Sister City Relationship Annual Report*

City Clerk's Office
City Hall, Room 205
200 E. Wells Street
Milwaukee, WI 53202 PH: (414) 286-2221 WEB: www.milwaukee.gov/sistercities

City of Milwaukee

APPLICATION ORGANIZATION
Name IRISH FESTIVALS, INC
Mailing Address 1532 N. Wauwatosa Ave., Wauwatosa, WI 53213
Website celticmke.com & irishfest.com

PERSON IN CHARGE OF ORGANIZATION FOR MILWAUKEE	
Name CAITLIN WARD	**Phone** (414) 476-3378
Mailing Address 1532 N. Wauwatosa Ave., Wauwatosa, WI 53213	**Email** caitlinw@irishfest.com

SISTER CITY		
Name Galway	Country Ireland	Population 85,256

PERSON IN CHARGE OF ORGANIZATION FOR SISTER CITY	
Name Keith Finnegan	Phone +35387246951
Mailing Address Galway Bay FM, Sandy Road, Galway, Ireland	Email kfinnegan@galwaybayfm.ie

Please attach the following information

Updated information about the sister city:

- Areas of mutual interest and involvement between Milwaukee and the sister city in the areas of culture and business
- Details of communication and consultation with the sister city regarding the existing relationship
- Updated information regarding the local organizational structure in the sister city that supports the relationship including number of members, their professional and business background, names and contact information

Updated information about the applicant organization:

- Organizational status (e.g. 501c-3). List Board of Directors and attach bylaws
- Number of members, their professional and business background, names and contact information
- Progress of the goals of the organization regarding the sister city relationship
- Progress of activities of the organization in relation to the sister city

- Progress of the methods the organization uses to meet the goals of the sister city relationship
- Financial base of the organization and funds available to support the sister city relationship
- Evidence of local community support for the sister city relationship, including additional financial support and interest in exchange program

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Note: An annual report must be submitted to the Sister Cities Committee within 30 days following the anniversary of the date on which the mayor signed the resolution establishing the relationship.

March 2024

To: Sister Cities Committee

Re: Galway, Ireland Sister City 2023-2024 Annual Report & 5-Year Renewal

I. City of Milwaukee:Galway Sister City Relationship Annual Report
II. Mutual Interests of Galway and Milwaukee
III. Goals of the organization regarding the sister city relationship
IV. Current activities of the organization in relation to the sister city, methods the organization uses to meet the goals of the sister city relationship, and evidence of local community support for the sister city relationship, including additional financial support and interest in exchange program
V. Financial base of the organization and funds available to support the sister city relationship
VI. Local Organizational Structure
VII. CelticMKE Board of Directors
VIII. CelticMKE Staff
IX. Supporting photos
X. Board By-laws

celticMKE
Home of Milwaukee Irish Fest

I. Galway, Ireland Sister City Annual Report Letter

On behalf of Irish Festivals, Inc., CelticMKE, and its Board of Directors, we respectfully encourage the City of Milwaukee to maintain the Sister City Relationship with Galway, Ireland. While we are known to Milwaukee for our annual festival, Milwaukee Irish Fest, we are a year-round organization under the branding of CelticMKE. As CelticMKE, we provide cultural enrichment through the Ward Irish Music Archives, the Milwaukee Irish Fest School of Music, the Milwaukee Irish Fest Choir, the Milwaukee Irish Fest Summer School, concerts, and family friendly events: Irish Family Day in the Village and Celtic Christmas Boutique (a craft fair with an Irish flair).

The Sister City Relationship between the City of Milwaukee and Galway City was officially recognized in 1997, but Milwaukee Irish Fest and the City of Galway have had a relationship since 1993. The relationship was initiated by the Spirit of Galway group and has continued to grow and solidify over the years, with many Galway representatives visiting the City of Milwaukee. Each year Galway has been well represented at our annual festival by dignitaries, elected officials and entertainment.

There are many opportunities for Milwaukee and Galway to support each other as our partnership continues to grow and we are grateful for the continued support of the City of Milwaukee and its elected officials.

Thank you for continuing to maintain this international program. If we can be of any assistance in providing additional leadership to develop this partnership, please do not hesitate to reach out.

