

# BYLAWS OF PIONEER PARK, LTD.

Accepted: August 31, 2024

The following Code of Bylaws shall apply to PIONEER PARK, LTD., a Wisconsin non-stock non-profit corporation incorporated July 18, 1977. The Restated Articles of Incorporation (July 25, 1981 & July 4, 1986), filed with the Secretary of the State of Wisconsin and recorded in the Office of the Register of Deeds for Dane County, Wisconsin, are hereby made a part hereof.

## **ARTICLE I - NAME**

The name of the corporation created herein shall be Pioneer Park, Ltd. It shall be referred to as the "Park." The corporation shall have no seal.

## **ARTICLE II - MEMBERSHIP**

### **Section 1: Composition**

- a. The members of the Park shall be determined by the Board of Directors.
- b. Membership is open to any person without regard to race, color, religion, sex, or national origin who, except as may be provided elsewhere in these Bylaws, meets all of the requirements.

### **Section 2: Requirements**

- a. Members must be adults or trustees of a family or personal trust, but not a business or an organization.
- b. Members must have been accepted for membership by the Board of Directors.
- c. Members must agree to own the membership for their own account with the intent to use the facilities for camping and recreational purposes only, and that they will neither rent their sites nor make them available to anyone in exchange for donations.
- d. Members must have executed the membership agreement acknowledging receipt in writing of the Park's Bylaws and current standing Rules.
- e. Members must be in good standing with the Park.

# BYLAWS OF PIONEER PARK, LTD.

## Section 3: Rights and Obligations

### a. General Information:

- 1) All members are granted equal rights and benefits and are subject to the obligations of the Bylaws and standing Rules.
- 2) Except as otherwise provided herein, each membership carries with it the exclusive right to the use of a designated campsite.
- 3) Every member shall be responsible for the prompt and full performance of all obligations imposed under these Bylaws and the Rules and shall be subject to such penalties as the Board of Directors may impose under the Rules for failure of such performance.
- 4) The Park shall maintain a current directory of its membership. Each member shall provide the basic information needed for Park records as well as changes when necessary. Unless such notice of change is given, the Park will rely on the address and telephone number of each member shown on the Park's records. Park directories will only be provided to those that agree to submit information for distribution to others who have also provided their information for distribution.

### b. Rules:

- 1) The Rules adoption requires a majority vote of the membership.
- 2) The Rules become effective 30 days after passage, unless the Board of Directors would rule on an emergency measure which becomes effective immediately. The Rules shall be posted at the Clubhouse office throughout one full camping season following the passage of the Rules/emergency measures.
- 3) The Rules, once adopted, and any limitations provided for therein, shall be binding on all persons using the Park. Rules shall be consistent with law, the Restated Articles of Incorporation, and these Bylaws.

### c. Maintenance and Repair: Every member must promptly perform all maintenance and repair work as required by the Rules.

### d. Grievances: All matters of dispute or grievance regarding the use and operation of the Park shall be taken first to the Park Manager and, if not adequately resolved, shall be presented to the District Director and then may be presented in writing for the consideration of the Board of Directors. Realizing the overall authority of the government of the municipality in which the Park is located and its exclusive right to take police action and enforce its properly enacted ordinances, it is the intention that the Park serve to handle, as far as possible and permitted by law, all those matters which might otherwise cast regulatory and enforcement burdens on local government authorities.

### e. Maintenance of Utilities: The Park shall be responsible for the proper maintenance and repair of any and all private sanitary disposal services (including holding tank

# BYLAWS OF PIONEER PARK, LTD.

systems and sewer laterals to municipal hookups), water (including private well systems and laterals to municipal hook-ups), and electric utilities.

