

# **Silver Lake Land Trust**

## **Annual Report 2021**



# Agenda

## Silver Lake Land Trust

### 2021 Annual Meeting

Saturday August 7, 2021

- |  |   |
|--|---|
| 1. Call to Order   | Ann Colony  |
| 2. Update on Stoney Beach  | Ted Braun and<br>George Colony  |
| 3. Minutes of 2018 Annual Meeting<br>Minutes of 2019 Annual Meeting<br>Minutes of 2020 Annual Meeting      | Ann Colony  |
| 4. Financial Report  | Bob Gogolen   |
| 5. Membership Report and<br>Vote on new Membership levels  | Linda Braun   |
| 6. Conservation Report   | Ann Colony  |
| 7. By-Law Changes/Vote   | Ann Colony  |
| 8. In Memoriam<br>Wally Francis<br>Walter Rohr<br>Howard Ross<br>Richard Ryan<br>Pam Shaw<br>Ken Whittaker | Eleanor Drury<br>Ann Colony<br>Ann Colony<br>Colin Kennard<br>Bob Gogolen<br>Ann Colony |
| 9. Trustee Nominations/Elections   | Gretchen Lapham   |
| 10. Stewardship Award  | Ann Colony  |
| 11. Speaker  | Karen Seaver  |

Karen Seaver is a Staff Ecologist at the Harris Center for Outdoor Education as well as an Adjunct Instructor at Keene State College where she teaches courses in Ecology and Sustainability. She will speak on Cyanobacteria Monitoring in local lakes.

# **Silver Lake Land Trust**

## **Mission**

It is the mission of the Silver Lake Land Trust (SLLT) to protect the natural resources and environment of the Silver Lake area by preserving as much land as possible in an open, undeveloped state. To carry out this mission the SLLT will:

- educate and inform Silver Lake residents and appropriate officials and agencies in Harrisville and Nelson regarding the value of conserving land around Silver Lake;
- encourage Silver Lake landowners to donate or sell conservation easements on their properties;
- acquire conservation easements from landowners and, as appropriate, use mechanisms other than conservation easements – e.g. deed restrictions, purchase of land, purchase of rights of first refusal – to conserve land;
- work with other conservation organizations to help them conserve land in the Silver Lake area;
- ensure that existing conservation easements are being monitored and that the provisions of those easements are being scrupulously followed;
- when requested by landowners who have donated easements or are thinking of donating easements, work with such landowners to ensure that the Towns of Harrisville and Nelson provide property tax benefits that the landowners are entitled to under state law;
- support the strengthening and enforcement of planning and zoning

ordinances in the Towns of Harrisville and Nelson that tend to promote land conservation; and

- work with the Silver Lake Association of Chesham and Nelson and with conservation organizations to protect the natural resources and environment of Silver Lake.

## **Silver Lake Land Trust**

### **Purpose**

Review accomplishments and identify priorities for next five to ten years by:

1. Identifying properties without conservation easements that have most impact on the Silver Lake environment
2. Identifying areas of cooperation with Harrisville, Nelson and other relevant conservation committees and groups

# **Silver Lake Land Trust**

## **Minutes of 2018 Annual Meeting**

Saturday, August 18, 2018  
Brantwood Camp, Nelson, NH

### **Call to Order**

Silver Lake Land Trust Chair Sal Mollica called the meeting to order at 10:00 am, expressing thanks for the good weather (which would not turn out to be prophetic), giving thanks to Ann and George Colony for providing the refreshments, and to Bob Gogolen, Colin Kennard and Julie Pakradooni, who arranged for the chairs.

### **Secretary's Report**

Secretary Doug Miller submitted the minutes for the 2017 Annual Meeting, which were included in the Annual Report distributed prior to the meeting starting on page 4. There were no additions or corrections to the minutes. There was a motion that the minutes be accepted as submitted; the motion was seconded. There was no discussion, and the motion passed.

### **Treasurer's Report**

Treasurer Bob Gogolen invited all to review the Treasurer's Report located on pages 7 and 8 in the Annual Report. There was a deficit for the year totaling \$45,733.31. A deficit is unusual for us, but the SLLT provided \$55,000 to the Harris Center in anticipation of the Westside easement closing. Net assets of the trust total \$176,233.48.

The SLLT will be donating almost all of our assets to the Harris Center toward the Westside easement at the end of 2019. We plan to hold back enough assets to cover expenses for the remainder of the fiscal year.

A motion was made and seconded to accept the Treasurer's Report as submitted. The motion passed.

### **Membership Report**

Linda Braun referenced the Membership Report on page 9 of the Annual Report. Linda reported that the SLLT has 48 members – not as many as last year - of which 9 were Conservators and 23 were Protectors. In 2017, there were 94 members; In 2016 there were 89 members; in 2015, 100 members. Membership totals are down because the SLLT is concentrating on fund raising for the Westside easement rather than attempt to collect dues.

A motion was made and seconded to accept the Membership Report as submitted. The motion passed.

### **Memoriam**

A moment of silence was held in honor of Dana Bemis, Bruce Ellis, Sally Orcutt, Richard Pipes, John Rowse, Caryl Rider, and Elizabeth Wisda.

