

**THE MAUSTON CEMETERY ASSOCIATION
BY-LAWS**

ARTICLE I - HISTORY OF THE ASSOCIATION

The Mauston Cemetery Association was established May 16, 2011.

ARTICLE II - PURPOSE OF THE ASSOCIATION

The purpose of this organization shall be:

To provide orderly administration and operation of the Mauston Cemetery in accordance with Section 157.12 of the Wisconsin Statutes. Lot ownership and burial are open to any one who abides by the Rules and Regulations, and the By-Laws of the Association.

To provide care and maintenance of the aforementioned Cemetery to insure its beauty, efficiency and accessibility for the living, for properly identifying and honoring our dead for all time.

ARTICLE III - PURPOSE OF THE BY-LAWS

The purpose of the By-Laws shall be:

To act as a guideline for the Board of Trustees and the membership in general. As the needs of the Association change, these By-Laws can be changed or amended in order that the Association, through its Board of Trustees, may continue to perform its duties in an effective manner. The Annual Meeting or a Special Meeting called for that purpose shall be the time and place for amending the By-Laws.

ARTICLE IV - MEMBERSHIP

Membership in the Association may be obtained solely by means of the purchase of a lot, or space in the Mauston Cemetery; the purchaser of each lot or space assumes membership at the time said lot or space is purchased. Each member is obligated to abide by all rules and regulations of the Association as herein described. The opportunity to purchase a lot or space shall be open to all people, regardless of race, color or creed. Each member, by having obtained membership as described above, shall be privileged to cast a vote during elections for new board members at the annual meeting. Each member shall be entitled to one vote. In the event of the death of a lot owner, the person specified by the lot owner shall become a member. If any lot or space shall be held in joint ownership, the joint ownership, as such, shall be entitled to one vote.

ARTICLE V - ASSOCIATION MEETINGS

The Annual Meeting of the Association shall be held on the Third Monday of May every year or at such other time if deemed necessary by the Board. The time and place shall be determined by the Board. The **Secretary** shall be responsible for announcing this meeting twice in the local newspaper, and any other means designed to inform the membership of the Annual Meeting. This procedure shall also be used for any Special Meetings of the membership. A Special Meeting of the membership shall be called in the same manner as the Annual Meeting of the membership. There must be a quorum of Board Members present at the Annual Meeting. Board meetings may be called by the **Chairperson** and will be posted per State statute.

The Annual or any Special Meeting may be attended by any member as defined herein. The Annual Meeting is the forum in which Trustees are elected or re-elected. Amendments to these By-Laws may also be considered at any Annual Meeting or Special Meeting called for that purpose. After the first Annual Meeting, the **Secretary** shall read the minutes of the last Annual Meeting.

The Annual or Special Meeting shall be presided over by the **Chairperson**. In the absence of the **Chairperson**, the **Secretary** shall preside. The **Secretary** shall also take minutes of the Annual or any Special Meeting. "Robert's Rules of Order" shall govern the conduct of all such meetings.

All members physically present at any such meetings shall have the right to address the **Chairperson** or other members of the Board about concerns they have on the affairs of the Association, as identified on the agenda.

The order of business at the Annual Meeting of the members, and as far as possible, at all other meetings of members shall be as follows:

- Call to order
- Reading of notice of meeting and proof of same
- Reading and approval of any unapproved minutes
- Member input
- Annual reports of officers and committees
- Election of trustees
- Unfinished business from previous meeting
- New business
- Adjournment

ARTICLE VI - BOARD OF TRUSTEES

The business and property of the Association shall be managed in accordance with the statutes of the State of Wisconsin, the Articles of Organization of the

Association and By-Laws of the Association as herein described and by a Board of Trustees, said Board to consist of five voting members.

The election of Trustees shall be held at the annual meeting of the Association. The election shall be by ballot, unless some other form of voting is accepted. Each member of record present in person or represented by proxy shall be entitled to one vote regardless of the number of lots or spaces held. The proxy shall present a letter verifying their right to vote.

Trustees shall first be elected as follows:

One Trustee for a term of one year.

Two Trustees for a term of two years.

Two Trustees for a term of three years.

As the term of office of each Trustee expires, each Trustee shall thereafter be elected for a term of three years until his successor shall have been duly elected and does qualify.

The loss of membership by a member by reason of his transfer of ownership of his lot or space, or by reason of his refusal to abide by the rules, regulations and by-laws of the Association shall constitute a resignation of any office he may hold in the Association.

Whenever a vacancy shall occur on the Board of Trustees or in any office of the Association by reason of death, resignation or otherwise, such vacancy shall be filled without undue delay, by a majority vote of the remaining members of the Board. The person, or persons, so chosen shall hold such office until the next annual meeting of the Association or until his successor shall be duly elected and does qualify.

Trustees shall receive no compensation for their services as members of the Board, but may be compensated for actual work performed or services rendered, at the direction of the Board, in furtherance of the care and preservation of the property of the Association.

Any person who is a member in the Association can be nominated to sit on the Board of Trustees with three exceptions. One: No paid employee of the Association can be a Board member. Two: There can only be one member of a family sitting on the Board at a time. Three: There will be a member of the Mauston Public Works Department on the board. A simple majority (51%) of the elected trustees shall be deemed to be a quorum. A quorum is necessary for the Board to conduct any business or vote on any matter.

