

THE LONE LAKE
PROPERTY OWNERS ASSOCIATION
MISSION STATEMENT AND BYLAWS

The Mission of the Lone Lake Property Owners Association is to enhance, protect and preserve the beauty of Lone Lake.

ARTICLE I. LEGAL ADDRESS

The principal office and address of the Lone Lake Property Owners Association shall be P.O. Box 10, Aitkin, MN 56431.

ARTICLE II. MEMBERSHIP

Section I. QUALIFICATIONS: Members of the Association shall consist of property owners on Lone Lake or those having deeded access to the lake.

Section II. DUES: Members shall pay yearly lot membership dues running from January 1 to December 31 in the amount set by the membership at an Annual Meeting.

Section III. WITHDRAWAL: Any member of the Association may withdraw from membership by notice thereof in writing lodged with the duly appointed Secretary and/or Treasurer of the Association or by failure to pay lot membership dues.

ARTICLE III. ANNUAL MEETING

Section I. DATE, PLACE, PURPOSE: The Annual Meeting of the Association shall be held in June or July of each year, or such other time and place as may be designated by the officers, for the purpose of electing Officers, Directors at Large and Team Leaders, receiving the annual report and the transaction of such other business. Notice of such meeting shall be published in the Newsletter and/or notice by the duly appointed Secretary/and or Treasurer or Communications Director, to each member, at least thirty (30) days before the meeting.

Section II. REPORTS, ACTIONS, MINUTES: At the Annual Meeting of the Association, the Directors shall report on the activities of the Association during the past year. This report shall be filed in the records of the Association in the minutes of the proceedings of the Annual Meeting and published in the Newsletter.

Section III. SPECIAL MEETINGS: Special meetings of the Association may be called by the Board or by petition of any ten (10) members of the Association. At least thirty (30) days written notice will be given to each member by the Board as to date, location and purpose(s) of the special meeting.

Section IV. QUORUM: Twenty (20) paid lot memberships of members of the Association, present in person or by proxy, shall constitute a quorum.

Section V. VOTING: At every meeting of the Association each lot is entitled to up to

two votes by dues paying owners of that lot. However, if a resident owns more than one lot, two votes is the maximum number of votes to be cast by a member. Multiple owners of one lot shall have voting rights on a pro rata basis. It is incumbent upon multiple owners of a lot to determine how to cast their two votes. All votes may be cast in person or by proxy.

Section VI. PROXY VOTING: A member may assign his/her voting rights to another member for a proxy vote providing the proxy is in writing and signed by the member granting the proxy. A proxy shall be granted for only a specific meeting of the Association.

Section VII. PRESIDING OFFICER: At all meetings of the Association, the President or one of the members of the Board of Directors shall preside, if present. If none of them are present, any other member present at the meeting may be designated to preside by prior direction of the President and/or the Board of Directors.

ARTICLE IV. BOARD OF DIRECTORS

Section I. POWERS AND COMPOSITION: The business affairs of the Association shall be managed by a Board of Directors and shall be empowered to make individual expenditures up to five-hundred dollars (\$500.00) without action of the membership. The Board of Directors shall be composed of up to fourteen (14) members including a duly elected President, Secretary, Treasurer, Communications Director and Website/Data Director, and up to five (5) Team Leaders and up to three (3) At Large Directors. The position of Past President shall be an advisory position after the election of a new president and shall be a one year position. The Board of Directors shall exercise all powers of the Association.

Section II. LENGTH OF TERMS: The Officers of the Board of Directors (President, Secretary, Treasurer, and Communications Director and Website/Data Director), Team Leaders and Directors At Large shall be elected by the membership at the Annual Meeting for two (2) year terms. Terms of office shall be staggered for the Officers, Board of Directors at Large and Team Leaders positions. On odd calendar years the President, Treasurer, Communications Director, two (2) At Large Director, and Team Leaders of Water Quality and Land Use and Zoning shall stand for election. On the even calendar years the Secretary, Website/Data Director, one (1) At Large Director, and Team Leaders of Invasive Species and Aquatic Vegetation, Surface Water Use and Public Access, and Fisheries and Wildlife Management shall stand for election.

Section II A. NOMINATIONS AND VOTING: A Nominations Subcommittee shall be appointed by the Board of Directors to solicit candidates for the Officers, Directors At Large and Team Leaders through publication in the Newsletter, at the Annual Meeting and personal contacts. At the Annual Meeting the nominee for a position receiving the most votes shall be elected.

Section II B. TIE VOTES: In the event of a tie vote, a second vote will be cast to determine the new Officer, Director or Team Leader. If after two (2) rounds of voting, there remains a tie vote, the position shall be determined by the flip of a coin.

Section III. RESIGNATIONS: Any member of the Board of Directors may resign therefrom by resignation in writing, lodged with the duly appointed Secretary of the Association.