Sincerely,

Caitlin Ward

Caitlin Ward
Executive Director
Irish Festivals, Inc. dba CelticMKE

II. Mutual Interest of Galway and Milwaukee

Both Galway and Milwaukee are coastal cities, with beaches and lakefront parks drawing visitors. Galway Bay is the mouth of the river Corrib, pairing with Milwaukee's position at the mouth of the Milwaukee River. Both cities feature festivals, creating a perfect opportunity to build connections and share talent between our countries. In fact, Galway is known as the Cultural Heart of Ireland (*Croí Cultúrtha na hÉireann*), which is a fitting sister to a city like Milwaukee that prides itself on its connection to culture and the arts.

Left: Galway Bay, Right: Lake Michigan

Furthermore, the City of Milwaukee benefits from our relationship with our Sister City through tourism dollars. Our guests from Galway stay in Milwaukee, visit our many attractions, and spend their tourist dollars right here in the city. They make a point to comment that the Milwaukee atmosphere makes them feel right at home, even if they are across the ocean. On the Saturday night of our festival, we host an annual Tourism Ireland luncheon for festival organizers from all across North America to network and plan their festivals. This luncheon is key for developing connections and plans for expansion of tourism in all regions that attend.

Additionally, in the organizational goal section, you will see how this relationship is mutually beneficial to community engagement in both cities.

III. Goals of the organization regarding the sister city relationship

1. Increase tourism in both Milwaukee and Galway
2. Exchange and promote culture of Milwaukee and Galway
3. Employ our relationship to promote the culture of Ireland throughout North America
4. Activate CelticMKE's mission through our Sister City relationship

IV. Current activities of the organization in relation to the sister city, methods the organization uses to meet the goals of the sister city relationship, and evidence of local community support for the sister city relationship, including additional financial support and interest in exchange program

1. Attendance at Irish Fest by Galway politicians and national level Irish politicians contributes to tourism and promotion of Irish culture in our city year-round:
    a. One of our goals with Milwaukee Irish Fest is to maintain authenticity and to promote the Ireland that exists today, including sharing their modern music, comedy, art, and more. This requires funding from our government and the Irish government. By bringing Galwegian and Irish dignitaries to our festival, they are able to see firsthand how necessary this festival is to the promotion of Irish arts, and that funding is worthwhile.
    b. *How does the Sister City relationship fit into this?* **Communication and Consultation** Our primary contact with Galway has been Keith Finnegan of Galway Bay FM. Galway Bay FM is open and supportive of our partnerships, including supporting musical and cultural artists through airtime and presence. Keith Finnegan also lobbies for legislative change on a weekly basis and is a regular visitor to the offices of the Ministers, TDs, Senators, and government officials. Keith Finnegan typically attends Milwaukee Irish Fest every year and brings colleagues and fans with him. We had ten representatives from Galway visit Milwaukee in 2023, which include Galway City Council

Officer Brian Barrett, Cllr Imelda Byrne, Cllr, Frank Fahy, Cllr Martina O'Connor, Galway City Tourism Ruari Lehmann, Pamela Hoare and Sarah Kenny with Galway City, Joan Finnegan (Sister City Secretary), and Keith Finnegan of Galway Bay FM and our Sister City Chair. In 2023, we welcomed Galway City Mayor Eddie Hoare to Milwaukee for the first time since he was elected.

c. While they come typically during Irish Fest, the dignitaries recognize we offer exquisite programming throughout the year for the Milwaukee and surrounding communities, including concerts, Irish Family Day, Guinness & Chocolate, and more. CelticMKE operates as a de facto embassy for Ireland because of the growth of our Sister City relationship

2. <u>Use our connections and relationships to further develop the economy and tourism in Galway</u>
    a. **AICF Conference - promoting Galway to other North American Irish and Celtic Festivals**
        i. In 2023, in addition to our regular year-round programming, CelticMKE hosted the annual Association of Irish and Celtic Festivals (AICF) Conference in Galway, Ireland. The conference hosted more that 90 individuals from 25 different Celtic and Irish organizations across North America. Part of the success of the conference is attributed to our strong relationship with Galway, Ireland.
        ii. We were able to bring national attention to our Sister City through this conference, particularly with the presence of several politicians including Sean Fleming, TD, John Concannon with the Department of Foreign Affairs (DFA).
        iii. The Galway Bay Hotel where our conference occurred and our guests stayed benefitted from our Sister City relationship through the form of tourism dollars during our time there as well as potential future visits.
    b. **AICF Music Showcase - promoting tourism of Galway, promoting Irish musicians**
        i. The AICF Conference is broken down into 2 parts: the first being the programming including how to run a festival, meeting delegates from Irish government and

various cities and counties, and more; the second part of the conference is hosting a showcase of musicians, hosted by AICF and Culture Ireland, the government agency that was established to promote and advance Irish Arts internationally. Our Sister City partner Keith Finnegan co-presented this event.