### **Easements**

Vice chair Eleanor Drury directed attention to page 11 of the Annual Report, and then reported on the progress of fund raising toward the Westside easement – 50 acres of land owned by the Seaver Silver Lake Farm Trust (SSLFT) on the south side of Westside Road. The easement is scheduled to close in December 2018. She is very encouraged by fundraising so far but there remains a gap. When this easement is closed, 915 acres of land in the Silver Lake watershed – 335 acres owned by the SSLFT – will be under conservation protection. That is 80% of the watershed and includes 2.9 miles of protected shoreline.

On behalf of the SLLT, Eleanor expressed thanks to Stephen Froling of the Harris Center (HC), as well as to Paul Geddes and John Newcombe of the SSLFT.

Sal added special thanks to Eleanor and to Doz Delori for leading the fundraising efforts toward the Westside Easement.

### **Soak Up The Rain**

Sal Mollica reported and directed attention to page 12 of the annual report. Soak Up the Rain is finished, though there are individual projects that remain in progress. Projects completed using these funds and volunteer labor include rehabilitation of the rain garden at the boat launch area; infiltration steps at the Ellis property on Eastside Rd; infiltration steps and an infiltration bed at the boat launch area, including the placement of boulders to help hold up the shore.

Fencing will be added to the boat launch area to try to direct people toward the steps and away from the sensitive areas that erode quickly. Thanks to Colin Kennard for the fencing, which will be installed soon.

Sal gave special thanks the Harris Center, the Silver Lake Association, Ted Braun, New Hampshire Department of Environmental Services (DES), and the Monadnock Conservancy.

Following the Soak report there was discussion about the dangers of speeding vehicles in the area of the boat launch, particularly as Breed Rd has been improved. The SLLT will contact the town to see what options there are to help slow traffic and keep the area safe.

### **Trustee Nominations/Elections**

Peter Allen offered thanks to all members of the Class of 2018. There are no additions to the Board of Trustees and all members of the Class of 2018 – Bob

Gogolen, John Croteau, Bill Gurney, and Nik Putnam – have agreed to remain on the board as the Class of 2021.

Peter Allen moved that the following members be nominated to serve on the Board of Trustees as the Class of 2021: Bob Gogolen, John Croteau, Bill Gurney, and Nik Putnam. The motion was seconded. There was no further discussion, and the motion passed.

### **Stewardship Award**

The 2018 SLLT Stewardship Award recipient was introduced by Doug Miller. The Stewardship Award was presented to Julia Rowse in recognition of her many efforts toward conservation in the Silver Lake watershed.

### **Program**

Sal Mollica introduced the guest speaker, Sarah Steiner, the coordinator of the NH DES Volunteer Lake Assessment Program (VLAP). Sarah discussed the current condition of Silver Lake, and trends that have been noticed over time, and how Silver Lake compares with other bodies of fresh water in NH.

There was an unfortunate downpour as Sarah started her presentation. The highlights of her presentation:

Chlorophyll is measured and analyzed. It's better for this to be low. The range found in Silver Lake is a lot less than others throughout the region and state-wide and remains stable.

Clarity is measured. It's better for this to be high. This has declined over time.

Phosphorous is measured. It is better for this to be low. This has decreased over time and remains stable.

Conductivity is measured. It is better for this to be low. This has decreased over time, and this is unusual compared with most lakes.

Sarah then answered some questions. She said that the quality of Silver Lake is great. When asked what else we can do to improve water quality, she said that we in the lake community are doing as much as we can already. When asked about how to control the effect of road debris, Sarah said that we are not alone in this being a problem. Motor boats remain a problem for erosion of the shore line from wakes, though engine exhaust is less of a problem now. When asked about a 50-year time frame regarding the effects of climate change, Sarah said there will be changes, but that it is hard to predict changes in quality. Ice out is trending earlier over time, and there is earlier plant growth. When asked why there appears to be less algae this year, Sarah didn't know the exact reason. Because it was hot early, as well as having higher levels of rain, we might have expected more rather than less algae.

Sarah's presentation can be downloaded or viewed from the SLLT web site at the address:

<http://bit.ly/SteinerSLLT2018>

**Adjournment**

With no further business, Sal quickly thanked all of those who attended, and congratulated those who stayed dry. There was a motion to adjourn which was seconded and approved. The meeting was adjourned at 11:10 am.

Respectfully submitted,  
Doug Miller  
Secretary, Silver Lake Land Trust

# **Silver Lake Land Trust**

## **Minutes of 2019 Annual Meeting**

Saturday, August 17, 2019  
Wells Memorial School, Harrisville, NH

### **Call to Order**

Silver Lake Land Trust Chair Ann Colony called the meeting to order at 10:00 am, expressing thanks to Linda Braun and Julia Pakradooni for providing for refreshments. Ann also gave thanks to past-Chair Sal Mollica (who was not present) for all of his great work in the past, and particularly for guiding the SLLT through the big conservation easement and other important projects during his tenure as Chair.

