

**BY-LAWS
OF
PADDOCK-HOOKER LAKES ASSOCIATION**

**ARTICLE I.
Name**

The name of this Association shall be Paddock-Hooker Lakes Association and may be referred to hereafter as the "corporation".

**ARTICLE II.
Purpose**

The purpose of this Association shall be to legally own, to have control of, and to manage certain common amenities and improvements described as shore land, boat landings, beaches, piers, streets, parks, playgrounds and all rights and privileges related thereto and located within boundaries of Huntoon Woods, Paddock Lake Highlands, Hartnell Heights, Third Addition to North Park Subdivision, and Woodcrest Highlands (formerly Schlax Woods), all of which are duly platted subdivisions in the Town of Salem, County of Kenosha and State of Wisconsin, and further to make such rules and regulations concerning the use and enjoyment thereof; and to receive by gift or to purchase additional personal property for the use and benefit of members of the Association from time to time.

**ARTICLE III.
Membership and Members**

Section 1. The properties, parks, playgrounds, beaches, piers and common amenities of Paddock-Hooker Lakes Association shall be maintained by Paddock-Hooker Lakes Association for the exclusive use, privilege and enjoyment of members of this Association and for the immediate members of their families and temporary guests.

Section 2. Membership in and to Paddock-Hooker Lakes Association shall occur only by written or electronically mailed (e-mailed) application which application shall be submitted to the Membership Committee for approval or rejection. Upon unanimous approval of the Membership Committee, the proposed member shall be certified and recommended by the Membership Committee to the Board of Directors for membership approval and said applicant shall become a member upon approval by a majority of the Board of Directors, provided, nevertheless, that no person shall become a member who is not:

- (a) A property owner in the following real estate subdivisions known as Huntoon Woods, Paddock Lake Highlands, Hartnell Heights, Third Addition to North Park Subdivision, and Woodcrest Highlands (formerly Schlax Woods)
- (b) A purchaser of property under a valid land contract.

Section 3. The voluntary or involuntary sale or transfer of such property shall automatically terminate the membership in and to this corporation of any member so selling or transferring, including the membership of any of the immediate members of the family of said seller or transferor.

Section 4. Upon the voluntary or involuntary sale or transfer of any property by any member, all dues paid by said member to the Association shall be considered fully paid and discharged. Any pier deposits made by said member to the Association shall be refunded by the Association Treasurer in a reasonable period of time (said pier deposits are to be held by the Association Treasurer in a separate account limited to funds only for such deposits).

Section 5. Guest cards entitling the named bearer to privilege of membership may be issued by the Association Secretary upon the request of a member in good standing, said guest card to be non-transferable and not valid beyond the date shown thereon. Holders of guest cards shall have no right to vote or attend business meetings of the corporation.

Section 6. Annual Membership Dues. The annual Association Membership Dues may be amended from time-to-time upon approval by a majority of the Board of Directors.

- (a) General Membership (new or renewal): As per fee schedule set by the Board of Directors
- (b) Renter's Membership (does not include General Membership): As per fee schedule set by the Board of Directors
 - i. Any member using properties for income rental property (other than family members) are required to pay renter's fee annually to corporation for use of facilities.
- (c) Payments received after the first meeting of the year or date determined by the Board of Directors and published in the annual newsletter may be assessed a fee as determined by the majority of the Board of Directors
- (d) Any other fees that may be adopted or amended from time-to-time upon approval by a majority of the Board of Directors.

Section 7. Members of the Association in good standing according to the records of the Treasurer, shall be entitled to one vote at the Annual Meeting or any special meeting of the members of said Association, including notice of meetings of the Association as herein provided, said notice to be either mailed to the last known address of the member or to any e-mail address, if so requested by the member.

Section 8. Where the title to a property within the Association stands in the name of two or more persons, either as tenants in common or joint tenants, only one vote for said property shall be recognized, and that vote may be cast by any or either of the owners in attendance at the meeting, or by his or their duly constituted proxy.

Section 9. Members of this Association shall forfeit their membership for any of the following reasons:

- (a) For lending or furnishing a guest card to a disqualified person, a person to who membership has been denied, or to a person whose membership has been terminated for violation.
- (b) Renting property without notification to the Association and/or payment of the rental dues.
- (c) Rental of a pier space by others; however:
 - i. Members may allow another member to use their pier, as long as no fee is charged
 - ii. watercraft owned by temporary guests may not be docked for more than seven (7) consecutive days at a member's private pier
 - iii. The property has been designated as rental and the rental fee remitted to the Association.

Section 10. No application for membership shall be accepted or approved within two (2) years after a membership has been terminated for violation of any provision of Article III, Section 9 above.