ii. The showcase took place in Monroe's Tavern, an award winning 400 capacity venue in the heart of Galway. It was mutually beneficial for several entities:
    1. **the artists** who showcased their talents to potential festivals in North America and to the venue who hosts over 250 events annually. Depending on interest, Culture Ireland will assist in funding the artists' travel to North America for various Irish festivals
        a. Several of the musicians we saw at the AICF Showcase will be performing at the 2024 Milwaukee Irish Fest, including Síomha (top left), The Jeremiahs (top right), Ispíní na hÉiereann (bottom left), and Onóir (bottom right).
    2. **Monroe's** benefitted from the exposure to Culture Ireland for potential future collaboration, exposure to artists who they may invite to perform in the future, exposure to many of the artists' friends and family who came to came to offer support, exposure to several sponsors for the conference, and exposure to the AICF attendees whose experience would lead them to share this venue as a must-visit location in Galway.

c. **Macnas Parade**

i. Galway is home to the world renowned Macnas, a performance company that hosts radical and inventive public performances, including the annual Halloween parade titled *Cnámha La Loba*. We witnessed the festivities with our Sister City Delegation including Keith Finnegan, the deputy mayor, and the head of Macnas, Executive Director Johnny O'Reilly. Because of our connection with Sister Cities, we were able to

speak directly with the team that put this together, an incredible boon for us as facilitators of Irish culture.

ii. We are looking into ways in which we can further promote this company and share their mastery, whether that is by bringing them directly to the United States or working with them to develop storytelling and performance on our own smaller scale.

3. Activate CelticMKE's mission through our Sister City relationship
    a. The mission of CelticMKE, home of Milwaukee Irish Fest, is to promote and celebrate all aspects of Irish, Irish American and Celtic cultures, and to instill in current and future generations an appreciation of their heritage. By partnering with Galway, we are able to tap into their knowledge and resources for bringing the Irish and Celtic cultures here to Milwaukee.
    b. **Community Engagement:** We are looking to the future of our city, and recognizing our role in helping to create a community that is peaceful, equitable, and abundant for all. Ireland has seen great violence, inequality, and hunger, and because of this, they seek to help and heal the world, and this is the platform from which CelticMKE also seeks to help uplift our Milwaukee Community.

We believe our relationship with Galway as a Sister City is imperative to this goal, as we can provide a mutual, objective resource to discuss wins, losses, and strategies for the future.

V. Financial base of the organization and funds available to support the sister city relationship As a registered 501c3 organization, CelticMKE (Irish Festivals, Inc.) gathers revenue from patrons, grants, and sponsorships, in addition to the income from events such as our signature events, Milwaukee Irish Fest. The festival always hosts a sizable Galway constituency which is made up of political delegates, media guests, performers, and other guests. We do not separate funds specifically on the relationship with Galway but consider the maintenance of our partnership to be an integral part of the festival culture and our year-round mission.

VI. Local Organizational Structure Irish Festivals, Inc. is a registered 501c3 organization, operating under the CelticMKE branding, with a focus on cultural education and entertainment. We are home to North America's largest collection

of Irish Music artifacts in the Ward Irish Music Archives. In addition, we are home to the Milwaukee Irish Fest School of Music, Milwaukee Irish Fest Summer School, and Milwaukee Irish Fest Choir.

We currently have 19 members on our Board of Directors, a paid staff of 6 employees, and 2 digitization archivist interns. Most of our needs are met by the 300 or so leadership volunteers, a small percentage of our over 4,000 total volunteers, that serve in all areas from building maintenance to office staff to festival duties.

