

PLAN OF MERGER

The Board of Directors of the Computer Assisted Genealogists of Southern Wisconsin, referred to hereafter as CAGSW, and the Dane County Genealogical Society, referred to hereafter as DCGS have adopted, by majority vote of each Board, the following Plan for the Merger of CAGSW and DCGS into the Dane County Area Genealogical Society. Pursuant to the By-Laws of both organizations, the Plan must also be submitted for consideration and vote by all voting members of CAGSW and DCGS, and adopted by a majority vote of the membership replying within thirty (30) days by a mail ballot sent to all voting members of CAGSW and DCGS. The following is the Plan and Ballot.

Plan of Merger of CAGSW and DCGS

1. The Computer Assisted Genealogists of Southern Wisconsin, referred to hereafter as CAGSW, and the Dane County Genealogical Society, Madison, WI, referred to hereafter as DCGS, be merged into the Dane County Area Genealogical Society. The effective date of said merger and shall be August 31, 2006.
2. Both the DCGS and CAGSW shall adopt this Plan for the implementation of said merger in accordance with their own By-Laws, in conformity with this Plan and in a timely manner to assure that action is finalized by the effective date set forth in par. 1., above.
3. Upon the adoption of this Plan of Merger by CAGSW and DCGS, as set forth in par. 1. and 2. of the Plan, the appropriate officers of the respective organizations will take whatever actions are necessary to give effect to and implement the provisions of the Plan by the effective date of said merger. Should the Governing Board of either entity fail to act favorably or timely on such merger in accord with this Plan, any prior favorable action by the other entity by its Board and members approving this Plan for merger shall be null and void.
4. Upon the merger of CAGSW and DCGS, beginning in September 2006, the meetings shall be held monthly at the LDS Church on the first Thursday. The Membership year will be on a calendar basis January through December. The election of officers shall be held shortly after the Annual meeting in November 2006.
5. On the effective date of this Plan, the members in good standing of CAGSW and DCGS, will become members in good standing in the Dane County Area Genealogical Society on September 1, 2006.
6. Upon the effective date of this Plan and in the implementation of the merger of CAGSW and DCGS, an interim Merger Committee shall be established composed of the Board of Directors of CAGSW and the voting members of the Governing Board of DCGS. Only the Merger Committee, as so composed, shall initially act as the Governing Board of the Dane County Area Genealogical Society and it shall exercise any and all the powers and authority of the Board under its Bylaws. The President, Vice President, Secretary and Treasurer of the merging organizations shall initially

co-chair those respective offices of the Dane County Area Genealogical Society, each co-chair to act by mutual agreement in all actions, including interim appointments. They and the Merger Committee shall continue in office until the newly elected officers of the Dane County Area Genealogical Society assume office at the first organizational meeting of the new Governing Board, which meeting shall be scheduled by the Merger Committee within 30 days after the election of officers. Any vacancies in the Merger Committee or interim officers shall be filled in a manner which insures a continued balanced representation from the membership of both merging organizations.

7. The attached Bylaws shall be part of the Plan of Merger.