

# LAKE LASALLE PROPERTY OWNERS' ASSOCIATION CONSTITUTION

## ARTICLE 1 - NAME

The name of this organization shall be Lake LaSalle Property Owners' Association, Incorporated. (Hereinafter referred to as the "Association.")

## ARTICLE 2 - PURPOSE

This association is a non-profit organization with the sole purpose of taking effective, collective measures for the prevention and removal of threats to the tranquility, value, or safety of the Lake LaSalle Estates; by establishing by-laws, rules and regulations, assessing funds for the maintenance of the lake and lakeside and instigating good safety ordinances.

## ARTICLE 3 - MEMBERSHIP

Membership in the Association shall be classified as follows:

### 1. Voting Members

Any property owner in Lake LaSalle Estates, Inc., Additions I or II is eligible for Voting membership in the Association. Voting members shall pay the full dues and shall be entitled to all rights and privileges of membership in the Association.

### 2. Non-voting Members

Any property owner in: a.) Lake LaSalle Estates, Addition III, b.) The "metes and bounds" area located in the Southwest corner of the intersection of Lake LaSalle Road and Three Story Hill Road, or c.) or the six-acre tract located in the area across Chickadee Drive from Lot Number 70, but limited to one (1) membership, is eligible for Non-Voting Membership in the Association. Non-Voting members shall pay an annual maintenance fee. Non-Voting Members are not eligible to hold office in the Association. Non-Voting Members shall have fishing, picnicking, and swimming rights, and the same rights as Voting members in regard to the use of the Common areas.

Non-Voting members are restricted as follows:

- a. Non-Voting members' boats shall be those, which are propelled by hand or powered by a motor not to exceed ten (10) horsepower and excluding all pontoon boats.
  1. Non-Voting members' boats shall not be left on the Lake overnight.
  2. Non-Voting members shall only have access to and from the Lake via (1) the boat ramp or (2) the designated common area just North of Lot #59.

3. Inactive

Any Voting member who does not pay his or her dues, maintenance fee, or special assessment when due shall be declared an inactive member and shall lose all of the rights and privileges of membership until such time as the dues, maintenance fee and/or special assessment is paid.

4. Joint Owners

Joint property owners shall be considered joint members of the Association and together constitute one "Member." Joint Voting members may serve individually as officers or directors of the Association.

## ARTICLE 4 - ORGANIZATIONAL STRUCTURE

1. Officers

The officers of the Association shall be a President, Vice-President, Secretary, and Treasurer each of whom shall serve a term of one year. Only Voting members, whose dues are paid, are eligible to hold office. Officers may be re-elected. Officers take office immediately following the Association's Annual Meeting at which they are elected.

2. Functions of Officers

a. President

1. Serves as the official representative of the Association.
2. Presides at all meetings.
3. Appoints all committees and serves as an ex-official member of the committees except the Nominating Committee.
4. Supervises the work of all the officers and committees.

b. Vice-President

1. Assumes the duties of the President in his/her absence.
2. Performs all other duties usually pertaining to this office.
3. \*To develop and propose an annual budget for the Association based on past and proposed spending and submitted committee budgets.
4. \*When necessary, to work with other committees to devise a financial plan to meet the needs of committees in regards to Board approved activities.

**(\*Per Constitutional Amendment #2, September 2010) See Archived Governing Documents)**

c. Secretary

1. Together with the Communications Committee, prepares and transmits notices of all Association and Board meetings.
2. Records and distributes minutes of all Association and Board meetings.
3. Maintains a file of all committee reports.
4. Maintains an up-to-date list of the names and addresses of all Association members.
5. Receives and answers all correspondence of the Association
6. Maintains a file of all correspondence
7. Joins the Treasurer in the annual filing required by the State and Federal governments of not-for-profit corporations.
8. \*To review, as needed, the Constitution, By-Laws, and Covenants and Restrictions and propose revisions of these

documents to the Board for its action.

9. \*To ensure that all policies and procedures are documented and archived for future reference.

**(\*Per Constitutional Amendment #2, September 2010. See Archived Governing Documents)**

10. Performs all other duties usually pertaining to this office.

d. Treasurer

1. Prepares and sends statements for dues, maintenance fees, and/or special assessments.
2. Collects dues, maintenance fees and/or special assessments.  
\*Arrangements can be made for an approved payment plan as needed by contacting the Treasurer. A "letter of Agreement" must be signed by the property owner and returned to the Treasurer.  
Payments must be continuous and the annual dues must be paid in full by April 1. Failure to comply with the payment arrangements will result in a lien filed on the property.

