



LONG LAKE ASSOCIATION BOARD MEETING MINUTES

For Wednesday, December 18, 2024

Zoom

5:00 PM – 6:30 PM

Call to Order–Roll Call

Call to order occurred at 5:09 p.m.

Attendees: Dave Baker; Brent Schnell; Rick Dahlstrom; Len Klein; Dave Porath; Karen Baker; Cam Corteggiano; Janice Moy; Cris Crew.

Absent: Pat Kessel, Mark Walkowiak

Approval of Agenda:

Motion by Dave Porath, seconded by Rick Dahlstrom and approved by BOD vote.

Approval of Prior Minutes:

Approval of Draft LLA Board Meeting Minutes for November 13, 2024. A motion by Karen Baker was seconded by Rick Dahlstrom and approved by BOD vote.

Member Comment:

Public Comment:

Any LLA member is permitted to address a meeting of the Association. Comments will be limited to 5 minutes per member. If there is more than one person from any organization, then a member shall be chosen to speak from the entire group. Public comment does not mandate a response from the board at that meeting, but it may be put on the next meeting agenda for discussion.

None

Old Business:

None.

New Business:

1. LLA/LLF Combination – Resolutions of the Board

The undersigned, for and on behalf of **Long Lake Association, Inc.**, a Michigan nonprofit corporation, does hereby certify that in accordance with the laws of the State of Michigan, at a duly noticed meeting of the Board of Directors of the Corporation (the “Board”) occurring on December ____, 2024, and held in accordance with the provisions of the Michigan Nonprofit Corporation Act, as amended (the “Act”) and the Bylaws of the Corporation, at which a quorum was present and the necessary votes were cast, the following resolutions were duly adopted and such resolutions have not been amended, rescinded or revoked:

WHEREAS, the Board has determined it is in the Corporation’s best interests to merge with and into **Long Lake Foundation**, a Michigan nonprofit corporation (the “Foundation”).

WHEREAS, the Board has been presented with the Agreement and Plan of Merger and exhibits thereto (the “Plan”) providing the terms and conditions upon which the Corporation will be merged into the Foundation, and must approve the Plan prior to presenting the Plan to the membership of the Corporation for approval.



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NOW, THEREFORE, IT IS:

RESOLVED, that the Board hereby authorizes and approves the Plan and the merger of the Corporation with and into the Foundation pursuant to the terms of the Plan, subject to and conditioned upon the approval of the merger by the membership of the Corporation, the Foundation and the Michigan Attorney General's Office (if required).

RESOLVED, FURTHER, that the Corporation shall submit the Plan for approval to the members in good standing of the Corporation.

RESOLVED, FURTHER, that subject to and conditioned upon the approval of the merger by the membership of the Corporation, the Foundation and the Michigan Attorney General's Office (if required), any officer of the Corporation, is authorized to take such other actions and execute and deliver such other documents as he or she deems necessary or desirable to carry out the foregoing resolutions and to accomplish the Corporation's obligations as set forth in the Plan and the merger of the Corporation with and into the Foundation, including the filing of the Certificate of Merger with the State of Michigan.

A motion in favor of the resolution was made by Dave Porath, seconded by Len Klein, and approved by unanimous vote of the Board.

2. **Proposed Changes to Committees in 2025** – Dave Baker reviewed the proposed changes to committees to add: a Fundraising Committee, a Boat Wash Committee and an Education Committee. The Water Safety Committee will be eliminated with its educational aspects added to the new Education Committee. Modifications to the descriptions of the Island Maintenance and the Lake Management Committee were proposed. All changes will be presented to the membership for approval at the Special Meeting. A motion in favor was made by Brent Schnell, seconded by Len Klein and approved by Board vote.
3. **Amendments to By-laws** – Amendments to the by-laws require approval of the Board and the membership. The proposed changes are contained in the Special Member Meeting Ballot and include: a) Article I, Entity, to revise the corporate name to be Long Lake Foundation, d/b/a Long Lake Association. The Association will operate as a 501 (c) (3) entity under the IRS code, b) Article II, Objectives, to add the words "and the associated watershed" following Long, Mickey and Ruth Lakes, c) Article IV, Organization, to increase the number of elected directors from n more than eleven to no more than nineteen, d) Article V, Voting by the Membership, to add the ability for members to conduct a vote via electronic ballot without the requirement of meeting in-person, e) Article VI, The Governing Body, Organization, to allow the Association to have two Vice Presidents during 2025. This action will allow the former President of the Foundation to join the merged entity as a Vice President. The number of Vice Presidents will return to one in 2026 following annual elections of officers in August 2025, f) Article IX, Committees, to add committees for Boat Wash, Fundraising and Education and eliminate the Water Safety Committee (partially moved to Education). Modify descriptions of Island Maintenance and Lake



