

# BYLAWS

## ARTICLE I

### ORGANIZATION

Section 1: The name of the Corporation shall be:

PROPERTY OWNERS' ASSOCIATION OF COUNTRY CLUB  
ESTATES OF FONTANA, WISCONSIN

Section 2: The Board of Directors shall manage and supervise all the affairs, property and effects of the Corporation and shall have the power to suspend or remove from office any one of the Board of Directors for the violation of any of the Bylaws or rules of the Corporation; to make, alter and maintain rules for the management, policing and use of the property and effects of the Corporation; to fix and remit penalties for infractions of the Bylaws or rules; to employ and authorize the employment of all employees of the Corporation and to fix their compensation. The Board of Directors shall have full discretionary power to exercise all of the authority conferred upon it by the Articles of Organization and laws of the State of Wisconsin as made and provided.

Section 3: The location of the principal office of the Corporation shall be in the Village of Fontana-on-Geneva Lake, Walworth County, Wisconsin.

Section 4: The Corporation shall have no capital stock, nor shall any interest, dividends or pecuniary profits whatsoever be declared, paid or divided among its members.

## ARTICLE II

### DIRECTORS AND OFFICERS

Section 1: The property, business and affairs of the Corporation shall be managed and controlled by a Board of Directors composed of five (5) members.

Section 2: Each director shall be a member of the Corporation. Each director shall hold office for a term of two (2) years from the date of his/her election and until his/her successor is elected to replace him/her.

Section 3: Each year at the annual meeting of the Corporation two (2) directors shall be elected, except every second year when three (3) shall be elected.

Section 4: Immediately after the annual meeting the Board of Directors shall hold an organizational meeting. At this meeting, the Board shall elect each of the executive officers of the Corporation as named in Article 4 of the Articles or Organization. The officers so elected shall hold their respective offices for a period of one (1) year or until their successors are elected and qualified.

Section 5: A meeting of the Board of Directors may be called at any time by the President or any two (2) members of the Board, or upon written request of at least twenty (20) members; notice of the time and place of the holding of any meetings of the Board shall be by mailing or telephoning the same to each director at his post office address as the same appears upon the records of the Corporation, five (5) days or more before the date of the meeting. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6: Any meeting, regular or special, of the Board may be held at any place within or without the State of Wisconsin. Three (3) members of the Board shall constitute a quorum.

Section 7: The order of business to be followed at the meetings of the Corporation and at the meeting of the Board of Directors shall be as follows:

1. Roll Call.
2. Reading of the Minutes of preceding meeting and action thereon.
3. Treasurer's Report.
4. Reports of Committees.
5. Unfinished Business.
6. Reading of Communications and Miscellaneous Business.
7. New Business, including at the Annual Meeting, the Election of Directors and the good of the corporation.

Section 8: The Directors of the Corporation shall receive no compensation.

Section 9: Any director or officer of the Corporation who shall be made a party to any action, suit or proceeding, by reason of the fact that he/she is or was a director, officer or employee of the Corporation, shall be indemnified by the Corporation against the reasonable expenses, including the attorney's fees actually and necessarily incurred by him/her in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceedings that such officer, director or employee is liable for negligence or misconduct in the performance of his/her duties.

## ARTICLE III

### DUES AND ASSESSMENTS

Section 1: There shall be no annual dues, but the Corporation may at a regular meeting or adjournment thereof, provide for the levying of assessments in any amount from time to time to cover the necessary expenditures and reserve fund after necessary expenditures of the Corporation, such assessment to be levied and collected as hereinafter provided.

Section 2: The Board of Directors shall prepare and submit annually to the members of this Corporation at the Annual Meeting or any adjournment thereof a budget of the expenditures and reserve fund allocations after expenditures which it proposes to make for the ensuing fiscal year. The adoption of such budget by a majority vote of the members present at any such meeting shall authorize the Board of Directors to levy an assessment sufficient to meet said budget requirements against all of the lots, the ownership of which entitles the owner thereof to the use and enjoyment of all of the common property controlled by such Corporation.

Section 3: The assessments authorized to be levied in Section 2 of Article III shall be equal in amount against all lots as originally platted. All assessments shall be due and payable sixty (60) days after they are levied. The Secretary of the Corporation shall notify the owner of every lot so assessed of the action taken by the Board of Directors, the amount of the assessment of each lot owned by him/her and the day such assessment becomes due and payable. Such notice shall be mailed to each lot owner at his/her last known post office address by the Secretary by United States mail, with postage prepaid.

Section 4: Assessments may include assessments levied for capital improvements provided such capital improvements have been voted for at an annual or special meeting.

Section 5: Failure to pay any assessments of any nature at the end of sixty (60) days after they are due and payable shall invoke an automatic suspension of membership in the Corporation, and a lien may

be placed against the property. Any property owner whose membership has been suspended must pay all costs incurred because of his/her suspension before full membership will be restored. Such costs shall include a late payment penalty to be set by the Board and include court costs and attorney's fees, if any.

Section 6: The fiscal year of the Corporation shall begin on the first of June each year and end on May thirty-first the following year.

## ARTICLE IV

### MEMBERSHIP

Section 1: Membership in the Corporation is determined according to Article 6 of the Articles of Organization.

Section 2: The Annual Meeting of the members of this Corporation shall be held on the second or third Friday or Saturday of June in each year, for the purpose of electing the directors, the transaction of such business as may be provided for in these Bylaws and the transaction of such other business as may come before the meeting

Section 3: Special Meetings of the members may be called by the President, two (2) members of the Board of Directors, or upon written request of at least twenty (20) members.

