

Eagle Lake Properties Owners Incorporated

MINUTES: August 26, 1995 ELPOI Special Membership Meeting

Called to Order: at 10:00 am at the Chilson Community Center, Bill Allen,
ELPOI President presiding.

Secretary Recording the Minutes: Ruth Cummings (Interim Secretary
during Dianne Tiedemann's absence))

Secretary Preparing the Completed Minutes Document: Dianne Tiedemann

In Attendance were: Refer to the accompanying attendance log.

Membership Quorum Needed for the Transaction of Business: NOT LESS
THAN 11 (as per the July 23, 1993 Bylaws). The required quorum
was met as verified by the Interim Secretary and President.

Quorum Needed for Amending the ELPOI Bylaws: Requires a two-thirds
majority vote of the total number of Voting Members present who are
in good standing (as per the July 23, 1993 Bylaws, Article XVIII
Section 1).

Proxies. Proxies were submitted for 21 members and verified by Wendy
Davis, who was acting on behalf of, and as proxy for, ELPOI Secretary
Dianne Tiedemann. (See the attached proxies and the document
ELPOI Membership List For Voting Purposes, By-Laws
Adoption/August 26, 1995" for the full list of proxies, the designated
proxy holders and the status on dues paid).

Purpose of the Meeting:

- The review, revision and formal adoption of the ELPOI Bylaws (See
attached ELPOI Bylaws document BYLAWS05.DOC, Final Draft
August 17, 1995).
- Raising the Annual Dues.
- Status on the milfoil.

Minutes: Robert C. Stevens made the motion to wave the the reading of the July 8, 1995 Minutes. The motion carried w/no contraries.

Treasurer's Report:

Current Balance	\$4,775.00
-Of which \$3,400 is from the Special Milfoil Assessment.	
-Of which \$1,300 is Operating Money.	
Approximate outstanding debts	\$1,400-1,500
-Of which \$1,250 is for the cost of renewing the D&O E&O GLI.	

• A MOTION was made by Jim Davis to accept the Treasurer's Report.
T he motion carried w/no contraries.

Interim Secretary: Robert C. Stevens made the motion to have Ruth Cummings serve as Interim Secretary during Dianne Tiedemann's absence. The motion carried w/no contraries.

Clarification of Ground Rules for Voting: presented by Bill Allen

- Only "Members in Good Standing" are eligible to vote and sign in on the "Sign In Sheet" (Attendance Log).
- Only "Members in Good Standing" are permitted to sign a proxy.
- Only "Members in Good Standing" are allowed to vote the proxy.
- The vote can be taken by either a roll call or a secret ballot.

Note - The definition of who is eligible to vote is based on the July 23, 1993 ELPOI Bylaws adopted by the "Acting Board of Directors" of the Corporation shortly after the ELPOI became incorporated. The definition was read to the membership for the purpose of clarification of some aspects of joint ownership.

Review of the Bylaws:

- Attorney Roger Wickes stated that document BYLAWS05.DOC is in actuality an "amendment" to the July 23, 1993 Bylaws document.

- Bill Allen stated that a major change in the bylaws document included changing from an Executive Committee of thirteen (13) to a Board of Directors of seven (7), noting that directorships are more in line with

"Corporations" and that "Directors" are referred to in the ELPOI Incorporation Documents. A Board of Directors would also make the ELPOI's operation more compatible between the two documents (Bylaws and Certificate of Incorporation) and will lend stability to our organization with multiple year positions for its directors. Roger Wickes additionally noted that there is a provision in the amendments section of the new document that allows for the transition from the 1993 Bylaws to the 1995 Bylaws and the creation of the Directorships.

- Bill Knauss, Chairperson of the Bylaws Subcommittee, asked that before voting on the bylaws, that the BYLAWS05.DOC be modified by adding to Article II Section 1d the following statement "...and as modified by Article IV Section 4a." This statement was accidently left out during the final update of this document for presentation here today.

- Bill Allen stated that the ELPOI is seeking approval of these Bylaws at this meeting because it is anticipated that our 501C Application to the Internal Revenue Service for tax exempt status will require these bylaws as a key document.

Revision & Adoption of the Bylaws:

- Motion: Robert C. Stevens made the motion to adopt these Bylaws (BYLAWS05.DOC). The bylaws document was then open for discussion without further presentation of the document by Bill Allen.

- Robert C. Stevens stated that the current document made no specific provision under Article II Section 2 a,b,c or d for any number of members of the ELPOI to call a "Special Meeting".

- Mrs Julia Porter then made the Motion to have five (5) members be able to request a special meeting. The carried with no contraries.

- Forrest Lisle also raised concern over the lack of a cap or dollar amount associated with the ELPOI's dues, fees and assessments in the bylaws document.

- Motion: Robert C. Stevens made the motion to amend the earlier "motion to adopt these Bylaws (BYLAWS05.DOC)" to include that a "Special Meeting of Membership may be called upon the petition of five (5) members." (This statement would be added to Article II Section 2c of this document.) The motion carried w/ no contraries (based on the casting of 13

individual votes and the casting of 21 proxy votes, for a total unanimous vote of 34).