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Management Committees, as described in the by-laws. A motion in favor was made by Rick Dahlstrom, seconded by Dave Porath and approved by Board vote.

4. **Set the date and voting process for the Special Meeting of the Membership** – A Special Meeting of the Members will be called on Thursday, January 23, 2025, at 4:00 p.m. The meeting will be held in-person at Gilbert Lodge, Twin Lakes Park, Traverse City. We will seek to put all the information online and provide an option for electronic voting. As we do with the Annual Meeting, in-person voting will conclude 30 minutes after the start of the meeting so that results can be announced during the meeting. A form of the ballot was reviewed by the Board. A motion in favor was made by Karen Baker, seconded by Brent Schnell and approved by Board vote.
5. **Discuss joint year-end letter and Boat Wash Campaign** – The Board had planned to have an announcement of the Boat Wash campaign announced in the year-end letter along with the planned merger of Long Lake Association with Long Lake Foundation. However, we weren't ready to present the details of the Boat Wash campaign and begin to accept donations. We needed more time to be certain that we got it right. As a result, the campaign launch will be delayed until the spring. It will be the first big announcement following the merger. The year-end letter is complete and is being mailed by the printer.

Committee Reports:

| Committee | Topics | Chair | Time/Mins |
|--|---|----------------------------|-----------|
| Financial Report | Review Financials/Budget Report | Janice Moy | 2 |
| Communication & Website Long Range Planning | Website Updates/ Facebook/Instagram | Dave Baker/Cam Corteggiano | 2 |
| Lake Management–Treatment | EWM Treatment Updates | Brent Schnell | 2 |
| Lake Management–Studies | NMC Lake Studies/Water Testing/Interns | Len Klein | 2 |
| Lake Management–Studies | Zebra Mussel Update/Benthic barrier pilot | Rick Dahlstrom | 1 |
| Lake Management–Prevention | Road Clean Up | Mark Walkowiak | 0 |
| Water Safety | Updates | Mark Walkowiak | 0 |
| Fishing Quality/Loon Mgt. | Updates | Pat Kessel/Rick Dahlstrom | 0 |
| Membership/Nominations Recreation/Social | Newsletter & membership update/Membership Events | Dave Porath | 2 |
| Community Affairs | Updates | Mark Walkowiak | 0 |
| Island Maintenance | Updates | Cam Corteggiano | 0 |

Treasurer's Report shows a cash balance as of 11/30/2024 of \$31,756.96. As previously voted, Cris Crew is now the Treasurer of LLA, effective 12/16/25.

Lake Management Studies – The NMC interns have not yet completed the final report. We have some concern that finishing the report is no longer a top priority of the interns. Len Klein will continue to work to have the interns complete the report.

Adjournment: Meeting adjourned at 6:22 p.m.



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Proposed 2024 Meetings/Events

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| <ul style="list-style-type: none">• April 10, 2024-LLA BOD Meeting• May 8, 2024-LLA BOD Meeting• June 3rd- LLA 2024 Annual Discussion Meeting/Welcome back to Paradise-Boone's Long Lake Inn; Time: TBD• June 25, 2024-EWM Treatment #1• July 10, 2024- LLA BOD Meeting• July 30, 2024-EWM Treatment #2 | <ul style="list-style-type: none">• August 14, 2024- LLA BOD Meeting• August 24, 2024- Annual Board Meeting-Boone's Long Lake Inn 9:00-11:00 am• September 11, 2024-LLA BOD Meeting• October 9, 2024-LLA BOD Meeting• November 13, 2024- LLA BOD Meeting• Adopt A Road Dates-Dates May 25th; Sept 7th. |
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