



CONSTITUTION

AND

BY LAWS

OF THE

DANIEL BOONE CONSERVATION LEAGUE, INC.

ARTICLE I

Purpose of the Corporation

The Purpose of the Corporation within the meaning of Section 501 (c) (4) of the Internal Revenue Code and Article II of the Articles of Incorporation shall be:

- (a) To assist in the restoration by keeping nature in balance and by providing habitat and natural propagation of wildlife wherever possible.
- (b) To promote genuine sportsmanship and equitable use of renewable resources.
- (c) To advance sound conservation education in all levels of learning.
- (d) To assist all local, state, and national agencies in the expansion of recreation areas open to the general public.
- (e) To assist in exposing and prosecuting of anyone who pollutes, defiles, defaces, misuses, or desecrates any of those things known as public property.
- (f) To cultivate good public relations with all land owners that they may be encouraged to permit use of their property for recreational purposes.
- (g) To work for equitable game laws.
- (h) To promote safety in the use of firearms and advocate the retention of "the right of the people to keep and bear arms" portion of the United States Constitution.
- (i) To enlist the help of all organizations to carry out these aims.
- (j) To conduct ourselves, that we the living, shall leave to the unborn something besides debts and depleted natural resources.

ARTICLE II

Board of Directors

Section 1. The affairs of the Corporation shall be managed by its Directors. There shall be fifteen (15) Directors. The term of any member of the Board of Directors shall be for two (2) years.

Section 2. The membership of any Director shall be terminated by their death or written resignation. The Board of Directors may recommend termination, by a majority vote of the Board of Directors, of a director for any cause deemed sufficient. This recommendation must be in writing, with a copy given to the Director in question and approval by the general membership.

Section 3. Any vacancy occurring in the Board of Directors, whether by death, resignation, shall be filled by election by the members at the next regular meeting. A majority vote of the members present at such meeting shall be sufficient to elect Directors.

Section 4. Any Board Director is allowed four (4) absences from meetings of the Board of Directors. After more than four absences in any calendar year, said Director shall automatically be terminated as a member of the Board of Directors.

ARTICLE III

Meetings

Section 1. The Board of Directors shall meet monthly, the time and place to be selected by the Board of Directors. Such meetings shall be referred to as regular meetings. Special meetings may be called by order of the President, or by petitions signed by at least five (5) members of the Board of Directors. Reasonable notice of meetings shall be sent to all Directors and Officers by the Secretary. At any meeting of the Board of Directors a majority of the Directors shall constitute a quorum.

Section 2. The members shall meet the first Tuesday of each month at 8:00 p.m. to transact such business as may come before said meeting. Said meetings shall be referred to as regular monthly meetings. The regular monthly meeting nearest the anniversary date of incorporation shall be referred to as the regular annual meeting. The date of incorporation being July 6, 1964, the July regular meeting will be the annual meeting. Special meetings may be called by the order of the President. A quorum shall consist of fifty (50) members or two-thirds (2/3) of the membership, whichever is smaller.

Section 3. The President, or in their absence the First Vice President, or in their absence, the Second Vice President, or in their absence any Director chosen by a majority of those present at a meeting, shall call the meeting to order, and shall act as chairperson of such meeting. The Secretary of the Corporation shall act as Secretary at all meetings of the Board of Directors or general membership. In the absence of the Secretary, the presiding officer may appoint any Director to act as Secretary of the meeting. "Robert's Rules of Order" shall govern parliamentary procedure at all meetings.

ARTICLE IV

Officers

Section 1. The general officers of the Corporation shall be a President, a First Vice President, a Second Vice President, a Treasurer, a Membership Secretary and a Recording Secretary; each of whom shall be elected at the regular December meeting of the Corporation. They will hold office until the next regular December meeting or until their successors are duly elected and installed. The President and Vice Presidents shall be chosen from the Board of Directors.

Section 2. Any vacancy occurring among the Officers shall be filled by election at the next regular meeting.

Section 3. Members holding the Offices of Recording Secretary, Membership Secretary and Treasurer, may not concurrently occupy an elected position on the Board of Directors. The office of President may not be held more than 2 consecutive terms by one person.

Section 4. Any Officer is allowed six (6) absences. After more than six absences per year, Board and General Meetings combined, said Officer shall be automatically terminated from their office.