- Transition : Roger Wickes stated that these bylaws (BYLAWS05.DOC w/amendments) are now in effect. They provide that at the next Annual Membership Meeting that the members will vote in the various Directors & Officers that will implement these Bylaws. The Executive Committee will remain in effect during the winter period until next summer. Next summer we'll be using these Bylaws to regulate the elections of the Directors & Officers into staggered terms of various lengths.

Discussion on & Raising of the Dues:

• Motion: John DiPofi made the motion to raise the dues to \$25.00 for July '96 - June '97, payable in the Summer of '96. The motion carried with 13 individual votes and 19 proxy votes in favor of the motion. There were 2 opposed proxy votes cast.

- Jim Davis asked, for clarification purposes, if the dollar amount set for the dues would be the same for all classification of members, ie. both Members and Associate Members? The answer was yes.

- Robert C. Stevens raised the question as to whether "Social Members" should be dropped from the Membership Roster. The answer was yes. Only the two classes of membership defined in the Bylaws should appear on the Membership Roster.

- President Bill Allen asked to meet later in the year with Robert C. Stevens and the Membership Committee to discuss restructuring the Membership Roster Document. Mr Stevens agreed to do so.

- Bill Allen agreed to get a copy of the Membership roster to John DiPofi.

Highlights of the Milfoil Update:

Bill Allen discussed how the five member Eurasian Watermilfoil Subcommittee came into being and that since its creation the Subcommittee had accomplished the following:

- The solicitation of the membership for \$100 donations to create a milfoil fund for expenses incurred relating to the milfoil.

- Completed a survey of Eagle Lake property owners as to whether they would favor of the use of Sonar. They received one no response and one conditional yes response with the rest in favor of the use of Sonar.
- They authorized an expenditure of up to \$500 for an accountant to complete the required 501C Application for IRS Tax Exempt Status. Note: Upon receiving revised financial data from our Treasurer and these revised bylaws, we will be ready to submit the package to the IRS.

Wendy Davis summarized the grant application process to date as follows: 50 requests for applications were mailed out of which 7 of the 12 returned were denials. The remaining 5 are on hold pending completion of the 501C Application. Wendy is still waiting to hear responses from International Paper (IP), The New Lands Grant and Senator Stafford's Office.

When asked if any lakes in NYS had been treated yet or if there is any data on the results of the use of Sonar, Wendy Davis mentioned that a 5 acre pond with no outlets had been treated in NYS.

When asked about the anticipated costs for a Sonar treatment of Eagle Lake, Bill Allen stated that he'd requested three estimates. He asked SePRO (manufacturer's of Sonar) what the retail cost would be. SePRO stated that for 54 gallons (at an application rate of 12 ppb in the upper 10 feet of the water column) at a cost of \$1.196/gallon that we're looking at a cost for materials alone of approximately \$40,000. Bill then compared this figure to the estimates he'd received. The estimates varied from low application fees w/raised prices of Sonar per gallon to higher fees with some or no guarantee of results. No decision on the selection of an applicator had been made.

Wendy Davis agreed to get a listing of those plants that could potentially be hurt/killed by an application of Sonar to Forrest Lisie.

When asked about water use restrictions after a Sonar application it was noted that a water use restriction of 24 hours is mandated, after which the water can be used for drinking, swimming, bathing and fishing, ie. without restriction.

Various meetings were discussed including a meeting between Wendy Davis, Ruth Cummings and State of New York Officials at which time the state officials said that there were no funds available for milfoil related projects, but there was a possibility for "services in kind". Also Bill Allen

stated that other meetings would be conducted later this Fall with the town(s) to inquire again about obtaining funding from the town(s) for a milfoil treatment. Bill Allen also recapped various other meetings that he and other ELPOI members have had with the Adirondack Park Agency, and the NYS DEC.

A brief summary of the approximate ten year history of milfoil in Eagle Lake was given, along with the delays encountered in the process of trying to address and treat the lake for milfoil (such as Sonar's NYS registration process, several initial NYS Sonar use restrictions and the lifting thereof, completion of the DEC Environmental Impact Statement, the complications of the various NYS DEC and APA permit application process and funding issues.)

Acknowledgements:

-President Bill Allen wished to thank Wendy and Jim Davis, Dianne Tiedemann and Bill Knauss for all their work on generating the bylaws document. Thanks was also given to Dianne Tiedemann for generating the proxies and collecting the corresponding dues payments and to Bill Donnelly for providing copies of the document and for heading up and running the yard sale fund raiser.

Adjournment: The motion to adjourn was made at 11:50 am by Robert C. Stevens. The motion carried w/no contraries.

Dianne E. Tiedemann
ELPOI Secretary

These Minutes were read and approved at the following meeting;

That was held on / / .

With/Without Corrections: