

CONSTITUTION OF THE GREEN BAY DUCK HUNTERS ASSOCIATION

January 1st, 1988

ARTICLE I: NAME

The name of this organization shall be the Green Bay Duck Hunters Association.

ARTICLE II: PURPOSE

The primary objectives of the Association are to promote and encourage the preservation of Wisconsin's Waterfowl Hunting Heritage, through habitat preservation, waterfowl management, educational programs and legislative action.

ARTICLE III:

The general Officers of the Association shall be a President, Vice President, Secretary and Treasurer, who shall hold the office for one year.

ARTICLE IV:

The Board of Directors (BOD) shall be composed of eleven persons, and shall be members of the Association. The members of the Board of Directors shall hold office for two years.

The Directors shall be elected by the members at the annual meeting or any regular or special meeting duly convened thereafter. The Officers shall be elected by the Board of Directors from its own members for a term of one year at its annual meeting.

The Association shall hold its first meeting for the election of the directors on the first Monday in April.

ARTICLE V:

The principle duties of the officers of the Association shall be as follows:

1. The President shall preside at all meetings of the Board of Directors and all regular and special meetings of the members, and shall provide general supervision of the affairs of the Association.
2. The Vice President shall discharge the duties of the President in the event of the absence or disability for any cause whatever, of the President
3. The Secretary shall keep the minutes of the meetings, shall notify members of the election to office or appointment to committees and shall perform such secretarial duties as are customary to the office.
4. The Treasurer shall receive all money due to the Association, shall keep accounts which shall at all times be open to inspection of the officers and which shall be submitted for an annual audit and shall perform such other duties as are customary to the office.

ARTICLE VI:

The BOD may provide for the appointment of such additional offices as they deem necessary for the best interest of the Association

Whenever the BOD may so order the offices of the Secretary and Treasurer may be held by the same person.

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All said Officers of said Association shall perform such additional and different duties as shall from time to time be imposed or required by the BOD, or as may be prescribed from the time to time by the Constitution.

ARTICLE VII:

Each member shall have one vote and one vote only.

Any member may be removed from membership by a majority vote of members present at any regular meeting or any special meeting of the members called for that purpose for conduct deemed prejudicial to this Association; provided that such member shall first have been given written notice of allegations against him or her and shall be given the opportunity to be heard at the meeting at which such vote is given.

ARTICLE VIII:

This Association may be dissolved by the affirmative vote of two-thirds or its members at a duly convened meeting of the membership, provided written notice shall have been given to each member at least thirty (30) days before the meeting. Upon the adoption of such resolution, all the property and assets of the Corporation, after payment of all legal obligations, shall vest in the name of Brown County and shall be used and expended in the maintenance and development of the Louis H. Barkhausen Waterfowl Sanctuary.

ARTICLE IX:

Regular meetings of this Association shall be held on the first Monday of each month at such place as shall be deemed suitable by the BOD.

Special meetings may be called by the President or by the Vice-President, in the absence of the President, or by a majority of the BOD, provided at least three days written notice shall have been given to all members.

Roberts Rules of Order shall govern all meetings of the Association and meetings of the BOD. Within the scope of such rules, full and open discussion bearing on the purposes of this Association shall be permitted and encouraged.

A quorum shall be constituted as follows:

1. At meetings of the membership, the members present.
2. At meetings of the BOD, a majority of the total membership of the Board

ARTICLE X:

The BOD shall consist of 11 members. Vacancies in the BOD or in the position of any office of the Association shall be filled by a member of the Association upon a majority vote of the BOD subject to the approval of the members at the next regular meeting.

The BOD shall meet on the third Monday of each month for the transaction of business. It may set any other date within the month by a majority vote.

Any member of the elected BOD who shall be absent from two consecutive unexcused monthly meetings of the BOD shall be deemed to have resigned as a member of the Board. The other members of the BOD shall decide on the legitimacy of the excuse of the absent member. The Board may then, if circumstances warrant, re-appoint the member whose resignation was automatic; otherwise the Board shall appoint another member to fill the vacancy.

The BOD shall be given the power to discharge administrative functions of the Association when not in the regular or special meeting and shall otherwise be authorized to act in the emergency situations and to make recommendations to the members in any and all matters.

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The BOD shall be responsible to the members and shall report its activities on matters of importance at meetings of the Association. It shall make an annual report of its activities in full to the members as may be deemed advisable.

The BOD may appoint delegates or representatives to the different organizations or agencies with which this organization may be associated or for the purposes of conferring with any Association or agency respecting any matter in which this organization may be interested.

ARTICLE XI:

All Officers and Members of the communities shall be selected only from members of this association.

The President shall appoint any special committees as may be established from time to time by the BOD or by the membership.

In emergencies or situations requiring immediate action the President, or acting President with the advice and consent of two Board members, may take such actions as they deem consistent with the objectives of the Association. All such actions shall be reported at the next meeting of the members.

ARTICLE XII:

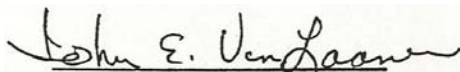
Activities, responsibilities and rules governing the day to day operation of the Association not specified herein shall be contained and specified within the Bylaws of the Green Bay Duck Hunters Association as adopted.

ARTICLE XIII:

This Constitution may be amended by a two-thirds majority vote of the members present at any regular or special meeting, provided that at least one week's written notice of the proposed amendment shall be given to all members. In all matters not covered by its Constitution, the Association shall be governed by the Robert's Rules of Order.

Association President

John Van Laanen

A handwritten signature in black ink that reads "John E. Van Laanen". The signature is written in a cursive style and is positioned above a light green horizontal line.