

**2017 Annual (Charter) Meeting  
Winnisquam Watershed Network  
July 29, 2017  
Leslie Roberts Park  
Belmont, NH**

The meeting began at 9:10 am with 50 members in attendance. Tom O'Brien, Executive Director of the New Hampshire Lakes Association, welcomed attendees and explained that the purpose of the meeting was to elect a Board of Directors, approve bylaws and discuss the tasks to be addressed by the Winnisquam Watershed Network (WWN). Tom gave a brief background on how the group came about and introduced Lisa Eggleston, who had spearheaded the effort, to chair the rest of the meeting.

Lisa Eggleston thanked Tom O'Brien and other members of NH Lakes for the assistance they provided to the steering committee in creating the WWN and the approximately 30 individuals who had participated in the steering committee meetings over the past year. Lisa described the need for a single lake association to protect, advocate for and celebrate all the wonderful aspects of Lake Winnisquam. Although many groups have an interest in the lake, there has historically been very little communication or coordination among those groups. The WWN aims to foster communication and collaboration on lake-related issues, and will be the only organization focusing exclusively on Lake Winnisquam and its watershed. She then summarized the work of the committee leading up to this charter meeting and read the mission statement that the group had developed, "The Winnisquam Watershed Network (WWN) is a collaborative effort of individuals and organizations acting to preserve and protect Lake Winnisquam for future generations."

The WWN's initial efforts will include the development and implementation of a comprehensive water quality monitoring program for Lake Winnisquam, the prevention and control of milfoil and other invasive aquatic species, and working with local municipalities to encourage and support planning on a watershed-wide basis.

Lisa explained that several groups have been conducting volunteer water quality monitoring on the lake for a number of years through the UNH Lay Lakes Monitoring Program (LLMP) and the NH DES Volunteer Lake Assessment Program (VLAP), but there has previously not been any coordination or data sharing between the two programs or the volunteers conducting them. At a meeting facilitated by John Edgar, the Community Development Director in Meredith, representatives of the WWN steering committee met last fall with the coordinators of the two monitoring programs and discussed the need for a more coordinated and comprehensive approach to monitoring. In response to that request the LLMP and VLAP coordinators drafted a tiered monitoring plan for Lake Winnisquam, the first tier of which volunteers started implementing this summer. The WWN aims to expand the monitoring program in the future as more resources and volunteers become available. Lisa stressed the importance of monitoring in being able to track changes to the water quality and identify sources of pollution.

With regard to milfoil control, Lisa read a letter to the group from Amy Smagula, the Exotic Species Program Coordinator at NH DES, describing previous milfoil

monitoring in being able to track changes to the water quality and identify sources of pollution.

With regard to milfoil control, Lisa read a letter to the group from Amy Smagula, the Exotic Species Program Coordinator at NH DES, describing previous milfoil management on the lake and indicating her willingness to work with the WWN on a coordinated and lake-wide approach to milfoil management. According to the letter, this new collaborative should help to more strategically implement prevention, early detection and strategic and integrated long-term management activities in Lake Winnisquam. To this end, NH DES will survey the lake as a whole during August and September 2017 and will use the findings of this survey to update the management plan for the lake. The WWN will pursue grant funding and solicit donations to fund the treatment of milfoil, hopefully beginning with the 2018 growing season.

The WWN is a member-supported organization, and dues will go toward supporting the goals of the Network. The WWN has also received several additional donations, both from individuals and organizations. Two neighborhood associations on the lake, Grey Rocks and the Lake Winnisquam Drive Association (Black Brook Rd residents in Meredith) have pledged a total of \$700 to support the Network's efforts and it is hoped that others will follow suit. The WWN will also be applying for grants and, as a single entity for the whole lake, expect to be in a good position to obtain grant funding.

Lisa then called on Cliff King who reported that the WWN will be providing logistical and safety support for a former US Marine amputee who is planning to swim the length of Lake Winnisquam on August 17<sup>th</sup>. Mike Welsch is an incredibly motivated individual who decided years ago, after losing one of his legs due to a motorcycle accident, that he would not let it slow him down nor dictate who he is. He has taken on several other NH lake swims already and is an accomplished marathoner and triathlete. The swim will start at about 7:30 at the Loon Preserve. Anyone who would like to swim, boat or kayak along can contact Cliff via the WWN email, [winnisquamwatershednetwork@gmail.com](mailto:winnisquamwatershednetwork@gmail.com).

The business portion of the meeting was next. Copies of the proposed WWN bylaws were distributed to the members for their review.

