

By-Laws
Version 2.0
Friends of Lake Mohawksin, Inc.
(A lake association)
P. O. Box 13 1
Tomahawk ,WI 54487

Article I - PURPOSE

The purpose of the Friends of Lake Mohawksin, Inc., herein after “the Association” is to preserve and protect Lake Mohawksin and its surroundings, and to enhance the water quality, fishery, boating safety, and aesthetic values of Lake Mohawksin, as a public recreational facility for the present and for future generations.

Article II - STATUS AND LIMITATIONS

To carry out the work of the Association and to provide effective representations on behalf of its members, the Association shall be organized as a nonprofit, non-stock corporation under Chapter 181 of the Wisconsin Statutes. (Sections of the Statutes are cited throughout these bylaws.) No asset of the association shall benefit any officer or member. The Association shall not participate in partisan political activity.

Article III - MEMBERSHIP

Section 1 - ELIGIBILITY: Membership in the Association shall be open to any individual, family, business, or organization, that (a) subscribes to the purposes of the Association and (b) owns or leases property within one mile of the lake for which the association was incorporated; or (c) resides on or within one mile of the lake at least one month each year.

Section 2 - DUES: Dues shall be \$25.00 per household/business/organization, paid on a calendar year basis.

Article IV - VOTING

Section 1 - MULTIPLE VOTING: Any individual member may cast only one vote on any question called to a vote. Up to two individuals may represent a household , a business, or organization; and each of those two individuals may cast one vote on any question called to a vote.⁷Wis. Stat. § 181.0721

Section 2 - CASTING BALLOTS: A member must be present at the meeting at the time the vote is called in order to vote. No member may vote by proxy⁸ or absentee ballot. All votes shall be counted by a show of hands unless otherwise specified in these bylaws. For virtual meetings, a show of “hands” in the chosen virtual meeting platform shall suffice as a vote.

Section 3 - REFERENDA: def: a general vote by the members on a single question referred to them for a direct decision. The board of directors may at any time solicit reactions from members through a mail survey. (The board resolution authorizing the referendum shall indicate whether the results shall be considered advisory or binding on the board). The annual

meeting may initiate an advisory or a binding referendum and shall specify the exact wording of the question and the required follow-up action by the board. Members shall have 30 days to return response forms. Results of the referendum shall be announced at a membership meeting or in printed form within 90 days of the response deadline.

Article V - MEMBERSHIP MEETINGS

Section 1 - ANNUAL MEETING: The annual meeting of the Association shall be held in the vicinity of Lake Mohawksin on the 3rd Saturday in August . The time and place shall be arranged by the Board of Directors unless specified by the previous annual meeting. The agenda of the annual meeting shall include:

- 1) elections
- 2) educational program
- 3) discussion of projects
- 4) adoption of a budget
- 5) member concerns limited to no more than 5 minutes per speaker

Section 2 - SPECIAL MEETINGS: A special meeting of the Association may be called at any time by the President, by majority vote of the Board of Directors, or by written request of one-twentieth of the members or six members, whichever is greater. The agenda of a special meeting may include any items properly brought before an annual meeting. Only those matters described in the notice shall be discussed at the meeting. Wis. Stat. § 181.0702

Section 3 - INFORMATIONAL MEETING OR SOCIAL EVENT: The Association may sponsor a variety of meetings and events designed to provide educational, recreational, or social opportunities for its members and their guests. It may also sponsor fund-raising activities. If business is to be conducted at such events, the notice requirement for special meetings must be met.

Section 4 - NOTIFICATION: Every annual or special meeting must be preceded by notice to paid members and members from the preceding year who have not yet renewed their membership. Notification may be by hand delivery, email or by mail at least 30 days, but not more than 50, prior to annual meetings and at least 15 days, but not more than 50, prior to special meetings. The notice shall summarize any proposed changes in the bylaws, shall highlight any proposals to dissolve the Association, and shall include a description of the matter or matters for which the meeting was called. Wis. Stat. § 181.0705

Section 5 - QUORUM: No formal business may be conducted at membership meetings unless at least one-twentieth of the paid-up members or 15 members, whichever is less, are present.¹⁰ Wis. Stat. § 181.0722

Section 6 - PROCEDURE: Roberts Rules of Order, in the current revised edition, shall be in force at the meetings of the Association, of the Board of Directors, and of the Association committees unless required otherwise by Wisconsin Statutes or these bylaws. Non-members of the Association may be recognized to speak at Association functions at the discretion of the

presiding officer who shall also serve as parliamentarian.

