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2 **BYLAWS OF THE WASHINGTON/OZAUKEE COUNTY CHAPTER**  
3 **OF THE ICE AGE TRAIL ALLIANCE, INC.**  
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7 **Article I**  
8 **Name and Offices**  
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10 Section 1. Name. This chapter of the Ice Age Trail Alliance, Inc., (the "Alliance") is "The  
11 Washington/Ozaukee County Chapter of the Ice Age Trail Alliance, Inc." The Alliance is a  
12 non-profit organization incorporated in Wisconsin with chapters throughout the state.  
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14 Section 2. Offices The principal office and mailing address of this chapter will be the home  
15 address of the Chapter Coordinator(s). The Alliance headquarters is at 2110 Main Street in  
16 Cross Plains, Wisconsin, 53528.  
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19 **Article II**  
20 **Purpose**  
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22 The purpose of the Chapter is to create, support and protect the Ice Age Trail and associated  
23 natural, scenic, and cultural resources, and to support the mission of the Alliance within its  
24 designated territory consistent with the Articles of Incorporation, Bylaws and policies of the  
25 Alliance.  
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28 **Article III**  
29 **Territory, Membership, Dues**  
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31 Section 1. Territory. The territory of the Chapter includes the entire trail corridor (existing and  
32 proposed) in Washington and Ozaukee Counties, Wisconsin.  
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34 Section 2. Membership. All persons who designate a Washington/Ozaukee County Chapter  
35 affiliation on their membership form to the Alliance will become members of the Chapter.  
36 Those persons who reside in the territory of the Washington/Ozaukee County Chapter but do  
37 not specify a chapter affiliation will become members of the Washington/Ozaukee County  
38 Chapter, unless a Statewide affiliation is specified. A minimum of ten members is required to  
39 be recognized as a Chapter by the Alliance bylaws.  
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41 Section 3. Dues. The dues of all Chapter members are established by the Bylaws of the Alliance. ~~The~~  
42 ~~Alliance will transfer to the Chapter a portion of the dues paid by Chapter members.~~  
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#### **Article IV** **Meetings and Election**

Section 1. Annual Meeting. The Chapter will hold an Annual Membership Meeting before the end of February each year. It will be held at a convenient time and place designated by the officers. The purpose of this meeting is to elect officers, review the activities of the preceding year, compile information for the Annual Chapter Report, have a published plan for the next season, determine any additional activities to be engaged in during the year, and to transact any other relevant business.

~~Section 2. Calendar Planning Meeting. The Chapter will hold a Calendar Planning Meeting at least annually, with semi-annual calendar planning meetings preferred. The purpose of the meeting is to establish a calendar of meetings and activities for the following year (or half year). Additional activities may be approved at any chapter meeting. Additional meetings may be approved in accordance with section 10 below.~~

Section 23. Nominations. Officers may be nominated in advance or from the floor at the Annual Membership Meeting. The consent of the nominee must be obtained before the vote.

Section 34. Notice of Meeting. Notice of the time, place, and purpose of the Annual Membership Meeting will be mailed **by either first class or electronic mail** to each member of the Chapter not less than 10 days and not more than 50 days before the meeting.

Section 45. Chapter Meetings. At the Annual Membership Meeting, members present will approve the frequency of Chapter meetings, and types of activities to be engaged in during the year. Meetings are customarily held on the first Tuesday of each month excluding January, July, August and December.

Section 56. Meeting Organization. Meeting conduct will be in accordance with Roberts Rules of Order.

Section 67. Quorum. At any meeting of the membership, **6 members or one-third of the membership, whichever is less**, those present will constitute a quorum ~~with a minimum of four~~. When the quorum is not reached, the quorum of the Executive Committee will apply.

Section 78. Voting. At every meeting of members, each member present will have one vote. ~~If an electronic vote is requested, the decision will be based on the majority vote of those that responded in a reasonable time period, not less than 48 hours.~~

Section 89. Adjournment. A meeting may be adjourned at any time by a majority.