- 1) The Park's responsibility includes the periodic maintenance and replacement, if necessary, of all components of the system such as the pumping tank, the drain fields and all connection pipes which are not part of the individual site. However, each member is responsible to the Park for the pro rata costs of the aforementioned maintenance, repairs, or replacement by paying the maintenance fees or assessments made in accordance with these Bylaws.
  - 2) If a holding tank (which is part of a recreational vehicle) is used in lieu of connection to the Park sewerage system, the member, at their expense, shall be responsible for pumping the holding tank at regular intervals to keep the area pollution free.
- f. Utilities (in the event of a dissolution and/or merger): Prior to any dissolution and/or merger of the Park, 30 days' notice of such action shall be given to each member and the Wisconsin Department of Work Force Development. The Public Service Commission of Wisconsin shall then hold a hearing in accordance with Section 196.78 of the Wisconsin Statutes. No proposed dissolution and/or merger of the Park shall be consummated until the Wisconsin Public Service Commission has made its determination as to the responsibility for maintenance of the utilities. It is understood that this requirement may be waived by written consent of the Wisconsin Public Service Commission.

## Section 4: Membership Transfer

- a. Membership must be in good standing to qualify for transfer unless approved by the Board of Directors.
- b. Membership transfers shall be permitted at any time and shall be approved by the Board of Directors, except transfers to a spouse, which do not require approval. No transfers are permitted if expulsion proceedings pursuant to Section 6 have been initiated.
- c. Membership shall not terminate at death; however, transfer of the membership at such time shall be subject to the current Rules and Bylaws of the Park.

# BYLAWS OF PIONEER PARK, LTD.

## Section 5: Suspension of Membership

- a. A member is placed on suspension if debts owed exceed 60 days past due.
  - 1) Notification of outstanding debts shall be sent First-Class Mail, email, or hand delivered at 30 days and at 60 days after the due date.
  - 2) Members who pay only half of their dues on May 15 will receive a 30-day notice on or about June 15 stating full dues must be paid to the Park no later than July 15. Notice will be given by First-Class Mail, email, or hand delivered to the member. Unless prior approval has been granted by the Board of Directors because of unusual circumstances, those who have not paid full dues by July 15 will receive a 60-day past-due notice (signed by the Manager and Board President or their designee) and placed on suspension. Any such approval will include a "MUST PAY BY DATE".
- b. Upon suspension, the membership privileges cease including but not restricted to, the use of any of the Park's property unless approved by the Board of Directors.
- c. Suspension of privileges shall not relieve the member of fiscal obligations incurred or assessed at present or in the future.
- d. A suspended member shall be reinstated to good standing by payment of all debts and obligations owed the Park.

## Section 6: Termination of Membership

- a. The holder of a membership shall be automatically expelled, without any further action by the Board of Directors, if the holder has been suspended continuously for a period of two (2) years.
- b. A holder of a membership may be expelled if the member is found guilty of conduct likely to endanger the welfare, interest, or character of the Park.
- c. If one or more holders of a membership are found guilty of conduct likely to endanger the welfare, interest, or character of the Park, subject to hearing rights contained in this section, the membership shall be terminated upon a vote of four-fifths (4/5) of the Board of Directors.
- d. Notification to the terminated/expelled holder of a membership shall occur as follows:
  - 1) The notice shall be made in writing, from the Board President, and shall be sent by First-Class Mail at least 30 days prior to the effective date of the expulsion.
  - 2) The notice shall itemize the charges against the holder of the membership.
  - 3) The notice shall provide for the right of the terminated/expelled member to appear before the Board of Directors to present evidence at a full evidentiary hearing.

# BYLAWS OF PIONEER PARK, LTD.

- 4) Upon expulsion, the former holder of the membership shall be notified in writing, by the Board President, of the effective date of the expulsion. The notice shall specify a date for the removal of all personal property from the terminated/expelled member's site. Any property not removed shall be deemed to have been abandoned and may be disposed of by the Park at the Board of Director's discretion.
- e. Reconsideration of a termination/expulsion includes the following:
  - 1) A member or holder of a membership shall have the right to request reconsideration of the expulsion at a meeting of the Board of Directors.
  - 2) The request shall be in writing to the Secretary of the Board of Directors by registered or certified mail within 30 days of the holder of the membership/member's notice of expulsion.
  - 3) The request shall be considered at the next Board of Director's Meeting or at a specially called meeting of the Board of Directors for that purpose. At such meeting, the expelled holder of the membership/member shall:
    - a) Be given the opportunity to be heard and to present applicable and relevant evidence in their defense.
    - b) Not be allowed on Park property unless approved by the Board of Directors.
  - 4) A four-fifths (4/5) vote of the Board of Directors (quorum) is required to rescind the expulsion. The decision of the Board of Directors is final.
- f. Disposition of the membership following expulsion includes:
  - 1) All rights of the holder of the membership in the Park or in the Park's property, including the right to use the campsite previously assigned to the holder of the membership/member shall cease.
  - 2) The Park may issue a new membership and exclusive use of the expelled holder of the membership/member's campsite to the new member.
  - 3) The expelled holder of the membership shall have no right to any proceeds received by the Park from the sale of such membership.
  - 4) The receipt of such proceeds shall not relieve the expelled holder of the membership/member from fiscal obligations, or any debts owed to the Park.

## Section 7: Resignation

- a. A member, in good standing, may resign provided the member continues to pay the fiscal obligations or be subject to suspension or expulsion.
- b. If the Park secures a purchaser for the membership, the resigning member shall receive as payment the purchase price obtained, less any amount owed the Park to and through the date of transfer.

# BYLAWS OF PIONEER PARK, LTD.

## ARTICLE III - MEMBERSHIP/ANNUAL MEETINGS

### Section 1: Members' Meeting

- a. The Members' Meeting of the Park shall be held on the Saturday of the Memorial Day holiday weekend each year at 10 a.m. at Pioneer Park Campground.
- b. The Board of Directors may, by resolution, change the date, time or place of the Members' Meeting of the Park provided notice of not less than 30 days is given to the members through the Park's newsletter, written notification, or by other methods reasonably intended to provide notice.

### Section 2: Annual Meeting

- a. The Annual Meeting of the Park shall be on the Saturday of the Labor Day holiday weekend each year at 10 a.m. at the Pioneer Park Campground.
- b. The Board of Directors may, by resolution, change the date, time, or place of the Annual Meeting of the Park provided notice of not less than 30 days is given to the members through the Park's newsletter, written notification, or by other methods reasonably intended to provide notice (e.g., Members Portal website).
- c. The Annual Meeting of the Park is the meeting in which the Directors, up for election, will be elected for their respective District.

### Section 3: Special Meetings

- a. Special meetings may be held at any time upon the call of the President or upon written request by a majority of the Park Board of Directors or by owners of 20% of the membership.
- b. The Special Meeting shall be held within 45 days of the request unless the request specifies a longer period. The time and place of the meeting shall be determined by the President.

### Section 4: Notice of Meetings

- a. Meeting notices shall be hand-posted at the Clubhouse office bulletin board at least 30 days before a meeting date.
- b. The failure of a member to receive the notice shall in no way invalidate the meeting.
- c. The notice of the meeting shall include the meeting type (e.g., Special Meeting), location, date, time, purpose, and agenda. **Note:** The location, date, and time of the meeting are subject to change due to unusual circumstances (e.g., weather).

# BYLAWS OF PIONEER PARK, LTD.

- d. The notice of the meeting shall specify whether a ballot and/or proxy may be used in lieu of attendance.
- e. Copies of all meeting documents may be obtained from the Clubhouse office.
- f. A member may submit a written request or sign a Park form authorizing the Park to send Park notices or information via email rather than regular mailings. This would include all information previously mailed to the member EXCEPT election ballots or proxies unless a replacement proxy is requested by email. Replacement ballots will not be provided.

## Section 5: Quorum

An amount of 45% of the voting membership shall constitute a quorum for a Members' Meeting, Annual Meeting, or Special Meeting and must be present in person or by proxy. Proxies properly held by their designee must be filed at the Clubhouse office by 5 p.m. the day prior to the meeting.

## Section 6: Voting

Each membership which is current and in good standing shall be entitled to one indivisible vote per membership site either in person, proxy, or ballot. If multiple votes are submitted, all votes of that membership shall be considered void.

