

## **BYLAWS OF PAPERJACK BEND CONDOMINIUM ASSOCIATION**

Paperjack Bend Condominium Association shall be governed by the Declaration of Paperjack Bend Condominium as well as the following Bylaws:

1. **FORM**. Paperjack Bend Condominium Association is an unincorporated nonprofit association which shall hereafter be called “The Association”.
2. **MEMBERSHIP AND VOTING RIGHTS**. Each owner at the time of purchase of a Unit, shall become a member of THE ASSOCIATION. There shall be ten (10) members, with the owner or owners of each Unit having but one vote for each Unit owned. There shall be one person with respect to each Unit who shall be entitled to vote at any meeting of the Unit owners. Such person shall be known (and hereinafter referred to) as a “voting member”. Such voting member may be the owner or one of the group composed of all the owners of a Unit ownership, or may be some person designated by such owner or owners to act as proxy on his or their behalf and who need not be an owner. Such designation shall be made in writing to the Board of Directors of THE ASSOCIATION, and shall be revocable at any time by actual notice to the Board of Directors of THE ASSOCIATION by the owner or owners. Any or all of such owners may be present at any meeting of the voting members and (those constituting a group acting unanimously) may vote to take any other action as a voting member either in person or by proxy.
3. **CUMULATIVE VOTING**. In all matters wherein the Unit owners vote on any issue, each voting member shall be entitled to a vote on a cumulative voting basis.
4. **MEETINGS**. Meetings of the voting members shall be held semi-annually, generally in May and October, or at a date as practicable, and upon 10 days written notice, provided to voting members via any of the delivery methods specified in Item 6, Notice of Meeting. The Board of Directors shall meet at least quarterly.
5. **SPECIAL MEETINGS**. Special meetings of the voting members may be called at any time for the purpose of considering matters which, by the terms of the Declaration, the Bylaws or any other matter, require the approval of all or some of the voting members, or for any other reasonable purpose. Said meeting shall be called by written notice, authorized by a majority of the Board of Directors of THE ASSOCIATION, or by the voting members having one-fourth of the total votes, and delivered not less than ten days prior to the date fixed for said meeting. The notices shall specify the date, time and place of the meeting and the matters to be considered.

6. NOTICE OF MEETING. The notice of meeting required to be given herein may be delivered either personally, by postal mail or by electronic means to the persons entitled to vote thereat, addressed to each such person at the address given by him to the Board of Directors for the purpose of serving of such notice.

7. PLACE OF MEETING. Meetings of the voting members shall be held at the property or at such other place in St. Croix County, Wisconsin, as may be designated in the notice of meeting.

8. QUORUM, MAJORITY VOTE. The presence in person or by proxy at any meeting of the voting members having a majority of the total votes shall constitute a quorum. Unless otherwise expressly provided herein, any action may be taken at any meeting of the voting members at which a quorum is present upon the affirmative vote of the voting members having a majority of the total votes present at such meeting.

9. ADJOURNMENT OF MEETING. If any meeting of the voting members cannot be held because a quorum has not attended, a majority of the voting members who are present at such meeting, either in person or by proxy, may adjourn the meeting from time to time for a period not exceeding seven days in any one case.

10. NUMBER AND QUALIFICATIONS OF BOARD OF DIRECTORS. The administration and direction of the property shall be vested in the Board of Directors (hereinafter sometimes called the "Board") consisting of three persons who shall be elected in the manner hereinafter provided. Each member of the Board of Directors shall be one of the owners or a spouse of an owner; provided, however, that in the event of an owner is a corporation, partnership, trust or other legal entity other than a natural person or persons, then any officer or director of such corporation, partner of such partnership, beneficiary of such trust, or manager of such other legal entity, shall be eligible to serve as a member of the Board of Directors.

11. POWERS OF THE BOARD OF DIRECTORS. Administration of the Paperjack Bend Condominiums Association shall be delegated and is the responsibility of the Board of Directors. The Board of Directors shall have the power and authority to do all things necessary to administer said association, including the specific duties hereafter set forth. Nothing herein, however, shall diminish power of the voting members to direct or overturn the decision of the Board of Directors.

