



# Meadow Lakes Community Council Bylaws

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## **ARTICLE 1- NAME**

- A The name of this organization shall be the Meadow Lakes Community Council, Inc., hereinafter designated as the "Community Council" and abbreviated (MLCC).

## **ARTICLE 2- BOUNDARIES**

- A The boundaries of the MLCC shall be established by the Matanuska-Susitna Borough in accordance with ordinances or resolutions pertaining thereto.

## **ARTICLE 3- PURPOSE**

- A The purpose of the MLCC shall be to improve communications between the citizens of the community and all entities that may affect it and to encourage community involvement of all citizens.

## **ARTICLE 4- MEMBERSHIP**

- A General Member: Any adult person with a primary voting residence within the boundaries of the council is eligible for general membership. An adult is defined as a person 18 years old or older.
- B Limited Member: Any person sixteen years of age or older who does not qualify as a general member but is a property owner, or representative of a resident business within the boundaries of the council is eligible for limited membership.
- C Membership: Membership shall commence upon filing a membership application for a member who has registered and has been verified by the membership committee, and shall be continuous, provided that the member continues to meet the eligibility requirements for membership. Members are encouraged to verify or update their membership information with the membership committee at each annual meeting (as defined in Article 12(B)) or as necessary.
- D New Members: New members shall receive a copy of these bylaws.

## **ARTICLE 5- DUES AND DONATIONS**

- A Dues shall be reviewed annually by the Board. Any recommended revisions to the dues structure, including establishing or abolishing dues, shall be put to a vote before the membership at the MLCC annual meeting. If dues are established, they will be voluntary and not a condition of membership or voting.
- B The voluntary dues renewal period shall run from June 1 through May 31 of the following year. Contributions of no more than \$50.00 per member per year may be received by the MLCC to be in compliance with Mat-Su Borough Code, Chapter 2.76 addressing community councils.

## **ARTICLE 6- ORGANIZATION**

- A MLCC Board of Directors: The formal organization of the Meadow Lakes Community Council Inc. (MLCC) shall consist of a Board of Directors (hereinafter referred to as the "Board"), the general membership, standing committees and ad hoc committees as deemed necessary by the Board. The Board shall consist of an Executive Committee comprised of

five Officers as defined in 6(B) and the Chairs of the Standing Committees as defined in 6(C) below.

- B Executive Committee: The Executive Committee shall consist of the officers of president, vice-president, secretary, treasurer, and council coordinator.
- C Standing Committees: The members of each standing committee shall be appointed by the committee chair within one month after the MLCC annual meeting. The appointments shall be approved by the Board. The standing committees shall be organized with the following areas of concern:
  - 1 Parks and Recreation
  - 2 Community Safety
  - 3 Membership
  - 4 Education
  - 5 Gaming
  - 6 Capital Improvement Projects (CIP)
  - 7 Bylaws
- D Ad Hoc Committees: The Board may establish special committees to serve in areas of special interest on behalf of the MLCC. The members of each committee shall be appointed by the president and approved by the board. All MLCC members in good standing, general and limited, are eligible for appointment.
  - 1 Ad Hoc Committees will be disbanded at the conclusion of the project. Ad Hoc Committee members will be held to the same attendance accountability as required in Article 11.
  - 2 Deadlines may be set by the president at committee's inception.
  - 3 The Ad Hoc Committees may include but not be limited to:
    - a Historical
    - b Clean-Up
    - c Nominating
    - d Christmas Donations
- E Parliamentarian: The position of parliamentarian shall be an advisory position appointed by the president, approved by the general membership, and serving at the pleasure of the president.

#### **ARTICLE 7- QUALIFICATIONS OF BOARD OF DIRECTORS MEMBERS**

- A Members of the Board of Directors shall be general members in good standing. If a Board member loses membership status during term of office, that Board position shall immediately become vacant.
- B Only current general members in good standing shall be eligible for nomination for any office.

#### **ARTICLE 8- SELECTION & ELIGIBILITY, NOMINATIONS, ELECTIONS, & VACANCIES OF BOARD MEMBERS**

- A Selection: Selection procedures shall be as follows:
  - 1 All Board members (Officers and Standing Committee Chairs) shall be elected by the general membership at the annual meeting.

- 2 All committees shall be open to any member in good standing wanting to serve. Committee members will be appointed by the Committee chair and approved by the Board. Once established committee members will not change without appointment by the Committee chair and approved by the Board. President will bring changes to the next membership meeting.
- 3 No Board member shall hold more than one office at a time.
- 4 Officers may only serve two (2) consecutive terms in the same position. Any officers serving two (2) consecutive terms in a position shall not be eligible to serve in that same position on the Board until one (1) year after the expiration of the last term. A term shall consist of a two-year period unless officer or chair was appointed to fill a unfulfilled term vacancy, in which case greater than half of the term period shall be considered a full term.

**B Nominations:**

- 1 The Board shall appoint a three (3) member nominating committee at its general membership meeting in March of each and every year.
- 2 At the general membership meeting in April of each and every year, the nominating committee will present its candidates. Nominations from the floor will also be permitted.
- 3 -Nominations for all open offices and standing committee chairs shall be closed and become final at the end of the April meeting.

**C Elections:**

- 1 Having established a pattern of rotating terms, elections for president, secretary, community safety, education, gaming, and capital improvement plans (CIP) shall be held in odd numbered years, elections for vice-president, treasurer, council coordinator, parks and recreation, membership, and bylaws shall take place in even numbered years.
- 2 When possible, outgoing officers and chairs will remain available, in an advisory capacity only, to assist newly elected officers or chairs for a thirty (30) day transition period.
- 3 If a Board position cannot be filled at an annual election, the term of outgoing Board member may be extended for an additional thirty (30) day period by a supermajority vote of two-thirds (2/3) at a general membership meeting. Up to three (3) such individual thirty-day extensions may be allowed for a total of no more than ninety (90) days, after which the position will be declared vacant.

**D Vacancies**

- 1 Any vacancy on the Board for any reason shall be filled by a general member appointed by the president or acting president and approved by the general membership to fill the unexpired term.
- 2 Resignation of Board member shall be submitted in writing or given verbally at the general membership meeting. If possible, the resignee shall adhere to the thirty-day transition period described in 8.C.3 above.

**ARTICLE 9- VOTING**

**A Voting matters**

- 1 All Board member elections and motions made and seconded at an MLCC meeting shall be voted upon by the membership.
- 2 Motions made during a meeting shall be voted upon at the same meeting unless a 2/3 majority of the members present vote to delay voting until the next meeting. A motion to delay should be made only if the topic is not time sensitive and is determined to be important enough that the entire membership of the MLCC needs to be informed and given an opportunity to vote.
- 3 Board member elections will be conducted by secret ballot.
- 4 Each general member who has registered and been verified is entitled to one vote on all voting matters of the MLCC. Limited members shall have no vote.

**B Voting procedure**

- 1 Voting shall be conducted in person, by absentee or electronic ballot, or online during a virtual meeting. There shall be no proxy voting.
- 2 Absentee or electronic voting is permitted for Board member elections and specialty issues as determined by the membership.
- 3 For motions delayed from a previous meeting, the motion will be printed in full on absentee ballots and posted to the MLCC website (mlccak.org). The delayed motion will be voted on after additional discussion at the next meeting.
- 4 Absentee ballots may be downloaded, requested by email or in writing from the Secretary of the Council Board at the following addresses:
  - a Ballot request in writing: Meadow Lakes Community Council, Inc, .Attn: Absentee Ballot Request/Return, 1210 Kim Drive, Suite B, Meadow Lakes, Alaska 99623
  - b Ballot request by email [secretary@mlccak.org](mailto:secretary@mlccak.org)
  - c Ballot downloads: Ballots can be downloaded from mlccak.org
  - d To be considered valid, absentee ballots must be signed and returned to the MLCC
    - i Hand delivered to MLCC office at the Meadow Lakes Senior Housing, 1210 N. Kim Drive, Suite B, Meadow Lakes, Alaska 99623
    - ii Mailed to MLCC office at the Meadow Lakes Senior Housing, 1210 N. Kim Drive, Suite B, Meadow Lakes, Alaska 99623.
    - iii Any ballot hand delivered or mailed must be received two (2) days prior to election date. Only one ballot per envelope will be accepted.
    - iv Valid absentee ballots will be noted on the voting list of the general members. In the event a general member submitted an absentee ballot but shows up at the same meeting to request a voting card, the absentee ballot will be discarded.
- 5 Electronic voting will be carried out using an electronic voting service. A link to the voting web site will be posted on the MLCC website (mlccak.org). A member who votes using electronic voting will not be allowed to vote using a written absentee ballot or in person.
- 6 A passing or affirmative vote must be by majority, defined as more than half of the eligible voting members present and voting, except on matters requiring a 2/3 vote of the eligible voting members present and voting.

