

BYLAWS
of the
WISCONSIN LAND AND WATER
CONSERVATION ASSOCIATION, INC.

ARTICLE I – NAME AND TYPE

1. Name. The name of the Association shall be the “Wisconsin Land and Water Conservation Association, Inc.”, hereinafter referred to as “WI LAND + WATER” or “the Association.”
2. Type. The Association is a non-partisan not-for-profit corporation. The fiscal year of the Association shall coincide with the calendar year. The Association may cooperate with any other organization that shares a common purpose or goal.

ARTICLE II – MISSION AND PURPOSES

1. Mission. To protect, conserve and enhance Wisconsin’s natural resources by advocating for and supporting county conservation efforts, for current and future generations.
2. Purposes. The Association is more specifically organized to:
 - A. Further the interests, statutory powers, and duties of county land conservation committees and departments as defined in Wisconsin Statutes Chapter 92, relating to soil and water conservation.
 - B. Facilitate information exchange as well as technical and administrative program review to solve problems and improve services common to county governments in carrying out their duties.
 - C. Provide Membership services such as newsletters, workshops, professional improvement training, conferences, youth education, Member training, promotion of county conservation programs, and the coordination of various Member meetings.
 - D. Provide information to state and federal agencies, the legislature, congress and executive branches, and advocate for sound program policies and legislation affecting county land and water conservation programs.
 - E. Promote and assist in the development and dissemination of uniform conservation practice technical standards based on the latest research, technology and field experiences.

ARTICLE III – MEMBERSHIP AND DUES

Voting Membership in the WILAND + WATER shall be open to county land conservation committee (LCC) Members and land conservation department (LCD) staff operating under the authorities granted in Chapter 92 Wisconsin Statutes. The WILAND + WATER Board of Directors shall annually establish Association Member dues amounts based on the amount needed to support the activities of the Association and maintain a reserve. The Association shall notify each county of annual dues assessments by July 1 of each year and the amount shall be effective as of the start of the next fiscal year of the Association. The annual dues structure shall allow for the following:

1. County Membership. Counties that pay the annual full "Member County" dues shall be "Member Counties". All LCC Members and LCD staff of each "Member County" shall be "Members" of the Association and all Association services, privileges and voting rights shall be made available to them.
2. Individual Member. Individual LCC Members or LCD staff of any county that is not a Member County may become an Individual Member by paying the annual "Individual Member" fee. All Association services such as training sessions and events shall be available to Individual Members at Member costs, but they shall have no voting rights at Annual Meetings. Individual Members may participate in all other WILAND + WATER activities.
3. Associate Members. Any non-county individual or organization that has a common interest in the mission or purposes of the Association may become an Associate Member provided they pay the annual dues for an Associate Member. WILAND + WATER services shall be available to Associate Members at discounted costs, as determined by the Board of Directors, but Associate Members shall have no voting rights.

ARTICLE IV – ORGANIZATIONAL STRUCTURE, ELECTIONS AND POWERS AND DUTIES

1. Area Associations ("Areas") and Area Representatives. The State of Wisconsin shall be divided into eight (8) Areas, as shown in Exhibit A, for purposes of electing representatives to the WILAND + WATER Board of Directors. Every county shall be included in one area at all times. For each county within an Area, the LCC shall appoint one (1) person and the LCD shall appoint one (1) person to serve as the Area Association Board of Directors and vote in elections of WILAND + WATER Board of Directors. Changes to Area boundaries must be approved by a majority vote of the Area Association Board of Directors of all affected Areas. Upon determining compliance with these Bylaws, the WILAND + WATER BOD shall incorporate Area boundary changes into Exhibit A, which shall become effective at the next Area election cycle, as described below.

By June 20th of even numbered years, each Area Association Board of Directors shall elect their Representatives to the WILAND + WATER Board of Directors and provide the WILAND + WATER office their contact information.