## Section 7: Proxies

- a. A holder of a membership may give another person authority to represent and vote for them on their behalf in their absence at meetings of the Park.
- b. Such proxies shall be filed with the Park Office and will be valid for 11 months from the filing date.
- c. A proxy may grant full or limited voting rights and may contain instructions, which shall be binding on the proxy holder.
- d. Each proxy sent with a meeting notice shall indicate the last date on which the proxy must be filed, signed, and dated by the member. The proxy must also state the representative's name and membership site number.
- e. For proxies sent with a meeting notice, each issue shall be voted on separately on the proxy. Items not on the meeting agenda or items of "New Business" may not be brought to a vote at that meeting unless a majority of the members present agree.
- f. A member submitting a proxy may cancel that proxy prior to the call to order of the meeting by notifying the Park Secretary in writing, in person, or during check in with the member's respective District at the meeting.

# **BYLAWS OF PIONEER PARK, LTD.**

## **Section 8: Representatives**

- a. A representative is any personal representative, executor, or administrator of an estate of any holder of a membership, or a guardian or trustee for any holder of a membership's voting rights.
- b. The representative shall file an affidavit or other written proof of their status with the Park office, who will in turn notify the Secretary of the Board of Directors.

## **Section 9: District Meetings**

- a. Each District Director shall hold an individual District meeting once a year, within their respective district. All District meetings shall be held prior to the Annual Meeting.
- b. Notice of District meetings shall be given to the members through the Park's newsletter, written notification, or by other methods reasonably intended to provide notice at least two weeks prior to the meetings.
- c. Each District shall maintain a Nominating Committee.
  - 1) The nominating committee shall include three (3) members from the respective District.
  - 2) The nominating committee members shall serve for a term of three (3) years.

## **ARTICLE IV - BOARD OF DIRECTORS**

### **Section 1: Number and Qualifications**

- a. The Board of Directors shall be composed of five (5) Directors, one Director from each of the five (5) Districts. These Bylaws prohibit any voting member and their immediate family members (i.e., spouse, partner, child, sibling, parent) from holding more than one position on the Board of Directors (as a Director and/or Alternate Director), even if they own sites in more than one District.
- b. Directors and Alternate Directors shall be members in good standing.
- c. Directors and Alternate Directors shall agree to remain current in their knowledge of these Bylaws and the Rules of the Park and shall oversee membership compliance with the Bylaws and Rules of the Park.



# BYLAWS OF PIONEER PARK, LTD.

## Section 2: Election of Directors

- a. Each District shall elect one Director to serve on the Board of Directors. The Director shall be elected by written ballot from a slate of candidates selected by either:
  - The Nominating Committee maintained by the District; or
  - After having received ten nominations from that candidate's District.
- b. The candidates for Director must be submitted to the Board of Directors prior to the July Board Meeting for approval.
- c. The ballots will be mailed.
- d. The ballots shall provide a space for write-in votes.
- e. Voting shall be by secret ballot and the anonymity of the voter shall be preserved.
- f. The ballot shall be executed by the authorized person and returned by mail or in person to a designated representative at the Park Office.
- g. The candidate receiving the greatest number of votes for Director in each District shall be elected Director.

## Section 3: Election of Alternate Directors

- a. Each District shall elect one Alternate Director by written ballot from a slate of candidates selected by either:
  - The nominating committee maintained by the District; or
  - After having received ten nominations from that candidate's District.
- b. The candidates for Alternate Director must be submitted to the Board of Directors prior to the July Board Meeting for approval.
- c. The ballots will be mailed.
- d. The ballots shall provide space for write-in votes.
- e. Voting shall be by secret ballot and the anonymity of the voter shall be preserved.
- f. The ballot shall be executed by the authorized person and returned by mail or in person to the designated representative at the Park office.
- g. The candidate receiving the greatest number of votes for Alternate Director in each District shall be elected Alternate Director.
- h. The Alternate Director will serve on the Board of Directors in the absence of the Director of their respective District. When any such absence occurs, the Alternate Director shall have, and exercise, all powers of the Director including the power to vote on any issue. The Alternate Director cannot make a motion, second a motion, or vote on the motion if the Director is present.