Article VI - BOARD OF DIRECTORS

Section 1 - AUTHORITY: Subject to directives of annual and special meetings and these Bylaws, the Board of Directors shall have authority over the activities and assets of the Association. Wis. Stat. § 181.0801

Section 2 - COMPOSITION: The Board of Directors shall include the President, Vice President, Secretary, Treasurer, four (4) at-large directors, and the past President. Wis. Stat. § 181.0803

Section 3 - ELECTIONS: The Board of Directors shall nominate one or more members for each vacant position on the Board. Additional nominations of members, present at the annual meeting and willing to serve, shall be taken from the floor. In the event of a contested election, a secret written ballot will be taken for the election of officers or members of the Board of Directors.

Section 4 - TERMS OF OFFICE: Directors are elected for two-year terms. Their terms shall expire after the annual meeting or upon the election of new Directors, whichever occurs later. The terms of office of President, Vice President, and two at-large directors expire in even-numbered years. The terms of office of Secretary, Treasurer, and two at-large directors expire in odd-numbered years. Wis. Stat.

Section 5 - BOARD MEETINGS: The new Board shall meet physically or in virtual meeting rooms within 60 days of the annual meeting and at least one other time prior to the next annual meeting. Regular meetings shall be held at places, dates, and times established by the Board. Special meetings may be held on the call of the President or any three Directors after at least 24 hours notice by telephone, mail, or personal contact. Four Directors shall constitute a quorum for the transaction of business. The meetings shall be open to the members. Decisions shall be made by majority vote of Directors present, with the President voting only to break ties. Between meetings, the President may solicit decisions from the Board through written communications. Wis. Stat. § 181.0820, Wis. Stat. § 181.0824

Section 6 - VACANCIES: Any Director who misses two consecutive meetings without good cause as determined by the Board may, at the discretion of the Board, be removed from office. Any vacancy may be filled for the remainder of the term by the affirmative vote of a majority of the Directors then in office, although less than a quorum but at least two. Wis. Stat. § 181.0808, Wis. Stat. § 181.0811

Section 7 - COMPENSATION: Directors shall not be compensated for their time and effort. The Board may authorize officers, directors, and committee members to be paid actual and necessary expenses incurred while on Association business.

Article VII - OFFICERS

Section 1 - PRESIDENT: The President shall preside over all membership meetings and Board meetings. The President shall be the chief executive officer of the Association, responsible for day-to-day administration of the affairs of the Association and supervision of any employees or contractors. The President shall appoint all committee members who shall serve until the end of that President's term. The President is an ex-officio member of all

committees. Wis. Stat. § 181.0841

Section 2 – VICE PRESIDENT: The Vice President shall assume the duties of the President should that office become vacant and shall preside at meetings when the President is unable to attend. The Vice-President shall arrange for the educational segment of the annual meeting and carry out other assignments at the request of the President. Wis. Stat. § 181.0841

Section 3 - SECRETARY: The Secretary shall maintain the official records of the Association as well as any archives. The Secretary shall record and distribute the minutes of member meetings and Board meetings. The Secretary shall maintain a current record of the names and addresses of members entitled to vote and shall send out notices of membership meetings. The Secretary shall prepare publicity for the Association and shall prepare the Association newsletter unless an editor is appointed to do so. The Secretary shall serve on the Membership Committee. Wis. Stat. § 181.0841

Section 4 - TREASURER: The Treasurer shall maintain the financial records of the Association and shall sign all checks. The Treasurer shall prepare an annual financial statement for the annual meeting and shall be responsible for presentation of the proposed budget to the annual meeting. The Treasurer shall serve on the Finance Committee. Wis. Stat. § 181.0841

Section 5 - MULTIPLE OFFICE HOLDING:¹³ The same person may hold the offices of Vice President and Treasurer or the offices of Secretary and Treasurer. Wis. Stat. § 181.0840

Section 6 - OTHER OFFICERS: Other officers may be appointed by the President, with concurrence of the Board. A legal counsel, an executive secretary, newsletter editor, or such other assistant officers as are deemed necessary need not be members of the Association.

Article VIII - COMMITTEES₁

Section 1 - MEMBERSHIP COMMITTEE: The Membership Committee shall initiate plans for recruiting of new members and retention of members.