Once a year, immediately following the Annual Meeting, the Board shall meet and elect by simple majority vote (51%), the Officers for the Board. Officers shall serve for one year. However, an officer may serve more than one year if reelected by the Board. The officers shall consist of a **Chairperson, Secretary and Treasurer.**

ARTICLE VII - OFFICERS & DUTIES

The officers of the Association shall be a **Chairperson**, a **Secretary** and a **Treasurer**. Officers may be combined at the discretion of the Board. Officers shall be elected for a term of one year or until their successors are elected and do qualify.

Officers of the Association shall be elected by the Board of Trustees immediately after the Annual Meeting. All officers shall be elected by ballot.

The officers must be members of the Board of Trustees. The **Chairperson** shall be responsible for calling to order meetings of the Board. This includes naming the time and place of all such meetings which shall be communicated to all Trustees. The Chairperson shall follow the guidelines set forth in the most recent version of "Robert's Rules of Order." The Chairperson shall be responsible for making the agenda for any meeting of the Board.

The **Secretary** shall record the minutes of the meetings of the Board and submit same to each Trustee at the next meeting. All minutes from the last meeting must be approved or disapproved at the next regularly scheduled meeting. The Secretary shall also record the minutes of the Annual Meeting and submit the same to each Trustee at the next scheduled meeting and to the members at the next Annual Meeting. The Secretary shall provide for the issuance of notices, agendas and supporting documents of all meetings. All minutes shall be filed upon approval.

The **Treasurer** shall keep or oversee the keeping of the financial records of the Association. The Treasurer will insure that all monies received and all monies paid out are properly recorded. The Treasurer shall report to the Board the financial status of the Association on a regular basis. The Treasurer shall authorize the issuance of checks for payment of all current cemetery maintenance bills or accounts and make such other payments as shall be directed by the Board of Trustees. The Board may impose dollar limits over which the Treasurer may not spend on any item without the specific approval of the Board.

In the event of the absence of the **Chairperson** at any meeting, the **Secretary** shall perform such duties as set forth above. In the absence of the **Secretary** then the **Treasurer** shall perform such duties.

Any officer may be relieved of his or her duties by the majority vote of the Board at any meeting.

ARTICLE VIII - FINANCES

- I. **Introduction:** The purpose of this statement is to establish guidelines for the prudent investment of Association assets. This policy driven approach reduces the board's and investment manager's propensity to act impulsively during market changes. The policy furthermore provides parameter for the portfolio by providing guidelines for selecting appropriate investments. It is recognized by the Board of Directors that objectives and circumstances can change and that this policy may be modified in a prudent manner at some point in the future.
- II. **Investment Objective:** Assets of the Association shall be invested in a manner consistent with the exercise of ordinary care and prudence under the facts and circumstances prevailing at the time of the investment action as required by Wisconsin law.
The goal of the Association is to seek as much income as possible consistent with preservation of capital while considering the potential for some capital appreciation.
- III. **Risk, Asset Selection, Asset Allocation and Restrictions:**
 - In order to minimize risk in the portfolio, all assets must be invested in US Government Securities, FDIC Insured Deposits; BBB/bbb rated Bonds or better, as determined by the rating agencies Standard and Poors and Moodies or similar companies, ("Investment Grade") or dividend paying stocks listed on the New York Stock Exchange.
 - No more than 5% of the total assets of the Association may be invested in any one company's stock or bond.
 - No more than 20% of the total assets of the Association may be invested in stock of NYSE companies.
 - No more than 70% of the Association's assets may be invested in "Investment Grade" bonds.
 - Government guaranteed issues and it agencies are excluded from these limitations.
 - No Investment of private company's bonds may have a maturity of more than 12 years.
 - Maturity dates of all Certificates of Deposit, Treasury Notes, Bills, and bonds and corporate bonds will be staggered to provide liquidity and to reduce interest rate risk in the portfolio.
 - An amount equal to one year's subsidized financial needs or projected needs will be maintained in a money market, checking or other available vehicle at all times.
 - All other investments are prohibited.

ARTICLE IX - RULES & REGULATIONS

It is the responsibility of the Board to establish Rules and Regulations to control and manage the operation of the cemetery; the conveyance of grave spaces or niches; and controlling the over-all appearance of the cemetery including the authority to define what will be acceptable or unacceptable when decorating individual graves and grave spaces. It is important to think of the proper decorum of the cemetery as a whole, and not just some individual graves. Consideration for the feelings of owners of other grave spaces is necessary. The Board shall make these Rules and Regulations available to the public.

ARTICLE X - APPLICABLE LAWS

In interpreting these By-Laws, Wisconsin law shall apply. These By-Laws do not become effective until adopted by simple majority vote (51%) of the membership present at an Annual Meeting.

These By-Laws were duly approved by the membership of the Mauston Cemetery Association on the 21st day of May, 2012.

ATTEST:

Rdy Aunt Chairperson
Dorie Quist Secretary
Mary Ellen Hamil, Treasurer
Margaret J. Phelley
Chad Peterson City of Mauston Public Works