93 Section ~~910~~. Special Meetings. Special meetings of the Chapter may be called at any time by  
94 the Chapter Coordinator and must be called promptly by the Coordinator on receipt of a written  
95 request of ~~ten three~~ members of the chapter. Such a request must include one or more specified  
96 agenda items. Advance notice of any special meetings must be disseminated in a notice circulated **by**  
97 **either first class or electronic mail** to Chapter members and the appropriate Alliance staff at least  
98 three days in advance of the meeting, and will include notice of the agenda item(s) for that meeting.  
99 **Actions at a special meeting are limited to the agenda specified in the notice.**

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110 **Article V**  
111 **Executive Committee**  
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113 Section 1. Membership. The Chapter Executive Committee will consist of the elected Officers  
114 of the Chapter. **At all meetings of the Executive Committee, the quorum is a majority of**  
115 **officers.**

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117 Section 2. Authority. The Executive Committee has all the powers of the Chapter that may be  
118 lawfully delegated, except final determination of Chapter policy. Policy may be established on  
119 an interim basis, but will be referred to Chapter members for the approval at a meeting or mail  
120 vote. The Executive Committee quorum will be authorized to make decisions at a regular  
121 meeting when a member quorum is not present.

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123 Section 3. Annual Chapter Report. The Executive Committee will ensure that ~~all monthly,~~  
124 ~~quarterly, and annual~~ reports requested by the Alliance are **submitted** ~~sent in~~ by the **required**  
125 ~~deadlines established by the Alliance.~~

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127 Section 4. Meetings. **The Executive Committee may meet in person, by telephone, or by**  
128 **electronic conference. If an electronic vote is requested, the decision will be based on the**  
129 **majority vote of those that respond in a reasonable period, not less than 48 hours. A**  
130 ~~quorum is the majority of officers present at an Executive Committee meeting or when a~~  
131 ~~quorum at a membership meeting is not reached.~~ Non-members may be present without a vote.

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134 **Article VI**  
135 **Officers**  
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137 Section 1. Title, Number and Requirements. The Chapter will have a minimum of three persons  
138 serving as officers **including** ~~and a maximum of six.~~ ~~Officers will include~~ Chapter Coordinator,  
139 Treasurer, and Secretary. **and such** ~~a~~ ~~Additional officers may include a Co-Coordinator or~~

140 ~~Committee Chairpersons~~ as **may be** established at the Annual Meeting ~~or by the Chapter~~  
141 ~~Coordinator as needed~~. All officers must be members of the Chapter. A chapter member ~~may~~  
142 ~~be elected to hold only one chapter elected officer position concurrently, but may concurrently~~  
143 ~~serve in other positions such as Chair of one or more chapter committees~~. Chapter officers and  
144 committee chairs will present activity reports at chapter meetings, or designate such reports to  
145 be presented.

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147 Section 2. Election. Election of officers will take place at the Annual Chapter Membership  
148 Meeting. The Chapter Coordinator will notify the Alliance of new officers and provide contact  
149 information within 10 days after the meeting.

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151 Section 3. Chapter Coordinator. The Chapter Coordinator will, conduct business meetings and  
152 have general charge and supervision of the affairs of the Chapter, will serve as the primary  
153 contact person on behalf of the Alliance for the local Chapter, will act as the communication  
154 conduit to Chapter officers, Alliance Staff and committee chairs, and will perform or delegate  
155 other duties that may be assigned from time to time by the Chapter or Alliance.

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157 Section 4. Treasurer. The Treasurer will, handle financial matters for the Chapter, keep  
158 financial records, and report financial information to the Alliance ~~on a monthly basis or as~~  
159 requested.

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161 Section 5. Secretary. The Secretary will, record and distribute minutes of official Chapter  
162 meetings, issue meeting notices, distribute Chapter correspondence, coordinate the distribution  
163 of committee reports as needed, and maintain ~~or delegate~~ other non-financial Chapter records.

