

**THE DOUGLAS LAKE IMPROVEMENT ASSOCIATION
52nd ANNUAL ASSOCIATION MEETING**

AGENDA AND NOTES

Date: Tuesday, August 24, 2021

Time: 7:00 p.m.

Location: Hidden River Golf & Casting Club

Agenda Item	Discussion
Call to Order/Opening – Mary Ellen Sheridan (MES)	<ul style="list-style-type: none"> • Mary Ellen called the meeting to order at 7:02 p.m., and welcomed all in attendance. • Purpose of the DLIA read by MES. • MES reminded us that the last Annual Meeting was in 2019 due to Covid 19.
Guest Speakers Randy Bricker, Chief, Pellston Fire Station; Head, Pellston Branch - Emmet County Emergency Ambulance Sgt. Earl Emanuel, Commander, Recreation Division Office, Cheboygan Sherriff's Office	<ul style="list-style-type: none"> • Chief Bricker introduced Amber, Pellston 1st Responder who explained that when someone calls 911 Pellston, the 911 operator contacts the on-call volunteer “MFR” (Medical First Responder) who comes, gets vitals, provides comfort until EMS arrives. Pellston EMF responds to approximately 20 calls per month and cover 125 square miles. • This program is staffed by volunteers who receive \$10 per 12 hour shift. Most calls in Munro Twp. are medical. • If 911 call is made with cell phone the system usually knows where you are or can find you. • Recreation Division responsible for recreation “toys” on the water & trails, year round. Focus is on safety. • To contact this division, call 911, tell them it’s not emergency. • Can come track noise level of machines but equipment they currently have is not very effective. • Speed limits do apply to ORVs. DNR regulates operation of ORVs.
Minutes of the 2019 Meeting – Barb Huey	<ul style="list-style-type: none"> • Motion made by Bill Foster, seconded by Paul Nows, to approve minutes as written. Motion approved.
Treasurer’s Report –MES for Suzanne Witthoff (see attached)	<ul style="list-style-type: none"> • Proposed 2022 budget is essentially the same as last year; has been approved by the Executive Board. EB noted that there may be adjustments necessary to reflect new costs such as boat ramp replacement.
Committee Reports <ul style="list-style-type: none"> • Committee Summary - Mary Ellen Sheridan • Swimmer’s Itch – Frank Spezia for Kim Grant 	<ul style="list-style-type: none"> • Most Committee Annual Reports will be shared in upcoming eNews. • Last year’s Common Mergansers created this year’s Swimmer’s Itch (SI) & this year’s birds create next year’s cases. Reported cases on DL in 2020 was 50 cases and in 2021 has been 20 cases, all mild. • Swimmer’s Itch Solutions LLC has captured 5 broods with 37 chicks and relocated them to Lake Huron. Some hens were tagged for tracking and research. • Hooded Mergansers do not carry parasite necessary for SI.

<ul style="list-style-type: none"> • Boat Ramp – Stuart Case 	<ul style="list-style-type: none"> • Current ramp put in 1991 by DNR, who no longer maintains it. Currently that is shared by Cheboygan County Road Commission and Munro Twp. with some donations by DLIA. (Road Commission is responsible for access road to the water’s edge and Munro Twp. is responsible for boat ramp under water.) • Concrete segments are now deteriorating, exposing supporting rebar reinforcements. The plank farthest in the water has deteriorated the most and needs to be replaced. • MES has been in touch with both Cheboygan County Road Commission and Munro Twp. regarding the state of the DL boat ramp. A meeting to discuss next steps will be scheduled shortly.
<p>Unfinished Business</p>	<ul style="list-style-type: none"> • Paul Nows noted the New Business from the 2019 Annual Mtg. stated that Bob Watz requested that DLIA look into paving of the boat ramp access road. MES stated the EB did follow up; there was general consensus that DLIA should not be spending its resources for road improvements. Also, the matter was dropped as Munro Twp. did not pursue paving the access road as a Township priority. She also reminded the group that the motion was to approve the minutes of the Annual Meeting in Aug. 2019.
<p>New Business</p> <p>Election of DLIA Treasurer – MES/Bill Foster</p> <ul style="list-style-type: none"> • Proposed Bylaws/Articles of Incorporation – MES • Boat Ramp Access Road – Frank Spezia 	<ul style="list-style-type: none"> • As no member of the Nominating Committee was in attendance, Bill Foster (DLIA VP) brought the Nominating Committee’s Report recommending current Treasurer, Suzanne Witthoff, to the EB for a second term. The EB endorsed Suzanne’s candidacy. • No nominations from the floor. • Motion to approve Suzanne for Treasurer from Jerry Huey, second by Bill Foster. • Suzanne Witthoff as Treasurer approved by acclamation. • See attached proposed Amendment to Articles of Incorporation and Bylaws from August 19, 2021 Executive Board Meeting for specific language. • Motion to approve the Amendment to the Articles of Incorporation changes as proposed by Jerry Huey, second by Paul Nows. Motion passed. • Frank stated that he would like to see a good access road and boat ramp, stating that many DL people use the ramp as well as others in the community. <ul style="list-style-type: none"> • Ramp should be wider to accommodate new boat & trailer sizes. • Frank suggested paying for it by donating some money to Munro Twp. to upgrade what Munro Twp. & Cheboygan Cty. Road Commission might install or by raising DLIA dues. • MES noted that in the past DLIA has donated money to help pay for maintenance. Bylaws state that if we increase membership dues by 50% or more, a vote of the membership is required. MES also noted that it’s been about 10 years since dues were increased. (Note: Dues were last increased from \$10 to \$25 on January 1, 2014.) • Ron Witthoff stated that DLIA EB should get advice, separate from what Cheboygan Cty. and Munro Twp. give, as to what is needed on the ramp, before meeting with them.