Section 11. Membership in this Association shall automatically terminate: on account of the following:

- (a) Failure for thirty (30) days to pay dues or lawful assessments from their established due date;
- (b) Violation of ARTICLE III, Section 9;
- (c) By a vote of two-thirds (2/3) of the entire Board of Directors at a meeting called for said purpose after giving ten (10) days written notice by certified mail, a minimum of ten (10) days in advance of said meeting to any member for conduct detrimental to this Association and its objects and purposes;
- (d) Per the terms of Article III, Section 3.

ARTICLE IV. Officers

Section 1. The Officers of this Association shall be President, Vice President, Treasurer and Secretary.

Section 2. The Officers shall be elected by majority vote of the Board of Directors (as described below) from the membership of the Association, Said vote for election of officers shall be conducted annually immediately following the Board of Directors election. Should any Officer no longer qualify to be a member of this Association, the Board shall elect a replacement from the current membership.

ARTICLE V.

Board of Directors

Section 1. The property, affairs, and business of this Association shall be under the management, control and care of the Board of Directors, who shall be chosen annually by the members at the Annual Meeting of the Members from among their number.

Section 2. The Board of Directors shall consist of twelve (12) members of the Association.

Section 3. At the first election of Directors after the adoption of these By-Laws four (4) members shall be elected Directors for one (1) year, four (4) for two (2) years, and four (4) for three (3) years. Thereafter four (4) members of the Board of Directors shall be elected at the Annual Meeting each year for a term of three (3) years and shall hold office until their successors are elected.

Section 4. In the event of a vacancy arising in the Board of Directors, the remainder of the Board members shall fill such vacancy to complete such member's term.

Section 5. Without restricting the powers of the Board of Directors by implication or otherwise, said board shall have, in addition to all other powers which they may lawfully exercise, the following powers, to-wit:

- (a) The Board of Directors shall have the power to acquire by gift or purchase, personal and real property, to manage, control, and maintain the real and personal property of the Association;
- (b) To appoint others to assist in the work of the general Officers, to engage employees to do and perform work for and on behalf of the Association, and to fix their compensation;
- (c) To authorize Officers to incur and the Treasurer to pay without further action current and recurring obligations.

Section 6. Any Director may be removed for cause at a special meeting of the Association called by the Board of Directors for such purpose, by the affirmative vote of a majority of the members present or their duly constituted proxy.

Failure of a Director to attend three (3) successive regular meetings of the Board of Directors without an excuse or notification to an Officer would automatically cause termination of that Director's term.

Section 7. Regular meetings of the Board of Directors shall be held on Sunday of each month, May to October, inclusive, annually, and no notice is required to be given of any regular Directors' meeting. The date of each meeting will be determined by the Board to accommodate holidays. The Annual Meeting of the Members shall be held prior to the Director's meeting in June of each year.

Special meetings of the Board of Directors may be held at such time and place as determined convenient for the Board of Directors on the call of the President or a

majority of the Board of Directors, on a minimum of ten (10) calendar days' written or e-mailed notice. A majority of Board of Directors shall constitute a quorum at any special meeting of the Board of Directors.

Section 8. A majority of the Directors shall constitute a quorum for the transaction of business.

Section 9. The President and, in his absence, the Vice President, and in their absence any Director chosen by the Directors present, shall call the meetings of the Board of Directors to order and shall act as chairman of such meeting, and the Secretary of the Association shall act as Secretary of all meetings of the Board of Directors; but, in the absence of the Secretary, the presiding officer may appoint any Director to act as Secretary pro tem.

Section 10. The order of business of all meetings of the Board of Directors shall be as follows:

- (1) Roll call.
- (2) Approval of prior meeting minutes as distributed.
- (3) Reports of Officers.
- (4) Reports of Committees.
- (5) Unfinished business.
- (6) Miscellaneous business.
- (7) New business.

Section 11. Roberts Rules of Order shall govern the transaction of business at any Director's Meeting. Board business may also be conducted written consent action or via electronic mail (e-mail) between Board Members with ratification of any business conducted at the next scheduled Board meeting.

ARTICLE VI.

Duties of Officers

Section 1. The President shall preside at all meetings of the directors and members. The President shall be the chief executive officer of the corporation and have the general supervision, direction, and active management of the property, affairs, and business of the corporation, subject to the board of directors. The President shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall execute all deeds, leases, conveyances, contracts, and agreements, authorized by the Board of Directors. The president shall submit a complete and detailed report of the corporation at the Annual Meeting of the Members. The President shall perform such additional duties as may be prescribed from time-to-time by the Board of Directors, or as may be prescribed from time-to-time by the By-Laws.

Section 2. The Vice President shall discharge the duties of the President in the event of his absence or disability for any cause whatever. The Vice President shall perform such

additional duties as may be prescribed from time-to-time by the Board of Directors or as may be prescribed from time-to-time by the By-Laws.