Ann recognized George Colony, who announced that a small group had been formed to research details at the area around Stoney Beach – who owns which land, which entity may or may not be responsible for monitoring safe use of the area, etc. The group plans to take about a year to finish its research and report back at the 2020 Silver Lake Association Annual Meeting with its findings.

### **Secretary's Report**

Ann recognized SLLT Secretary Doug Miller for the Minutes of the 2018 Annual Meeting. Unfortunately, due to an error, the minutes were not included in the 2019 Annual Report, so the minutes for 2018 will be submitted at next year the 2020 Annual Meeting for approval.

### **Treasurer's Report**

Ann recognized Treasurer Bob Gogolen, who referenced the Treasurer's Report on pages 4 and 5 of the Annual Report. The SLLT has \$19,389.90 in assets. The SLLT lost a net of \$156,853.48 in the last year, because of the donation to the Harris Center for the completion of the Westside Easement in December 2018. The SLLT collected \$11,694.57 in dues and donations. Besides the Westside Easement, expenses were ordinary. As the SLLT anticipates no major projects soon the plan is to rebuild the treasury going forward.

A motion was made and seconded to accept the Treasurer's Report as submitted. There was no further discussion, and the motion was approved.

### **Membership Report**

Ann recognized Trustee Linda Braun for the Membership Report. Linda referred everyone to pages 6 and 7 in the Annual Report. SLLT ended the fiscal year with 107 members, which is slightly more than in recent years. Linda believes that we gained

more members during the fund-raising efforts for the 2018 Westside Easement. Typically, the SLLT has had between 80 and 100 members. Dues collection for 2020 will begin with a mailing in October

### **Easements**

Ann recognized Vice-Chair Eleanor Drury to report on conservation easement activity. Eleanor referred to the map on the cover page of the Annual Report, which shows conserved land around Silver Lake, as well as pages 8 through 11 in the Annual Report. The Harris Center purchased a conservation easement on over 50 acres of land across Westside Road from the Seaver Silver Lake Farm Trust in December 2018 primarily using funds donated by the folks listed on pages 9 through 11. There are now 2.9 miles of shoreline – 63% of the shoreline – as well as nearly 80% of the land in the watershed conserved permanently. In addition to the 115 listed donors, the SLLT expresses thanks to the Harris Center (particularly Jeremy Wilson and Stephen Froling), John Newcombe, Paul Geddes, and to Edgar Seaver (in memoriam) for everything that they have done to conserve this land and the other Seaver/Geddes parcels in the watershed.

The history of conservation of the Seaver Silver Lake Farm Trust land is listed on page 8 of the Annual Report, detailing approximately 330 acres of Seaver/Geddes land that is now conserved in three different efforts in 2010, 2015, and 2018.

### **Soak Up the Rain**

Ann recognized Colin Kennard, speaking on behalf of Sal Mollica. Colin referred everyone to pages 12 and 13 in the Annual Report. Soak was a partnership between the SLLT and the NH DES, Silver Lake Association, and the Monadnock Conservancy. The goal was to implement small projects that would maintain and improve the water quality within the watershed. Four projects were completed: infiltration steps on private property; infiltration steps at the boat launch area; cleaning and improvements to the rain garden at the boat launch area; and an infiltration bed at the boat launch area.

The projects are almost done. All that is left to do is to complete fencing at the parking area to try to direct people away from sensitive areas and toward the infiltration steps. Signs will be added as well.

Ann expressed thanks to Colin, who volunteered his time to install the fencing at the boat launch area.

### **Trustee Nominations/Elections**

Ann recognized Vice-Chair Eleanor Drury, who presented the Trustee Class of 2022 for approval. Eleanor first expressed thanks to Trustee Ken Bacon, who is retiring from the Board of Trustees, for six years of service to the SLLT.

Eleanor moved that the following slate of Trustees be approved as the Class of 2022: Doz Delori; Dennis Fallon; Ruth Jacobson-Hardy; Doug Miller; and Sal Mollica. The motion was seconded. There was no discussion, and the slate of Trustees was approved.

### **Stewardship Award**

Ann recognized Trustee Julia Pakradooni to announce the 2019 Stewardship Award winners. Julia said that the Stewardship Award would go this year to two very passionate stewards of Silver Lake: Paul Geddes and John Newcombe. The members of the SLLT expressed gratitude to both Paul (who was not able to attend the meeting) and to John, who accepted the awards gratefully on behalf of Paul and himself.

### **Program**

Ann recognized Trustee Doz Delori to provide a history of the SLLT and its conservation efforts. Pages 14-23 detail the efforts dating back to around 1960 (well before the formation of the SLLT). Doz focused on three projects that detailed motivations and obsessions that drove SLLT and its members to mazing conservation efforts. Brantwood Camp easement became the genesis of the SLLT; the sale of Camp Marienfeld to a group of lake residents and its ultimate donation to what was then Browne and Nichols School launched an effort that 25 years later ended in Buckingham Browne and Nichols conserving the land through an easement, and which also spurred the SLLT to help get neighbors on Sunset Hill to protect their land as well. And financial pressure on Paul Geddes led to 3 extraordinary easements over a 9-year period starting in 2010.