Section IV. REMOVAL: Any member of the Board of Directors may be removed from his/her position because of failure to perform his/her duties as such member. Such a removal shall be made and approved by two-thirds (2/3) of the members of the Association voting at a special meeting duly called for that purpose.

Section V. VACANCIES: Vacancies on the Board of Directors, however arising,

may be filled for an unexpired portion of a term by majority vote of the Directors present and constituting a quorum at any regular meeting or at a special meeting duly called for that purpose.

Section VI. ASSOCIATION TEAMS: Association Teams shall be appointed by the Board of Directors. They shall include:

- A. Water Quality
- B. Invasive Species and Aquatic Vegetation
- C. Land Use and Zoning
- D. Surface Water Use and Public Access
- E. Fisheries and Wildlife Management

Section VI A. SUB-TEAMS: Other sub-teams shall be established and appointed by the Board of Directors as needed to carry out the business and programs of the Association.

ARTICLE V. OFFICERS OF THE BOARD OF DIRECTORS

Section I. OFFICERS: The officers of the corporation of the Association shall be the President, Secretary, Treasurer, Communications Director and Website/Data Director. The offices of Secretary and Treasurer may be combined. Any two offices may be held by the same person.

Section II. ELECTION AND TERM OF OFFICERS: The officers of the corporation of the Association shall be elected by the Membership at the Annual Meeting for a two (2) year term. Each officer shall hold office, until his/her successor shall have been duly elected and shall have qualified, or until his/her death, or until he/she shall resign, or shall have been removed in the manner hereinafter provided.

Section III. REMOVAL: Any officer or agent elected or appointed by the Board of Directors may be removed by a majority vote of the Board of Directors whenever in its judgment the best interests of the Association would be served thereby.

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

Section V. PRESIDENT: The Association President shall be the Chief Executive Officer of the legal corporation of the Association and subject to the control of the Board of Directors. The President shall supervise and control all of the business and affairs of the Association. He/she shall have authority, subject to such rules as may be prescribed by the Board of Directors, to appoint such agents and employees of the Association as he/she shall deem necessary, to prescribe their powers, duties and compensation, and to delegate authority to them. He/she shall have authority to sign, execute, and acknowledge, on behalf of the Association, all reports, and other documents or instruments necessary or proper to be executed in the course of the Association's regular business, or which shall be authorized by resolution of the Board of Directors; and, except as otherwise provided by law or the Board of Directors, he/she may authorize any other officer or agent of the Association to sign, execute and acknowledge such documents or instruments in his/ her place and stead. In general he/she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section VI. SECRETARY: The Secretary shall: (a) keep the minutes of the membership and of the Board of Director's meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws, or as required by law; (c) be custodian of the Association records and (d) 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 or her by the President or by the Board of Directors.

Section VII. TREASURER: The Treasurer shall be the Chief Financial Officer of the Association. He/she shall: (a) have charge and custody of and be responsible for all funds and securities of the Association; (b) 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 these Bylaws, (c) keep a register of the post office address of each member, which shall be furnished to the Treasurer by such member; and (d) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section VIII. COMMUNICATIONS DIRECTOR: The Communications director shall oversee and/or carry out the communications needs of the association outside of the responsibilities set forth for the Secretary. Responsibilities of the Communications Director shall include the production and distribution of the newsletter (online and/or by postal mail), full membership communications, the association e-mail and the Communications Program as directed by the Board of Directors.

Section IX. WEBSITE/DATA DIRECTOR: The Website/Data Director shall be responsible for the association website and social media platform with timely updating and content as prescribed by the Board of Directors. Said Director shall also be responsible for keeping and updating an electronic record of membership information including the official association roster of lake residents.

Section IX. STIPENDS: The stipend paid to the Officers and Board shall be fixed from time to time by the Board of Directors and no officer shall be prevented from receiving such stipend reason of the fact he/she is also a Director of the Association. Association stipends shall be paid to the Officers and Board of Directors and said Officers and Directors may decline the stipend.

Section IX. COMBINING OFFICES: Any of several offices of the Association may be held by the same person, but no officer shall execute, acknowledge, or verify any instrument in more than one capacity, except if the offices of Treasurer and Secretary are combined, in which case, the Secretary/Treasurer may execute, acknowledge, or verify any instrument in that dual capacity.

ARTICLE VI. BOARD OF DIRECTORS MEETINGS

Section I. MEETINGS: Meeting of the Board of Directors shall be held each year on such day or month as the Board of Directors may designate. The date, time and location of the meetings of the Board of Directors shall be established annually and published in the Newsletter. The setting of the meeting calendar shall take place at the organization meeting of the Board following the Annual Meeting. The Board of Directors meetings may be held on-line and also utilize electronic communications. Meeting notices shall be mailed/e-mailed to each Director with at least a seven (7) day notice, in writing, of such meeting. Changes to the meeting schedule shall be approved by a majority of the Board of Directors.

