

BYLAWS OF
PROPERTY OWNERS ENVIRONMENTAL PROTECTIONS
ASSOCIATION OF SPIRIT LAKE, INC.
Amended by the Board of Directors
November 9, 2023

ARTICLE I

Name

The name of this organization shall be Lakefront Property Owners Environmental Protection Association of Spirit Lake, Inc., also known as Spirit Lake Property Owners Association.

ARTICLE II

Form

Form of organization shall be a non-profit incorporated association for environmental conservation, educational and scientific purposes.

ARTICLE III

Purpose

The purpose of the corporation shall be to engage in environmental conservation, scientific and educational projects regarding the environment and water quality of the Spirit Lake, Idaho watershed and to preserve and improve the quality of the environment and water. This will involve members of the corporation actually conducting conservation lake improvement projects, scientific studies and educational projects and also involve the study and monitoring of environmental and water quality within the Spirit Lake watershed.

It shall also be the corporation's goal and aim to disseminate information regarding the environmental and water quality of the watershed as widely as possible. The corporation shall share the results of any environmental conservation lake improvement projects and studies done with all members of the public and all concerned governmental agencies and officials. In furtherance of this goal, a report concerning the water quality of the lake and the corporation's activities in regard to environmental conservation lake improvement projects shall be given by the president of the corporation or her/his delegate at each annual meeting.

ARTICLE IV

Membership

The membership of the organization shall be on an annual basis and shall consist of all those who pay annual membership dues to the organization. Any individual who wishes to become a member of the organization may do so by payment of membership dues in an amount established by the Board of Directors. Each member shall be entitled to one vote. Only members of the corporation shall be entitled to vote. The secretary of the organization shall maintain a record of current and past members.

ARTICLE V

Meetings

- A. Annual Meeting: An annual meeting of the membership shall be held each year at Spirit Lake, Idaho at a time and place to be determined by the Board of Directors. The purpose of the meeting is for the election of directors and for the transaction of such other business as may properly come before the meeting. Said annual meeting shall be held on a Saturday or Sunday between July 15-August 15. At least ten (10) day notice in advance of the meeting shall be given to each member of the organization in writing. A majority vote of those members present and voting shall decide all questions arising through a motion from a member.
- B. Special Meetings: Special meetings of the members may be called by the Board of Directors, or by 25% of the members of the association on written notice given at least ten (10) days before the date of such meeting. The written notice shall contain the purpose for which the meeting is called.

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A majority vote of those members present and voting shall decide on all questions arising through a motion from a member.

- C. Voting by the members shall be conducted in an efficient and fair manner using a process determined and communicated by the Board of Directors.

ARTICLE VI

Board of Directors

- A. Duties and powers: Management of the association shall be vested in the Board of Directors with full power and authority to carry out all affairs of the association. It shall have the power to designate committees of the association, to aid it in carrying out the purposes and strategic plan goals of the association.
- B. Election of directors: The Board of Directors shall be elected at the annual meeting of the membership and shall consist of not less than five nor more than fifteen directors. The term of office shall be three years, with one third of the directors elected each year. Candidates shall be nominated for a specifically designated board director position (e.g., Position #1, Position #2, etc.). Nomination and election for each position shall be completed before nomination and election of each subsequent positions shall occur. If there are multiple nominees and no one receives a majority, the person who received the fewest votes shall be dropped from the list of nominees. Voting shall continue until one candidate receives a majority.
- C. Vacancies: Vacancies on the board of directors shall be filled by the remaining board directors. The Board of Directors shall appoint members to fill vacancies. A person so appointed shall hold office until the next general meeting of the Association
- D. Election of board officers: The board directors shall elect officers from the current Board of Directors. Such offices shall be those as the Board of Directors deem appropriate.
- E. Removal of a director:
- a. Removal for failing to attend meetings: Any director who shall fail to attend three consecutive meetings of the Board of Directors shall be automatically removed from the position of director, unless the board deems sufficient good cause.
 - b. Removal of director for cause: The Board of Directors may remove a director for sufficiently egregious actions, such as but not limited to: unlawful actions, actions in opposition to the purposes of the association, conduct that places the board of directors and the association at risk, such as misrepresenting the Board of Directors.

ARTICLE VII

Board Meetings

- A. The Board of Directors shall be present and provide coordination and leadership for the annual meeting of the association.
- B. The Board of Directors shall meet within thirty (30) days after the annual meeting to elect the officers of the association.
- C. The Board of Directors shall meet to conduct regular association business approximately quarterly (4 times per year).
- D. Special meetings of the Board of Directors may be called at any time by the president or on the written petition of two-thirds of the Board of Directors.
- E. Notice of meetings of the Board of Directors shall be sent by the president or designee to each member of the Board of Directors at least five (5) days before such meetings.
- F. A quorum shall consist of fifty (50) percent of the Board of Directors. A quorum is necessary to conduct a board meeting.

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G. A board director unable to attend a board meeting in person may attend remotely with the approval of the president.

ARTICLE VIII

Parliamentary Authorities

Meeting proceedings shall be conducted under parliamentary authorities.

ARTICLE IX

General Provisions Regarding Membership

Membership shall be open to all interested persons without discrimination on the basis of color, race, sex, religion, age, disability, national origin.

ARTICLE X

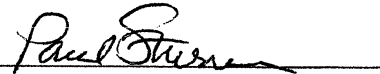
Amendment

These bylaws and the articles of incorporation may be amended by a majority vote of the membership present at any annual or special meeting convened pursuant to the provisions of these bylaws.

These amended Bylaws were adopted by the Board of Directors

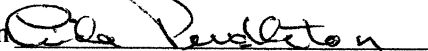
Date: November 9, 2023

Vice President, Paul Sturm



Note: President, Karen Cowan was unavailable for signature and subsequently resigned due to health reasons.

Secretary Linda Pendleton



These amended Bylaws were adopted by the membership of the Association

Date:

President _____

Secretary _____