

**BYLAWS OF THE ICE AGE TRAIL ALLIANCE, INC.
CHIPPEWA MORAINES CHAPTER**

**Article I.
Name and Offices**

Section 1. *Name.* This Chapter of the Ice Age Trail Alliance, Inc. (“the Alliance”) will officially be called “The Ice Age Trail Alliance, Inc. Chippewa Moraine Chapter (“the Chapter”).” The Alliance is a non-profit organization incorporated in Wisconsin with Chapters throughout the state.

Section 2. *Offices.* The principal offices and mailing address of this Chapter is that of the current Chapter Chair. The Alliance headquarters is in Cross Plains, Wisconsin.

**Article II
Purpose**

Section 1. *Purpose.* The purpose of this Chapter is to develop, maintain, and promote the Ice Age Trail and the mission of the Alliance, consistent with Articles of Incorporation, Bylaws and policies of the Alliance within its designated territory.

**Article III
Territory, Membership, Dues**

Section 1. *Territory.* The territory of the Chapter includes all of the Ice Age Trail, current and future, lying within Chippewa County. This territory has been assigned to the Chapter by the Alliance subject to any changes that the Alliance Directors may make in the future.

Section 2. *Membership.* All persons who designate the Chippewa Moraine Chapter when applying for membership in the Alliance will become members of the Chapter. All Alliance members living within Chippewa or Eau Claire Counties will be considered Chapter members unless they designate a different Chapter or “statewide” affiliation. An Alliance member may become a member of any Chapter at any time during the year by notifying the Alliance office of such designation. A minimum of ten members constitutes a Chapter recognized by the Alliance according to Alliance Bylaws.

Section 3. *Dues.* The dues of all Chapter members are established by the Bylaws of the Alliance.

Article IV Meetings and Elections

Section 1. *Annual Meeting.* The Chapter will hold an Annual Chapter Membership Meeting during the month of January 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, and plan for the year and to transact other relevant business.

Section 2. *Nomination and Election.* Officers may be nominated in advance or from the floor at the annual meeting of members. The consent of the nominee must be obtained before the vote. Election will be by majority of votes cast at the meeting.

Section 3. *Notice of Meetings.* Notice of the time, place, and purpose of the annual meeting will be mailed to each member of the Chapter not less than 10 days before the meeting. Email notification can be substituted with the member's permission.

Section 4. *Regular Meetings.* At the Annual Chapter Membership Meeting members present will determine frequency of regular Chapter meetings and types of activities to be engaged in during the year. They will also review and approve an annual budget for the Chapter. The Chapter Chair will be responsible for scheduling the regular Chapter meetings.

Section 5. *Voting.* Members have the right to vote on both Alliance and Chapter matters. At every meeting each voting member present will have one vote. When there is a quorum, the majority of those present will rule unless otherwise provided in these Bylaws.

Section 6. *Quorum.* At any meeting of the membership, six members including at least one of the current officers will constitute a quorum.

Section 7. *Adjournment.* When a quorum is present, a meeting may be adjourned at any time by motion approved by a majority of members present.

Section 8. *Special Meetings.* Special meetings of the Chapter may be called at any time by the Chair and must be called by the Chair on receipt of the written or electronic request of 10% of Chapter members.

Article V. Executive Committee

Section 1. *Membership.* The Chapter Executive Committee will consist of the elected officers of the Chapter. At all meetings of the Executive Committee, a quorum shall be a majority of officers.

Section 2. *Authority.* The Executive Committee has all the powers of the Chapter that may be lawfully delegated, except final determination of Chapter policy and budget. Policy may be established on an interim basis, but shall be referred to Chapter members for approval at a meeting or mail vote.

Section 3. *Chapter Reports.* The Executive Committee will ensure that the various Chapter Reports are sent to the Alliance.

Article VI Officers

Section 1. *Title and Number.* The Chapter will have a minimum of three members serving as officers and a maximum of seven. Officers include the Chapter Chair, Vice Chairs, Secretary, and Treasurer, the positions of Secretary, Treasurer and Chair being required. A member may be elected to hold more than one office concurrently.

Section 2. *Election.* Election of officers will take place at the Annual Chapter Membership Meeting. The Secretary will notify the Alliance of new officers within ten days after the meeting. In the event of the resignation of an officer during the year, the remaining officers may name an interim officer to fulfill the duties of the resigning officer until the next Chapter meeting.

Section 3. *Chair.* The Chair will run business meetings and have general charge and supervision of the affairs of the Chapter. The Chair will also perform or delegate other duties that may be assigned from time to time by the Chapter or the Alliance. The Chair will provide or delegate the role of principal liaison with the media and general public for the Chapter. The Chair may represent the Chapter at Alliance business meetings.

Section 4. *Vice Chairs.* The Vice Chairs will exercise the functions of the Chair in its absence and carry out or delegate such other duties that the Chair or Chapter may request. Vice Chairs may be elected to coordinate the following areas: landowner contact, trail maintenance, trail events, and other areas as deemed necessary by the Chapter.

Section 5. *Secretary.* The Secretary will attend and be responsible for keeping written minutes of both Chapter and Executive Committee meetings, for issuing notices, handling Chapter correspondence, and maintaining non-financial records.

Section 6. *Treasurer.* The Treasurer will handle financial matters for the Chapter and report to the Alliance on a monthly basis. The Treasurer shall be responsible for the development of the annual budget submitted to the members at the annual meeting.

Section 7. *Removal.* Chapter officers may be removed from office by 2/3 vote of the members or by a 2/3 vote of the Board of Directors of the Alliance.

Section 8. *Compensation.* Chapter officers will serve in a volunteer capacity.

Section 9. *Vacancies.* The Chapter may appoint a person to fill any vacancy by a majority vote. That person will serve until the next annual meeting. The name and address of the applicant officer will be sent to the Alliance office within ten days of the appointment.

Article VII. Contracts and Obligations

Section 1. *Fundraising for Projects.* No fund-raising will be done for specific land acquisition until the Board of Directors of the Alliance has approved it in writing.

Section 2. *Business Transactions.* The Executive Committee or any of its officers may not spend more than \$300 on any item or activity unless it is part of an approved budget.

Section 3. *Large Transactions.* The Executive Director of the Alliance must be notified of any purchase, sale, expenditure, or other business transaction in which \$1,000 or more is involved. The approval process is waived if the transaction is part of a previously reviewed and approved operating plan and budget. Budgets and other large transactions submitted to the Executive Director shall be deemed to be approved if not acted upon within 30 days of submittal.

Section 4. *Budget.* An annual budget will be presented at the Annual Chapter Membership Meeting for adoption by a majority of the members present. Approval authorizes the officers to make expenditures consistent with the budget. A majority of the members present at a subsequent regular or special Chapter meeting may amend the budget. Any amendment must be submitted to the Alliance Executive Director if it creates a transaction of over \$1000.

Article VIII. Fiscal Year

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

**Article IX.
Amendments**

These Bylaws may be amended at a meeting by a quorum of Chapter members provided that the notice of the amendment is mailed in advance to the members according to Article IV, Section 3, and that the amendment will not be valid until ratified in writing by the Board of Directors of the Alliance.

Adopted November 17, 2008

Approved by IATA Board of Directors April 24, 2009

Amended January 18, 2010

Amendments Approved by IATA Board of Directors January 23, 2010