Section 4: Written or printed notice stating the place, day and hour of any meeting and in case of a special meeting, shall contain a brief statement of all items to be brought before the meeting by all officers and directors. The purpose or purposes for which such meetings are called, shall be delivered not less than ten (10) nor more than forty (40) days before the date of the meeting, either personally or by mail, by or at the direction of the Board of Directors or the persons calling the meeting, to each member of record. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope addressed to the member at his/her address as

it appears of the records of the Corporation, with postage thereon prepaid.

Section 5: The Secretary of the Corporation shall make, at least ten (10) days before each meeting of the members, a complete list of the members entitled to vote at such meeting, arranged in alphabetical order, with the address of the member, which list, for a period of ten (10) days prior to such meeting, shall be kept on file at the office of the Secretary and shall be subject to inspection by any member at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting. In preparing the list of eligible voters, the Secretary shall not include therein the name of any person who has not complied with all the rules, regulations and requirements of these Bylaws or the Articles of Organization, and is not a member in good standing, or who shall in any manner be in default of any dues or assessments levied by this Corporation.

Section 6: Twenty (20) percent of the voters of the Corporation present in person or by proxy shall constitute a quorum at any meeting of the membership, provided that at least thirty (30) voters are present in person. If fewer than thirty (30) voters are present at said meeting, a majority of the voters so present may adjourn the meeting to another day and shall instruct the Secretary to send notice by mail to the members in the manner provided in Section 4 of this Article. The said notice shall instruct the members of the failure to secure a quorum and call for their attendance at the adjourned meeting. Failing to secure a quorum at the adjourned meeting, the meeting so called shall be adjourned until the next Annual Meeting of the membership, and the budget of the preceding year may then be adopted by the Board of Directors for the ensuing year.

Section 7: At all meetings of members, a member of the Corporation who is eligible to vote may vote by proxy executed in writing by the member or by his/her duly authorized attorney-in fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting. No proxy shall be valid after eleven (11)

months from the date of its execution, unless otherwise provided in the proxy.

Section 8: The manner of voting by ballot or by a showing of hands shall be at the discretion of the residing officer. A majority vote shall control except as to matters amending the Articles of Organization or Bylaws which shall require a two-thirds (2/3) vote.

Section 9: These Bylaws and any hereafter adopted may be amended at any Annual Meeting of the members of the Corporation, adjourned session or at any special meeting called for that purpose.

## ARTICLE V

### FINANCIAL

Section 1: The Board of Directors may authorize any officer or officers, agents or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. But no single contract, loan, evidence of indebtedness, transaction, etc. of the Corporation in which the consideration exceeds the sum of \$25,000.00, nor real estate conveyances of any nature, shall be made by the Board of Directors unless such contract, loan, evidence of indebtedness, transaction, real estate conveyance, etc. shall have first been approved by the members of the Corporation,

Section 2: All check, drafts, or other orders for the payment of money, notes or other evidences or indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as from time to time be determined by resolution of the Board of Directors.

Section 3: All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

## ARTICLE VI

### RESTRICTIONS AND COVENANAT RUNNING WITH THE LAND

Section 1: By becoming a member of the Corporation, and irrespective of the fact that such membership may hereafter cease by suspension or otherwise, every lot owner in the Country Club Estates for himself, herself, his/her heirs, executors, administrators and assigns, covenants and agrees with all other members or future members, their heirs, executors, administrators and assigns, to the following restrictions of the use of any lot or lots in the Country Club Estates, said covenants and restrictions, in consideration of the mutual promises, agreements and benefits made and to be received by virtue of membership in this Corporation, to be considered as binding on and running with the land:

1. To observe all recorded restrictions upon said lots in the Country Club Estates.
2. To observe all of the rules and regulations of these Bylaws and the Articles of Organization as they are now constituted or may hereafter be duly and legally amended,

## ARTICLE VII

### RULES AND REGULATIONS

Section 1: Complaints: All complaints must be written and signed by the complainant. These complaints must be filed with the Secretary before the same will be considered by the Board of Directors.

Section 2: No person shall use any firearms, air guns, sling shots, fireworks, or other dangerous weapons within Country Club Estates.

Section 3: No person shall cause any disturbance, noise or otherwise conduct himself/herself in such a way as to create a Breach of Peace.

Section 4: All lots shall be used for private residential purposes only, with the exception of the commonly held property of the association. Only one single family residence shall be constructed on each lot, with the exception of those lots designated as allowing condominiums.

Section 5: To enhance the residential character of the lots, no advertising signs shall be permitted upon any lot or building except temporary “For Sale” signs not exceeding six (6) square feet in area.

Section 6: No business may be conducted on the premises of any lot owner, except as may be permitted by the Village of Fontana, Walworth County, Wisconsin. Notwithstanding anything to the contrary, no garage-type business shall be permitted to be conducted on any lot. No new Bed and Breakfast operations shall be allowed.

Section 7: Trash, garbage, or other wastes shall be kept in sanitary, rigid containers with tightly fitting covers, and disposed of on the regular weekly pickup day with garbage container removal from the roadside within twenty-four (24) hours after trash pick-up.

Section 8: No motorized vehicles shall be operated on the commonly held property of the association, commonly know as the golf course and the “Back 40” except as follows:

1. Golf carts may be operated on the golf course and on golf course access trails.
2. Ground and trail maintenance machinery and vehicles may be operated on the property as reasonably necessary.
3. Snowmobiles may be operated only on access marked trails authorized by the Board of Directors.

4. Passenger vehicles may be operated only on roads and parked in areas designated by the Board of Directors

Section 9: Abandoned, inoperable or unlicensed motor vehicles shall not be parked and left unattended on driveways or lots.

The preceding ten (10) page document is revised and adopted  
June 09, 2007.

Property Owners' Association of  
Country Club Estates of  
Fontana, Wisconsin

By: \_\_\_\_\_  
President

\_\_\_\_\_  
Secretary