

PROPOSED BYLAWS FOR APPROVAL AT JUNE 2023 ANNUAL MEETING

BY LAWS FOR ANN LAKE PROPERTY OWNERS' ASSOCIATION, INC.

August 16, 2009, revised 2010, revised 2015

June 24, 2023, revised:
Articles II through XII

ARTICLE I NAME AND ORGANIZATION

Section 1 This organization shall be known as Ann Lake Property Owners' Association, Inc., a non-profit corporation of Almira Township, Benzie County, Michigan.

Section 2 The fiscal year of this Association shall be January 1 to December 31.

ARTICLE II PURPOSES

Section 1 This Association shall promote the education of riparian property owners and other lake users about water quality and water safety.

Section 2 This Association shall support issues which concern the welfare of the lake in general, including the conservation of the water supply in the lake and watershed, the maintenance of the quality of water safe for swimming and conducive to the renewal of the fish resources.

Section 3 This Association shall support the measurement and evaluation of hydrological data of the lake so that decisions and actions of the Association shall be in line with what is best for the lake.

Section 4 This Association shall promote the best interests of the membership in fiscal and civic matters.

Section 5 This Association shall work to preserve Ann Lake as a natural resource and recreational area through protection and prudent use of its environs.

Section 6 This Association may acquire, own, dispose of and deal with real and personal property and interest in real and personal property, and may apply gifts, grants, bequests, and devises and their proceeds to promote the purposes of the Corporation.

Section 7 This Association may carry on only those activities which are permitted to be carried on by a non-profit corporation under the Michigan Non-Profit Corporation Act, as amended.

ARTICLE III MEMBERSHIP

Section 1 The term "member" is defined as a household unit (household defined as any person, group of people, or a trust owning a property).

Section 2 Voting Members in the Association shall be limited to riparian property owners and persons who own property with deeded, legal access to the lake. A person who has contracted to purchase property with legal access to the lake shall be eligible to vote. Each voting member

shall be equally privileged with all other voting members in his/her voice and vote upon any policy or proposition presented for discussion or decision at any meeting of the membership.

Section 3 An Associate Member shall be a non-voting member who has an interest in the stated purposes of the organization. These could be, but are not limited to, a business, friends of the lake, and/or renters who have an interest in Ann Lake. Dues for an Associate Member shall be 50% of Voting Members dues. An Associate Member shall not be eligible for election to the Board of Directors.

Section 4 Dues shall be recommended by the Board of Directors and approved by the voting membership. The annual dues must be paid to the Treasurer by the date of the annual meeting to be eligible to vote.

Section 5 The membership year is from January 1 through December 31 of each calendar year.

Section 6 Any member who shall reflect discredit upon this Association may be removed from membership by a 2/3 vote of the Association's Board of Directors. A dated written notice of potential removal shall be mailed to the Member 30 days prior to any action taken by the Board. A hearing before the Board shall be provided if requested by the affected member. The request for a hearing should be sent in writing, to the Association Secretary within 15 days from the date of the written notice.

Section 7 Withdrawal from membership in the Association shall be by written notice to or from the Secretary of the Association.

ARTICLE IV VOTING

Section 1 For purposes of voting, the individuals whose names are recorded on the deed shall be entitled to one vote per household. Votes shall be carried by a simple majority of the active voting members either present or voting by proxy.

Section 2 A referendum vote by mail may be called by the President, any two Directors, or any twenty active members if there is any question as to adequate preparation, adequate notice, or whether the vote was representative of the full membership.

ARTICLE V ELECTRONIC COMMUNICATIONS

Section 1 "Electronic transmission" or "electronically transmitted" is defined as any form of communication that meets all of the following: (a) It does not involve the physical transmission of paper; (b) It creates a record that may be retained and retrieved by the recipient; (c) It may be directly reproduced in paper form by the recipient through an automated process.

ARTICLE VI BOARD OF DIRECTORS

Section 1 Board of Directors are elected by the voting Members of the Association. The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, and up to 5 Members-at-large.

Section 2 Members-at-large shall serve for a term of three years. Terms of service will be staggered so that no more than two full-term Members-at-large are elected in any given year. Terms begin on January 1 following their election.

Section 3 The Board of Directors shall serve as the executive and policy-making authority of the Association.