- A. Elections of Area Representatives shall be open to nominations from all Individual or County Members within the Area. Any eligible Member may nominate themselves or another Member who accepts the nomination.
 - B. The LCC representatives on the Area Association BOD shall elect one (1) LCC Area Representative and one (1) alternate to the WI LAND + WATER Board of Directors.
 - C. The county LCD staff representatives on the Area Association BOD shall elect one (1) Area Representative and one (1) alternate to the WI LAND + WATER BOD.
 - D. All elections shall be in writing (print or electronic) rather than by voice, unless there is only one nominee for each position.
 - E. All Area Representatives on the WI LAND + WATER Board of Directors shall serve a two (2) year term, or until a successor is elected.
 - F. Alternates may serve in the absence of the Area Representative. If an Alternate is unable to serve, the Area Representative or the Area Association BOD may appoint another eligible Member to serve on the WI LAND + WATER BOD in their absence.
 - G. Consecutive term limits of Area Representatives to the WI LAND + WATER Board of Directors may be established by the Area Association Board of Directors.
2. WI LAND + WATER Board of Directors (BOD). The Association shall be directed and managed by a Board of Directors (BOD). The BOD shall include eight (8) LCC Members and eight (8) county LCD staff Members elected by each of the eight (8) Area Association BOD, as described above. The Board of Directors shall have the following powers and duties:
- A. Conduct an Annual Meeting of the Association, an organizational meeting after each spring election on even numbered years or other turnover, and any other meetings at the call of the Chair;
 - B. Elect from the BOD a Chair (who shall also serve as the Vice-President), Vice Chair (who shall also serve as the President), Secretary and Treasurer who shall serve as "BOD Officers." Election voting shall be in writing (print or electronic) rather than by voice, unless there is only one nominee for an officer position. The Chair and Vice-Chair shall be one (1) LCC Member and one (1) LCD staff Member at all times;
 - C. Determine the policies and procedures of the Association, which shall be published in a manual for reference by the Membership;
 - D. Formulate, publish and annually update a strategic plan for the Association, consistent with the stated mission and purposes;
 - E. Keep the Membership informed of the Association's affairs, activities, programs, accomplishments, and current issues;
 - F. Approve the annual budget and Membership dues, compensation package for WI LAND + WATER Executive Director, and travel expenses for BOD Members;
 - G. Approve annual audits of the Association's financial records and accounts;

- H. Request as necessary contracts for staff employment, professional services, legal counsel, loans, leases, or other Association matters in accordance with adopted policies and procedures and as necessary;
 - I. Elect two (2) BOD Members to the Executive Committee, and approve appointments and guiding principles for other WI LAND + WATER committees;
 - J. Approve appointments for Members to represent WI LAND + WATER on non-Association committees, and set sideboards and reporting requirements.
 - K. Remove a Member of the Board of Directors, Executive Committee or other committee upon two-thirds (2/3) majority vote of all Directors and determine that a Member has missed three meetings during the current term without an alternate Member appearing in the Member's absence, failed to pay annual dues, or defamed the Association;
 - L. Maintain and enforce these Bylaws;
 - M. Promote the WI LAND + WATER and its Membership among counties and the general public;
 - N. Delegate any BOD duties to standing or ad-hoc committees, or the Executive Director;
 - O. Determine indemnification rights and insurance needs for the Association and obtain Directors and Officers insurance;
 - P. Comply with the Conflict of Interest Policy; and
 - Q. Oversee all Association fiscal matters, policies and activities.
3. Officers. The Officer positions shall each be two (2) year terms or until a successor is elected or appointed. While executing their duties, Officers shall represent the entire state. Officers must be Directors. Officers may delegate their duties to others, supervise the performance of such delegated duties, and revoke any such delegation at any time. The Association, BOD or Executive Committee may assign to any Officer duties other than and in addition to those described in these Bylaws. All Officers are authorized to perform the functions customarily performed by their position, including as described below:
- A. *BOD Chair*. The Chair shall call BOD meetings, prepare meeting agendas with assistance from the Vice-Chair and preside over all BOD meetings. The Chair shall ensure proper notice of BOD meetings in accordance with applicable laws and Association policies. The Chair shall designate a presiding officer for any BOD meeting if neither the Chair nor Vice-Chair will be present. The Chair shall be responsible for seeing that the policies of the Association are carried out in accordance with the applicable procedures and requirements. The BOD Chair shall also serve as the Vice-President.
 - B. *BOD Vice-Chair*. The Vice-Chair shall assist the Chair in preparing agendas for BOD meetings. In the absence of the Chair, the Vice-Chair shall perform all duties assigned to the Chair. The BOD Vice-Chair shall also serve as the President.
 - C. *President*. The President is the Chief Officer of the Association, executing all documents requiring the signature of the Chief Officer of the Association,