Recognition of Volunteers – Gail Beaver	<ul style="list-style-type: none"> • Gail & MES recognized all Officers, Directors, Committee Chairs, Zone Reps, and anyone who volunteered to work for any committee, noting the number of people that make the organization run. Gail distributed small gifts of appreciation to Zone Reps in attendance. • Special recognition was given to Linda Alexander who has served as Zone Rep for 23 years, as well as President, Merchandise Chair and numerous other volunteer activities.
Gifts – Jennifer Bates, Kelly Davis	<ul style="list-style-type: none"> • Names were drawn for Douglas Lake merchandise; items distributed.
Adjournment – 8:58 pm	<ul style="list-style-type: none"> • Frank Spezia stated his appreciation for Mary Ellen as President. • Motion to adjourn by Paul Nows, seconded by Steve Alexander.
Minutes Submitted by: Barb Huey, Secretary	

DRAFT

DLIA Proposed Amendment to DLIA Articles of Incorporation

This information was reproduced from the 7/11/2021 DLIA eNews. It was also mailed USPS in mid-July 2021, to those members that do not have access to online email.

Amendment to DLIA Articles of Incorporation Proposed

When the DLIA Executive Board met May 26th, 2021, it reviewed proposed language for an Amendment to the DLIA Articles of Incorporation. The new Article describes a limitation of liability provision protecting officers, directors, and other voting members of the DLIA Executive Board in accordance with Michigan law when such voting members are acting in good faith in fulfillment of their duties on the Executive Board, the governing body of the Douglas Lake Improvement Association.

Incorporating this citation of protection provided by Michigan state law was recommended to be included in the DLIA Articles of Incorporation by Gail Gruenwald, Executive Director, Tip of the Mitt Watershed Council, and Legal Advisor to the Watershed Council. COVID restrictions since spring 2019 have delayed EB action on this item.

The Executive Board now seeks the approval of the DLIA membership to amend the Articles of Incorporation. The existing Articles of Incorporation and past Amendment are printed on pages 5-9 in the 2021 DLIA Membership Directory and available for review on the DLIA website at <https://www.douglaslake.org/about/>

Language of proposed a new Amendment (Article IX) is printed in full below:

ARTICLE IX

Pursuant to the provisions of Act No 162, Public Acts of 1982, of the State of Michigan, as amended:

- 1. The Officers, Executive Board Members, Zone Representatives or non-director volunteers of this Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of duty, except as otherwise provided in said Act.*
- 2. This Corporation assumes all liability to any person or entity other than the Corporation or its members, for all acts or omissions of an Officer, Executive Board Members, Zone Representatives or non-director volunteer of this Corporation incurred in the good faith performance of such Officer's, Executive Board Member's, Zone Representative's, or non-director volunteer's duties, or acts taken on behalf of this Corporation, as such, occurring the earlier of _____, 2021 or the filing date of this Amendment whichever is valid under applicant's Law.*
- 3. This Corporation shall indemnify all Officers, Executive Board Members, Zone Representatives, or non-director volunteers to the fullest extent permitted all as defined in, and provided under, Sections 561, 562, and 563 of said Act as amended.*
- 4. The foregoing provisions shall apply to the fullest extent permitted under any and all of the foregoing statutory provisions.*

If you have any questions about this proposed Amendment, contact Mary Ellen Sheridan at info@douglaslake.org.