### **Adjournment**

With no further business, a motion was made and seconded to adjourn the Annual Meeting. After no further discussion, the members approved the motion and the meeting was adjourned at 11:00 a.m.

Respectfully submitted,  
Doug Miller  
Secretary, Silver Lake Land Trust

## **Silver Lake Land Trust**

### **Minutes of 2020 Annual Meeting**

Saturday, August 8, 2020

Brantwood Camp, Nelson, NH

#### **Call to Order**

Silver Lake Land Trust Chair Ann Colony called the meeting to order at 10:10 am. Ann recognized Trustee Bill Gurney, who introduced a guest, Doug Sutherland, the new director of Brantwood Camp, who welcomed the SLLT.

Because of the Covid-19 pandemic, this will be a very brief Annual Meeting, focused mostly on the election of the new slate of Trustees.

#### **Trustee Nominations/Elections**

Ann recognized Vice-Chair Eleanor Drury. Eleanor thanked the outgoing Class of 2020, particularly retiring Trustees Barbara Ross and Laurie Appell, for their service to the SLLT. Eleanor then presented the Trustee Class of 2023 for approval.

Eleanor moved that the following slate of Trustees be approved as the Class of 2023: returning Trustees Ann Colony, Eleanor Drury, Peter Allen, Linda Braun, Josh Houle, Colin Kennard, Gretchen Lapham, and new Trustees Jazimina MacNeil, and Kathy Manfre. The motion was seconded. There was no discussion, and the slate of Trustees was approved.

#### **New Business**

Ann Colony opened the meeting to any new business. Dennis Fallon noted the recent posting of No Trespassing signs on the conserved

lands in Harrisville and Nelson. Dennis asked if the Board of Trustees was aware of these postings. Ann replied that she was aware of the postings, which were done by the private landowner and the Harris Center, who hold the conservation easements to the land.

Dennis then asked about the Stoney Beach Advisory Group (SBAG), which seems to be taking action without any input from the SLLT or Silver Lake Association (SLA). Dennis expressed concern about this. Ted Braun, who is a member of the SBAG, answered that the intention was to provide a fact-finding report to the SLA meeting in July, but because of the pandemic, that will be delayed until next summer. In the meantime, the Harrisville Select Board has become involved, so that is why it appears that action is being taken. The SBAG is still gathering information and still planning to present data and analysis to the SLA next summer.

Chick Colony asked about a moment of silence for the former members who have passed since last year. Ann said that the SLLT is planning a more thorough program at next year's meeting, but did lead a moment of silence for Wally Francis, Howard Ross, and Walter Rohr.

### **Adjournment**

At 10:25 a.m., with no further business, Ann asked for a motion to adjourn. A motion was made and seconded, and the motion was approved without discussion.

Respectfully submitted, Doug Miller Secretary, Silver Lake Land Trust

## Silver Lake Land Trust

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### Statement of Operations

July 1, 2020 – June 30, 2021

Ordinary Income/Expense	
Income	
Direct Public	
Support	15,172.68
Total Income	<u>15,172.68</u>
Gross Profit	15,172.68
Expense	
State Fees	100.00
Accounting & Legal	1,500.00
Operations	561.36
Insurance and	
Misc	570.00
Meetings	128.70
Total Expense	<u>2,860.06</u>
Net Ordinary Income	<u>12,312.62</u>
Net	
Income	<u><u>12,312.62</u></u>

# Silver Lake Land Trust

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## Balance Sheet

June 30, 2021

ASSETS	
Current Assets	
Checking/Savings	<u>48,804.99</u>
Total Current Assets	<u>48,804.99</u>
TOTAL ASSETS	<u><u>48,804.99</u></u>
LIABILITIES & EQUITY	
Equity	<u>48,804.99</u>
TOTAL LIABILITIES & EQUITY	<u><u>48,804.99</u></u>

# Silver Lake Land Trust Membership 2021

## Conservator

Jonathan Allen  
Ann & George Colony  
Francois & Rosamond Delori  
Doug & Theresa Miller  
Lauren Mollica & John Courtney

Judy & Jim Putnam  
Susan & Fred Putnam  
Carolyn A. Reith  
Wendy & Larry White

## Protector

Peter Allen & Susan Allen  
Ken Bacon  
Mark & Karen Bemis  
Dagmar Chretien  
Pat & Chick Colony  
Eric & Hilary Conors  
John & JoAnn Croteau  
Eleanor Drury  
Pam & Punch Elliott  
Dennis & Elaine Fallon  
Lynn Francis & Doug Shippee  
Bob Gogolen & Beth Caldwell  
Jill & Ridge Hall  
Kris & Dick Hill  
Josh Houle  
Howard Land Trust  
Ruth & Michael Jacobson-Hardy  
David Kennard  
Wendy Klemper  
Kate & John Luce  
Bob Ludlow