unless otherwise delegated by the BOD. The President shall preside over all meetings of the Executive Committee, the Annual Meeting and other meetings of the full Association. The President shall prepare agendas for these meetings with assistance from the Vice-President and ensure proper notice of these meetings in accordance with applicable laws and Association policies. The President shall be responsible for seeing that Association activities are carried out in accordance with the applicable adopted policies and procedures. The President, in consultation with the Vice-President, may appoint Members to represent WILAND + WATER on any committee, or to serve in other capacities outside of the Association. The Board of Directors shall confirm all appointments made by the President, which may be after-the-fact, if the President determined it was necessary due to the timing required for the appointment.

- D. *Vice-President.* The Vice-President shall assist the President in preparing agendas for Executive Committee, the Annual Meeting and other meetings of the Association. In the absence of the President, the Vice-President shall perform all duties assigned to the President.
 - E. *Secretary.* The Secretary shall ensure minutes are properly recorded and posted or distributed in accordance with Association policies and public records laws under Wisconsin Statutes. The Secretary shall ensure that the Association policies and procedures manual is kept current, that all proposed resolutions or position statements are properly routed for review, and actions are recorded. The Secretary shall ensure that records are maintained of WILAND + WATER Membership, Committee appointments and guiding principles, meeting agendas and minutes. The Secretary shall also track on an annual basis Association representation on external committees, gathering annual reports from external committee representatives at the start of each calendar year and providing them to the Board of Directors for review. The Board of Directors may delegate the duties of the Secretary to the Executive Director or other Members with oversight from the elected Secretary.
 - F. *Treasurer.* The Treasurer shall oversee all fiscal matters of the Association, including but not limited to account ledger(s) and other appropriate documentation of income, expenses, financial contracts and other transactions for the Association, and providing regular reports at meetings, as requested. The Board of Directors may delegate the duties of the Treasurer to the Executive Director or other Members with oversight by the elected Treasurer.
4. Executive Committee. The Executive Committee shall include the four (4) BOD Officers plus two additional BOD Members elected by the BOD. Elections shall be in writing (print or electronic) rather than by voice, unless there is only one nominee. The Executive Committee shall be made up of equal numbers of LCC and LCD staff Members at all times, other than during periods of temporary vacancy. The BOD Chair shall serve as the Vice-President of the Executive

Committee and the BOD Vice-Chair shall serve as the President of the Executive Committee. The Secretary and Treasurer positions shall be occupied by the same individuals on the Executive Committee as the BOD.

The primary purposes of the Executive Committee are to fulfill the obligations and conduct the business of the Board between BOD meetings, and to minimize the need to spend full BOD meeting time on routine matters the Board has authorized the Executive Committee to manage. The Executive Committee shall also oversee the Association's finances and its Executive Director, and report its activities at each BOD meeting. The Executive Committee has the following powers and duties, subject to adopted policies, procedures and budgets of the BOD:

