

**BY-LAWS**

**BIG BASS LITTLE BASS LAKE OWNERS ASSOCIATION**

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**ARTICLE I**

**PURPOSE**

The corporation does not contemplate pecuniary gain or profit to the members thereof and the purpose or purposes for which it is formed are as follows:

To provide an entity to administer the affairs of the BIG BASS – LITTLE BASS LAKE OWNERS ASSOCIATION in the Townships of Elk and Sauble, Lake County, Michigan and for this purpose to:

- A. Maintain, preserve, regulate, improve and beautify the areas regarding property located on or in reasonable proximity to either of Big Bass or Little Bass Lake;
- B. Promote the health, safety and welfare of owners of property located on or in reasonable proximity to either of Big Bass or Little Bass Lake;
- C. Aid in the enforcement of any and all building restrictions, conditions, reservations, powers and charges applicable to any of the land affected thereby and any applicable local ordinances or state statute as permissible by law;
- D. Promote adherence to existing laws and any additional legislation to assure the safe use and operation of all water craft on said lakes for the beneficial use of said lakes and adjoining properties rightfully entitled thereto;
- E. To any other things that will promote the common benefit and enjoyment of the residents of land located on or in reasonable proximity to either of Big Bass or Little Bass Lake.

**ARTICLE II**

**DEFINITIONS**

SEC. 1. PROPERTY OWNER - A person or persons defined in the law as an owner with regard to real estate on either Big Bass or Little Bass Lake as of January 1 of each year, but not affected by the number of parcels on either lake or the front footage of each parcel.

Sec. 2. MEMBERSHIP - All adult property owners qualify for membership, and may also be known as Voting Members.

Sec. 3. VOTING RIGHTS - Regardless of the number of co-owners of any parcel or parcels on either Big Bass or Little Bass Lake, such individual or collective ownership remains entitled to only one (1) vote.

Sec. 4. NON-VOTING MEMBER - Other interested persons are entitled to membership, except that they shall not be entitled to vote or hold office either as director or director-officer.

Sec. 5. PROXY - A member may vote by proxy only for agenda items which are shown on the notice required for any Association meeting.

### ARTICLE III

#### VOTING AND DUES

SEC. 1. Each property owner shall file a written notice with the Association designating the individual representative who shall vote at meetings of the association and receive all notices and other communications from the Association on behalf of each owner. Such notice shall state the name and address of the individual representative designated, the lot numbers owned by the owner, and the name and address of each person, firm, corporation, partnership, association, trust, or other legal entity who is the owner. Such notice shall be signed and dated by the Property Owner. The individual representative designated may be changed by the Property Owner at any time by filing a new notice in the manner herein provided.

SEC. 2. Votes may be cast in person or by proxy. Proxies must be filed with the secretary of the Association before the appointed time of each meeting of the members of the Association. Cumulative voting shall not be permitted.

SEC. 3. Each property owner shall pay dues to the Association in an amount to be set by the board of directors and in accordance with these By-Laws.

### ARTICLE IV

## MEETINGS OF MEMBERS

SEC. 1. Any or all meetings of the members of the board of directors of this corporation shall be held at a reasonably convenient location within the Townships of Elk and Sauble, pursuant to resolution adopted by the board of directors.

SEC. 2. The first annual meeting of the Association shall be held on May 23, 1981, with an additional meeting to be held August 8, 1981. Thereafter the annual meetings of the Association shall be held on the second Saturday of August in each succeeding year. At such meetings there shall be elected by ballot of the owners a board of directors – in accordance with the requirements of ARTICLE V of these By-Laws. The property owners may also transact such other business of the Association as may properly come before them. If for any reason the annual meeting of the members shall not be held on the day hereinafter designated, such meeting may be called and held as a special meeting and the same proceedings may be had thereat as at an annual meeting; provided, however, that the notice of such meeting shall be the same notice as required herein in ARTILCE IV , SEC. 4.

SEC. 3. It shall be the duty of the president to call a special meeting of the property owners as directed by resolution of the board of directors or upon a petition signed by forty (40%) percent of the property owners and having been presented to the secretary. The notice of any special meeting shall state the time and place of such meeting and the purposes thereof.

SEC. 4. It shall be the duty of the secretary to mail a notice of each annual or special meeting stating the purpose thereof, as well as the time and place where it is to be held, to each property owner of record, at least ten (10) but not more than fifteen (15) days prior to such meeting. The mailing of a notice in the manner provided in this section shall be considered notice served.

SEC.5. Presence in person or by proxy of Voting Members representing twenty (20%) of the membership of the Association shall constitute a quorum at any meeting of the Voting Members.

SEC. 6. If any meeting of Voting Members cannot be organized because a quorum has not attended, the Voting Members who are present, either in person or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

SEC. 7. The order of business at all meetings of the Voting Members shall be as follows:

A. Roll Call

- B. Reading notice and proof of mailing
- C. Approval of minutes of last meeting which will be available before the current meeting on the Website.
- D. Reports of officers
- E. Election of Directors
- F. Transaction of other business mentioned in the notice.
- G. New business.

## ARTICLE V

### BOARD OF DIRECTORS

SEC. 1. The business, property and affairs of the Association shall be governed and managed by a board of directors initially composed of seven (7) members.

SEC. 2. At the first annual meeting of the Association the term of office of three (3) directors shall be fixed for three (3) years. The term of office for two (2) directors shall be fixed for two (2) years, and the term of office of two (2) directors shall be fixed at one (1) year. At the expiration of the initial term of office of each respective director his or her successor shall be elected to serve a term of three (3) years. Terms of office of additional directors as called for under these By-Laws shall be staggered in the same manner. The directors shall hold office until their successors have been elected and hold their first meeting.

SEC. 3. The board of directors shall have the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not by law or by these By-Laws be directed to be exercised by the Voting Members. In addition to the duties imposed by these By-Laws or by resolutions of the Association, the board of directors shall be responsible for the care, upkeep and surveillance of the common areas and open space and/or park areas of Big Bass – Little Bass Lake Owners Association.

SEC. 4. Vacancies in the board of directors caused by any reason other than the removal of a director by a vote of the Association shall be filled by vote of the majority of the remaining directors even though they may constitute less than a quorum, and each person so elected shall be a director until a successor is elected at the next annual meeting of the Association.

SEC. 5. At any regular or special meeting duly called, any one or more of the directors may be removed with or without cause by the vote of a majority of the Property Owners and a successor may

then and there be elected to fill the vacancy thus created. Any director whose removal has been proposed by the Property Owners shall be given an opportunity to be heard at the meeting.

SEC. 6. The first meeting of a newly elected board of directors shall be held within thirty (30) days of election at such place as shall be fixed by the directors at the meeting which directors were elected and no notice shall be necessary to the newly elected directors in order to legally constitute such meeting, providing a majority of the whole board shall be present.

SEC.7. Regular meetings of the board of directors may be held at such time and place as shall be determined from time to time by a majority of the directors. Notice of the regular meetings of the board of the directors shall be given to each director personally or by mail, telephone, or telegraph, at least three (3) days prior to the day named for such meeting,

SEC.8. Special meetings of the board of directors may be called by the president on no less than ten (10) nor more than fifteen (15) days' notice to each director, given personally or by mail, telephone, or telegraph, which notice shall state the time, place and purpose of the meeting. Such meetings of the board of directors shall be called by the president or secretary in like manner and on like notice on the written request of at least three (3) directors.

SEC. 9. Before or at any meeting of the board of directors, any director may in writing waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a director at any meeting of the board shall be a waiver of notice by him of the time and place thereof. If all the directors are present at any meeting of the board, no notice shall be required and any business may be transacted at such meeting.

SEC. 10. At all meetings of the board of directors a majority of the directors shall constitute a quorum for the transaction of business and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the board of directors. If, at any meeting of the board of directors, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting any business which might have been transacted at the meeting as originally called may be transacted without further notice.

SEC.11. No director shall receive any salary or compensation for his or her services as director.

## ARTICLE VI

### OFFICERS

SEC. 1. The principal officers of the Association shall also be directors. There shall be a president, vice president, secretary and treasurer all of whom shall be elected by and from the Voting Members.

SEC. 2. Each officer simultaneously serving as director shall hold office for a three (3) year term, except for three (3) of the initial directors, whose terms shall be staggered pursuant to the provisions of Article V, Sec. 2 hereof.

SEC. 3. Upon an affirmative vote of a majority of the members of the board of directors, any officer may be removed, either with or without cause, and his or her successor elected at any regular meeting of the board of directors, or at any special meeting of the board called for such purpose.

SEC. 4. The president shall be the chief executive officer of the Association. The president shall preside at all meetings of the Association and of the board of directors; and shall have all of the general powers and duties which are usually vested in the office of president of an association, including but not limited to the power to appoint committees from among the Property Owners, from time to time as he or she may in his or her discretion decide is appropriate to assist in the conduct of the affairs of the Association.

SEC 5. The vice president shall take the place of the president and perform his or her duties whenever the president shall be absent or unable to act. If neither the president nor the vice president is able to act, the board of directors shall appoint some other member of the board to do so on an interim basis. The vice president shall also perform such other duties as shall from time to time be imposed upon him or her.

SEC. 6. The secretary shall keep the minutes of all meetings of the board of directors and the minutes of all meetings of the Association. He or she shall have charge of such books and papers as the board of directors may direct and he or she shall in general perform all the duties incident to the office of secretary.

SEC. 7. The treasurer shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. He or she shall be responsible for the deposit of all monies and other valuable effects in the name and to the credit of the Association in such depositories as may from time to time be designated by the board of directors.

## ARTICLE VII

### OBLIGATIONS OF VOTING MEMBERS

SEC. 1. All members are obligated to pay the annual dues imposed by the Association to meet all project communal expenses, which may include expenses of administration as well as expenses for upkeep and maintenance of the open space areas. It shall be the duty of the treasurer to send to each

member a statement of dues on or before January 31 of each year. Dues of the Association shall be payable by the Voting Members on or before June 31 of each year.

## ARTICLE VIII

### AMENDMENTS

SEC. 1. These By-Laws may be amended by the Association at a duly constituted meeting for such purposes and no amendment shall take effect unless approved by Property Owners representing at least fifty-one (51%) percent of the total Voting Members in attendance.

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