VII. 2024 CelticMKE Board of Directors

Bridget Jaskulski
President

Bridget Jaskulski
Vice President

Matt Jendrzejczyk
Past President

Paul Crawford
Secretary

Linda Daley
Treasurer

Greg Baran
Chris Budish
Gerard Campbell
Patrick Campbell
Patrick Fitzgibbons
Nancy Flagg
Elizabeth Gould
Colleen Kennedy
Linda Klibowitz
Peter LaBonte
Bernie McCartan
Joe McKeown
Heather McNamee
Dave Modlinski

VIII. CelticMKE Staff

Caitlin Ward
Executive Director

Barry Stapleton
Artistic Director
Director, Ward Irish Music Archives

Jeff Ksiazek
Academia Director
Archivist, Ward Irish Music Archives

Molly Modlinski
Festival Director

Amelia Bursi
Volunteer & Community Engagement Manager

Cailin Branchford
Programming Manager

Valerie Lines
Digitization Archivist Intern

Brendan Dooley
Digitization Archivist Intern

Sean Fleming, TD, speaks about incorporating modern Ireland into the festivals

John Concannon, Director General-Global Ireland DFA (Department of Foreign Affairs), speaks about Global Ireland

Attendees at the Association of Irish and Celtic Festivals Conference in 2023, hosted by CelticMKE in Galway, Ireland partake in a breakout session about year-round programming

Several of the musicians we saw at the AICF Showcase will be performing at the 2024 Milwaukee Irish Fest, including Síomha (top left), The Jeremiahs (top right), Ispíní na hÉiereann (bottom left), and Onóir (bottom right).

Cnámha La Loba is the Halloween parade, "inspired by the legend of the wild-wolf woman who collects and preserves the bones of animals, humans, and Gods, in Galway. Ireland" (Reuters)

Attendees at the Association of Irish and Celtic Festivals Conference in 2023, hosted by CelticMKE in Galway, Ireland

Celia Griffin Memorial Park in Galway is named after a six year old Irish Famine victim. The last line on this plaque states “Today we remember all the Children of the world who continue to face hunger and famine.”

Bylaws
of
Irish Festivals, Inc.

ARTICLE I

OFFICES

Section 1.01: The principal offices of the corporation shall be located in the State of Wisconsin. The corporation may have other offices either within or without the State of Wisconsin, as the Board of Directors may designate, or any business of the corporation shall require from time to time.

ARTICLE II

BOARD OF DIRECTORS

Section 2.01: General Powers

The Board of Directors shall elect the officers and shall manage the business and affairs of the corporation. The Board of Directors shall have complete control over and management of the property, affairs and business of the corporation with power to borrow money and to authorize its general officers to execute in the corporate name bills, notes, and other evidence of indebtedness and to mortgage the property of the corporation for that purpose. No contract shall be made, or expense incurred on behalf of this corporation except in accordance with rules prescribed and approved by the Board of Directors. Additionally, the Board of Directors shall elect the members of the Board of Directors of the corporation.

Section 2.02: Meetings

The annual meeting of the Board of Directors shall be held on the first Tuesday of the month of January in each year, at the hour of 7:00 o'clock P.M. for the purpose of electing directors and officers and for the transaction of any other business as comes before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Wisconsin, such meeting shall be held as soon thereafter as conveniently may be. If the election of the directors and officers shall not be held on the day designated herein for the annual meeting of the directors or at the adjournment thereof, the Board of Directors may cause the election to be held at a special meeting of the Board of Directors as soon thereafter as conveniently may be. Special meetings of the Board of Directors may be called by or at the request of the Executive Director, President, Secretary or any five (5) directors.

Section 2.03: Number, Qualifications and Term Limits

The number of voting directors of the corporation shall be as determined by the Board in its discretion but shall be no more than twenty (20) nor less than twelve (12), including the Incorporator. Except as otherwise specified in this section, the term of office for each elected director shall be three (3) years. Each director shall hold office until his or her successor shall have been appointed.

The Incorporator shall be a permanent voting member of the Board of Directors for so long as he may be willing and able to serve. In the event that his position should become vacant for any reason, it may be filled and thereafter treated as any other elected position on the Board.

The Immediate Past President of the Corporation shall be an ex officio, voting member of the Board of Directors for an indefinite term commencing when he/she leaves the office of President and ending when his/her successor becomes the Immediate Past President. In the event that the Immediate Past President's position on the Board of Directors becomes vacant for any reason, the position shall remain vacant until the next succeeding Immediate Past President qualifies to assume the position.

The Executive Director shall be a non-voting director of the corporation.

All Directors except the Incorporator, the Immediate Past President and Executive Director shall be limited to serving no more than three (3) consecutive three-year terms. A former Director may run for an additional term on the Board after not less than a one-year (12 month) absence from the Board.