12. DUTIES OF THE BOARD OF DIRECTORS. The Board of Directors for the benefit of all owners shall acquire and pay for, out of maintenance hereafter provided for, the following:

- a) Property Insurance. A policy or policies of insurance insuring the common elements and facilities and the Units against loss or damage by the perils of fires, lightening and those contained in the extended coverage, vandalism and malicious mischief endorsements, for the full insurable replacement value of the common elements and facilities and the Units written in the name of, and the proceeds thereof shall be payable THE ASSOCIATION. Said policy or policies shall provide for separate protection for each Unit and its attached, built-in or installed fixtures and equipment to the full insurable replacement value thereof, and a separate loss payable endorsement in favor of the mortgagee or mortgagees of each Unit, if any. Prior to obtaining any such policy or policies of insurance or any renewal thereof, the Board of Directors may obtain appraisals from a qualified appraiser for the purpose of determining the full replacement value of the common elements or facilities and the Units for the amount of insurance to be effected pursuant hereto. The cost of any and all such appraisals shall be common expenses.
- b) Liability Insurance. Comprehensive public liability and property damage insurance in such limits as the Board of Directors shall deem desirable insuring the members of the Board, the managing agent, if any, their agents and employees and the DECLARANT from any liability in connection with the common elements and facilities or the streets or sidewalks adjoining the property. Such insurance coverage shall also cover cross liability claims of one insured against another.
- c) Workmen's Compensation Insurance. Workmen's compensation insurance as may be necessary to comply with applicable laws and such other forms of insurance as the Board of Directors in its judgment shall elect to effect.
- d) Employees. The services of any person or firm employed by the Board of Directors.

13. Maintenance of Common Elements and Facilities. Landscaping, gardening, snow removal, painting, cleaning, tuckpointing, maintenance, decorating, repair and replacement of the common elements and facilities, and such furnishing and equipment for the common elements and facilities as the Board of Directors shall determine are necessary and proper.

- a) Maintenance of Property. Any other materials, supplies, furniture, labor, services, maintenance, repairs, structural alterations or assessments which the Board of Directors is required to secure or pay for pursuant to the terms of this Declaration or by law or which in its

opinion shall be necessary or proper for the maintenance and operation of the property as a first-class condominium building or for the enforcement of these restrictions.

- b) Mechanic's Liens. Any amount necessary to discharge any mechanic's lien or other encumbrance levied against the entire property or any part thereof which may in the opinion of the Board of Directors constitute a lien against the property or against the common elements and facilities, rather than merely against the interests therein of particular owners. Where one or more owners are responsible for the existence of such lien, they shall be jointly and severally liable for the cost of discharging it, and any costs incurred by the Board of Directors by said reason of said lien or liens shall be specially assessed to said owners.
- c) Maintenance of Individual Units. Maintenance and repair of any Unit if such maintenance or repair is necessary, in the discretion of the Board of Directors, to protect the common elements and facilities, or any other portion of the building, and an owner of any Unit has failed or refused to perform said maintenance or repair within a reasonable time after written notice of the necessity of said maintenance or repair delivered by the Board of Directors to said owner, provided that the Board of Directors shall levy a special assessment against such owner for the cost of said maintenance or repair.
- d) Right of Inspection. The Board of Directors or its agents may enter any Unit when necessary in connection with any maintenance or construction for which the Board of Directors is responsible. Such entry shall be made with as little inconvenience to the owners as practicable, and any damage caused thereby shall be repaired by the Board of Directors at the expense of the maintenance fund.
- e) Limitation. The Board of Directors' powers hereinabove enumerated shall be limited in that the Board shall have no authority to acquire and pay for out of the maintenance fund any structural alterations, capital additions to, or capital improvements of the common elements and facilities (other than for purposes of replacing or restoring portions of the common elements and facilities, subject to all the provisions of the Declaration) requiring an expenditure in excess of Two thousand five hundred (\$2,500.00) Dollars, without in each case the prior approval of the voting members holding two-thirds of the total votes.
- f) Execution of Contracts. All agreements, contracts, deeds, leases, and vouchers for payment of expenditures and other instruments shall be signed by such officer or officers, agent or agents of the Board of Directors in such manner as from time to time shall be determined by written resolution of the Board. In the absence of such determination by the Board of Directors, such documents shall be signed by the Treasurer and countersigned by the President of the Board of Directors.
- g) Rules and Regulations. The Board of Directors, at the direction of the voting members having two-thirds of the total votes, may adopt such reasonable rules and regulations as it may deem

advisable for the maintenance, conservation, and beautification of the property, and for the health, comfort, safety, and general welfare of the owners and occupants of the property. Written notice of such rules and regulations shall be given to all owners and occupants and the entire property shall at all times be maintained subject to such rules and regulations.

