BY-LAWS
OF
COOL HILL PARK ADDITIONS 1 & 2
PROPERTY OWNERS ASSOCIATION, INC.

PURPOSE: The purpose of this Corporation is to maintain, operate, provide for and establish facilities and common owned privileges belonging to each member of Cool Hill Park Additions 1 & 2 Property Owners Association, Inc.

ARTICLE I

MEMBERSHIP

SECTION I. MEMBERSHIP: A member is defined as any natural person who has been accepted into membership and who owns one or more lots in Cool Hill Park Subdivision, Additions 1 & 2, Walworth County, Wisconsin, not encumbered by outstanding fees or assessments. Ownership of membership is limited to no more than two natural persons per lot. This clause does not limit a person to one membership if that person owns more than one lot.

SECTION II. TRANSFER OF TITLE: (*) Membership in the Corporation is transferrable upon sale or transfer of the property to which said membership is appurtenant, provided, however, that all dues, fees, and assessments have been paid. Pursuant to Wis. Stat. § 30.133, riparian rights, including pier rights, may not be transferred; all pier slips remain the property management of the Corporation.
(*Amended November 20, 2015)

SECTION III. FUTURE MEMBERSHIPS: * Any natural person owning one or more lots in Cool Hill Park Subdivision, Additions 1 & 2, Walworth County, Wisconsin or one or more lots in Cali Acres that may use an outlot located in Block 7 of the Plat of Cool Hill Park, Addition 1, Walworth County, Wisconsin, may apply to the Corporation for a membership. The membership fee shall be established by the Board of Directors.
* (Amended June 14, 2003).

SECTION IV. DEFAULT OR SUSPENSION OF MEMBERSHIP: (*) When any member shall be in default in the payment of dues, fees, or assessments for a period of ninety (90) days from the beginning of the period for which such debts become payable, his/her/their/its membership privileges, including park and pier usage, shall be automatically and immediately suspended; provided, however, that the Board shall have the authority to restore a Member's privileges pursuant to a written agreement for repayment with the delinquent Member.

If outstanding dues, fees, or assessments remain unpaid through the end of the current fiscal year, a reinstatement fee of $100.00 must be paid in addition to all other outstanding debts, including legal fees, to reinstate a delinquent Member's privileges.
(*Amended November 20, 2015)

SECTION V. VOTING RIGHTS: Each active membership shall be entitled to one vote on any matter submitted to a vote of the membership. Suspended memberships forfeit their voting privilege until reinstatement to active membership.

*Amended 09/30/2015 and 11/20/2015 updates added to 07/02/2011 document and noted, V.11202015
+Amended 7/2/2011, updates added to 5-29-03 document and noted
5-29-03 Re-typed from original undated document. According to archived minutes, these by-laws were ratified November 19, 1989.

ARTICLE III

BOARD OF DIRECTORS

SECTION I. GENERAL POWERS: The affairs of the Corporation shall be managed by its Board of Directors.

SECTION II. NUMBER, TENURE AND QUALIFICATIONS: (+) The number of directors of the association shall be five. The five directors will be made up of the **three officers and two directors.** Each director will serve a two year term. Election of the officers and directors shall be on the following election schedule:

A. In the even years there shall be elected a President, Secretary and one Director who shall serve a two year term or until their successors are elected.
B. In the odd numbered years there shall be elected a Vice-President/Treasurer and one Director who shall serve for a two year term or until their successors are elected.

SECTION III. MEETINGS: A regular meeting of the Board of Directors shall be held in conjunction with the annual meeting of the members without notice other than these by-laws. Additional meetings may be held throughout the year at the discretion of the Board. Such meetings may be held in person or by phone.

Special meetings of the Board of Directors may be called at any time by the President or by request of any two directors.

With the exception of the regular annual meeting, directors must receive notice five days in advance. The advance notice may be waived by agreement of all five directors.

SECTION IV. QUORUM: a simple majority of the Board of Directors shall constitute a quorum for the transaction of business.

