

BYLAWS

BYLAW ONE, PURPOSES AND OBJECTIVES

In amplification of the purposes for which this Not For Profit Corporation has been formed as set forth in the Articles of Incorporation, the purposes and objectives are as follows: a) To promote good lake stewardship and watershed management among the lake property owners and lake users; b) To develop and implement watershed, in-lake, and shoreline restoration and management practices in cooperation with the lake owner; c) To do anything necessary and proper for the accomplishment of any purpose of the Association.

The Association is organized as a Not For Profit Corporation and no part of the funds of the Association shall inure to the benefit of any individual members.

BYLAW TWO, MEMBERSHIP

Every owner of a lot having lake access to Bertinetti Lake shall be eligible to be a member of the Association upon payment of the annual dues. Each member in good standing shall be entitled to vote on each matter submitted to a vote of the members. A member shall have one vote for each lot which he or she owns and pays dues on. Where two or more persons own a lot, only one vote for such lot shall be allowed, and such co-owners shall designate with the Association secretary the name of the owner entitled to vote. At membership meetings all votes shall be cast in person or by registered proxy with the secretary of the Association.

BYLAW THREE, MEETINGS OF MEMBERS

An Annual Meeting of the members shall be held in June of each year at a time and place fixed by the Directors. Included on the Agenda will be reports from all officers and standing committees and election of Directors.

A Special Meeting of the members may be called by a majority vote of the Directors and shall be called within 5 days if requested in a written petition signed by not less than 25% of the members having voting rights.

Written notice stating the place, date, and time of any meeting of members shall be delivered personally or by regular mail to each member entitled to vote at such meeting, not less than 3 days before the date of the meeting.

The members holding 51% of the votes that may be cast at any meeting shall constitute a quorum.

At any meeting of the members, a member entitled to vote may vote by proxy executed in writing by the member and delivered to the Association secretary.

BYLAW FOUR, BOARD OF DIRECTORS

The affairs of the Association shall be managed by the Board of Directors, subject to any specific instructions by vote of the members at an Annual or Special Meeting.

The number of Directors shall be not less than 7. Each director shall be a member of the Association and shall hold office until his or her successor has been elected and installed. Of the original 7 Directors, 3 shall serve 2 year terms, 3 shall serve 3 year terms, and 1 shall serve a 1 year term. Thereafter, all vacancies shall be filled with 2 year terms.

The Directors shall meet regularly at least quarterly at a time and place they shall select. A Special Meeting may be called by the President or any 3 Directors. Notice of any meeting shall be in writing and delivered personally or by regular mail at least 3 days prior to the meeting. Any Director may waive notice.

A majority of the Directors shall constitute a quorum. If less than a majority are present the Directors may adjourn the meeting to another date.

Any vacancy on the Board of Directors shall be filled by election of the Board for the unexpired term.

BYLAW FIVE, OFFICERS

The officers of the Association shall be a President, a Vice-President, and a Secretary/Treasurer. The officers shall be members of the Association, shall be elected by the Board of Directors, and shall serve for a term of one year. The President and Vice-President shall be Directors. A vacancy in any office may be filled by the Board of Directors for the balance of the unexpired term.

The Association shall have the following Standing Committees: Aquatic Vegetation, Siltation, Fish, Pollution, and Bylaws and Lake Rules. The Board may appoint other Committees it deems necessary. At least one Director shall be on each Committee. The Committees shall make recommendations to the Board concerning the subject matter before that Committee.

BYLAW SIX, DUES

The Annual Dues shall be determined by the Board of Directors and shall be payable in full by August 1 of each year. The fiscal year of the Association shall be July 1 to June 30. Any lot owner in default on payment of dues shall not be entitled to vote on any issue or have any rights of membership. If a member terminates eligibility by selling the lot, the membership may be transferred to the new owner for the balance of the unexpired term of paid membership. No refunds shall be paid any member for any reason.

BYLAW SEVEN, SCOPE OF MEMBERSHIP

Nothing in these Bylaws shall constitute members of the Association as partners for any purpose. No member, officer, agent or Director shall be liable for the acts or failure to act of any other member, officer, agent or Director of the Association.

BYLAW EIGHT, AMENDMENTS TO BYLAWS

Any proposed amendment to the Bylaws must be submitted in writing at an Annual or Special Meeting of the members. Such proposed amendment must be endorsed by at least 5 voting members of the Association and shall be distributed in writing to all voting members with at least 21 day notice of when and where the vote will take place. A proposed Amendment shall be effective when approved by a 2/3 majority vote of all members entitled to vote.

THESE BYLAWS WERE ADOPTED BY THE ASSOCIATION BY MAJORITY VOTE AT A SPECIAL MEETING OF THE MEMBERS HELD September 11, 1994.

Date: September 11, 1994

/s/ Annette Spears
Secretary