- 7 Election of Board members shall be according to rules and procedures established by bylaw and shall be conducted by secret ballot. Absentee and electronic voting is allowed.
- 8 Voting on other matters considered by the MLCC may be by a show of voting cards if such vote will permit accurate counting of votes or by roll call during a virtual meeting.
- 9 The president shall have no vote at the general or annual MLCC meetings except in votes for candidate for office or in an instance where his or her vote would affect the result. The president may vote in Board meetings.
- 10 In the event of a tie vote in an election conducted by secret written ballot (according to 9.A.3 above), the winner will be determined by a coin toss.

## **ARTICLE 10- RESPONSIBILITIES OF BOARD MEMBERS**

### **A Executive Committee:**

- 1 The Executive Committee shall have general supervision of the affairs of the MLCC between its general membership meetings. The Committee shall be subject to orders of the MLCC membership, and none of its acts shall conflict with actions taken by the MLCC membership. In the event of a time sensitive matter, the Executive Committee may make a decision by a phone or electronic quorum. Any such decision must be reported to and approved by the general membership at the next general membership meeting.

### **B President:**

- 1 Shall call and preside at all general membership, Board, and Executive Committee meetings.
- 2 Shall immediately after election complete paperwork in a timely manner and notify all borough and state agencies regarding change of officers as necessary.
- 3 May serve as an ex-officio member of any and all committees, except the nominating committee.
- 4 Shall see that all bylaws and any and all resolutions and policies adopted by the MLCC are enforce and/or executed, and
- 5 Shall execute all contracts and other instruments, which shall have been first approved by the Board or membership.

### **C Vice President:**

- 1 Shall assist the president in representing the council to the community.
- 2 May serve as an ex-officio member of any and all committees.
- 3 Shall perform other duties as may be assigned by the president or the Board, and
- 4 Assume the duties of the presidency during the absence of the president or the vacation of the office of president.

### **D Secretary:**

- 1 Shall be charged with taking minutes during general membership, executive, and Board meetings and work sessions.
- 2 Shall serve as correspondence secretary as necessary.
- 3 Shall assume tasks as designated by the president or the Board.
- 4 Shall coordinate with president to create agenda for monthly general membership meetings.

- 5 Shall pick up and distribute MLCC mail to appropriate Board members in a timely manner. Shall keep records of MLCC members serving as committee chairs and committee members. Both standing and ad hoc.
- 6 Shall maintain a calendar for filing deadlines and other pertinent information affecting the business of the MLCC and notify appropriate Board members, and
- 7 Shall serve as MLCC contact with the borough for submission of updated officer's names, meeting minutes, and changes to the bylaws. And annually file MLCC meeting dates and advise the clerk's office of any changes.

E Treasurer:

- 1 Shall keep the MLCC financial records.
- 2 Shall prepare a brief monthly financial statement which will be presented at the monthly membership meeting.
- 3 Shall assure all funds are tracked per funding source and budget.
- 4 Shall prepare a year-end financial report.
- 5 Shall assist the gaming chair in preparing a year-end gaming financial statement as required by law.
- 6 Shall assist the Board in preparing a proposed budget prior to submission to the general membership.
- 7 Shall assume tasks as designated by the president or the Board.
- 8 Shall be responsible for the filing of all taxes.

F Council Coordinator

- 1 Keep the MLCC informed of upcoming issues where comments should be given to government entities such as the Matanuska-Susitna Borough and the State of Alaska.
- 2 Respond to requests for comments on behalf of the MLCC and reflecting the wishes of the MLCC.
- 3 Coordinate with the President with assistance both technical and advisory.
- 4 Provide technical support for meetings, publications, and in other areas where necessary.
- 5 Coordinate Park scheduling and maintenance.

G Standing Committee Chairs:

- 1 Call, notice, and preside at committee meetings
- 2 Shall report committee activities to the general membership
- 3 Shall assume tasks as designated by the president or the Board, and
- 4 Shall maintain a job description/list of committee responsibilities that shall be reviewed and updated as necessary by the Board and approved by the general membership. Each incoming executive Board member shall be provided with the appropriate job description list of responsibilities which will be maintained in an appendix to these bylaws.