Section 5. The principle duties and qualifications of the Officers shall be as follows:

- (a) The President shall preside at all regular and Board Meetings, preserve order, and enforce the Constitution and By-laws of the League. They shall decide questions of order, subject to the appeal of the general membership. The President shall have the deciding vote in case of a tie, and shall countersign all orders on the Treasurer. The

President shall appoint the chairperson of all standing committees, and form any other committees as may be necessary; with the approval of the Board of Directors. They shall be ex-officio member of all committees. They shall have the power to order the Secretary to call special meetings, see that Bonds are procured as required, and shall perform such other duties as are required by "Robert's Rules of Order".

- (b) The First Vice President shall discharge the duties of the President in the event of absence or disability of the latter; the Second Vice President shall discharge the duties of the President in the event of the absence or disability of the President and of the First Vice President, each shall perform such duties as usually devolve upon their office.
- (c) The Recording Secretary shall countersign all deeds, leases, and conveyances executed by the Corporation; have the care and custody of the books and seal of the Corporation; keep a record of all meetings of the Board of Directors, and of the League meetings; conduct the correspondence of the Corporation and the Board of Directors; and perform such duties as usually devolve upon such office.
- (d) The Treasurer shall be the custodian of all Corporate Funds, Deeds, Warrants, and other legal papers; will be responsible for all banking transactions will keep an accurate record of all receipts and disbursements, will at the direction of the Board pay all bills and keep a file of all original invoices, will file all governmental tax and other reports prior to due dates; and will make all of their records available to the President and the Audit Committee. They will perform any reasonable, incidental or permanent duty assigned to them by the Board of Directors.
- (e) The Membership Secretary shall receive all applications for membership; issue appropriate cards or certificates showing evidence of membership; maintain an up to date roster of members; and perform such other duties pertinent to such office as may be assigned by the Board of Directors.

ARTICLE V

Members

Section 1. Any person may be made a member of the Corporation upon submission of a written application. The application shall be approved by the majority of the members and immediately initiated. Each regular member in good standing shall have one vote on all matters submitted for vote of the membership. No junior, spousal or scholastic members shall have the right to vote.

Section 2. A member may be expelled for any cause deemed detrimental to the League and its aims. Expulsion will be by secret ballot requiring two-thirds (2/3) majority of the members at a general meeting.

Section 3. Any member in good standing who has served one or more terms as President, with ten or more years of consecutive service shall receive an honorary life membership upon reaching age 55. Also, any member in good standing upon reaching the age of 55 with ten or more years of meritorious service to the League shall be eligible for an honorary life membership. Nominations for honorary life membership shall be reviewed by and voted on by the Board of Directors. Honorary life members shall have the same rights and privileges accorded regular members.

Section 4. The initiation fee will be established by the Board of Directors, with the approval of the membership.

Section 5. Annual dues will be determined by the Board of Directors, with the approval of the membership. A member may reduce their yearly dues by an amount established by the Board of Directors, by performing actual services on accredited club functions. The minimum number of hours required for such dues reductions will be set by the Board of Directors with the approval of the membership. Senior Citizens, 65 or older and the physically handicapped are exempt from the service requirement.

Section 6. The initiation fees for all membership categories shall be set by the Board of Directors with approval by the membership. It will include the first year's dues.

Section 7. The dues for all membership categories will be established by the Board of Directors with approval by the membership.

Section 8. All regular memberships shall expire as of December 31st. Notice of dues shall be sent on December 1st by the membership secretary. At the March Board meeting the membership secretary shall present a list of delinquent members. The board shall order a final notice sent, and if dues are not paid by the last day of April, the individual shall no longer be considered a member of this League.

Section 9. All new memberships after the first day of November shall include the following year.

Section 10. Any member in good standing who must leave the area for any reason, or who is called into the armed services, may receive a withdrawal card which would hold in abeyance the payment of dues and retain inactive membership for a period of up to five years.

Section 11. If a junior member has been a member at least two (2) years, they may be admitted to the senior membership without any additional initiation fee. Those transferred with less than two (2) years continuous membership shall be charged the difference between the senior and junior initiation fee. Junior members shall not have a vote in the League.

Section 12. The membership is to be confidential property of the Membership Secretary. Use within the League of the list must have the approval of the Board of Directors. The list is not to be used for any purpose outside of the league.