- A. Hire the Executive Director, negotiate salary and benefits contracts, set annual performance expectations and priorities, annually evaluate the Executive Director's performance and implement performance-based salary adjustments or any necessary disciplinary action, including termination.
 - B. Review fiscal matters of the Association and develop a draft budget and other proposals for consideration by the BOD. Focus on the financial sustainability of the Association, including long-term projections of income and expenses and make recommendations to the BOD and other Committees for changes when appropriate. All major Association expenses and income are to be evaluated, including annual dues, fees for conferences, Committee meetings, training workshops, tours, and educational events, travel policies, staffing, contracts, and other Association activities.
 - C. Oversee an annual fiscal audit of the Association, which shall be conducted by a Certified Public Accountant with the final report submitted to the Board of Directors.
 - D. Oversee the administration of the resolution and position statement process described in Article V, Section 13.
 - E. Review Committee reports and assist with issue resolution as needed;
 - F. Approve Association expenses, BOD travel and other activities within adopted policies and procedures;
 - G. Any other duty as authorized by the BOD.
5. WILAND + WATER Committees. The Board of Directors may create Committees and charge them with a specific mission and functions. Equal representation of membership among LCC and LCD representatives around the state is preferred, however, is not required. Each Committee member must be a Member and must represent the entire state in their deliberations. Committee membership will be reconfirmed at the first meeting of the Committee following April county board elections of even-numbered years. At that time, Committee members shall elect a Committee Chair, a Vice-Chair, a Secretary, and commit to a two-year cycle for the Committee. One individual may serve as both the Vice-Chair and the Secretary. The Committee may amend their membership during the two-year cycle at their discretion. Committees may request non-Members to serve as advisors to the Committee, however advisors shall have no voting privileges.

WI LAND + WATER Committees shall meet at the call of the Committee Chair, the President or the BOD Chair. A quorum for any committee meeting shall be deemed a simple majority of the appointed Members, their alternate or designee being present. The Committee Chair shall be responsible for ensuring that a quorum is present in order to conduct any official business. Any Member may observe a Committee meeting, but voting rights are restricted to those Members appointed by the BOD, their Alternate or designee.

It is the stated intent of these bylaws to empower WI LAND + WATER Committees to represent the Association on specific matters, following guiding principles approved by the BOD. Listed below are current approved WI LAND + WATER Committees, which shall be subject to change as approved by the BOD and whose functions shall be described in the Committee Policy:

- A. *Professional Improvement and Conference Planning Committee.*
- B. *Legislative/Administrative Committee*
- C. *Youth Education Committee.*
- D. *Technical Committee.*
- E. *Public Outreach Committee.*
- F. *Great Lakes Committee.*
- G. *Mississippi River Basin Committee.*

6. Non-WI LAND + WATER Committees. WI LAND + WATER Members may be appointed to represent the Association on non-WI LAND + WATER Committees in accordance with Sections 2.I. and 3.C of this Article IV. The BOD is responsible for establishing guiding principles, length of service and reporting requirements for the representative, and the Secretary is responsible for tracking these appointments
7. WI LAND + WATER Staff. The BOD may authorize the hiring of Association staff. The WI LAND + WATER Executive Director shall be authorized to represent the Association on all matters, be accountable to the President, and be subject to performance evaluations by the Executive Committee, as described in Section 4 of this Article IV. Any additional WI LAND + WATER staff shall be accountable to the Executive Director and shall not be considered Members. Additional requirements and procedures shall be documented in a policies and procedures manual.

ARTICLE V – ASSOCIATION MEETINGS AND VOTING

All WI LAND + WATER meetings, minutes and other record keeping activities shall be conducted in accordance with Wisconsin Open Meetings Law and access to public records. In addition, the following shall apply:

1. Annual Meeting of the Association. There shall be one Annual Meeting of the Association each fiscal year, which may be held in conjunction with a conference, subject to BOD approval. The purpose of the Annual Meeting of the Association

is to conduct business, discuss common concerns, vote on issues or resolutions, receive reports or presentations from the BOD and others, conduct Land and Water Conservation Board elections as needed, and vote to amend the Bylaws when needed. The time and place of the Annual Meeting shall be chosen by the BOD. A quorum shall be met when at least one representative is present from a majority of Member Counties.

Any votes that occur at the Annual Meeting of the Association shall allow for two (2) votes per Member County, including one (1) vote representing LCC Members and one (1) vote representing LCD staff. No proxy voting is allowed. An LCD staff person and an LCC Member must be present to cast the respective two votes from each county.