**ARTICLE 11- REMOVAL FROM OFFICE AND DISCIPLINARY PROCEDURES**

- A Any member of the Board may be removed from office for conduct that is deemed unethical, improper, unbecoming a Board member, or prejudicial to the aims and repute of the MLCC. Such removal shall be by a two-thirds supermajority vote of the eligible voting membership present and voting at any regularly scheduled meeting, after notice and opportunity for a



hearing with the Executive Committee has been afforded the Board member against whom the complaint was filed.

- B Any member of the Board with unexcused absences from three (3) consecutive general membership meetings, or a majority vote of those eligible voting members present and voting at a general membership meeting with notice may be removed from office by the Board. Required notice shall be given five (5) days prior to a general membership meeting, in writing, to the Board member with copies to the remainder of the Board, setting forth the allegations for removal.
- C Any general member who violates Article 14 will forfeit MLCC membership following due process as described in A above.

## **ARTICLE 12- MEETINGS AND WORK SESSIONS**

- A Meeting may be held in person or electronically in a virtual meeting format.
- B An annual general membership meeting shall be held in May of each year.
- C General membership meetings will be conducted the second Wednesday of each month at a time designated. A special general membership meeting may also be called by written petition from ten (10) MLCC members. The purpose of the meeting shall be stated in the call. No business shall be transacted except that mentioned in the call of the special general membership meeting. All meetings of the MLCC, Inc. shall be open meetings. Decisions shall be made by a simple majority of eligible voting members present and voting.
- D Board of Directors Meetings: The president may call a Board meeting as required. Comments may or may not be accepted from persons other than the Board. A time sensitive or emergency action conducted before the next regular meeting or with less than two weeks notice for a special meeting shall require that a report shall be made to the general membership at the next scheduled general membership meeting.
- E Quorum: At general membership meetings, a quorum shall consist of a majority of the seated members of the Executive Committee, plus a minimum of thirteen (13) general members, for a total of 16 members. Once a quorum has been established, business may be conducted for the remainder of the meeting. For committee meetings, a quorum shall consist of a simple majority (i.e., greater than half) of the committee membership.
- F Notice: All general membership meetings and special meetings shall require notice be published on the Borough calendar, and on the Council's webpage at least seven (7) days prior to the date of the scheduled meeting. Notices shall be posted at other public places as necessary by a designee of the president.
- G Procedure: The current edition of "Roberts Rules of Order" shall prevail in the conduct of all meetings.
- H Work Sessions: From time to time the Board or a committee may determine the need for a work session. Said session shall be topic specific and for informational discussion only. No business shall be conducted. Notes shall be taken and presented to the general membership at the next scheduled general meeting.
- I Committee Meetings: Committees, both standing and ad hoc, shall meet to consider or investigate certain matters or subjects and shall report their findings to the MLCC general membership. Business shall only be conducted at committee meetings as it pertains to matters specifically assigned to the committee by the MLCC general membership. From

time to time the MLCC may appoint a committee “with power” to take all the steps necessary to carry out its instructions.

#### **ARTICLE 13- FINANCES**

- A Funds shall be distributed only to further the legitimate purpose of the community council.
- B Authorized Signatures: Checks will require at least two (2) authorized signatures. Authorized signatures on all MLCC checks shall be those of the president, vice president, secretary, or treasurer.

#### **ARTICLE 14- AUTHORIZATION OR REPRESENTATION**

- A No officer or member of the MLCC shall purport to represent the views or interest of the MLCC to the state, borough, or any other government entity, or to the press, or any other political, social, or business organization, club, association, society or any other entity without the express authorization of the Board and general membership by resolution at any duly constituted meeting. Every action taken by a designated representative of the MLCC in any outside appearance shall be supported by a memorandum showing how the position of the community council was obtained, including the results of any telephone sampling, opinion polling, special and general meetings, or other action. Nothing in this section prohibits any member from appearing on his or her own behalf.

#### **ARTICLE 15- AMENDMENTS**

- A Any proposed changes to these bylaws shall be reviewed by the bylaws committee. Proposed changes shall be introduced, read, and discussed at a regular general membership meeting and shall be voted on at the following regular general membership meeting. Bylaws changes must receive a two-third (2/3) supermajority vote of the eligible voting general members present and voting to pass.