SECTION V. COMPENSATION: * The President, Vice President/Treasurer and two Directors shall receive no salary for their service. The annual dues for all board members shall be waived; only one tax key. A fee of $100.00 shall be paid to the Secretary.
*(Amended September 30, 2015).

SECTION VI. REMOVAL: Any directory may be removed from office by the affirmative vote of a majority of the members entitled to vote for the election of such director taken at a special meeting of members called for that purpose.

SECTION VII. VACANCIES: The Board of Directors may fill any vacancy in their Board happening after any regular annual election or any vacancy created by an increase in the authorized number of directors, until the next succeeding election, by the affirmative vote of a majority of the directors then in office, although less than a quorum.

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such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment shall not of itself create contract rights.

SECTION IV. VACANCIES: A vacancy in any principal office because of death, resignation, removal, disqualification or otherwise, shall be filled by the Board of Directors for the unexpired portion of the term.

SECTION V. PRESIDENT: The President shall be the principal executive officer of the association and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the association.

He/she shall, when present, preside at all meetings of the members and of the Board of Directors. He/she may sign, with the Secretary or any other proper officer of the association thereunto authorized by the Board of Directors, membership certificates, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed; except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws to some other officer or agent of the association, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors from time to time.

SECTION VI. VICE PRESIDENT/TREASURER: (+) In the absence of the President or in the event of his/her death, inability or refusal to act, the Vice President/Treasurer shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President/Treasurer may sign, with the Secretary, membership certificates of the association and shall perform such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

If required by the Board of Directors, as Treasurer he/she shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties, as the Board of Directors shall determine. He/she shall: (a) have charge and custody of and be responsible for all funds and securities of the association, receive and give receipts for monies due and payable to the association from any source whatsoever, and deposit all such monies in the name of the association in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these by-laws; and (b) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned him/her by the President or by the Board of Directors.

SECTION VII. SECRETARY: (*) The Secretary shall (a) keep the minutes of the meetings of the members and of the Board of Directors; (b) see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; (c) be custodian of the association's records, except financial records which shall be kept by the Vice President/Treasurer; (d) keep a register of the post office addresses of each member which shall be furnished to the Secretary by each member; (e) sign with the President or Vice President, membership certificates of the association, the issuance of which shall have been authorized by resolution of the Board of Directors; and (g) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the President or Board of Directors.
(*Amended September 30, 2015)

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ARTICLE VII

FEES, ASSESSMENTS AND ANNUAL DUES

SECTION I. FEES, ASSESSMENTS AND ANNUAL DUES: The Board of Directors may determine from time to time the amount of all fees, assessments and annual dues payable to the corporation by its members.

SECTION II. PAYMENT OF DUES: (*) Dues are due and payable within thirty (30) days of assessment by the Board. In addition to the suspension of a member's park and pier usage, if the dues assessed to a member remain unpaid for a period of sixty (60) days, the Board may lien the member's lot as provided in, and pursuant to, Wis. Stat § 779.70
(*Amended September 30, 2015)

ARTICLE VIII

AMENDMENTS

(+) The power to alter, amend or repeal the by-laws or adopt new by-laws shall be vested in the Board of Directors subject to the ratification by a simple majority of the membership. In addition, the votes of members not in attendance at a regular meeting or special meeting called for the purpose of the amendment to the By-Laws shall be counted if at least 30 days prior to the day of the meeting, notice of the amendment to the By-Laws is sent out to all members specifying the specific amendments to be voted on and that member returns to the association agreement to the amendment in writing or via e-mail prior to the due date of the meeting. Such action may be taken at a regular meeting or special meeting for which written notice of the purpose shall be given. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or with the Articles of Incorporation

(*) Pursuant to Article VIII of the By-laws of Cool Hill Park Additions 1 & 2 Property Owners Association, Inc., a Wisconsin nonstock corporation (the "Corporation"), the undersigned, being a majority of the Board of Directors of the Association (the "Board") and a majority of the members of the Corporation, hereby amend the By-Laws as follows: sections Amended/Added *Amended September 30 and November 20, 2015

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