Brian & Kathleen Manfre  
Hugh & Mimi Mason  
Kathryn Miner  
Salvatore & Mary Beth Mollica  
Ed Moura & Sharman Howe  
Julia Pakradooni  
Tom & Izola Porter  
Nik Putnam  
Judith Putzel  
Barbara Ross  
Seaver Silver Lake Farm Trust  
Bonnie Shepard & David Holmstrom  
Gay Morris & Larry Siegel  
Gordon Snyder  
Hardie Stevens  
Bill Walker & Jennie Norman  
Paige Walker  
Astrid and Todd Warden  
Barbara Watkins  
Mike & Amy Watts  
Rick Weyerheuser & Annie Brew

## Regular

Richard Austermann  
Francis & Sarah Bacon  
Pam Banks  
Claudine Bing  
Peter & Susan Bramley  
Linda & Ted Braun  
Richard Clark  
Tom & Irmin Clark  
Benjamin Dexter  
Brenda Ellis  
Ryan & Alinna Ellis  
Edith Fallon & Kristin Rowse  
Jeff Francis  
Barbara Gendron & S&J Hodgkins  
William Glazier  
Judith Grimaud  
William & Margaret Gurney  
Taddy & Karen Hall  
Zach & Katherine Houle  
The Inn at East Hill Farm  
Thomas & Susan Johnston  
Vaughn A. Johnston

Thomas & Shannon Johnston  
Rebecca Kelly  
Colin Kennard  
Gretchen & Henry Lapham  
Linda Lindgren  
Barrie M. White, Jr. LLC  
Eleanor MacDonald / Alex Kobak  
Jazimina MacNeil  
Terry Mednick  
Laura Miles & Tim Miles  
Mark Mollica Family  
Katie & Adam Motherway  
Parliman Silver Lake Family Trust  
Jane Shuffleton  
Linda Singer & Greg Rothman  
Don & Rebecca Snyder  
Noah Sobe / Amy Shuffelton  
Charlotte Stanley  
Jane Krystal / Don Towsley  
Paula Trombley  
Roberta Wingerson

For the time period of:  
July 1, 2020 – June 30, 2021

**Silver Lake Land Trust  
2021 Annual Meeting  
Proposed Changes to Membership Levels  
Endorsed by the Board of Trustees**

**Membership Levels Today:**

- Regular @\$35, one membership, one vote, listed in annual report
- Protector @\$125, one membership, one vote, listed in annual report
- Conservator @\$500, one membership, one vote, listed in annual report
- Steward \$\$2,000, one membership, one vote, listed in annual report

**Proposed Changes (new levels in bold):**

- Regular @ \$35, one membership, one vote, listed in annual report
- **Advocate @\$75, one membership, one vote, listed in annual report**
- Protector @ \$125, one membership, one vote, listed in annual report
- **Guardian @\$300, one membership, one vote, listed in annual report**
- Conservator @\$500, one membership, one vote, listed in annual report
- **Benefactor @\$1250, one membership, one vote, listed in annual report**
- Steward @\$2,000, one membership, one vote, listed in annual report

Changes made to the membership levels were suggested in order to fill in some of the gaps in our current ask.

## **Conservation and Easements Report Silver Lake Land Trust 2021 Annual Report**

One of the reasons Eastside Road is so attractive is that there are no buildings on its eastern side. This is thanks to generations of landowners who have chosen to not build on that side of the road, leaving it wooded and undeveloped.

In 2015, Bob Gogolen and Jim Putnam organized a project to have owners of seven of the small lots on a portion of Eastside Road add mutually exclusive deed covenants on their properties to prevent the lots on the east side of the road from being developed. Some of these lots are too small to be built on individually, but the covenants will prevent them from being combined and developed. These are lots that are too small for traditional conservation easements, but they are now protected from development with mutual covenants, enforceable by the landowners and by Silver Lake Land Trust.

Last fall, the five landowners of the remaining small lots on Eastside Road all agreed to work on adding similar covenants preventing development on their small lots. Although COVID has slowed down this process, we will start up work on this again soon. Thanks to all the landowners who are so willing to work on this with us!

## **Proposed Changes to the By-Laws Silver Lake Land Trust 2021**

The Board of Trustees of the Silver Lake Land Trust (SLLT) recommends the following changes to the By-Laws:

Under Article III - "Board of Trustees" - we add the following Section 7:

**Section 7. Emergency Powers for Trustees. If there is some event that prevents the Silver Lake Land Trust from holding its Annual Meeting of members before September 1 - an event such as, but not limited to, a declared national, state, or local emergency - the Board of Trustees may temporarily adopt the following powers normally reserved**

**for members: (a) Determine how many of the vacancies in the Board of Trustees should be filled; (b) Nominate Members of the Corporation to serve as Trustees; (c) Elect nominees needed to fill vacancies in the Board of Trustees; (d) Allow Trustees whose terms are expiring to continue in their positions until the next Annual Meeting of members; (e) Reduce or eliminate annual dues requirements during the emergency. If dues requirements are changed, they will remain in effect through the rest of the membership year and revert back to the prior levels for the next membership year.**

**The Board of Trustees will communicate any of these decisions to members using postal and/or electronic**

**means as soon as possible after these actions are taken. These powers will lapse when the Board of Trustees votes to end them (which should ideally be when the emergency has ceased), or after a full year, whichever comes first.**

