

# Scotthaven Bylaws

Article I. Name of the corporation: Scotthaven

Article II. Recreational Property

Article III. Membership consists of four equal interests (originally six)

- Each is entitled to one vote and a position on the board of directors.
- Members can sell their interest to other members in accordance to the membership retirement agreement.
- Each interest shall pay the corporate treasurer when assessed one fourth of all taxes, levees, and lawful debts against the property.
  - A. Each member shall pay \$100\* monthly or one fourth of all any and all expenses relative to the corporate business whichever is greater.
  - B. Treasurer shall notify any member ten (10) days behind in their monthly payment and if thirty (30) days past due member will be assessed a 10% late fee.
  - C. If 120 days behind in payments, member forfeits all rights and expelled from corporation. The corporation may sell or transfer the former members interest.
- A daily flat fee of \$15 per 24 hour period unless occupied for work or no utilities are used.
- Annual meetings of the members shall be held.
- A majority of the members shall constitute a quorum. A majority of four members is required to transact all corporate business.
- \* Increased from \$15 to \$100 January 2004 by vote of the membership.

Article IV

Board of directors

- Four (4) designated by membership
- Annual meetings shall be held on second Wednesday in January at the offices of the corporation. The board may meeting at mutually agreed upon times, locations.
- The President or majority of the board of directors may call a special meeting. Five (5) days notice is required where a majority of four(4) directors are required for a quorum.

Article V.

Officers

- President - Signs all necessary documents
- Vice-President - Serves in the president's place
- Secretary - Keep minutes and notify members of meetings, signs documents
- Treasurer - Manages corporate financial affairs and transactions. Provides annual report.

Article VI.

Uses of corporate property

1. No more than one residence on the property
2. No tree cutting unless permitted by the board of directors
3. Preserve natural state of the land and resources
4. Property shall not be subdivided

Changes to use of property can be made only my unanimous vote of the members.

Article VII.

Waiver of notice

Article VIII.

Authority - "[Roberts Rule of Order](#)" shall be the parliamentary authority in all cases not covered by these bylaws.

Article IX.

Fiscal year

Article X.

Amendments - requires a 2/3 majority of voting members

## Article XI.

Dissolution - Each member shall receive  $\frac{1}{4}$  of the property and assets after all corporate debts have been paid

### Membership Retirement Agreement (1973)

One-share membership issued to the following

- Mr & Mrs Gordon Craig
- Mr & Mrs George Rauch
- Mr Tom Scott
- Mr & Mrs Arne Smedsrud

Shares originally issued to Mr & Mrs Bob Taft relinquished membership effective March 19 1975. Mr & Mrs John Scott membership interest was gifted to the remaining members, November 1985.

1. Restriction on transfer of membership - No member shall pledge or transfer any interest in all or any part of the membership unless it conforms to the provisions of the agreement.
2. Ownership upon dissolution of marriage - The spouse having blood relationship to the family of John T. Scott shall retain interests in the corporation.
3. Sale or redemption of membership interest... Only after first offering it to the corporation. For a predetermined amount noted in paragraph 3 and 5 of the "Agreement". If corporation declines, each remaining members shall have the opportunity to purchase the membership. If all members decline, (after 30 + 10 days the party has the right to sell or transfer their to any person at any price / terms given the members have an opportunity under those terms.)
4. Value of membership - Purchase price of membership, which the corporation or surviving - remaining members pay to, the selling member shall be as follows: \$\_\_\_\_, as of \_\_\_\_/\_\_\_\_/\_\_\_\_. The corporation and members agree to reassess the value the corporation within 120 days following the end of each calendar year.
5. Agreement fixes full value
6. Voting rights - Purchasing member has voting rights as long as not in default.
7. Endorsement of membership certificate
8. Termination of Agreement - Dissolution, bankruptcy, insolvency of the corporation or the simultaneous death or deaths of each member within a 90 day period.
9. References to members - References to masculine gender are applicable to female members or parties.
10. Binding effect on agreement.
11. Amendments

### Scotthaven the next generation March 2004

The membership of Scotthaven held a special meeting on Saturday, March 20th where they elected new board members. What made this election so unique is it represents the "Official passing of the torch." In other words, the "kids" are nominated and elected into the following board positions.

President: Dennis Smedsrud

Vice Pres: Doug Craig

Secretary: Marilyn (Rauch) Long

Treasurer: Rodger Smedsrud

Given we are new to these roles there will be a learning curve, and only a few of us have had a chance to read the Scotthaven Bylaws. In fact, I suggest anyone interested in helping to keep the cabin a going concern, give them a look. You will find they are quite comprehensive.

The first order of business didn't involve any major proclamations but we did discuss some ideas that will hopefully make the cabin more accessible to Scotthaven families. One suggestion was to create a website for the cabin. Theresa thought it would be useful for checking cabin availability as well as posting news and updates. Marilyn brought up the idea of recording the past 50 years of cabin history and memories on the site. We'd like to thank Brent and Theresa (Scott) Roberts for offering to set it up.

The only "semi-official" order of business was to schedule a work party for Saturday, April 17th where everyone is invited to come up to the lake and help open it up for the season. Bring some potluck because it will be a great opportunity to get caught up, (it has been a while) plus we could all use a refresher on what's required to get the cabin ready.

Hope to see you there!