# BYLAWS OF PIONEER PARK, LTD.

## Section 4: Term of Office

- a. The term of office shall be three (3) years.
- b. The Directors and Alternate Directors shall hold office until their successors have been elected.
- c. At the time any Director/Alternate Director puts their membership (site) up for sale, (without purchase of a different site in the Park) they must resign their position on the Board of Directors.

## Section 5: Board of Directors Vacancies

- a. In the event of a vacancy on the Board of Directors, the Alternate Director within that District shall become the Director for that District, if they are available to serve. If unable to serve, an election will be held to fill that vacancy. The Board of Directors will appoint a District representative until such election can be held.
- b. Each Alternate Director who becomes the Director shall be a Director until the end of the current term of office.
- c. Vacancies of a Directorship on the Board of Directors shall be filled by an election within the District if the office of Alternate Director is also vacant. The Board of Directors will appoint a District representative until such election can be held.
- d. In the event of a vacancy for a District Alternate Director for a term greater than six (6) months, an election shall be held as soon as possible during the regular vacation season. If the vacancy will be for a six (6) month or less term, an Alternate Director from the respective district shall be appointed by the Board of Directors to fill the term until the next regular election for the Park.

## Section 6: Removal of Directors

- a. A meeting of the membership of the affected District shall be called by the nominating committee in a timely manner upon the petition of 45% of the District's members.
- b. Except in the case of an emergency, notice of the meeting will be provided by First-Class Mail, email, posted, or hand delivered at least 14 days prior to the meeting and shall contain notice of the proposed removal.
- c. A Director or Alternate Director may be removed as a Director or Alternate Director, with cause, by a majority of the membership votes from within their District.

# **BYLAWS OF PIONEER PARK, LTD.**

## **Section 7: Board of Director Compensation**

No compensation shall be paid to the Directors, Alternate Directors, or officers for their services as Directors, Alternate Directors, or officers except for reasonable and proper out-of-pocket expenses submitted in writing and expressly approved by the Board of Directors.

## **Section 8: Annual Board of Directors Meeting**

- a. The Annual Board meeting of the Board of Directors shall be held immediately following the Annual Meeting of the Park, providing that a majority of the Directors are present. The meeting will include the election of officers for the next year.
- b. No notice shall be necessary to the newly elected Directors.

## **Section 9: Regular Board of Directors Meetings**

- a. Regular Board Meetings: The time and place of regular Board Meetings shall be determined by a majority of the Board of Directors.
- b. In-Season Meetings: The Board shall attempt to meet monthly during the regular vacation season (April 15 through October 15). However, if an emergency arises which could affect the welfare of the Park, the President shall have the right to call a meeting of the Board of Directors during the off-season. (See Section 10; Special Board of Directors Meetings).
- c. Budget Meetings: The Board of Directors shall meet during the first fiscal quarter of each year to prepare and approve a budget for the Park for the following fiscal year.

## **Section 10: Special Board of Directors Meetings**

- a. Special meetings of the Board of Directors may be called by the President or within seven (7) days of the President's receipt of a written request of at least two Directors.
- b. The time and place of the meeting shall be determined by the President.

# **BYLAWS OF PIONEER PARK, LTD.**

## **Section 11: Notice of Board of Directors Meetings**

Notice of all meetings, including the budget meeting, shall be given to each Director and Alternate Director, personally, by mail, telephone, fax, or email at least 72 hours prior to the date of the meeting. Notice shall be effective upon transmission. It shall be the duty of the Directors and Alternate Directors to keep the Secretary advised as to where the Directors and Alternate Directors may receive notice; otherwise, the addresses provided in Article II, Section 3(a)(4) shall be used.

## **Section 12: Waiver of Notice**

- a. Any Director may waive notice of a meeting (before or at any meeting); the waiver shall be deemed equivalent to the giving of a notice.
- b. Attendance by any Director at any meeting shall be waiver of notice of the time and place thereof.
- c. If all the Directors are present at any meeting, no notice shall be required, and any business may be transacted at such meeting.

## **Section 13: Manner of Board of Director Meeting**

Any Regular or Special Meeting may be held in person or by telephone conference call.

## **Section 14: Board of Directors Minutes**

Minutes of all meetings shall be promptly reduced to writing and distributed to all Directors and Alternate Directors and posted at the Clubhouse office.