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165 ~~Section 6. Committee Chairpersons. Up to three Committee Chairperson(s) to serve on the~~  
166 ~~Executive Committee may be determined at the Annual Chapter Meeting.~~

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168 Section ~~6~~7. Removal. Chapter officers may be removed from office by a 2/3 vote of the  
169 chapter members present at a regularly scheduled or special chapter meeting. Officer removal  
170 must have been designated as an agenda item for that meeting in a notice circulated to Chapter  
171 members at least 10 days in advance. Officers may also be removed by a 2/3 vote of the Board  
172 of Directors of the Alliance.

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174 Section ~~7~~8. Compensation. Chapter officers will serve in a volunteer capacity.

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176 Section ~~8~~9. Vacancies. ~~The Chapter Coordinator or Executive Committee~~ may appoint a person  
177 to fill any vacancy by a majority vote. That person will serve until the next annual meeting.  
178 The name and address of the appointed officer will be sent to the Alliance office within 10 days  
179 of the appointment.

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181 Section ~~9~~10. Terms and Limits of Office. The officers will serve for a one year term ~~and may~~  
182 ~~be re-elected to the same position for an unlimited number of consecutive terms.~~

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## Article VII

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## Committees

Section 1. Committees. Committees will be designated by the Chapter Coordinator **with the approval of the membership** or Executive Committee as needed and each will have a Chairperson. Committees addressing trail construction & maintenance, land stewardship, outreach, and trail promotion are also recommended as ongoing and active chapter functions.

Section 2. Committee Chairperson. A Committee Chairperson will be responsible for coordinating the activities of that committee and will be responsible for reporting to the Chapter Coordinator.

## Article VIII Contracts and Obligations

Section 1. Fund Raising for Projects. All chapter fundraising activities shall be in accordance with the Alliance's fundraising policy. No fund raising will be undertaken for specific land acquisitions until it has been approved in writing by the Board of Directors of the Alliance.

Section 2. Business Transactions. The Executive Director of the Alliance must be notified in advance of any purchase, sale, expenditure or other business transaction in which \$1,000 or more is involved. Notification is waived if the transaction is part of a previously reviewed and approved operating plan and budget.

Section 3. Trail Building and Maintenance. Trail development, layout, design, construction and maintenance will be performed according to the trail standards in the IANST handbook and Alliance Bylaws and policies.

Section 4. Property, Funds, and Assets. All monies received from membership fees and the sale of merchandise or derived by the chapter shall be taken, held, disposed of, and expended in **compliance with Alliance policy**. ~~the following manner:~~

~~All monies received from membership fees and the sale of merchandise or derived in any manner from the business operations of the chapter, shall be deposited in the chapter's account(s) and shall be used for the purpose as described in Article II.~~

~~Monies received by donation for specific purposes shall be expended only for the purposes specified by the donor. The Chapter has the right to refuse any gift that would come with restrictions that are inconsistent with the Alliance mission.~~

~~The chapter shall be deposited in a financial institution maintain all funds in any bank or savings and loan association whose deposits are insured by an agency of the United States. The Executive Committee shall determine the financial institution(s) used for this purpose. All checks drawn from checking accounts and withdrawals from savings accounts shall require the signature of the treasurer or another designated executive committee member.~~

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**Article IX**  
**Fiscal Year**

The fiscal year of this Chapter will begin on January 1 and end on December 31 in accordance with the Bylaws of the Alliance.

**Article X**  
**Amendments**

These Bylaws may be amended at any meeting by a quorum of members provided that the notice of the amendment is mailed in advance to the members **according to Article IV, Section 3** of the chapter not less than 10 and not more than 50 days before the meeting. The amendment will not be valid until ratified in writing by the Board of Directors of the Alliance.

**Washington/Ozaukee County Chapter Officers:**

\_\_\_\_\_  
Chapter Coordinator / \_\_\_\_\_  
Date

\_\_\_\_\_  
Treasurer / \_\_\_\_\_  
Date

\_\_\_\_\_  
Secretary / \_\_\_\_\_  
Date

**Alliance Approvals:**

\_\_\_\_\_  
Executive Director / Mike Wollmer \_\_\_\_\_  
Date

\_\_\_\_\_  
President – IATA / Cora Dversdall \_\_\_\_\_  
Date