#### **ARTICLE 16- DISSOLUTION**

- A The MLCC may be dissolved only at an annual meeting. Notice of an annual meeting at which the dissolution vote will be taken must be sent to each member. Such notice must be sent ninety (90) days prior to the meeting at which the dissolution vote will be taken. The vote for dissolution must be passed by a two-third (2/3) supermajority vote of all eligible voting general members present and voting. If dissolution is favorably acted upon, all assets, except those assets under contractual agreement, will be distributed to an organization of the type described in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code and/or applicable borough ordinances.

#### **ARTICLE 17- COMPLIANCE WITH MAT-SU BOROUGH CODE**

- A All bylaws shall conform to the provision of the Mat-Su Borough Code: Chapter 2.76 – Community Councils. A copy of any newly adopted bylaws shall be provided to the borough clerk.

#### **ARTICLE 18- LIABILITY**

- A It is implicitly understood that the MLCC assumes no responsibility or liability for the well-being of any member or representative of a member attending, managing or participating in meetings or any other functions of the MLCC.
- B No officer or Board member, former officer or Board member, nor any authorized agent of MLCC shall be liable in any manner to the MLCC or any person or group for any loss or damage sustained as a result of action taken or omitted to be taken by said officer, Board member or agent in good faith, if he or she exercised or used the same degree of care and skill as a prudent person would have exercised or used under the circumstances in the conduct of his or her own affairs.

**ARTICLE 19- PROPERTY**

- A A resolution shall be adopted by the membership authorizing the Board to purchase, sell, or lease any and all real property any expenditure with a value of three thousand dollars (\$3,000.00) or more.
- B After the membership resolution and before any purchase, sale, or lease as set forth under A above, the president shall appoint a committee to make recommendations in writing to the Board setting forth the details, terms and conditions to execute the resolution.
  - 1 In addition to any specific request set forth in the resolution under A above, the committee's written report to the Board shall include a determination of the fair market value of the property based on recent comparable sales.
  - 2 A majority of the membership may accept, reject, and/or modify the recommendations of the committee.
  - 3 The president and treasurer, or other designated office, shall execute any and all documents necessary to complete the transaction.

**APPENDIX A – STANDING COMMITTEES**

- A. Community Safety Committee
  - 1. Committee is to be made up of a minimum of two members, one being the chair.
    - a. Duties
      - i. To be a liaison and report from the area fire, emergency, and police in the Meadow Lakes Community Council area.
- B. Membership Committee
  - 1. Committee is to be made up of a minimum of two members, one being the chair.
    - a. Duties
      - i. Keep records of membership, member attendance, and eligibility to vote.
      - ii. Distribute voter cards to eligible members at general and special meetings.
      - iii. Maintain a confidential contact list of members' e-mail and mailing addresses to provide information to members when necessary. (Note: Confidential contact list shall not be made public, provided to anyone, nor sold)
      - iv. Forward information to membership on behalf of committee chairs or others.
- C. Education Committee
  - 1. Committee is to be made up of a minimum of two members, one being the chair.
    - a. Duties

- i. Keep the MLCC informed of the education needs, programs, processes, and issues involving all the schools in the MLCC boundaries.
    - ii. Communicate with schools to inform them of MLCC activities and possible support in education issues.
- D. Gaming Committee
  - 1. Committee is to be made up of three to five members, plus the chair.
    - a. Duties
      - i. Comply with all state gaming laws.
      - ii. File appropriated paperwork in timely manner for permit renewal as designated by the state.
      - iii. Ensure that new members of committee take necessary gaming tests as prescribed by state law.
      - iv. With assistance of the MLCC treasurer, complete annual gaming report, as prescribed by state law.
      - v. Promote sale of game.
- E. Parks, Recreation, and Trails Committee
  - 1. Committee is to be made up of three to five members, plus the chair.
    - a. Duties
      - i. Supply information on grants for trail development to the MLCC Board.
      - ii. Map existing trails, identify existing dedicated parks, and identify lake accesses with the MLCC boundaries.
- F. Capital Improvement Projects (CIP) Committee
  - 1. Committee is to be made up of 3 members, including the chair.
    - a. Duties
      - i. Receive and evaluate CIP request from MLCC members.
      - ii. Compile annual CIP request report and present to appropriate borough entities
- G. Bylaws Committee
  - 1. Committee is to be made up of 3 or more members, including the chair
    - a. Duties
      - i. Receive and evaluate requests for changes to bylaws from MLCC members.
      - ii. Update bylaws as necessary.
      - iii. Provide updated and approved bylaws to secretary for presentation to the borough.