Section 2.04: Election

The election of all voting directors, except the Incorporator and the Immediate Past President, shall be conducted at the annual meeting of the corporation. A number of votes equal to a majority of voting directors in attendance at the meeting, in person, by electronic means, or by proxy, shall be necessary for election. Nominations and balloting shall be held in accordance with rules, policies and procedures adopted or amended by the Board of Directors from time to time, but no less than 30 days prior to any election for which such rules, policies and procedures are to be in effect.

Section 2.05: Notice

Notice of any special meeting of the Board of Directors shall be given at least forty-eight (48) hours before the start of the meeting. Such notice may be given either orally or in writing or by any other means reasonably calculated to give actual notice of the meeting. For all purposes in these bylaws, notice in writing includes communications transmitted or received by electronic means. Attendance at any special meeting by a director shall constitute waiver of any deficiency in notice to that director.

Section 2.06: Quorum

A majority of the number of voting directors holding office at any given time shall constitute a quorum for the election of officers and for the transaction of any business at any meeting of the Board of Directors except as otherwise provided herein. For purposes of determining a quorum, directors may attend meetings in person or by electronic means or may be represented by a proxy given to another director who attends in person or by electronic means. A separate proxy shall be given for each meeting and shall be delivered in writing to the President, Vice President or Secretary in advance of the meeting.

Unless otherwise provided in these bylaws, actions of the board of directors shall be taken by a majority vote of all voting directors in attendance, in person, by electronic means or by proxy, at the meeting at which the action is taken.

Section 2.07: Removal

Any director may be removed from office for cause by the affirmative vote of two-thirds (2/3) of the Board of Directors at a special meeting of the Board of Directors called for that purpose. Written notice of any meeting at which the removal of a director of this corporation or of any subsidiary, affiliated, or related corporation will be considered shall be given to each director at least 7 days before such meeting. Such notice shall also be given to the director of any subsidiary, affiliated or related corporation who is the subject of the removal action.

Section 2.08: Vacancies

Except for the seat designated for the Immediate Past President, a vacancy in any seat on the Board of Directors because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors not later than the next annual meeting for the unexpired term.

Section 2.09: Compensation of Directors

With the exception of the Executive Director, no director shall be entitled to compensation for services rendered to the corporation in the course of his or her holding a seat on the Board of Directors. The Board may authorize reasonable compensation for services of value performed by a director independent of his or her position as a member of the Board of Directors.

Section 2.10: Action by Written Consent

Any action required to be taken at a board meeting may be taken without a meeting by written action signed by two-thirds (2/3) of the directors then in office. Written notice of any such proposed action that includes the text of the proposed consent shall be sent to all directors. Notice and consent may be transmitted and received by electronic means. The consent is effective when signed physically or electronically by the required number of directors.

ARTICLE III

OFFICERS

Section 3.01: Number

The principal officers of the corporation, all of whom shall be directors, shall consist of an Executive Director, President, Vice-President, Secretary, Treasurer and the Immediate Past President, each of whom shall be elected by the Board of Directors with the exception of the Immediate Past President, whose position shall be ex officio. Such other officers and assistant officers as may be deemed necessary by the Board may be designated and elected by the Board at any time, in its discretion. Such other officers and assistant officers need not be directors.

Section 3.02: Election and Term of Office

The principal officers shall be elected each year by the Board of Directors at the annual meeting of the corporation. Each such officer shall hold office for one year, or until his or her successor is chosen and qualified, until his or her death, and until he or she shall have resigned, or, until he or she shall have been removed in the manner provided in these By-Laws, whichever shall first occur.

Section 3.03: Removal

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interest of the corporation will be served thereby.

Section 3.04: Vacancies

A vacancy in any principal office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board of Directors for the unexpired term of office.

Section 3.05: Duties of Officers

A. EXECUTIVE DIRECTOR. The Executive Director shall be the principal operating officer of the corporation, reporting to the Board of Directors. The Executive Director shall serve as a non-voting member of the Board of Directors, the Executive Committee, and all of the committees of the corporation, and shall carry out the directives of the Board of Directors.

B. PRESIDENT. The president shall be the principal executive officer of the corporation. He/She shall see to it that all resolutions and policies of the Board are carried into effect; he/she shall be ex officio a member of all committees of the corporation; he/she shall have the general powers and duties of supervision usually vested in the Chairman of the Board of a non-stock corporation.

C. VICE-PRESIDENT. The Vice-President shall perform all of the duties of the President during the latter's absence or disability and shall succeed to the office of President in the event of withdrawal or resignation or removal of the President for any reason. The Vice-President shall also perform such other duties as shall be assigned by the Executive Committee.