## **Section 15: Unanimous Consent without a Board of Directors Meeting**

- a. Any action required or permitted by these Bylaws or any provision of law to be taken by the Board of Directors at any meeting may be taken without a meeting, if consent in writing, setting forth the action taken, shall be signed by all active Directors in office.
- b. Any such action shall be recorded in the minutes of the next meeting.

# **BYLAWS OF PIONEER PARK, LTD.**

## **Section 16: Board of Directors Quorum**

- a. A majority of the Directors shall constitute a quorum for the transaction of business (specific to normal and customary operations of the Park), at all meetings of the Board of Directors.
- b. All acts of business shall be approved by no less than three (3) Directors.

## **Section 17: Open Board of Directors Meetings**

Any member may attend any Annual, Regular or Special Meetings of the Board of Directors. Those portions of meetings dealing exclusively with personnel matters shall be closed to the membership.

## **Section 18: Committees**

- a. The Board of Directors shall appoint a Finance Committee and a Long-Range Planning Committee. The Board may also appoint other standing and special committees, as needed, by a majority vote of the Board of Directors.
  - 1) Appointed members shall be members in good standing and not be in violation of Article II, Section 3, of these Bylaws.
  - 2) No District shall have a majority membership on any committee appointed by the Board of Directors.
- b. Other standing committees may be a Bylaws Committee and a Rules and Activities Committee.
- c. Each standing committee must have one or more District Directors (elected by the Board of Directors) participate as a member of the committee.
- d. Each standing committee shall submit minutes of all meetings to the Board of Directors and submit a written report to the Board at the annual meeting to include all activities and financial information, if appropriate.
- e. Each standing committee shall have those powers specifically enumerated by the Board of Directors.

# BYLAWS OF PIONEER PARK, LTD.

## ARTICLE V - OFFICERS

### Section 1: Composition

- a. The principal officers of the Park shall be President, Vice President, Secretary, and Treasurer.
- b. The officers shall be elected from and by the Board of Directors.
- c. The Board of Directors may appoint an Assistant Secretary and Assistant Treasurer as deemed necessary. These appointees do not have to be Directors/Alternate Directors and will not be voting members of the Board of Directors.

### Section 2: Election

The officers of the Park shall be elected after the annual meeting of the Board of Directors.

### Section 3: Term

The officers of the Park shall hold office for one (1) year.

### Section 4: Removal of Officers

An officer elected by the Board of Directors may be removed from office, for cause, by a majority vote of the Directors at any meeting of the Board of Directors or may be removed, for cause, by a majority vote of the membership at any meeting. In either instance, notice of the proposed removal must be included in any required notice of the meeting.

### Sections 5: Vacancies

A vacancy in a principal office shall be filled by the Board of Directors.

# BYLAWS OF PIONEER PARK, LTD.

## Section 6: Job Descriptions

- a. President. The President shall be the principal officer of the Park. They shall preside at all meetings of the Park and of the Board of Directors. The President shall direct the Manager as defined in Article VI. After consulting with the Board of Directors, the President shall conduct an annual review and evaluation of the Manager with the Board. This review and evaluation shall be conducted prior to the budget meeting each year. The President shall have all the power and duties as set forth in these Bylaws or as delegated by the Board of Directors.
- b. Vice President. The Vice President will take the place of the President and perform those duties whenever the President is absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors will appoint some other member of the Board of Directors to perform the duties of the President on an interim basis. The Vice President will also perform other duties as delegated by the Board of Directors.
- c. Secretary. The Secretary or a designee as appointed by the Board of Directors shall keep the minutes of all meetings of the Board of Directors be charged with giving all notices, including those of regular and membership meetings as provided by the Bylaws, certify copies of the Park documents as amended, upon request, and have other powers and duties as set forth in these Bylaws, or as delegated by the Board of Directors.
- d. Treasurer. The Treasurer or a designee as appointed by the Board of Directors will keep the financial books and records of the Park and appropriate notices relating to annual fees. The Treasurer will also:
  - 1) Be given and supervise the collection of amounts due the Park.
  - 2) Certify, upon request, the fees due from any member.
  - 3) Provide a full financial report for distribution.
  - 4) Have other powers and duties as set forth in these Bylaws or as delegated by the Board of Directors.