Section II. SPECIAL MEETINGS: A special meeting of the Board of Directors may be called by the President or by any two members of the Board for compelling good cause, upon a five (5) days notice, in writing by the Chair and/or the Secretary, which notice shall state the purpose of the meeting.

Section III. QUORUM: The majority of the authorized number of elected members of the Board of Directors shall constitute a quorum for the transaction of business at the meeting of the Board of Directors and if such number is not present at any meeting, the presiding officer may adjourn the meeting until such number is present and/or by proxy or by conference call. Any meeting may also be held without notice provided that all the members of the Board waive notice thereof in writing.

Section IV. PRESIDING MEETINGS: At all meetings of the Board, the President of the Board shall preside if present or, if not present, any other Director may be designated to preside.

Section V. OPEN MEETINGS: Board of Directors Meetings shall be open to all members in good standing to attend.

ARTICLE VII. AMENDMENTS

Bylaws may be amended at any Annual Meeting, special meeting or by a mail/e-mail vote of the Association, by a majority vote of the members, constituting a quorum, provided that written notice has been duly sent to each member of the Association as provided for herein.

ARTICLE VIII. PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall generally be accepted to govern the proceedings of the Association. The Chair shall appoint a Parliamentarian, if necessary.

GLOSSARY OF TERMS

Annual Meeting	The yearly meeting of the Association to receive reports, hold elections and act on business.
Annual Report	The report from the Board of Directors to the membership on activities of the Association over the past year.
At Large Director	Association member elected to serve a two (2) year term and manage the non-profit corporation of the Lone Lake Property Owners Association.
Communications Director	The elected Board of Directors position responsible for the Association's Communications Program.
Deeded Access	Memberships rights granted to properties with legal lake access to Lone Lake.
Directors	Association members elected to serve a two (2) year term and manage the non-profit corporation of the Lone Lake Property Owners Association.
Legal Address	The official mailing address for the Lone Lake Property Owners Association.
Lone Lake Property Owners Association	A non-profit corporation and operated under section 501(C)(3) guidelines of Federal and State Laws.
Lot	Parcel(s) of land on the lake or with deeded access used to determine membership eligibility to the Lone Lake Property Owners Association.
Lot Membership	A single dues fee paid by the owner(s) of a property to the Association for the right of membership and voting rights in Association business and elections. The lot-membership entitles the owner and spouse each voting rights in the Association. Also, properties that are owned by one person or multiple persons receive two votes. (Article III Sections IV &V)
Member	Any lake property owner and/or spouse who has paid the lot membership annual dues of the Association.
Membership Fee	The dollar amount of dues set by the membership at the Annual Meeting to cover the costs of running the business of the Association.
President	The Chair of the Lone Lake Property Owners Association Board of Directors serves as the Chief Executive Officer of the Association Membership.
Pro Rata Voting	In lot memberships where there are more than two owners the two voting ballots are split proportionately and the owners are empowered to reach consensus on the casting of their two votes.
Proxy Voting	One member empowers another member to vote on their behalf at an Association Annual Meeting or Special Meeting. The proxy must be in writing, signed by the granting member and given to the registration and/or election judge to be valid.
Quorum	To conduct business and/or elections at the Annual Meeting or Special Meeting of the Association there must be at least twenty (20) paid lot memberships present in person or by proxy. A general membership mail/e-mail balloting requires a majority of the votes cast with at least twenty lot memberships having been cast.

Removal	Impeachment of a Board Director requires a two-thirds (2/3) vote of the membership at a duly called Special Meeting of the Association. However, Officers and Agents of the Board of Directors can be terminated from their position by a majority vote of the Board for just cause.
Resignation	Officers, Board Directors and/or Team Leaders may terminate their term of service by submitting a letter to the Secretary or failure to maintain their Association Membership.
Secretary	A member elected by the membership to keep the records and minutes of the Association.
Special Meeting	A general membership meeting called for a specific purpose by the Board of Directors or ten members by petition with at least thirty (30) days written notice to be given to each member by the Board as to date, location and purpose(s) of the meeting. Special Meetings of the Board of Directors can be called by the President or two Directors with at least a five-day (5) notice.
Team Leaders`	Members elected by the membership to the Board of Directors to chair one of the five Association Teams.
Teams	Permanent Association Teams are appointed by action of the Board of Directors. Sub-teams are temporary teams appointed by the Board.
Stipend	Honoraria set by the Board of Directors and paid to the Officers and Directors.
Treasurer	The Chief Financial Officer of the Association.
Vacancies	Unfulfilled terms of Officers, Directors or Team Leaders are filled by the Board of Directors for the remaining portion of the term.
Voting	The act of casting a ballot on Association business or elections to property owners having paid lot memberships. (See Lot Memberships)
Website/Data Director	The elected Board of Directors position responsible for the association's official website and social media program and electronic storage of association data including roster information of lake residents.

Adopted on July 15, 2023 at the Lone Lake Annual Meeting