Wisconsin Land and Water Conservation Board (WLWCB) Elections. Section 15.135 (4) of the Wisconsin Statutes allows for the election of three (3) LCC representatives to serve on the WLWCB, which advises state agencies on many issues and programs that directly affect county conservation programs. WLWCB elections are held during the Annual Meeting on even numbered years. The BOD requests that each Area Association BOD nominate one LCC representative to serve on the WLWCB. If there are fewer than four (4) candidates, nominations may also be accepted from the floor at the Annual Meeting. All candidates must be LCC representatives. All voting shall be in writing (print or electronic) rather than by voice, unless there are only three candidates. Every county is allowed one (1) vote, which may be cast by an LCC representative or their designee. The candidates with the top three vote tallies shall serve a two (2) year term, which shall commence on the 1st of the year following the WLWCB election. The candidate receiving the fourth highest vote tally shall be designated an alternate representative. Should any of the elected representatives resign or become disqualified during their term, the alternate shall assume their position. Should any additional representatives resign or become disqualified, a special election shall be conducted by the Association.

2. Annual Meeting of the Board of Directors. The annual meeting of the Board shall be held each year, typically in July, on such day and at such place and time as determined by the Chair (the “Annual Meeting of the Board”). The purpose of the Annual Meeting of the Board is to elect Officers and two representatives to the Executive Committee, and for the transaction of such other business as may come before the meeting.
3. Other Meetings of the Board of Directors. The Board of Directors shall meet at the call of the Chair. A quorum for a BOD meeting shall be a simple majority of the Directors, including alternates or their designee being present. The BOD Chair shall be responsible for ensuring that a quorum is present in order to conduct any official business. Any Member may attend an open session of a BOD meeting, but voting rights are restricted to BOD Members or their Alternate.
4. Executive Committee Meetings. The Executive Committee shall meet at the call of the President. A quorum shall be a simple majority of the Executive

Committee. The President shall be responsible for ensuring that a quorum is present in order to conduct any official business. Any Member may attend an open session of the Executive Committee meeting, and speak if requested by the Executive Committee, but voting rights are restricted to Executive Committee Members.

5. Other WILAND + WATER Committee Meetings. WILAND + WATER Committees shall meet at the call of the Committee Chair, the President or the BOD Chair. A quorum for any committee meeting shall be deemed a simple majority of the appointed Members, their alternate or designee being present. The Committee Chair shall be responsible for ensuring that a quorum is present in order to conduct any official business. Any Member may participate in a Committee meeting, but voting rights are restricted to those Members appointed by the BOD, their Alternate or designee.
6. Area Association Meetings. Each of the designated Area Associations is responsible for determining how often they meet and in what activities they participate. Each Area Association may adopt resolutions to recommend action by the WILAND + WATER Board of Directors or the full Association, in accordance with the Annual Meeting procedures and the Resolutions and Position Statements procedures in Article V. Section 13. The Area Association BOD shall ensure elections of Area Representatives to the WILAND + WATER BOD are conducted in accordance with Article IV, Section 1 of these bylaws.
7. Special Meetings. The President, BOD Chair or WILAND + WATER Committee Chair may call a special meeting of the Association, Board of Directors, or any WILAND + WATER Committee, respectively, to take action on a time sensitive issue. A quorum shall be consistent with the type of meeting called. Any votes that occur at a special meeting shall follow the same rules as stated for the type of meeting being called. Any meeting of the full Association shall allow two (2) votes per county, similar to an Annual Meeting. A special meeting announcement and draft agenda shall be sent to all counties as soon as practical, but no later than twenty-four (24) hours prior to the start of the meeting, or as authorized by State Open Meeting Laws. Draft minutes from a special meeting shall be sent to all counties within seven (7) days after the meeting explaining why a Special Meeting was called, meeting attendance, and any action taken.
8. Closed Sessions. A closed session may be conducted for any meeting provided the meeting agenda included a closed session, consistent with Wisconsin Open Meetings Law. The presiding officer shall determine who is authorized to attend.
9. Meeting Notice and Agendas. All types of WILAND + WATER meetings shall comply with Wisconsin Open Meetings Law and with the following meeting notice and agenda requirements:
 - A. *Meeting Notice.* The Executive Director's office shall provide written notice to all counties and the BOD at least seven (7) days prior to the meeting date

for all BOD or Executive Committee meetings, and at least thirty (30) days prior to the meeting date for each Annual Meeting. For other WI LAND + WATER Committees, the Committee Chair shall provide all Committee Members, BOD Members, counties and the WI LAND + WATER Executive Director's office a notice of all committee meetings at least seven (7) days prior to the meeting date. Notices may be print or electronic and shall be considered delivered the day it is emailed, posted on the WI LAND + WATER website or listserv, or, if sent by U.S. Mail, the postmarked date. The Executive Director shall also publish on the Association's website all BOD, Executive Committee and other WI LAND + WATER Committees meeting notices at least three (3) days prior to the meeting date, and Annual Meeting notices at least twenty (20) days prior to the meeting date in order to comply with Wisconsin Open Meetings Law.