Section 13. There will be no initiation of new members at the December general meeting. No guests will be permitted at the general meeting in December. Members attending the December meeting, which is the election meeting, will be required to present at the door a current year's membership card before entering the meeting.

Section 14. Rules governing classes of members, being six (6) in number; regular membership, spousal membership, junior membership, scholastic membership, honorary life membership, and annual honorary membership, shall be as defined by the League Constitution and By-laws.

Section 15. Annual honorary members, who receive their membership for service in the advancement of the purposes and objectives of the Corporation, shall be by the discretion of the Board of Directors. Said annual honorary members shall be entitled to all the rights and privileges of a regular member

Section 16. Spousal membership: The spouse of a member may become a non-voting member of the League with initiation fees, dues and privileges as determined by the Board of Directors with the approval of the membership. Qualification for spousal membership ceases should the regular membership lapse or be revoked.

Section 17. Scholastic membership: Full time students between the ages of 18 & 23, providing proof of their full time student status to the membership secretary.

ARTICLE VI

Committees

Section 1. The President shall appoint, with the advice of the Board, members to chair each active committee.

Section 2. The President may constitute such other committees as in their discretion as they deem necessary and/or proper. Committee chairpersons and members need not be members of the Board.

Section 3. Any members of a committee may be removed by the President in their discretion, with the consent and approval of the Board.

Section 4. All rules and other actions of such committees shall conform to rules or action of the League. All committee actions are subject to approval and modification by the Board of Directors or by the vote of the general membership to make such actions conform to those of the League.

Section 5. An independent auditor shall audit the accounts of the Treasurer, and each standing and special event committees at least once a year. Their findings shall be reported to the Board.

Section 6. The Auditor must be certified accountant.

Section 7. The Finance Committee will consist of the President, Treasurer, and Auditor as well as any member of the Board or Audit Committee who care to participate. This committee will review the corporation's investments and fiscal policies.

ARTICLE VII

Execution of Instruments

Section 1. When the execution of any contract or other instrument has been authorized by a membership majority at a regular or special meeting, the President or Vice President with the Secretary or Treasurer, may execute the same in the name of the Corporation and may affix the Corporate Seal there-to. Contracts must be ratified by membership approval and any monetary consideration clearly outlined before their vote.

Section 2. The Board of Directors may authorize, without prior membership approval, emergency maintenance repairs with no limit and any expenditure up to one thousand (1000) dollars.

ARTICLE VIII

Corporate Seal

The seal of the Corporation shall be in such form as from time to time may be determined by the Board of Directors.

ARTICLE IX

Fiscal Year

The fiscal year of the Corporation shall be from January 1 through December 31.

ARTICLE X

Amendments

No amendment to the Constitution or By-laws, change in charter or revision of stated objectives, may be adopted until same have been read at three (3) consecutive regular meetings and published in the League news letter and website twice.

ARTICLE XI

Activities

The league shall not participate in activities that shall constitute the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE XII

Nominations and Elections

Section 1. To be eligible for elective office a member must be in good standing for two (2) years prior to nomination.

Section 2. To be eligible for President, Vice President, or Second Vice President; a member must have served at least two (2) years on the Board of Directors or as an Officer of the League, and must be a Board member to hold the position.

Section 3. The election of the Board of Directors must be by secret ballot and the nominees receiving the highest number of votes is elected to office.

Section 4. Any member eligible for nomination must be present at the time of nomination or send a written statement indicating willingness to serve if nominated.

Section 5. All nominations must come from the floor during the election meeting.

Section 6. All newly elected members of the Board and Officers must have dues paid prior to installation to office.

ARTICLE XIII

Definitions

Section 1. Any reference to the Corporation, the Daniel Boone Conservation League, Inc., the League, or the Club in the Constitution and By-laws shall be interpreted as being one and the same entity.

Section 2. A quorum of two-thirds (2/3) of the general membership shall be determined by the Membership Secretary based upon the active membership of the League as of the April general meeting.

ARTICLE XIX

Dissolution of the Corporation

Section 1. In the event of the dissolution of the Daniel Boone Conservation League, Inc., all of its assets, after payment of its debts and liabilities, shall be used to promote the social welfare of the people of the State of Wisconsin as defined under section 501 (c)(4) of the Internal Revenue Code relating to tax exempt Corporations. This Charter may not be amended nor abridged, and shall be administered by the courts of the State of Wisconsin when the termination of the Corporation takes place.