**Hand Hay Lakes Association By-Laws**

**Revised February 2, 2017**

ARTICLE 1 PURPOSE

1. The purpose of this association shall be to preserve the health, safety, welfare, and prosperity of the lakes and forests that surround Hand and Hay Lakes and the properties owned or occupied by its members.

ARTICLE 2 MEMBERSHIP

1. The membership in this association shall be open to anyone who has property that abuts Hand or Hay Lake provided, however, that any and all dues and fees established by the Board are paid.
2. The Board may allow any person who in their opinion, has an interest in the association to become a member

ARTICLE 3 MANAGEMENT

1. The management of the association shall be vested in an eleven member Board of Directors and current officers. Five officers and/or Directors shall constitute a quorum.
2. There shall be five districts from Hand Lake designated by the access roads to the properties as follows: Haley’s Haven, Indian Point, North Bay, Norway Shores, and Shadywood Shores. There shall be one district from Hay Lake.
3. There shall be one Director elected or designated to represent each district and two at large directors from Hand Lake. There shall be four directors elected or designated to represent Hay Lake. Unless previous selected or chosen by the residents of a given District, all Director shall be elected at the Annual Meeting.
4. All terms shall be two years in length.
5. All vacancies on the Board of Directors may be filled by the remaining board members with said appointment running until the next Annual Meeting.
6. Annual Meeting of the Association shall be held between the Memorial Day and Labor Day weekends of each year. One Annual Meeting shall be required with other events and meetings as dictated by the governing board. The Board of Directors shall meet following the Annual Meeting of the Association, and at other times as deemed proper to conduct the business of the Association.
7. The time and place of the Annual Meeting shall be determined by the Board of Directors with at least two weeks notice provided to Association members.
8. Special meetings of the Association Board may be called at the written request of any three Directors or Officers. Two weeks notice of the meeting shall be given to all Board members and Officers.
9. Special meetings of the Association membership may be called by the Board of Directors and Officers at any time upon the giving of two weeks notice. Special meetings may be called by the membership upon written request delivered to the secretary of at least one third of the members. In this case the meeting notice shall be sent to all Association members at least two weeks in advance of the meeting. The reason for the special meeting shall be so stated within said notice and no other business except adjournment shall be transacted at said meeting.
10. One third of the registered members shall constitute a quorum at regular or special meetings. The Board of Directors may use electronic or phone polls if having a Directors meeting is considered impractical.

ARTICLE 4 NOMINATING AND ELECTION

1. A nominating committee shall be appointed by the President for the purpose of proposing nominations for the election of Officers and Directors. Officers and Directors shall be elected by the membership at the annual meeting. Additional nominations for any position may be made from the floor at the annual meeting.
2. Officers and Directors shall take office on the first of the month following their election. The President and Vice President shall serve a two year term. Other Officers shall serve one year terms.
3. Officers shall consist of a President, Vice President, Secretary, and Treasurer. All officers serve as members of the Board of Directors.

ARTICLE 5 DUTIES OF THE OFFICERS

1. The President shall conduct the day to day business of the Association, shall preside at all meetings of the Directors and members, but shall not have a vote except for the necessity deciding a tie vote.
2. The Vice President shall perform the duties of the President at all times during his absence, inability or refusal to act, subject to the same restrictions imposed upon the President.
3. The Secretary shall keep complete minutes of the annual meeting and Board of Directors meetings, together with a record of the business of the Association, and such other duties as from time to time may be prescribed by the Board of Directors. The Secretary shall publish a summary or make available all minutes of the Association meetings to registered members of the Association.
4. The Treasurer shall supervise the safekeeping of all Association funds and property. Association financial records and books shall be kept in accordance with the instructions of the Board and include the preparation of an annual financial summary at the end of each calendar year.

ARTICLE 6 DUES AND FEES

1. Annual dues shall be set by the Board of Directors. Annual dues and/or special assessments become due and payable within thirty days of notice unless otherwise specified by the board. In the event dues or special assessments become delinquent, membership shall be forfeited. Delinquency shall be determined as sixty days after mailing of said notice.

ARTICLE 7 BY-LAW CHANGES

1. These By-Laws may be altered, amended, or replaced by the members at any regular or special meeting by a majority vote of the members in good standing and present at said meeting, provided, however that before such amendments or changes may be considered at any such meeting of the membership, notice of such changes must be given to the membership two weeks prior to the meeting.

ARTICLE 8 DISSOLUTION

1. In the event that the Association is to be dissolved and a quorum of the membership cannot be obtained at a meeting, the Officers serving at the time shall close out the business affairs of the Association and donate any funds remaining after all bills are paid to the Deep Portage Conservation Foundation in the name of the Association.