**(\*Per Executive Resolutions #1 and #3. 2018. See Archived Governing Documents)**

3. Deposits all funds of the Association in the bank designated by resolution of the Executive Board.
4. Disburses funds in accordance with the approved budget or upon direction of the Executive Board.
5. Serves as the custodian of any notes, securities, or other valuables that may come into the possession of the Association.
6. Maintains an accurate record of the receipts and disbursements of the Association funds.
7. Provides the Secretary with a list of inactive members to be used in determining voting privileges at meetings.
8. Reports the financial status of the Association at all meetings.
9. Prepares and files required local, State, and Federal tax forms.
10. Joins the Secretary in the annual filing required by the State and Federal governments of not-for-profit corporations.
11. Is bonded in such an amount as determined by the Executive Board. Bonding fee to be paid by the Association.
12. Performs all other duties usually pertain to this office.

3. Each officer shall transfer all official records and supplies of his office to his successor within 10 days following the start of his successor's term.

4. The Executive Board shall be comprised of the Officers, \*six Directors, and the Immediate past President who is an ex-officio member not entitled to vote. Only Voting members, whose dues are paid, are eligible to become Directors. Directors serve a term of three years. Directors may be re-elected. Directors take office immediately following the Annual Meeting of the Association at which they are elected.

**(\*Per Constitutional Amendment #2. September 2010. See Archived Governing Documents)**

5. Functions of Other Board Members

a. Directors

1. To implement the policies, practices, and programs as directed by a majority vote of the members.
2. To approve the budget.
3. To fill vacancies occurring on the Board until the next Annual

Meeting of the Association.

4. To conduct all business of the Association, which does not require action by the entire membership of the Association.
5. To serve in at least one standing or special committee.

b. Past President

1. Serves as a non-voting, ex-officio member of the Board.
2. Provides continuity of leadership and shares expertise gained in his/her term as president.

6. Vacancies

a. Offices

If a vacancy occurs in the office of the President, the Vice President shall succeed to the office of President. If vacancies occur in the offices of Vice-President, Secretary, or Treasurer, the Board shall elect replacements from among the remaining members of the Board to serve until the next Annual Meeting of the Association.

b. Executive Board

Interim vacancies of the Board of Directors shall be filled by the Board to serve until the next Annual Meeting of the Association. At that time, the membership shall elect additional Directors to fill unexpired terms.

7. Removal for Cause

- a. Any Director or may be removed for cause at the Annual Meeting of the Association or at a special meeting of the Association called for such purpose.
- b. Any Director or Officer of the Association who misses three (3) consecutive Board meetings shall automatically be disqualified from Board membership. The secretary shall notify, in writing, any Board member who has missed two (2) consecutive Board Meetings that missing another Board Meeting will result in disqualification from the Board. Vacancies created by disqualification shall be filled as stated in Article 4, Subsection 6b.

8. Committees

a. Regular Committees. Regular (standing) committees shall be:

- |                                 |                        |
|---------------------------------|------------------------|
| 1. Audit                        | 5. Fishing             |
| 2. Complaints/Compliance        | 6. Long Range Planning |
| 3. Maintenance                  | 7. Communications      |
| 4. Entertainment and Activities |                        |

b. Special Committees

Such other committees as are necessary for conducting the work of the Association shall be established.

c. Appointment of Committees

The President shall appoint all committees choosing members from Lake LaSalle Estates. Chairpersons of committees shall be members of the Board.

d. Size of Committees

Each committee shall consist of not fewer than three (3) members, including the chairman.

e. Duties

Committees shall discharge all of the duties prescribed by the President, the Board, or this Constitution as follows:

1. Audit:
  - To make the annual audit of the books of the Association and make a report at the annual meeting.
2. Entertainment and Activities:
  - To plan Annual Meeting
  - To plan additional social events each year
  - To send out cards, flowers, etc., to members as needed
  - To greet new residents and see that they receive a "Welcome Packet".
3. Maintenance:
  - To be responsible for the maintenance of the lake, dam, and common property
  - To work with contractors and officials to insure that services and repairs to the lake, dam, and common property are performed satisfactorily and in a timely manner.
4. Long-Range Planning:
  - To maintain a future perspective on the needs of the Association
  - To develop plans to meet these needs
  - To manage the initialization of these plans until taken over by the Board.
5. Fishing:
  - To develop and implement plans to establish and maintain high quality fishing
  - To monitor the fishing quality and make necessary adjustments
6. Communications:
  - To publish and distribute all information sent to Association members
  - To work to maintain good communications between the Board and Association members
  - To work to maintain good communications between the Associations and the community
7. Complaints/Compliance:
  - To periodically check the community, and prioritize non-compliant situations for recommendation to the Board for corrective action
  - To receive, evaluate, and take approved actions on non-compliance and legitimate complaints issued by Lake LaSalle Estates' residents in regard to the Covenants and Restrictions, Constitution, and By-Laws
  - To follow up and assure that complaints have been resolved and if necessary, take the matter to the Board
  - \*To routinely survey the community for new construction.
  - \*Assure that proper permits have been issued and that construction meets standards set by Covenants and

Restrictions.

- \*To bring all violations before the Board for possible action.
- \*To keep realtors updated as to issues affecting potential buyers.
- \*To notify Treasurer of properties put on the market and assure that realtors are informed about dues and/or assessments.

**(\*Per Constitutional Amendment #2. September 2010. See Archived Governing Documents)**

8. All Committees:

- To submit an operating budget to the Treasurer in September of each year
- To work in conjunction with other committees in seeing that the Board's commitment to the Association is fulfilled
- To hold a minimum of 1 meeting per year for planning, budgeting, etc.
- To give committee reports and updates at Board meetings and where ~~the~~ a report needs to be approved by the Board or requires special monies, present a written report
- Chair people are responsible for a summary report of their committee's activities at the Annual Membership Meeting

## ARTICLE 5 - MEETINGS

1. Meetings of the Association

a. Annual Meeting

The Annual Meeting of the Association shall be held on the first \*weekend (Saturday or Sunday) following Labor Day, at a place designated by the President. If for any reason, this Annual Meeting is not held on the date prescribed, it may be held on any succeeding \*weekend (Saturday or Sunday), but shall be held on or before the second Sunday in October of the same year.

**(\*Per Constitutional Amendment #1. September 2008. See Archived Governing Documents)**

b. Special Meetings

The President may call special Meetings of the Association by a majority vote of the Board, or upon written request to the Secretary by ten (10) members.

c. Notification

Meetings shall be held at such place as is specified in the respective notices thereof. A written notice stating the day, hour, and place of the meeting shall be delivered or mailed by the Secretary to each member of the Association at such address as appears on the record of the Association, at least ten (10) days prior to the date of the meeting. Notices of all meetings shall include a statement of the purpose of the meetings. Notice of the Annual Meeting of the Association shall include the slate of Officers and Directors as prepared by the Nominating Committee.

2. Meetings of the Executive Board

- a. Annual Meeting
    - The Board shall meet immediately after the Annual Meeting of the Association for the purpose of organization and consideration of any business that may be brought before the meeting.
  - b. Other Meetings
    - The Board shall meet once each quarter. Other meetings may be called by the President, and shall be called upon written request to the Secretary by two (2) or more members of the Board.
  - c. Notification
    - Notice of the date, time, and place of all Board meetings shall be mailed, delivered, or telephoned by the Secretary to each member of the Board not less than forty-eight (48) hours prior to the meeting.
3. Quorum
- a. At any meeting of the Association, a majority of the members, as represented in person or by proxy, shall constitute a quorum.
  - b. At any meeting of the Executive Board, a quorum shall consist of one half (50%) of the total number of current Board members.
4. Order of Business
- The order of business at all meetings of the Association and/or the Executive Board shall be:
- a. Call to Order
  - b. Roll Call
  - c. Determination of Quorum
  - d. Reading of the Minutes
  - e. Reports of Officers
    - 1.) Secretary
    - 2.) Treasurer
    - 3.) Vice President
    - 4.) President
  - f. Reports of Regular Committees
  - g. Reports of Special Committees
  - h. Unfinished Business
  - i. New Business
  - j. Adjournment

## ARTICLE 6 - VOTING

- 1. Entitled to Vote
  - Each active Voting member of the Association, as certified by the Treasurer, shall be entitled to vote at meetings of the Association.
- 2. Proxies
  - a. An active Voting member of the Association may vote in person or by a written proxy signed by such member or by his duly authorized attorney.
  - b. A separate proxy shall be executed for each meeting.
  - c. Proxies executed for special meetings and for all meetings where assessments are to be considered, elections conducted, or the Constitution and By-Laws amended shall appoint the Secretary as proxy and shall specifically direct Secretary how to cast the member's vote(s) on the question(s) listed on the proxy form.
  - d. Any question(s) raised at such a meeting that was not included on the proxy form can be acted upon only if sufficient Voting members are present in person, to constitute a quorum.