## ARTICLE VI - MANAGEMENT

### Section 1: Management of the Park

In addition to any other powers as set forth within these Bylaws, the Board of Directors shall have policy control and responsibility for the management of the Park.

# BYLAWS OF PIONEER PARK, LTD.

The President and Board of Directors shall also have powers and duties up to and including the following:

- a. Approval or rejection of new members and proposed transfers of membership.
- b. Selection and retention by agreement of an Operations Supervisor (Manager) to direct and operate the Park under the policies established by the Board of Directors.
- c. Evaluation of the Operations Supervisor conducted annually.
- d. Proposal of rules to be adopted by a majority vote of the Board of Directors.
- e. Establishment of penalties, including money fines, for the breach of Park Rules.
- f. Adoption of a budget for the Park and assessment of annual membership dues.
- g. Determination of the types and amounts of insurance coverage to be carried by the Park and provision of information on this coverage to the members.
- h. Approval of all major repairs and maintenance activities. Any individual, non-budgeted expenditure approved by the Board of Directors is limited to \$4,000 except in the case of emergency. In this instance, an emergency shall be defined as: any occurrence, lack of occurrence, interruption or interference with the normal maintenance and operation of the Park, or the safety and wellbeing of the membership or any member.
- i. Submission of a written report, completed a minimum of once per year, to the members explaining the physical and financial condition of the Park.

## **Section 2: Manager**

- a. The Board of Directors shall retain an Operations Supervisor (Manager) upon such terms and conditions as determined by the Board of Directors, as stipulated by the agreement. The President or a designee appointed by the President will direct the Operations Supervisor.
- b. In order to avoid any and all conflicts of interest in the efficient and orderly operation of Pioneer Park, no past or present member of the Park will be allowed to hold the position of Park Operations Supervisor or any other paid managerial position within Pioneer Park.



# BYLAWS OF PIONEER PARK, LTD.

## ARTICLE VII - LIABILITY OF OFFICERS

### Section 1: Exculpation

No Director or officer of the Park will, in their capacity as Director or officer rather than as a member, be liable for acts or default of any other Director, officer or member or any loss sustained by the Park or any member thereof, unless the same has resulted from their own willful misconduct or negligence. Nothing contained in this section shall exempt such Director or officer from the liabilities and obligation of members as provided by these Bylaws.

### Section 2: Indemnification

- a. Every Director and officer of the Park shall be indemnified by the Park against all reasonable costs, expenses, and liabilities (including counsel fees) actually and necessarily incurred by or imposed upon them in connection with any claim, action suit, proceeding, investigation, or inquiry of whatever nature in which they may be involved as a party or otherwise by reason of their having been a Director or officer of the Park at the time of the incurring or imposition of such costs, expenses, or liabilities, except in relation to matters as to which they shall be finally adjudged in such action, suit, proceeding, investigation or inquiry to be liable for willful misconduct or negligence toward the Park in the performance of their duties, or in the absence of such final adjudication, any determination of such liability by the opinion of legal counsel selected by the Park. The foregoing right of indemnification shall be in addition to and not in limitation of all rights to which such persons may be entitled as a matter of law and shall inure to the benefit of the legal representatives of such person.
- b. In the event that a claim for indemnification against liability arising out of the Securities Act of 1933 (other than the payment by the registrant of expenses incurred or paid by a Director, officer or controlling person of the Park in the successful defense of any action, suit or proceeding) is asserted by such Director, Officer or controlling person in connection with the securities being registered, the Park will, unless in the opinion of its counsel the matter has been settled by the controlling precedent, submit to a court of appropriate jurisdiction the question of whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

# **BYLAWS OF PIONEER PARK, LTD.**

## **ARTICLE VIII - FISCAL POLICIES**

### **Section 1: Fiscal Year**

The fiscal year of the Corporation shall begin on the first day of May each year and end the last day of April in the succeeding year.