Section 4 Directors not physically present at a meeting or discussion may participate by means of remote communication and are considered present in person and can vote if all of the following are met: (a) The corporation implements reasonable measures to verify that each person considered present and permitted to vote at the meeting by means of remote communication is a Director; (b) The corporation implements reasonable measures to provide each Director a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to read or hear the proceedings of the meeting substantially and concurrently with the proceedings; (c) If a Director votes or takes other action at the meeting by means of remote communication, a record of the vote or other action is maintained by the corporation.

Section 5 A quorum shall consist of a simple majority of the officers and other Directors.

ARTICLE VII OFFICERS

Section 1 The President shall be elected annually for a term of one year and may be reelected to succeed himself. The President shall have served on the Board of Directors prior to nomination. The President shall preside at meetings of the Association and of the Board of Directors and shall cast the deciding vote in case of a tie.

Section 2 The Vice-President shall be elected annually for a term of one year and may be reelected to succeed himself. The Vice President shall assist the President in the performance of the President's duties. In the absence of the President, the Vice President shall preside at the meetings of the Association and perform all other duties of the President.

Section 3 In case of death or resignation of the President, the Vice President shall at once assume the President's title and duties. The vacancy in the office of the Vice President shall be filled by a majority vote of the Board of Directors. In case of death or resignation of any other officer, the office shall be immediately filled by appointment by the President with a majority of the members of the Board concurring.

Section 4 The Secretary shall be elected for a term of three years and may be elected to succeed himself. The Secretary shall keep the minutes of all meetings and maintain a clear record of the historical and current proceedings of the Association and Board of Directors. The Secretary shall register voting members immediately prior to any regular or special meeting.

Section 5 The Treasurer shall be elected for a term of three years and may be elected to succeed himself. The Treasurer shall make a report of the Association's financial status at each meeting of the Association and of the Board of Directors. The Treasurer shall prepare a written statement annually that will be available to the membership at the Annual Meeting and again at the end of

the fiscal year. All monies paid to the Association shall be deposited by the Treasurer in the bank account of the Association. The financial records of the Association shall be reviewed and reconciled with bank statements by a person independent of the Treasurer within 30 days of the end of the fiscal year. The Treasurer shall propose an annual budget by the first Board of Director's meeting of each fiscal year. The Treasurer ensures that all taxes and government reports are prepared and filed in a timely manner. No two persons shall both be authorized to sign on deposit accounts, or otherwise have disposition of any assets owned by the association if they occupy the same residence or are otherwise related.

Section 6 The officers shall serve without compensation.

Section 7 Any officer or director becoming ineligible for voting membership in the Association shall automatically forfeit the office, and such vacancy shall be filled in the same procedure as stated in Article VII, Section 3.

ARTICLE VIII COMMITTEES

Section 1 Committees shall be formed as needed by determination of the Board of Directors. Committees shall include at least one Board member. Voting and Associate Members shall be allowed to serve on Committees.

Section 2 The Nominating Committee shall consist of a minimum of a Board member and at least one Voting Member of the Association who is not currently serving on the Board of Directors. The Committee shall be elected by a majority vote of the Board of Directors.

ARTICLE IX MEETINGS

Section 1 The Association's Annual Meeting shall be held on a Saturday in June each year and due notice sent to each member.

Section 2 A special meeting of the membership may be called at the option of the President or when requested by any two members of the Board. Every member shall be notified of such a meeting by regular United States mail or e-mail at least 14 days prior to the time of the meeting.

Section 3 A quorum of the Association shall be no less than 10 percent of the entire Membership. Voting members shall register with the Secretary or designee of the Association immediately prior to any regular or special meeting.

ARTICLE X ORDER OF BUSINESS

Section 1 All meetings of the Association and the Board of Directors shall be as follows:

1. Call to Order
2. Roll call of Officers
3. Approval of Minutes
4. Report of Officers
5. Report of Committees
6. Unfinished Business
7. Elections
8. New Business
9. Adjournment

ARTICLE XI PARLIAMENTARY AUTHORITY

Section 1 The rules contained in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules or order the Association may adopt.

ARTICLE XII AMENDMENTS

Section 1 The Bylaws may be amended at any regular or properly called special meeting of the Association by a 2/3 vote of Voting members present.

Section 2 Members shall be notified in writing or electronic transmissions of proposed Bylaw changes at least 30 days prior to the meeting called to consider revision of the Bylaws and receive notices of changes enacted.

These amended BY-LAWS are effective upon approval by 2/3 vote of voting members present at the 2023 Annual Meeting.