- e. In the event that there are not sufficient Voting members present to constitute a quorum, questions not listed on the proxy form may be stated in form of a motion, seconded and discussed. A vote may then be taken directing the Board of Directors to prepare a mail ballot containing the question(s) to be voted upon. Said ballot shall be mailed to all active Voting members of the Association within thirty (30) days of the meeting at which the ballot is authorized.

3. Majority Rule

All questions voted upon shall be decided by a simple majority of a quorum of the active voting members

### **Article 7 - Elections**

1. Nominating Committee

a. Composition

The Nominating Committee shall consist of three (3) active Voting members of the Association.

b. Appointment

The President shall appoint the Nominating Committee at least thirty (30) days prior to the Annual Meeting of the Association, to serve until the committee presents its reports at the Annual Meeting.

c. Duties

The duties of the Nominating Committee shall be to submit to the members at the Annual Meeting of the Association a slate consisting of:

- 1) One candidate for:
  - a) President
  - b) Vice President
  - c) Secretary
  - d) Treasurer
- 2) One candidate for each three-year Directorship to be filled.
- 3) One candidate for each Director vacancy with remaining one or two-year terms to be filled and to designate for each candidate the length term to be served, if elected.

2. Other Nominations

Additional nominations for Officers and Directors may be made from the floor by an active Voting member, provided the nominee has consented to serve, if elected.

3. Voting

Voting for each of the Officers and for each of the groups of Directors' three (3) terms, and possible one (1) and two (2) year terms shall be by separate ballot with the candidate receiving the largest number of votes being elected in each case; except that if there are no nominations from the floor, voting by ballot may be dispensed with and a motion may be made to instruct the Secretary to cast a unanimous ballot for the entire slate.



## ARTICLE 8 - FISCAL POLICIES

### 1. Fiscal Year

The fiscal year of the Association shall be from \*January 1 thru December 31.

**(\*Per Constitutional Amendment #3. September 2020. See Archived Governing Documents)**

### 2. Budget

An annual budget shall be prepared by the Budget and Finance Committee, covering the fiscal year, and shall be presented to the Board within thirty (30) days following the Annual meeting of the Association for their review and approval.

### 3. Monies

All monies shall be deposited in the name of the Association in a bank designated by resolution of the Board. All disbursements shall be made by check. All checks issued and all withdrawals from savings accounts shall bear the signatures of any two of the following four officers: President, Vice-President, Treasurer, or Secretary.

### 4. Bonding

All four of the designated officers must be bonded in an amount specified by the Board. The Association shall pay bonding fees.

### 5. Loans

No loans of money, property, or any advancement for services to be performed in the future shall be made.

## ARTICLE 9 - PROPERTY OWNED BY THE ASSOCIATION

The selling of any Association owned property requires a 75% approval of the voting members.

## ARTICLE 10 - DUES

\*The dues for Voting members are nine hundred dollars (\$900) per year, payable to the Treasurer January 1 of each year. Said dues is to cover a period from January 1, through December 31, of the year for which the member is billed.

Non-voting members shall pay no dues: instead they shall pay an annual maintenance fee of an amount equal to sixty per cent (60%) of the annual dues paid by the Voting members, payable to the Treasurer on January 1 of each year. Said maintenance fee is to cover a period from January 1 through December 31, of the year for which the member is billed.

\*On April 1<sup>st</sup>, as appropriate, the Board shall direct the Secretary to file a lien against any voting property owner who has not paid his or her dues/fees. A penalty of 10% per year on the balance due April 1st shall be added to the amount owed. The dues, together with the penalty, interest at the current prime rate, cost and attorney's fees shall be a charge on the land and shall be a

continuing lien upon the property against which such dues is owed. The dues shall be the personal obligation of the person who was the owner of such property at the time when the dues fell payable.

**(\*Per Executive Board Resolution #3. September 2020. See Archived Governing Documents)**

\*On or after May 1, 2016, the following changes in annual dues requirements shall be binding on all property owners in Additions 1 and II of Lake LaSalle Estates and any lot that has lake access. Each property owner shall pay one annual dues fee per lot that is not contiguous to that property owner's lake front lot. However, other lots that adjoin a property owner's lot would be covered by the one annual dues fee. If a member's adjoining lot is developed for residential use, then an additional annual dues fee will be assessed.

