

BYLAWS OF THE TRI-LAKES ASSOCIATION, INC.

As revised and restated 2021-2022
Ratified August 6th, 2022

Article I

NAME

Section 1. Name: The name by which this association shall be known is the MORTON TOWNSHIP TRI-LAKES ASSOCIATION, INC., a not-for-profit Michigan corporation (hereinafter referred to as "Association")

Section 2. FISCAL YEAR: Fiscal Year of the Association shall be August 1st to July 31st

Article II

PURPOSES

The Purposes for which this Association is formed are as follows:

To create lines of communication regarding lake issues.

To assist in preservation of the quality of the water of the lakes, their connecting waterways, wetlands and surrounding watershed and ecosystems.

To promote all other matters of interest to the general welfare of the members and all property associated with Tri-Lakes and the improvement of the area involved.

To represent its members at governmental or regulatory agencies in such a manner as to protect the environment.

To promote education of property owners and other lake users about water safety and safe recreation on the lakes.

To serve as a social organization for the lake members.

Article III

MEMBERSHIP

Section 1. ELIGIBILITY: Any person having a bonafide interest in the welfare of the Tri-Lakes (Round Lake, Lake Mecosta, Blue Lake) and the lands bounding these three lakes, may become a member of this Association by payment of dues and meeting such other requirements as are prescribed in these Bylaws

Section 2. DUES: Annual membership dues shall be payable to the Association before August 1st. Dues will be adjusted as necessary by the Board of Directors. Payment of dues shall be prerequisite to voting in any issue before the Association or before becoming a member of the Board of Directors of the Association. For voting purposes, there will be one vote per membership.

Article IV

MEMBERSHIP MEETINGS

Section 1. TIME, PLACE, and PURPOSE: Annual meeting of the membership of the Association shall be held at such place as may be designated by the Board of Directors on the second Saturday of August of each year for the purpose of electing Directors, and for the transaction of such other business that must be brought before the majority vote in-person, via phone, or video conference call.

Section 2. GUEST SPEAKERS: Guest speakers at Association meetings are restricted from topics promoting commercialism, partisan politics, or self-promotion in any form without prior approval of the majority of the Board of Directors.

Section 3. SPECIAL MEETINGS: Special meetings of the Membership may be called by the President, by vote of a majority of the Board of Directors, or by a request in writing signed by not less than a majority of the Membership, stating specifically therein the purpose of the meeting.

Section 5. ORDER OF BUSINESS: All meetings of the Membership and of the Board of Directors shall be as follows:

1. Call to Order
2. Roll Call of Directors
3. Review and Approval of the Minutes
4. Reports of Officers
5. Reports of Standing Committees
6. Reports of Ad Hoc Committees
7. Unfinished Business
8. New Business
9. Public Comment
10. Set Time, Date, and Place for next meetings
11. Adjournment

Section 6. Meetings shall follow Robert's Rules of Order Newly Revised (11th Edition, 2011)

Section 7. Every person becoming a member in this Association shall be deemed to agree to these Bylaws. If so requested, a copy of the Bylaws will be provided.

Article V

DIRECTORS

Section 1. NUMBER, CLASSIFICATION, AND TERM OF OFFICE: The business and property of the Association shall be managed and controlled by the Board of Directors. The number of Directors on the Board shall be fifteen (15) with five (5) to be from each representative lake. At least twelve (12) (four (4) from each lake) of these Directors shall have riparian or easement rights to said lakes. Directors will be elected for a term of three (3) years at each Annual Meeting of the members.

Section 2. PLACE OF MEETING: The Directors may hold their meetings in such place or places within Morton Township as a majority of the Board of Directors may determine.

Section 3. BOARD MEETINGS: Monthly meetings shall be held on the second Saturday of each month, April through December. Meetings of the Board of Directors may be called at any time by the President, or by a majority of the Board of Directors. Directors shall be notified of the time, place, and purpose of all meetings of the Board.

Section 4. QUORUM: A majority of the Board of Directors shall constitute a quorum for the transaction of business at all meetings.

Section 5. COMMITTEES: Standing Committees to be chaired by at least one Board Member, minutes to be written, and any expenditures to be approved by the Board. Standing Committees can be changed, added, or deleted as deemed necessary by the Board. Each Director shall be assigned to and participate in a minimum of one committee.

Section 6. VACANCIES: Vacancies on the Board of Directors shall be filled by suggestions from the Board and appointed by the President to fill unexpired terms.

Section 7. ATTENDANCE: After three consecutive unexcused absences from regular monthly meetings, a Board Member and/or Officer may be terminated as a member of the Board and/or Office. The terminated member will be notified in writing by the President. Presence via electronic means from a remote location shall constitute compliance with attendance criteria.