- B. *Agendas.* Agendas shall be included with all WI LAND + WATER meeting notices. Agendas shall indicate the date, time, and location of the meeting, contact information for the presiding Officer or Committee Chair, and an agenda listing specific issue(s) to be discussed and proposed action, if any. Items that require formal action may only be added or otherwise altered during a meeting upon a two-thirds (2/3) majority vote by those Members with voting rights in attendance.
10. Minutes. Minutes shall be recorded for all types of WI LAND + WATER meetings and approved at the next meeting of that body. Once approved, minutes shall be posted on the WI LAND + WATER website within thirty (30) days, unless otherwise noted above for Special Meetings.
11. Rules of Order. Decision-making during meetings of the full Association, the Board of Directors and Executive Committee shall use a voting process in accordance with Robert's Rules of Order, unless those rules are inconsistent with any policy or rule adopted by the Association or the Board of Directors. Decision-making within WI LAND + WATER Committee meetings shall follow a consensus process if possible. If consensus cannot be reached, votes shall be taken following Roberts Rules of Order.
12. Meeting Formats. Each of the meetings described above may occur in person, by conference call, videoconference or other electronic means, as prescribed by the person calling the meeting, consistent with Wisconsin Open Meetings Law. It is preferred that the Annual Meetings take place in person, unless not feasible.
13. Resolutions and Position Statements. WI LAND + WATER Committees may adopt resolutions or position statements on behalf of the Association, consistent with their approved guiding principles. In consultation with the President and the relevant Committee Chair, the Executive Director shall refer any resolution or position statement proposed by an Area Association, Member County or Individual Member to the appropriate WI LAND + WATER Committee(s). No resolution may be considered by the Association at an Annual Meeting until

approved or authorized with recommendation by the applicable WI LAND + WATER Committee(s).

ARTICLE VI - BYLAW CHANGES

Changes to these bylaws shall require a two-thirds (2/3) majority vote of Member Counties present during an Annual Meeting of the Association, in accordance with the procedures prescribed under Article V, Section 1 of these Bylaws. Any proposed bylaw changes shall be delivered, by mail or electronically, to every county a minimum of thirty (30) days prior to the call to order of the Annual Meeting. The date(s) of initial adoption and any future revisions of these bylaws shall be shown following the text of the last article.

ARTICLE VII - DISSOLUTION

Upon the dissolution of the Association by a majority vote of Member Counties at an Annual Meeting of the Association, the Association shall, after paying or making provisions for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations, under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Dane County exclusively for charitable or educational purposes, or to such organization or organizations said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII – TAX EXEMPT PROVISIONS

1. Limitations on Activities. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
2. Prohibition Against Private Inurement. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to Directors, trustees or officers of the corporation, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

rendered and to make payments and distributions in furtherance of the purposes of this corporation.

3. Distribution of Assets Upon Dissolution. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 510(c)(3) of the Internal Revenue Code or shall be distributed to a Wisconsin nonprofit charitable 501(c)(3) organization. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.
4. Private Foundation Requirements and Restrictions. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Code; and 5) shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code.

ARTICLE IX - EFFECTIVE DATE

These Bylaws represent the result of merging the Wisconsin Land and Water Conservation Association with the Wisconsin Association of Land Conservation Employees (WALCE) in 2012. These Bylaws replace all previous versions of Bylaws for the Association. The effective date of these Bylaws and any future amendment shall be posted below.

Approved by Wisconsin Land and Water Conservation Association on 12/9/11
Approved by Wisconsin Association of Land Conservation Employees on 3/1/12
Amended on 3/11/2015
Amended on 3/4/2016
Amended on 3/6/2020
Amended on 3/3/2023