\*Property owners who own lake front lots that are not contiguous prior to May 1, 2016 are grandfathered and will be assessed on annual dues fee.

**(\*Per Executive Board Resolution #3. April 2016. See Archived Governing Documents)**

## **ARTICLE 11 - ASSESSMENTS**

### 1. Limitation

Assessments for funds from members of the Association must be in harmony with the purposes of the Association as described in the Article of Incorporation.

### 2. Method

The procedure for levying assessments shall be:

- a. Recommendation of an assessment by the Budget and Finance Committee
- b. Approval of the assessment by a majority of a quorum of the Board.
- c. Notification to the members of the Association stating the amount it is proposed to assess each member, the total amount of money to be collected, the specific item(s) for which the money is to be spent, and an explanation of the financial position of the Association requiring an assessment. This notice may be included in the notice of the Annual Meeting of the Association or of a special meeting.
- d. Approval of the assessment by a majority of a quorum of the active Voting members of the Association
- e. Collection of assessed funds by the Treasurer

### 3. Basis

The Treasurer will determine the amount of each member's assessment. Voting members will pay an equal share of any special assessment. Non-Voting members will each pay an assessment equal to sixty (60) percent of any special assessment charged the Voting members

### 4. Obligation

Members of the Association are obligated to pay the amount of money

assessed them with thirty (30) days after membership approval of the assessment. Failure to pay an assessment will result in the member being declared inactive.

## **ARTICLE 12 - LIABILITY**

The Board will review annually our liability risk and purchase Liability Insurance in an amount considered appropriate to cover the risk.

## **ARTICLE 13 - RESIDENT AGENT**

### **1. Appointment**

The Board will approve annually the appointment of a Resident Agent as referred to in the Articles of Incorporation.

### **2. Duties**

The duties of the Resident Agent are to maintain liaison with the Office of the Secretary of State and Receive all communications from that office and pass them to the President or the Board for appropriate action.

### **3. Change of Agent**

In the event of a change of Resident Agent, the Secretary of the Association shall inform the Office of the Secretary of State of such change and furnish that office the name and address of the new Resident Agent on the form prescribed by the Secretary of State together with the filing fee required for such change.

## **ARTICLE 14 - PARLIAMENTARY AUTHORITY**

ROBERT'S RULES OF ORDER, REVISED, shall govern all proceedings of the Association not expressly provided for in the Constitution or the Articles of Incorporation.

## **ARTICLE 15 - AMENDMENTS**

This Constitution may be amended by the affirmative vote by the majority of a quorum at any meeting of the Association. The exact wording of the proposed amendment(s) shall be submitted in writing to each member not less than ten (10) days prior to the meeting at which the amendment(s) is to be voted upon, but may be further amended at this meeting provided such further amendment(s) is germane to the subject of propose amendment(s).

## **ARTICLE 16 - CONTROL OF OFFICIAL DOCUMENTS**

Computer records and papers pertaining to the Constitution, Covenants and Restrictions, By-Laws, deeds, and other official documents of the Lake LaSalle Property Owners' Association shall be kept in a lockbox at a local bank.

Two Board Members as designated in ARTICLE 8, Section 3, are required to have access to the lockbox.

The "Official Copy" of the Constitution, Covenants and Restrictions, and By-Laws shall be made directly from the recorded copies kept at the Brown County Offices and shall be marked as "Official Copy" in red ink. Only these papers shall bear the red ink mark. All copies of these papers shall be made from these documents only, and copies shall be listed on a sheet kept in the lockbox, which names the person making the duplicates and the number of copies of made.

The Secretary shall keep a separate description of all official Board pass procedures and processes that are used by the Board and its committees in conducting their official business. These will include, but not be limited to, procedures and processes used by the Building Committee, Complaints/Compliance Committee, Communications Committee, Document Control Committee, and for the collection of outstanding dues and assessments.

#### **ARTICLE 17-REVOCATION AND ENACTMENT PROVISIONS**

1. Repeal

All prior Constitutions and amendments thereto are hereby revoked and shall become null and void immediately upon adoption of the Constitution.

2. Effective Date

This Constitution was adopted and became effective at the Annual Meeting of the Association held on September 11, 1983. Amendments there unto have been incorporated including those adopted at the Annual Meeting of the Association held in September 1988, September 1995, September 1997, September 2000, September 2006, April 2008, September 2010, July 2015, April 2016, September 2018 and September 2020.