Section 3. The Secretary shall keep a correct and complete record of all the proceedings of the corporation, including such as relate to the election of the Officers. The Secretary shall keep a book containing the names and addresses of members of the Association, showing the piece of residence and the address to which notices of meetings shall be given. The Secretary shall, in general, perform all the duties which are incident to the office of a Secretary of a corporation, subject to the Board of Directors. The Secretary shall perform such additional duties as may be prescribed from time-to-time by the Board of Directors or such as may be prescribed from time-to-time by the By-Laws.

Section 4. The Treasurer shall keep and account for all moneys, credits, and property of the corporation which shall come into his/her hands, and keep an accurate account of all money received and disbursed. The Treasurer shall make such statements as corporations are required to make, under the laws of the State. The Treasurer shall have the custody of all the funds and securities of the corporation. The Treasurer shall cause to be deposited in a FDIC insured state or national chartered bank all moneys of the Association, which shall be withdrawn there from only upon checks signed by him/her and countersigned by the President. The Treasurer shall, when required by the Board, and annually, at the Meeting of the Members, prepare and submit a true and accurate statement of the cash and disbursements for the preceding year.

ARTICLE VII. Committees

Section 1. **Membership Committee.** The Membership Committee shall consist of three (3) members, of this Association. A minimum of one member of the Membership Committee shall be a Board Member. The members of the Membership Committee, when properly designated, shall hold office until their successors are appointed.

The business of said committee shall be to receive applications for new members and make recommendations thereon to the Board of Directors, in accordance with these By-Laws.

Section 2. **Beach Committee.** The duties of this Committee shall be to recommend to the Board of Directors the needs of the Beach, Beach Attendants, and general information and reports as directed by the Board of Directors. This committee should also report infractions of the rules and regulations to the Board of Directors.

Section 3. **Entertainment/Picnic Committee.** The duties of this Committee shall be to have charge of all social affairs conducted by the Association, including the Annual Association Picnic. This Committee should report details on needs, updates on progress, and post picnic follow-up as needed to be shared with the Board of Directors.

Section 4. **Beach Maintenance & Grounds Committee.** The duties of this Committee shall be to maintain order in and about the beaches and parks of the Association; to take such action as the Board of Directors may direct with respect to abatement of nuisances; to suppress weeds; and engage labor for said purposes.

Section 5. **Auditing Committee.** The functions of the Auditing Committee shall be to audit and examine the accounts of the Treasurer, investigate outstanding obligations, accounts, and debts of the Association and report thereon at the Annual Meeting of the Members and at such further times as the President shall direct.

Section 6. **Nominating Committee.** The Nominating Committee shall be composed of three (3) members selected by the President, whose duty it shall be to nominate directors to be elected at the Annual Meeting of the Members.

Section 7. **Miscellaneous.** The Board shall have the power from time-to-time to name designate such additional committees or to delete any standing committee as it may deem necessary and desirable, and committees so constituted shall be assigned such duties and powers as established by the President with the approval of the Board of Directors. All committees provided for in these By-Laws shall consist of three (3) members, unless otherwise designated who shall be appointed by the President with the approval of the Board of Directors.

ARTICLE VIII.

Annual Meetings of the Members of the Association

Section 1. The Annual Meeting of the Members of this Association shall be at a designated time on the first Sunday in June of each year. The monthly Director's meeting shall follow the Annual Meeting.

Section 2. Special meetings of the members may be called by the President or a majority of the Board of Directors at such time and place as may be convenient to the members, on notice in writing or e-mailed to the members at least ten (10) calendar days in advance.

Section 3. Members of the Association present and in good standing at the Annual Meeting of the Members shall constitute a quorum. Any member not able to attend the meeting may vote prior to the meeting by proxy vote.

Section 4. The order of business at the Annual Meeting shall be as follows:

- (1) Minutes of the last meeting of the members
- (2) The annual report of the President.
- (3) Report of the Auditing Committee.
- (4) Report of the Nominating Committee.
- (5) Election of the Directors.
- (6) Unfinished business.

(7) New business.

**ARTICLE IX.
Miscellaneous**

Section 1. The fiscal year of this Association shall begin on the first day of June and terminate on the 31st day of May of each year.

Section 2. Any director, member, or officer may, in writing, waive the giving, mailing or e-mailing of any notice required to be given, mailed or e-mailed.

Section 3. These By-Laws may be amended or repealed from time-to-time at any Annual Meeting of the Members, by a vote of a majority of the members, in good standing, either present and/or represented by proxy vote.

**By-Laws revised and approved on June 4, 2017 by a majority vote of the Membership of the corporation