**All actions taken under emergency powers by the Board of Trustees must be ratified by the membership at the first Annual Meeting or Special Meeting after the emergency has ceased.**

Under Article IV - "Meetings - we add the following Section 7:

**Section 7. National, State, or Local Emergency. If there is some event that prevents the Silver Lake Land Trust from holding its Annual Meeting of members before September 1 at a location in Cheshire County - an event such as, but not limited to, a declared national, state, or local emergency - the Board of Trustees may vote to:**

**(a) Cancel the Annual Meeting and take on emergency powers as specified in Article III, Section 7. (b) Hold a virtual Annual Meeting open to all members in good standing using electronic means using audio and video which allows Members to participate as if the meeting were held in a physical location.**

**BY-LAWS  
OF  
SILVER LAKE LAND TRUST**

**ARTICLE I**

**Name, Principal Office and Purpose**

The name and principal office of the Corporation shall be as set forth in the Articles of Agreement as from time to time amended. The purposes of the Corporation shall be:

To conserve and aid in the conservation of productive agricultural and forest land and to encourage use within the framework of limited resources necessitating careful stewardship;

To preserve and aid in the preservation of all types of natural areas, including wetlands and wildlife habitat and scenic views;

To promote, in cooperation with other similar organizations, educational and research activities intended to bring about the conservation and wise use of natural resources;

To ease the burdens of local government by encouraging land preservation and conservation through non-regulatory means and to encourage cooperation among units of government, private landowners and area residents;

To support and cooperate with governmental, charitable and other private and public institutions and activities that are consistent with purposes of the Trust;

To protect and enhance the natural resources of the region; and

To work with individual landowners to attain their conservation goals when these goals are consistent with the purposes of the Trust.

**ARTICLE II**

**Membership**

**Section 1. Qualifications** Membership in the Corporation shall be open to persons interested in the purposes of the Corporation who are voted into membership by the Board of Trustees and who pay the annual membership dues to support the Corporation's charitable activities.

**Section 2 – Membership Dues** The Corporation shall establish dues with voting rights, from time to time. Members may pay dues at any time during each Membership (calendar) year, but they are eligible to vote at meetings only after their dues for that year have been paid.

Each individual Member must pay his or her own dues. Any amounts that such Member pays in excess of the prescribed dues for a designated Donor category, established under Article III, Section 2 (f), will be considered as a charitable contribution, rather than as dues payments for additional voting Members.

**Section 3. Powers of Members** Subject to the limitations of the Articles of Agreement, other sections of these By-laws, and New Hampshire law, the Members of the Corporation shall exercise the following powers:

- (a) Determine how many of the vacancies in the Board of Trustees should be filled;
- (b) Nominate Members of the Corporation to serve as Trustees;
- (c) Elect the number of nominees needed to fill vacancies in the Board of Trustees;
- (d) Amend these By-laws;
- (e) Set annual dues requirements for the various membership categories;
- (f) Decide by vote whatever issues are brought before the membership for decision;
- (g) Attend meetings of the Board of Trustees and participate in such meetings to the extent permitted by the Chair. At a minimum, the Chair shall allocate at least fifteen minutes for the presentation of issues by any Members present at any meeting of the Board of Trustees. The Chair may limit to Trustees the portion of any meeting during which there is a discussion or deliberation or negotiation which the Board of Trustees considers to be confidential or of otherwise sensitive nature.

## ARTICLE III

### Board of Trustees

Section 1. Number of Trustees The Board of Trustees shall consist of at least twelve (12) and no more than twenty-five (25) persons, all of whom shall be members of the Corporation.

Section 2. Powers of Trustees Subject to the limitations of the Articles of Agreement, other sections of these By-laws and New Hampshire law, all corporate powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be controlled by, the Board of Trustees. Without limiting the general powers, the Board of Trustees shall have the following powers:

- (a) To select and remove all Officers, agents, and employees of the Corporation, and prescribe such powers and duties for them;
- (b) To conduct, manage, and control the affairs and business of the Corporation;
- (c) To borrow money and incur indebtedness for the purposes of the Corporation, and for that purpose to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, mortgages, pledges, hypothecations, or other evidence of debt and securities;
- (d) To recommend to the Membership changes in annual dues requirements, and other such aspects of membership in the Corporation;
- (e) (In cases of dispute) To make final decisions regarding the eligibility of persons to vote as Members of the Corporation.
- (f) To establish Donor categories. Examples of such Donor categories are shown in the table below:

<b>Donor Category</b>	<b>Voting Rights</b>
Protector Member	Yes
Regular Member	Yes
Junior Member (age 16 and below)	No

Section 3. Election, Appointment, Qualifications, and Term of Office Prior to their election Trustees must be Members of the Corporation. At least two-thirds (2/3) of the Trustees shall be residents or owners of land in Cheshire County, New Hampshire. Trustees shall serve three-year terms. Approximately one third (1/3) of the Board of Trustees shall be elected at each annual meeting to fill vacancies. In filling vacancies, the Members of the Corporation shall endeavor to provide for representation of a broad cross-section of the Silver Lake community with a preference in the selection of Trustees given where consistent with the best interest of the Corporation to those persons who have shown or expressed an interest in land conservation and the maintenance of the beauty and historic atmosphere of Silver Lake.