### **Section 2: Execution of Instruments Applicable to Accounts Payable**

Any accounts payable invoice, bill, payroll, or other such instrument must be reviewed, approved, and initialed by such person or persons as provided by general or special resolution of the Board of Directors or in the absence of any such resolution applicable to such instrument, by the President, Vice President, Treasurer, or Secretary. This same person or the Park President, Vice President, Secretary, or Treasurer should also sign the check or payment device. Two different authorized signatures shall be required on all checks drawn on the Pioneer Park Checking account, with no exceptions. No employee or an immediate family member (spouse/parent/child) of a paid Pioneer Park employee will ever be authorized to sign a check drawn on the Pioneer Park checking account or any other Park account.

### **Section 3: Annual Dues**

The cost of operation and maintenance of Pioneer Park, expenses related to the Park including insurance and taxes, and the accumulation of reserves for replacements and extraordinary matters will be shared by all members and paid annually based upon the budget developed by the Board of Directors.

### **Section 4: Assessment**

- a. The net amount of budgeted expenses, derived from totaling all projected expenses and reserves and subtracting projected non-dues income, shall be divided by the number of memberships (including those members suspended as of the date the assessments are determined) to determine the amount due from each member. The Park shall notify each member of the amount of annual dues. All such maintenance fees/dues shall be due on May 15 of the year for which they are assessed. Unless a member has given written notice to the Park that they will pay half of the dues on or before May 15 and the second half of the dues on or before July 15, ALL dues will be due May 15.

# BYLAWS OF PIONEER PARK, LTD.

- b. Those members who gave written notice of paying fees/dues in two installments (two payments, half the dues per payment), will get a letter on/about June 15 (30-day notice) from the Park office specifying the remainder amount due no later than July 15. If ALL dues are not paid in full by July 15 and no arrangements were made AND approved by the Board of Directors, the dues are considered 60 days past due (May 15). A 60-day late notice (signed by the Manager and the Board President/designee) will be mailed and the member is placed on suspension until all outstanding debts are paid. (See Article II, Section 5a) Any membership dues not paid by the established deadline (noted above) shall be assessed a \$25.00 penalty. In addition, a service fee of 5% per month will be assessed on any unpaid portion of the dues and/or any unpaid non-dues fees until they are paid in full, plus any out-of-pocket expenses, including reasonable attorney's fees incurred by the Park in collection of these assessments.

## **Section 5: Statement of Assessments**

The Board of Directors, through the Treasurer, shall promptly provide any member requesting (in writing) a Statement of Assessment with a written statement of all unpaid dues from such member, and shall so certify if requested.

## **Section 6: Special Assessments**

A special assessment may be levied by the Park if non-budgeted expenses arise when there is no reserve:

- a. If the special assessment per membership is equal to or less than the last regular per-member assessment under Section 4, the special assessment may be levied only by a majority vote of the Board of Directors.
- b. If the special assessment per membership is greater than the last regular per-member assessment under Section 4, the special assessment may be levied only by a majority vote of the holders of memberships.
- c. All special assessments shall be due in full upon receipt of the notice unless otherwise specified. Any special assessments not paid within 30 days shall be assessed a service fee of 5% per month on any unpaid portion of the assessment until they are paid and any out-of-pocket expenses, including reasonable attorney's fees incurred by the Park in collection of these assessments, in addition to loss of membership privileges.

# **BYLAWS OF PIONEER PARK, LTD.**

## **Section 7: Fines**

All monetary fines assessed for the breach of any Park Rules shall be due upon assessment. Any fines not paid within ten days shall be assessed a service fee of 5% per month on any unpaid portion of the fine until they are paid in full, plus any out-of-pocket expenses, including loss of privileges and reasonable attorney's fees incurred by the Park in collection of these assessments.

## **ARTICLE VIII - (THIS ARTICLE INTENTIONALLY LEFT BLANK)**

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

### **Section 1: Governing the Club**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Park in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules the Park may adopt.

These Bylaws may be amended by a majority vote of the membership. The amendment(s) must have been made available to the holders of memberships in writing, via email, through the Park website, or by other means at thirty (30) days prior to the vote.