Township, Meeker County, Minnesota.

### ARTICLE 3 - MEMBERSHIP MEETINGS

**Section 1: Annual Meeting.** The date of the regular annual meeting of the membership shall be the third Saturday in July each year or as the board so determines.

**Section 2: Special Meetings.** Special membership meetings may be called by the Chair or one-third members of the Board or one-third of the Association Membership.

**Section 3: Robert's Rules of Order.** All business for the Lake Manuella Improvement Association shall be conducted following Roberts Rules of Order.

**Section 4: Notice.** Notice of each meeting shall be given to each voting member, by electronic mail or us mail if electronic mail is not available not less than ten days before the meeting.

### ARTICLE 4 - FISCAL YEAR

**Section 1: Fiscal Year.** The fiscal year for the Association shall be the calendar year from January 1 through December 31.

### ARTICLE 5 - BOARD

**Section 1: Membership/Responsibility.** The Board is responsible for overall policy and direction of the Lake Manuella Improvement Association and delegate's responsibility for day-to day operations to individuals and/or committees. The Board shall have up to 12 and not fewer than 7 members. The Board shall receive no compensation other than reasonable expenses.

**Section 2: Meetings.** The Board shall meet at least 3 times a year. Special meetings can be called at any time by the Chair, Vice Chair, or one third of the Board with two days written or telephoned notice.

**Section 3: Board Elections.** Elections of new Board members or election of current Board members to a second term will occur as the first item of business at the annual meeting of the corporation. Board members will be elected by a majority vote of the current Association membership in attendance at the meeting.

**Section 4: Terms** All Board members shall serve 3-year terms, but are eligible for reelection, Terms will be staggered so not more than one-third of the Board terms expire in any given year. All terms shall run from annual meeting date to annual meeting date following the election.

**Section 5: Quorum.** A quorum must be attended by at least 50 percent of the Board members before business can be transacted or motions made and passed.

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**Section 6: Officers and Duties.** There shall be five officers of the Board consisting of a Chair, Vice Chair, Secretary, and Treasurer and Membership Communication & Retention elected by the Board members at the first meeting after the membership's annual meeting. Their duties are as follows:

The **Chair** shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the Board to preside at each meeting in the following order: Vice-Chair, Secretary, and Treasurer.

The **Vice Chair** will chair committees on special subjects as designated by the Board or an Association member may be assigned the Chair of the committee,

The **Secretary** shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and agenda to each Board member, and assuring that corporate records are maintained.

The **Treasurer** shall make a report at each Board meeting and distribute an annual financial report at the annual meeting. The treasurer shall prepare the budget, help develop fundraising plans, and make financial information available to the board and Association members.

The **Membership Communication & Retention** will maintain a listing of all lake residents contact information, communicate to all members and nonmembers relevant information regarding the lake and lake association. Prepare Annual Newsletters for all lake residents. Prepare biannual lake directories for all lake association members.

**Section 7: Filling Vacancies.** If any board member resigns or is terminated for some reason by the board. the board may appoint a new member.

**Section 8: Resignation, Termination and Absences.** Resignation from the Board must be in writing and received by the Secretary, A Board member may be removed by a three-fourths vote of the remaining Board members for absences or other reasons.

### ARTICLE 6 - COMMITTEES

**Section 1: Special Committees.** The Board may create committees as needed, such as Land-use, Finance. Social, Recreation, Grievance. etc.

**Section 2: Executive Committee.** The five officers serve as the members of the Executive Committee the Executive Committee shall have all of the powers and authority of the Board in the intervals between meetings of the Board, subject to the direction and control established of the Board

**Section 3: Water Quality Coordinator.** Because of the significance of an-going monitoring of the lake, relationships with water quality agencies, the Water Quality Coordinator shall be a standing appointed position by the Board

### ARTICLE 7 - AMENDMENTS

**Section 1: Articles of Incorporation, Bylaws.** These Bylaws and the Articles of Incorporation may be amended by a two-thirds majority of the Association members present at the annual meeting.

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These Bylaws were approved at the Annual Meeting of the Manuella Lake Association on July 15, 2000 with the exceptions of:

Article 5, Section 8. Which was resubmitted and approved by the membership at the annual meeting on July 21, 2001, and Article 1, Section 1. Name change was approved by the membership at the annual meeting in July, 2004. Name change to Lake Manuella Improvement Association was filed with the Secretary of State March 3, 2005.

Bylaws Amended 7/20/2025 as follows:

Article 3, Section 4. Section 4: **Notice**. Notice of each meeting shall be given to each voting member, by electronic mail or us mail if electronic mail is not available not less than ten days before the meeting.

Article 5, Section 1. The Board shall have up to 12 ~~10~~ and not fewer than 7 members.

Section 4: **Terms**. All terms shall run ~~from January 1 through December 31~~ annual meeting date to annual meeting date following the election.

Section 6: **Officers and Duties**. There shall be five ~~four~~ officers of the Board consisting of a Chair, Vice Chair, Secretary, and Treasurer and Membership Communication & Retention elected by the Board members at the first meeting after the membership's annual meeting. Their duties are as follows:

The Membership Communication & Retention will maintain a listing of all lake residents contact information, communicate to all members and nonmembers relevant information regarding the lake and lake association. Prepare Annual Newsletters for all lake residents. Prepare biannual lake directories for all lake association members.

Article 6:

Section 2: **Executive Committee**. The five ~~four~~ officers serve as the members of the Executive Committee