Section 4. Vacancies Vacancies in the Board of Trustees occurring during a term shall be filled by a majority vote of the remaining Trustees then in office, even though less than a quorum. A successor Trustee so elected shall serve until the next annual meeting.

Section 5. Compensation The Trustees shall receive no compensation for their services, but they may be reimbursed out-of-pocket expenses incurred in the performance of work for the Corporation.

Section 6. Removal A Trustee may be removed from office with or without cause by the vote of two-thirds (2/3) of the remaining Trustees.

## ARTICLE IV

### Meetings

Section 1. Annual Meeting The annual meeting of the Corporation shall be held before September 1 each year at a time and place to be determined by the Chair. Notice of the time and place of the annual meeting shall be delivered or mailed to the membership at least ten (10) days before the date of the meeting.

Section 2. Special Meetings Special meetings of the Corporation for any purpose or purposes may be called at any time by the Chair . Notice of the time and place of special meetings shall be given in the same manner as for the annual meeting, or by

telephone if the Chair shall so decide. Such notice shall include a statement of the purpose(s) for which the special meeting is called.

Section 3. Quorums At annual and special meetings of the Corporation, the Members present shall constitute a quorum for the transaction of business, except as otherwise provided by law, by the Articles of Agreement, or these By-laws.

Section 4. Board of Trustee Meetings Meetings of the Board of Trustees for any purpose or purposes may be called at any time by the Chair or by a majority of Trustees. The Chair shall give Trustees timely notice of the time and place of meetings, including a statement of the purpose(s) for which the meeting is called.

At all meetings of the Board of Trustees, the presence of at least a majority of the Trustees then holding office shall be necessary and sufficient to constitute a quorum for the transaction of business, except as otherwise provided by law, by the Articles of Agreement, or these By-laws. A majority of the Trustees present at the time and place of any Board of Trustee meeting, although less than a quorum, may adjourn the same from time to time without notice, until a quorum shall be present. Trustees may participate in a meeting through the use of a conference telephone or similar communications equipment, so long as all the participants in such meeting can hear one another. Participation in a meeting pursuant to this provision constitutes presence in person at such meeting.

The transactions of any meeting of the Board of Trustees, however called and noticed and wherever held, shall be as valid as though conducted at a meeting held after regular call and notice, if a quorum is present and if either before or after the meeting each of the Trustees not present signs a written waiver of notice, a consent to hold the meeting or an approval of the minutes. All such waivers, consents, or approvals shall be made a part of the minutes of the meeting.

Any action by the Board of Trustees may be taken without a meeting if all the Trustees consent in writing to such action. Such written consents shall be filed with the minutes of the proceedings of the Board of Trustees.

Section 5. Place of Meetings All Corporation and Board of Trustees meetings shall be held at a place within Cheshire County to be determined by the Chair.

Section 6. Voting All matters considered at a meeting shall be decided by a majority of voting Members present unless a greater proportion is required by law or otherwise specified in the Articles of Agreement or these By-laws, each Member with voting rights having one vote at Corporation meetings and each Trustee having one vote at Board of Trustee meetings. All votes shall be by voice vote, except as provided below for email votes.

When circumstances warrant, the Chair may carry out an email/telephone vote by the Board of Trustees or by the Executive Committee when a timely, face-to-face

meeting of the members of those groups is impracticable. Procedures to be used for such votes will be described in the written policies/procedures of the organization.

## ARTICLE V

### Officers

Section 1. Officers The Officers of this Corporation shall be a Chair, Vice-Chair, Secretary, and Treasurer, and such other Officers as the Board of Trustees may appoint. The Chair and Vice-Chair shall be chosen from among the Trustees but the other Officers need not be Trustees.

Section 2. Elections The Board of Trustees, at its first meeting each year following the Corporation's annual meeting, shall elect all Officers of the Corporation, along with the non-Officer member of the Executive Committee, for the terms of one year, or until their successors are elected and qualified.

Section 3. Vacancies A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Board of Trustees.

Section 4. Chair Subject to the control of the Board of Trustees, the Chair shall have the general supervision, direction, and control of the business and affairs of the Corporation. The Chair shall preside over all meetings of the Members and Trustees, and shall have such other powers and duties as may be prescribed from time to time by the Board of Trustees.

Section 5. Vice-Chair In the absence or disability of the Chair, the Vice-Chair shall perform all the duties of the Chair and in so acting shall have all the powers of the Chair. The Vice-Chair shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Trustees.

Section 6. Secretary The Secretary shall keep a full and complete record of the proceedings of the Board of Trustees, shall make service of such notices as may be necessary or proper, shall take minutes of all meetings of the Corporation and the Board of Trustees, shall supervise the keeping of records of the Corporation, and shall discharge such other duties of the office as prescribed by the Board of Trustees.