Section 2 - SOCIAL COMMITTEE: The Social Committee shall provide refreshments at the Annual Meeting and, after receiving Board approval, shall organize and publicize other social events to be sponsored by the Association.

Section 3 - GRANTS AND FINANCE COMMITTEE: The Finance Committee shall recommend fundraising activities to the Board and, after receiving Board approval, shall organize such activities. The Finance Committee shall also annually audit the financial records of the Association.

Section 4 - LAND USE COMMITTEE: The Land Use Committee shall represent the Association at local public hearings and informational meetings relating to zoning, sanitation codes, subdivision ordinances, pollution sources, and changes in land use which might affect water quality. The Committee shall offer proposals to the Board regarding land use issues.

Section 5 - BOATING SAFETY COMMITTEE: The Boating Safety Committee shall represent the Association at local public hearings and informational meetings relating to water safety patrols, lake use ordinances, and obstacles to navigation. The Committee shall offer proposals to the Board regarding water use issues.

Section 6 - FISHING COMMITTEE: The Fishing Committee shall represent the Association at Wisconsin Department of Natural Resources hearings and at local meetings relating to, fish and wildlife habitat, stocking recommendations, limits recommendations, fishing tournaments and fishing-related education. The Committee shall offer proposals to the Board regarding water quality monitoring and ecological management of the fishery.

Section 7 - WATER QUALITY AND AQUATIC PLANT/ALGAE COMMITTEE: The Aquatic Plant and Algae Control Committee shall represent the Association at Wisconsin Department of Natural Resources hearings and at local meetings relating to in-lake water quality, the control of nuisance plants, community education and to the protection of desirable vegetation. The Committee shall offer proposals to the Board for a vegetation management plan and may be delegated responsibility to implement such a plan.

Section 8 - OTHER COMMITTEES: The President may appoint such other committees as are deemed necessary to support the efforts of the Board.

Article IX - MISCELLANEOUS PROVISIONS

Section 1 - INDEMNIFICATION OF OFFICERS AND DIRECTORS: As provided by Wisconsin law, the Association shall indemnify any officer, director, employee, or agent who was, is, or may be involved in legal proceedings by virtue of his or her good faith actions on behalf of the Association.¹⁵ Wis. Stat. § 181.0872

Section 2 - FISCAL YEAR: The records and accounts of the Association shall be maintained on a calendar year basis.

Section 3 - ACCOUNTS AND INVESTMENTS: Funds of the Association shall be promptly deposited at a financial institution designated by resolution of the Board of Directors. Funds not needed for current operations shall be deposited in investment accounts or certificates as authorized by the Board of Directors.

Article X - ADOPTION AND AMENDMENTS

These by-laws, and any amendments thereto, may be adopted at any annual or special meeting of the Association by two-thirds vote of members present and entitled to vote. Proposed amendments to the bylaws must be summarized in the notice for the annual meeting at which the amendments are to be voted on. Wis. Stat. § 181.1002-181.1021

Article XI - DISSOLUTION

The Board of Directors, by a two-thirds affirmative vote of all directors, may recommend that the Association be dissolved and that the question of such dissolution be submitted to a vote at a subsequent meeting of members. Notice of the meeting shall highlight the question of dissolution. At the meeting, a two-thirds affirmative vote of members present and entitled to

vote shall be required to approve a resolution of dissolution. Such a resolution shall direct the Board of Directors to prepare a dissolution plan for subsequent approval by the members as provided under Wisconsin law. Dissolution of the Association shall not be final until the members, by majority vote, shall have approved the dissolution plan, either at a meeting or by a binding mail referendum. Sec. 181.1401 Sec. 181.1403

CERTIFICATION

These bylaws were adopted by vote of yes (37) and no (0) at the Association meeting on this day of May 28, 2007.

Changes to By-Laws:

- (1) At the annual meeting on this day of August 23, 2013, the Association voted to amend our Bylaws to change the annual meeting from the Saturday of Labor Day Weekend to the second Saturday before Labor Day.
- (2) At the annual meeting on the 26th day of August, 2023, the present members voted to incorporate the changes set forth in this version 2.0 .

Secretary: Connie DeBels

Date: August 26, 2023

At the annual meeting on August 22, 2015, the Association voted to amend our Bylaws to change the number of at large directors from (6) six to (4) four.

Secretary Jean Shannon

Date: August 22, 2015