Lisa identified seven nominees interested in serving on the WWN Board of Directors, and three additional people nominated themselves at the meeting. The bylaws call for up to 15 members. The ten nominees described their backgrounds and interests in the lake, and Lisa pointed out that the slate of nominees included residents of all five towns on the lake. A motion was made and seconded to elect the following slate of Directors and Officers for a term of one year:

President: Lisa Eggleston (Meredith)  
Vice-President: Cliff King (Sanbornton)  
Treasurer: Ed Stephenson (Belmont)  
Secretary: Dean Anson II (Laconia)  
Director: Tom Mead (Tilton)  
Director: Judy Hughes (Meredith)  
Director: Jim Chapman (Belmont)  
Director: Terry Rasp (Sanbornton)  
Director: Frank Maaz (Meredith)  
Director: Tony Carita (Meredith)

The motion passed overwhelmingly.

After some questions and discussion regarding the proposed bylaws a motion was made and seconded to approve the bylaws as drafted (see attached). The motion passed unanimously.

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At next year's Annual Meeting, amendments can be made to the bylaws particularly regarding staggered term limits of the Officers.

With respect to the budget, Lisa explained that most of the WWN's expenditures are going to be in the summer season, with bills coming in through the fall, and planned expenditures will need to be on a seasonal basis. The WWN's fiscal year will therefore be commensurate with the calendar year, January through December. Since the annual meetings will be held in the summer the budget approved at this charter meeting will need to cover an 18-month period, through December 2018. Starting with next year's annual meeting the budget motions will cover a one-year period. She also explained that no one knows yet how much money the WWN will be able to generate, or what grant funds it will be able to obtain, but whatever funds are generated should be put to use in pursuing the WWN's mission.

The following motion was made and seconded:

"For the time period from now until the end of the fiscal year ending December 31, 2018 move to authorize the Board of Directors to expend such funds as are available for the purposes of conducting water quality monitoring and milfoil control, for administrative costs of the organization and for other such purposes as are consistent with the mission of the WWN."

After a brief discussion the motion passed unanimously.

At the conclusion of the business meeting Lisa thanked everyone for attending and asked that they help to spread the word about the Winnisquam Watershed Network and encourage friends and neighbors to support it. Various homeowner associations around the lake have been spreading the news about WWN as a way of increasing membership. Volunteers are also needed to help with water quality monitoring, weed watching/milfoil control, general administration including website management, social media development, grant writing, newsletter writing and fundraising. Anyone interested in helping should send an email to [winnisquamwatershednetwork@gmail.com](mailto:winnisquamwatershednetwork@gmail.com).

After some general discussion the meeting was adjourned at 11 am.

Respectively submitted:

Dean Anson II, Secretary

Winnisquam Watershed Network  
Bylaws  
Adopted July 29, 2017

**Article 1. NAME**

The name of this lake association shall be WINNISQUAM WATERSHED NETWORK, also known as WWN or Network for purposes of this document.

**Article II MISSION STATEMENT**

The Winnisquam Watershed Network is a collaborative effort of individuals, organizations, and State and local agencies acting to preserve and protect Lake Winnisquam and its watershed now and for future generations.

**Article III MEMBERSHIP**

Membership in the Winnisquam Watershed Network shall be open to any individual, household or business interested in preserving and protecting Lake Winnisquam and the area contiguous to Lake Winnisquam and who pay the annual member dues as established.

Members of the WWN shall elect the Board of Directors, including the slate of Officers, and determine the budget at an Annual Meeting to be held each summer.

- A member is deemed to be in good standing upon payment of dues. Dues will be set by the Board annually.
- The term of membership in the WWN shall be for one year starting on the date of the Annual Meeting in which the annual dues are paid, and ending on the date of the next Annual Meeting.
- All members in good standing are eligible to vote.
- Each dues-paying member shall have one vote.
- A simple majority shall rule the outcome of all votes.

The WWN may at times partner with affiliate in the pursuit of its goals. Such entities shall be considered ex-officio (non-voting) Network

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**Article IV BOARD OF DIRECTORS**

Board Members:

- The Board of Directors shall be elected by the membership of the WWN to oversee the affairs of the Network.

There shall be at least five and no more than fifteen Directors. When possible, aouldencourage involvement

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Members of the Board of Directors must be voting members in good standing.

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- The Board of Directors shall meet at least four times a year, at places and times to be determined by the Board, or, for exceptions to the regularly scheduled meetings, at the request of any four members of the Board of Directors. The Board may establish procedures for remote participation by its members in the meetings, e.g. via phone or teleconference.
- A quorum of at least one more than half the number of current members of the Board of Directors shall be in attendance or participating remotely for any votes to take place. A simple majority shall rule the outcome of all votes.
- The term of a Board member shall be one year, beginning with the date of the Annual Meeting at which they are elected.
- The Board of Directors shall have the authority to fill any vacant officer or board position

simple majority shall rule the outcome of all votes.

- The term of a Board member shall be one year, beginning with the date of the Annual Meeting at which they are elected.
- The Board of Directors shall have the authority to fill any vacant officer or board position until the next Annual Meeting.