Section 7. Treasurer The Treasurer shall receive and safely keep all funds of the Corporation and deposit them in the bank or banks that may be designated by the Board of Trustees. These funds shall be paid out only on checks of the Corporation

signed by an Officer of the Corporation or by such person as may be authorized from time to time by the Board of Trustees. Checks of the Corporation which are drawn in an amount exceeding five hundred dollars (\$500) shall be approved by the Chair before being issued by the Treasurer. The Treasurer shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Trustees.

## **ARTICLE VI**

### **Committees**

Section 1. Executive Committee The Executive Committee consists of the Officers and one other Member designated by the Board of Trustees. The primary function of this committee is to act in place of the Board of Trustees with interim power on all matters except where the By-laws or the laws of the State of New Hampshire require full Board action. All proceedings shall be recorded and reported to the Board of Trustees

Section 2. Other Committees From time to time, the Board of Trustees may divide the work of the Corporation into separate tasks and may establish such ad hoc or regular committees as may be deemed necessary or desirable in connection with the operation of the Corporation's programs and assign the tasks among such committees. The Board of Trustees shall designate a Trustee to serve as Chair of each such committee and may designate other members of such committees or allow the Chair of such committee to designate such other committee members. Such other committee members need not be Trustees. Such committees shall carry out their assigned tasks subject to the review and approval of the Board of Trustees.

## **ARTICLE VII**

### **Conflict of Interest**

Trustees, Officers, and committee members shall disqualify themselves from voting or otherwise participating in any decision-making activities of the Corporation that involve another organization in which they, or one of their immediate relatives, is either a member, employee, shareholder, officer, or director or in which they, or one of their immediate relatives, has a financial or other significant interest.

Upon assuming office, new Trustees will sign a statement indicating that they understand and agree with the Conflict of Interest policy that the Board of Trustees has adopted to guide actions of the Trustees.

**ARTICLE VIII**  
**Indemnification**

Each Trustee, Officer and committee member shall be indemnified by the Corporation, to the fullest extent allowed by law, against any and all claims and liabilities to which such Trustee, Officer, or committee member has become subject by reason of serving or having served as such Trustee, Officer and committee member, or by reason of any action alleged to have been taken, omitted, or neglected as such Trustee, Officer and committee member; and the Corporation shall reimburse each such person for all legal expenses reasonably incurred in connection with any claim of liability, provided however, that no such person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim of liability arising out of such Trustee's, Officer's and committee member's own willful misconduct or gross negligence. The Corporation may purchase insurance to fund its indemnification obligation above described.

**ARTICLE IX**  
**Fiscal and Membership Years**

The fiscal year of the Corporation shall end on the 30<sup>th</sup> day of June in each year, or on such other day as may be fixed by vote of the Board of Trustees.

The membership year of the Corporation is the calendar year – that is, it runs from January through December.

**ARTICLE X**  
**Inspection of Books and Papers**

All books, papers and documents of every kind belonging to the Corporation, wherever located, shall be open to inspection by Members of the Corporation upon request.

**ARTICLE XI**  
**Amendment of By-laws**

Proposed amendments to these By-laws, if supported by the signatures of at least twenty (20) Members of the Corporation, shall be submitted to a vote by the membership. Such proposed amendments may be voted on at any meeting of the Corporation, provided that written notice of any such proposed action is given to all Members of the Corporation at least ten (10) days prior to such meeting in a manner provided above for notice of special meetings. Alternatively, proposed changes to the By-laws may be voted on through a

written ballot of the membership conducted by the Board of Trustees. Adoption of By-laws changes shall be by affirmative vote of a majority of the Members with voting rights.

**ARTICLE XII**  
**Dissolution of This Corporation**

The dissolution of the Silver Lake Land Trust (whether by the transfer of substantially all of the assets or funds of the Corporation or otherwise) shall be accomplished consistent with the intent that the assets or funds be held and used for the purpose of land conservation in the Monadnock Region, and said termination shall not be effected so as to cause any tax to be imposed under Section 507(a) of the Internal Revenue Code. Subject to the foregoing sentence, in the event of the dissolution of the Corporation for any reason, the property shall (after payment or provision of payment of all liabilities) be disposed of exclusively for land conservation charitable purposes or to such qualified charitable organization or organizations as (1) the Board of Trustees shall select, and (2) with respect to any property not disposed of, as the court which has jurisdiction of the corporation shall select.

(This version of By-Laws includes changes approved at August 20, 2011 Annual Meeting.)

## Board of Trustees

As of August 1, 2021

	2021	Class of 2022	2023
Ann Colony, Chair			X
Eleanor Drury, Vice Chair			X
Bob Gogolen, Treasurer	X		
Doug Miller, Secretary		X	
Peter Allen			X
Linda Braun			X
John Croteau	X		
Doz Delori		X	
Dennis Fallon		X	
Bill Gurney	X		
Joshua Houle			X
Ruth Jacobson-Hardy		X	
Colin Kennard			X
Gretchen Lapham			X
Jazimina MacNeil			X
Kathy Manfre			X
Sal Mollica		X	
Julia Pakradooni			X
Nicholas Putnam	X		