D. SECRETARY. The Secretary shall keep ensure that the Minutes of the Board of Directors' meetings are kept and preserved, see that all notices are given in accordance with the By-Laws, be custodian of the corporate records and in general perform all duties incident to the office of Secretary.

E. TREASURER. The Treasurer shall have charge of, oversee, and be responsible for all of the funds and securities of the corporation and shall report to the Board of Directors concerning the status of the same at each of the regular meetings of the Board of Directors as well as at the annual meeting.

F. IMMEDIATE PAST PRESIDENT. The Immediate Past President shall serve as a consultant to the Board of Directors and other Officers of the Corporation, providing the benefit of his/her knowledge and experience to foster and maintain continuity of leadership. He/she may also represent the Corporation in official or ceremonial capacities as requested or authorized by the Board of Directors or the President.

G. ASSISTANT OFFICERS. Each Assistant Officer, if any, shall perform such duties as are assigned by the Board of Directors.

Section 3.06: Compensation of Officers

No officers, with the exception of the Executive Director, shall be entitled to compensation for services rendered to the corporation in the course of holding his or her office. The Board of Directors may authorize reasonable compensation for services of value to the corporation performed by an officer independent of his or her office.

ARTICLE IV

EXECUTIVE COMMITTEE

Section 4.01: Powers

The Executive Committee shall have and may exercise, when the Board of Directors is not in session, the powers of the Board of Directors in the management of the affairs of the corporation, except action in respect to the election or removal of officers or board members.

Section 4.02: Membership

The Executive Committee shall consist of the Executive Director, President, Vice-President, Secretary, Treasurer and Immediate Past President of the corporation.

Section 4.03: Meetings

The Executive Committee may hold regular meetings, monthly or as it may otherwise determine, at such places and times and upon such notice, either oral or written, as it may, in its discretion, determine. Special meetings of the Executive Committee may be called at any time by the President or Executive Director, or by any two (2) of its members. Notice of such meetings may be given either orally or in writing or by any other means reasonably calculated to give actual notice of the meeting. Attendance at any meeting by a member of the Executive Committee shall constitute waiver of any deficiency in notice to that member. Four voting members of the Executive Committee shall constitute a quorum for all purposes if the Corporation has a serving Immediate Past President. Three voting members of the Executive Committee shall constitute such quorum if the Corporation does not have a serving Immediate Past President.

Unless otherwise provided in these bylaws, actions of the Executive Committee shall be taken by a majority vote of all committee members in attendance in person, by electronic means or by proxy at the meeting at which the action is taken.

ARTICLE V

BOARD OF ADVISORS

Section 5.01: Creation and Membership

The Board of Directors may, at its discretion and at any time, create a Board of Advisors composed of individuals interested in the advancement of the purposes of the corporation and who, by reason of their position, education or experience, are well suited in the opinion of the Board of Directors to advise and assist the Board in carrying out its functions.

Section 5.02: Function, Powers and Duties

The Board of Advisors shall be an advisory body only and shall consult with, advise and assist the Board of Directors of the corporation at such times, in such a manner, and with respect to such affairs of the corporation as the Board of Directors shall from time to time request. The Board of Directors may consult with one, any, or all of the Advisors or request advice or assistance from one, any or all of the Advisors as the Board of Directors may, in its discretion, from time to time determine.

Section 5.03: Term of Office

Each Advisor shall be appointed for an initial term ending on the date of the first annual meeting immediately following the date of their appointment. Each Advisor may be appointed for succeeding one-year terms, at the discretion of the Board of Directors, without limitation.

Section 5.04: Compensation

No Advisor shall be entitled to compensation for services rendered to the corporation in the course of his or her duties as an Advisor. The Board of Directors may authorize reasonable compensation for services of value rendered to the corporation by an Advisor independent of his or her position as an Advisor.

ARTICLE VI

CONTRACT, LOAN, CHECKS AND DEPOSITS

Section 6.01: Contracts

The Board of Directors may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of the corporation and on its behalf, and such authorization may be general or confined to specific instances.

Section 6.02: Loans

No loan shall be contracted on behalf of the corporation or evidences of indebtedness shall be issued by the corporation unless authorized by or under the authority of a resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

Section 6.03: Checks, Drafts, Etc.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness shall be issued in the name of the corporation; shall be signed by and in such manner as shall from time to time be determined by or under the authority of a resolution of the Board of Directors.