- h) Concessions. The Board of Directors, by vote of at least two-thirds of the persons on the Board, shall have the authority to lease or to grant licenses or concessions with respect to any part of the common elements and facilities, subject to the terms of this Declaration. Nothing hereinabove contained shall be construed to give the Board of Directors authority to conduct an active business for profit on behalf of the owners or any of them.
- i) Association Budget and Finances. The Board of Directors shall prepare and distribute to the members:
  - (1) on or before December 15 of each year, a proposed budget for the fiscal year beginning the following January 1, showing anticipated income and operating expenses, including reasonable reserves.
  - (2) at least ten (10) days prior to each annual meeting, an annual report containing the following documents
    - (i) a statement of any capital expenditures in excess of 2% of the current budget of the Association, or Twenty-five Hundred Dollars (\$2,500), whichever is greater, anticipated by the Association for the current fiscal year or succeeding two (2) fiscal years,
    - (ii) a statement of the status and amount of any reserve or replacement fund and any portion of the fund designated for any specific project by the Board,
    - (iii) a statement of the revenues and expenses of the Association for the last fiscal year and a balance sheet as of the end of said fiscal year,
    - (iv) a statement of the status of any pending litigation or judgements in which the Association has been or is a party,
    - (v) a detailed description of the insurance coverage provided by the Association,
    - (vi) a statement of any unpaid assessments due and payable to the Association, identifying the unit number and the amount of any unpaid assessment, current as of no more than sixty (60) days prior to the date of the meeting, and
    - (vii) a statement of the business transacted during the preceding year and a report as to general financial condition of the Association.

14. ELECTION. The Board of Directors shall be elected from among its members as provided herein, a President, a Secretary, and a Treasurer, and such additional officers as the Board of Directors shall see fit to elect. Each officer will serve a three-year term. To establish institutional continuity, officer terms will overlap on the following schedule:

- a) President – three-year term, beginning in 2023, followed by a three-year term in 2026 and every three years thereafter;
- b) Secretary – two-year term, beginning in 2023, followed by a three-year term in 2025 and every three years thereafter;
- c) Treasurer – one-year term, beginning in 2023 followed by a three-year term in 2024 and every three years thereafter.

15. REMOVALS. Any member of the Board of Directors may be removed from office by an affirmative vote of the voting members having at least two-thirds of the total votes, at any special meeting called for the purpose. A successor to fill the unexpired term of a member of the Board of Directors removed may be elected by the voting members at the same meeting or at any subsequent meeting called for that purpose.

16. REMOVAL OF OFFICERS. Upon the affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, a successor may be elected at any regular meeting of the Board, at any special meeting of the Board called for such purpose.

17. VACANCIES. Vacancies in the Board of Directors shall be filled by election by the voting members present at the next annual meeting or at a special meeting of the voting members called for such purpose.

18. PRESIDENT. The president shall be the chief executive officer. He shall preside over the meeting of the Board of Directors and of the Unit owners. In general, he/she shall have all the powers and duties incident to the office of President, including, but not limited to, the power to appoint committees from among the unit owners any committee which he decides is appropriate to assist in the direction and administration of the property.

19. SECRETARY. The Secretary shall keep the minutes of all meetings of the Board of Directors and of the Unit owners. In general, he/she shall perform all the duties incident to the office of Secretary.

20. TREASURER. The Treasurer shall be responsible for keeping full and accurate financial records and books of account showing all receipts and disbursements, and for the preparation of all required financial statements. He shall be responsible for the deposit of all moneys and other valuable effects in the name of THE ASSOCIATION, or the managing agent, and such depositories as may from

time to time be designated by the Board of Directors. In general, he/she shall perform all the duties incident to the office of Treasurer.

21. COMPENSATION OF OFFICERS. Officers shall receive no compensation for their services, unless expressly allowed by THE ASSOCIATION.

22. MANAGING AGENT. THE ASSOCIATION, acting through the Board of Directors, may delegate all or any portion of its authority to manage the property and to provide for reasonable compensation of such manager or managing agent. This arrangement may be canceled, renewed or renegotiated as deemed necessary by The Board.

23. MINUTES. The Board of Directors shall keep minutes of its proceedings.

24. AMENDMENTS. These Bylaws may be amended at any time, by a vote of 75% of the Unit owners, but no amendment shall be inconsistent with the provisions of Chapter 703 of the Wisconsin Statutes, and no amendment adopted by fewer than 100% of the Unit owners shall be inconsistent with any provision of the Declaration which can only be amended with the approval of no fewer than 100% owners of the Units.