Section 8. INDEMNIFICATION: The Association shall indemnify, save and hold harmless the Board or Directors, jointly and individually, from all expense and liability as a result of any acts, omissions, or negligence, other than intentional misconduct or gross negligence.

Section 9. AUDITS: Any Tri-Lakes Association Member may request an audit of specific association functioning. Said request will trigger the formation of ad hoc committee, comprised of Directors, charged with deciding how to progress forward.

Article VI

OFFICERS

Section 1. The Board of Directors shall elect, from its Members, the executive offices of PRESIDENT, VICE-PRESIDENT, SECRETARY, and TREASURER, who shall be so elected by the Board of Directors at the first meeting following the annual meeting. The terms of office of such officers shall be for two years, with the term of office to coincide with the Association's fiscal year (August through July). President and Secretary shall be elected in odd numbered years, Vice-President and Treasurer shall be elected in even numbered years.

Section 2. The Board of Directors may also appoint such other officers and agents as it may deem necessary for the transaction of the business of the Association. All officers and agents shall respectively have such authority and perform such duties in the management of the property and affairs of the Association as may be designated by the Board of Directors.

Section 3. The Board of Directors may secure the fidelity of any or all such officers by bond or otherwise.

Section 4: The outgoing President may serve one term as ex-officio member of the Board of Directors representing the Tri-Lakes as a whole. This term shall hold full member status, including voting privileges.

Article VII

DUTIES OF EXECUTIVE OFFICERS

Section 1. PRESIDENT: The President shall be the chief executive officer of the Association and in the recess of the Board of Directors shall have the general control and management of its business and affairs, subject, however, to the right of the Board of Directors to delegate any specific power, to any other officer or officers of the Association. He/she shall preside at all meetings of the Directors and all meetings and membership, unless otherwise determined by a majority of all the Board Members present in person or by proxy.

Section 2. PRESIDENT: At times other than meetings, the President, or his/her designated presiding officer, will have sole authority for expenditures to and not exceeding the amount of \$200.00 in any one month without Board approval from a majority of the Board of Directors. The limit is subject to review by the Board of Directors.

Section 3. VICE-PRESIDENT: In case the office of President shall become vacant by death, resignation, or otherwise, or in case of the absence of the President, or his/her disability to discharge the duties of his/her office, such duties shall, for the time being, devolve upon the Vice-President who shall do and perform such other acts as the Board of Directors may, from time to time, authorize him/her to do.

Section 4. TREASURER: The Treasurer shall have custody and keep account of all monies, funds, and property of the Association, unless otherwise determined by the Board of Directors, and he/she shall render such account and present such statement to the Directors and president as may be required of him/her. He/she shall deposit all funds of the Association which may come into his/her hands from membership dues, special event/programs. These funds shall be deposited in a timely manner in banks or investments as directed. He/she shall keep bank accounts in the name of the Association and shall exhibit his/her books and accounts at all reasonable times, to any Director of the Association upon application. He/she shall pay out money as the business may require upon the order of the President or designee, taking proper vouchers therefore provided. The Board of Directors shall have power by resolution to delegate any of the duties of the Treasurer to other Board Members other than Executive Officers. He/she shall perform in addition, such other duties as may be delegated to him/her by the Board of Directors.

Section 6. SECRETARY: The Secretary of the Association shall keep the minutes of all meetings of the membership and Board of Directors. He/she shall attend to the giving and receiving of all notices of the Association. He/she shall have charge of all archived data as the Board of Directors may direct; all of which, shall at all reasonable time, be open to the examination of any Director upon application to the Secretary, and in addition such other duties may be delegated to him/her by the Board of Directors.

Article VIII

AMENDMENTS

Section 1. A majority of Association Members constituting a quorum at a properly called meeting, may alter, amend, add to, or repeal these Bylaws.

Section 2. The Bylaws will be reviewed and updated as necessary every five years by a Committee assigned by the President.

Section 3. The amendments to the Bylaws that have occurred over time, shall be incorporated into the Bylaws with each revision. Original copies of the amendments and the time of their initiation shall be kept on file with the Secretary of the Association.

Section 4: In alignment with the 2016 Bylaw review process, the date of ratification of these bylaws, all current board members will continue their current term. Those members whose terms expire in the 2017 year shall be eligible for re-election to serve another term as outlined by the previously ratified bylaws Article V Section 1 so long as they are so voted in by quorum of Membership at the Annual Membership Meeting. Article V Section 1 of the Bylaws, as written, will take effect moving forward beginning with those Board of Directors terms expiring in 2018.

Section 5: As of the date of ratification, the current former President shall serve the remainder of his current board term as ex officio as outlined in Article VI Section 4.