Duties:

- The Board of Directors shall have general oversight over the business and affairs of the WWN.
- A majority of the Directors shall be a quorum to transact business at any meeting of the board.
- The Board of Directors may act on behalf of the WWN as long as no Association funds are expended or committed for amounts greater than the sum of \$300 for items not in the Budget.
- All dues, gifts, bequests, grants, net earnings, revenue and assets of the WWN shall be used only to further the purposes of and benefit of the WWN.
- No member of the Board of Directors shall be compensated except for necessary expenses on behalf of the WWN and approved by the Treasurer.
- Any Director may be removed by vote of two-thirds of the full Board of Directors, with one exception: any Director who is absent from four consecutive meetings of the Board shall be considered to have submitted his/her resignation, which may or may not be accepted by simple majority vote of the Board.

#### **Article V OFFICERS**

The Officers shall be the President, Vice President, Treasurer and Secretary. The term year for officers shall be one year from the day after the annual meeting until the next annual meeting.

Duties:

**President.** The President shall preside over all meetings of the Winnisquam Watershed Network and its Board of Directors and act on behalf of the Network. The president shall have check signing authority for the Network.

**Vice-President.** The Vice-President shall act on behalf of the President whenever the President is absent, or unable to discharge his/her duties.

**Secretary.** The Secretary shall maintain all records of the Network; shall record minutes of all meetings of the WWN and the Board of Directors; shall issue notices of meetings of the WWN and Board of Directors; and shall attend to WWN correspondence. He/she shall also maintain an up-to-date list of members.

**Treasurer.** The Treasurer shall cause regular books of account to be kept and shall render to the Board of Directors, from time to time as may be required, an account of the financial condition of the Network and shall perform all other duties properly required of the Treasurer by the Board of Directors. He/she shall be responsible for the collection of dues. (He/she shall file all necessary financial reports required by federal and state agencies.) The Treasurer shall have check signing authority for the Network.

#### **Article VI CONFLICTS OF INTEREST**

Each Officer and Director shall serve only for the charitable purposes of the WWN, and not for other expressed or intended reasons. Officers and Directors shall avoid conflicts of interest and the appearance of conflicts of interest. Any Officer or Director who has or suspects a conflict of interest should report it in writing to the Board.

#### **Article VII INDEMNIFICATION**

Directors and Officers shall not be personally liable for any debt, liability or other obligation of the WWN. Except as limited by New Hampshire law, the Network shall indemnify and hold harmless each Director or Officer who is made a party to any legal proceeding because he/she was or is a Director or Officer of the Network, provided that such Director or Officer acted in good faith and reasonably believed that his/her conduct was in the best interest of the Network. This indemnification shall extend to all settlements approved by the Board, all judgments or verdicts and all expenses of defense, including reasonable attorneys' fees.

#### **Article VIII NOMINATIONS AND ELECTIONS**

This indemnification shall extend to all settlements approved by the Board, all judgments or verdicts and all expenses of defense, including reasonable attorneys' fees.

#### **Article VIII NOMINATIONS AND ELECTIONS**

Each year a nominating committee appointed by the Board of Directors shall solicit volunteers for the Board and shall nominate a slate of Officers and Board members to be voted on at the Annual Meeting.

#### **Article IX COMMITTEES**

- Committees shall be appointed by the Board of Directors as needed.
- Any member and/or non-member may serve on a committee, however the committee chair must be a WWN member in good standing.
  - The term of each committee membership shall be one year from the date of appointment. Committee chairs and members may serve successive terms.
  - Each committee shall submit a written outline to the Board of Directors prior to the Annual Meeting for presentation at the Annual Meeting. Such report shall include a summary of its activities during the immediately preceding year, plans for the coming year, and a list of its current members and chair.
  - The funds of any committee that is dissolved or shall have had no meeting for a period of one year shall be turned over to the Treasurer and used as the Board of Directors may direct.

#### **Article X DISSOLUTION**

In the event of dissolution, and after payment of all appropriate obligations, any remaining assets of the Winnisquam Watershed Network shall be given to the following organization with the stipulation that it be used for the purpose of supporting efforts that will help to preserve and protect Lake Winnisquam:

New Hampshire Lakes Association, Inc.  
14 Horse Shoe Pond Lane  
Concord, NH 03301

Should the above named organization be unwilling or ineligible to receive the assets of the WWN at the time of dissolution, the membership shall choose another organization whose purpose and mission statement most closely reflects the purposes for which the WWN was established.

#### **Article XI BYLAW CHANGES**

These Bylaws may be amended at the Annual Meeting of the Network or at a special meeting called for that purpose by a majority vote of members in attendance. The complete text of any proposed Bylaw changes shall subject to review by the Board of Directors and shall be provided to the membership at least 30 days in advance of the meeting at which the vote is to take place.