Section 6.04: Deposits

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as may be selected by or under the authority of the Board of Directors. Surplus funds of the corporation may be invested by the Board of Directors from time to time in such securities as the Board of Directors may, in its discretion, determine are best suited for conservation and growth of the corporation's assets.

ARTICLE VII

COMMITTEES

Section 7.01: Creation and Membership

The Board of Directors may create such committees as it shall from time to time, in its discretion, determine as necessary to carry out the purposes of the corporation. Each committee shall be composed of such individuals as the Board of Directors may determine including but not limited to members of the Board of Directors. The President of the corporation shall be an ex officio member of each committee of the corporation and may designate one member of the Board of Directors to act as a liaison to a particular committee. The chairperson and all members of any committee shall be appointed by the President of the corporation, subject to the approval of the Board of Directors. The term of the chairperson and all members of each committee shall expire on the last day of the term of the President who appointed the members of the committee. In the event that the President who appointed the members of the committee withdraws or is removed from office for any reason before the end of his or her term, the term of the members of any committee appointed by that President shall continue until the last day of the term of that President if he or she had served his or her full term in office. Notwithstanding the foregoing, the Board of Directors may remove the chairperson or any member of any committee, or may dissolve any committee at any time, in its discretion.

Unless otherwise provided in these bylaws, actions of the any committee shall be taken by a majority vote of all committee members in attendance in person, by electronic means or by proxy at the meeting at which the action is taken.

Section 7.02: Powers and Duties

The committees created under Article VII, Section 1 of these By-Laws shall have such duties and shall exercise such powers as determined by the Board of Directors from time to time in its discretion. Each committee shall, by its chairperson or other designated representative, report to the Board of Directors on a regular basis.

Section 7.03: Compensation

With the exception of the Executive Director, no member of any committee of the corporation shall be entitled to compensation for services rendered to the corporation in the course of his or her duties as a member of such committee. The Board may authorize reasonable compensation for services of value performed by a member of a committee independent of his or her position on a committee of the corporation.

ARTICLE VIII

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 8.01: Each present and future director and officer of the corporation shall be entitled, without prejudice to any other rights he or she may have, to be indemnified and held harmless by the corporation from any and all liabilities and associated expenses, including cost of defense, arising in any way out of their activities for or on behalf of the corporation, to the full extent allowed by Chapter 181, Wis. Stats. with respect to directors and officers, as may be amended from time to time. For purposes of this article, officers and directors shall be treated identically.

ARTICLE IX

FISCAL YEAR

Section 9.01: The fiscal year of the corporation shall begin on the 1st day of January and end on the 31st day of December in each year.

ARTICLE X

AMENDMENT OF BY-LAWS

Section 10.01: These By-Laws may be amended or any part thereof repealed by a two-thirds (2/3) majority of all directors present at any regular or special meeting of the Board of Directors of the corporation, provided that the proposed amendment shall have been presented in writing at a previous meeting of the Board of Directors and written notice of the meeting to consider the proposed amendment shall have been given or sent to the directors at least twelve (12) days before the meeting at which the amendment will be considered for adoption. Written notice includes communications transmitted or received by electronic means. The notice shall specify the action which will be considered with respect to the By-Laws and shall include a copy or summary of any proposed changes or state the general nature of any proposed change.

ARTICLE XI

RULES OF PROCEDURE

Section 11.01 The rules of procedure at meetings of the Board of Directors, Executive Committee, Board of Advisors, and any other committees of this corporation shall be according to such rules of procedure, formal or informal, as they shall determine from time to time in their discretion and when not inconsistent with these By-Laws. The rules of procedure may be suspended by a majority vote of those present and voting at any meeting.

Article XII

DERIVATIVE ACTIONS

Section 12.01: Members of the Board of Directors, individually or otherwise, shall not under any circumstances be authorized or permitted to bring derivative actions against the Board of Directors, the corporation, or any of its officers.

ARTICLE XIII

STATUS

Section 13.01: This corporation is a non-stock, not for profit corporation organized under Chapter 181 of the Wisconsin Statutes, 1977, as may be amended from time to time, and is not conducted for pecuniary profit. Notwithstanding anything to the contrary in these By-Laws, all aspects of the operation of the corporation shall be conducted in accordance with applicable laws, rules and regulations for tax exempt organizations, including but not limited to Section 501(c)(3) of the Internal Revenue Code of 1954 as may be amended from time to time.