

BY-LAWS
OF
THE HURON DUNES ASSOCIATION
HUME TOWNSHIP, HURON COUNTY, MICHIGAN

MAY, 1983

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ARTICLE I
MEMBERSHIP

SECTION 1. Property Qualifications. Every person or entity who holds a legal or equitable interest in any real property/homesite contained within the boundaries of the existing Huron Dunes subdivision, being part of Section 8, Town 18 North, Range 12 East, Hume Township, Huron County, Michigan, whether as land contract vendee or fee holder may petition the Board of Trustees to become a member of the Association.

SECTION II. Board Approval. The Board of Trustees shall have the sole authority to determine whether or not an applicant becomes a member of the Association. An applicant shall become a member of the Association upon approval of the Board of Trustees and payment of a membership fee of Five dollars (\$5.00). Membership shall automatically pass to the transferee in any real estate transaction if the transferor was a member of the Association. Every person who is a member of the Association as of January 1, 1983 shall be enrolled as a member of the Association upon adoption of the by-laws by the membership.

SECTION III. Voting Members. The Association shall have one class of voting membership. Voting members shall be all members who hold the interest required for membership in Section One of this Article. When one or more persons hold the interest required for Membership in the same homesite/real property, the vote for each such homesite shall be exercised as those members determine among themselves. There shall be, however, no more than one (1) vote per homesite/real property.

SECTION IV. Non-Voting Members. The following persons shall be non-voting members of the Association:

- a) Spouses and children of voting members.
- b) Persons occupying residential dwellings on the homesite with permission of the owner.
- c) Those persons designated by voting members as their guests.

SECTION V. Suspension of Membership. If any member in the Association shall refuse or neglect to fully carry out their duties and responsibilities as a member of the Association, or if any member shall fail or neglect to pay any assessments made against such membership within a period of sixty (60) days after said assessments are due, upon a vote of the Board of Trustees said member shall be deprived of all rights and privileges granted to members of the Association. The suspension, which includes privileges such as water service and use of the common areas, shall continue until the cause of the suspension has been corrected to the satisfaction of the Board of Trustees.

ARTICLE II
BOARD OF TRUSTEES

SECTION I. Members. The property, business and affairs of the Association shall be managed by its Board of Trustees to consist of six (6) trustees. Trustees shall be elected for three year terms. Trustees shall hold office until their successors shall be elected. Trustees must be members of the Association. The trustees serving at the time of the adoption of these by laws shall complete their term of office so that one third of the total number of trustees

shall be elected at each annual meeting.

SECTION II. Vacancy. Whenever any vacancy shall have occurred in the Board of Trustees, the majority of the Trustees then in office may fill the vacancy at any meeting. The person so appointed shall hold office until the next annual meeting, at which meeting the membership shall elect a Trustee to fill the unexpired term, if any.

SECTION III. Meetings. Meetings of the Board of Trustees may be called by the President, by the Vice President in the absence of the President upon the request of three or more members of the Board, or by the Secretary-Treasurer upon the request of three or more members of the Board. Notice of every Board meeting shall be mailed by the Secretary-Treasurer upon the request of three or more members of the Board. Notice of every Board meeting shall be mailed by the Secretary-Treasurer, or given personally by him, at least one week prior to the meeting, to all the trustees.

SECTION IV. Quorum. A majority of the Trustees shall constitute a quorum for the transaction of business and the act of the majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees.

ARTICLE III

POWERS AND DUTIES OF THE BOARD OF TRUSTEES

SECTION I. Powers. The Board of Trustees shall have the following powers:

- a) To adopt and publish rules and regulations governing the use of the common properties and the personal conduct of members and their guests and to establish penalties for the infractions thereof.
- b) To exercise for the Association all powers and authorities vested in the Association which are not reserved to the membership.
- c) To declare the office of a member of the Board of Trustees to be vacant.
- d) To employ employees or contractors as they deem necessary.
- e) To establish committees and appoint members to perform tasks delegated to them by the Board of Trustees.
- f) To allow the membership to vote by proxy at any annual or special meeting of the membership.

SECTION II. Duties. The Board of Trustees shall have the following duties:

- a) To exercise management over the property, business and affairs of the Association. This duty shall include management over the water service, road maintenance and use of the common areas.
- b) To keep a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members.
- c) To supervise all officers, employees and agents of the association.
- d) As more fully described in Article VI, to take appropriate action to assess and collect the annual assessment and any special assessment as may be authorized. In conjunction with this duty, the Board shall prepare a periodic roster of members, send written notices of such assessments to every member and shall do whatever they deem necessary

- and prudent to collect any delinquent account.
- e) To maintain the Association's status as a non-profit corporation under the laws of the State of Michigan.
 - f) To assess and levy reasonable fees for the use of the water service, roadways and common areas enjoyed by any non-member of the Association who holds legal or equitable title to property described in Article I, Section One.

ARTICLE IV OFFICERS

SECTION I. Election. After the annual election of the Trustees each year, the Trustees shall elect by majority vote a President, Vice President and Secretary-Treasurer from their members.

SECTION II. Term/Vacancy. The term of office of all Trustees shall be three years, beginning from the time of their election until their successors are chosen. The Board of Trustees has the power to fill any vacancy in any office.

SECTION III. Compensation. The officers of the Association shall serve without compensation unless otherwise fixed by resolution of the members of the Association.

SECTION IV. President. The President shall preside at all meetings of the Association and the Board of Trustees, and shall perform such other duties as directed by the Trustees. The President shall execute all authorized contracts or other obligations in the name of the corporation, except where required by law to be otherwise signed and executed, and except where the execution shall be expressly delegated by the Board of Trustees to another person.

SECTION V. Vice-President. The Vice President shall preside at meetings of the Association and the Board in the absence of the President, and shall perform such other duties as shall be assigned by the President of the Board of Trustees.

SECTION VI. Secretary-Treasurer. The Secretary-Treasurer shall record all votes and keep the minutes of all Board and membership meetings. The Secretary-Treasurer shall give or cause to be given notice of all membership meetings and meetings of the Board and shall be the custodian of the books and records of the Association. The Secretary-Treasurer shall also have the responsibility for the custody of the Association funds and securities and the maintenance of full and accurate accounts of receipts and disbursements in books belonging to the Association. This person shall render an account of the financial condition of the Association whenever requested by the Board and shall supervise collection of all membership assessments.

ARTICLE V MEMBERSHIP MEETINGS

SECTION I. Annual Meeting. An annual meeting of this Association shall be held once each year in Huron County, Michigan, between May 15th and September 8th of each year. The date of the annual meeting shall be set by the Board of Trustees.

SECTION II. Special Meetings. The President of the Association may call such special meetings of the members as in his judgment the welfare of the Association requires. The President shall call a special meeting upon the receipt of a petition stating the purpose

of said meeting which is signed by a majority of the members. Such meeting shall be held at a time and manner as directed by the Board of Trustees.

SECTION III. Notice of Meetings. The Secretary-Treasurer shall send a written notice to each member of all meetings of the Association. Notices of special meeting shall indicate the purpose of the meeting. The notice of the annual meeting shall be sent out no later than four weeks prior to the meeting, and notices of special meetings shall be sent out no later than two weeks prior to the meeting. Service of a notice by mail is complete upon mailing first-class postage prepaid. If mailed, the notice shall be directed to each member entitled to notice or to their designated representative at their address as it appears on the books of the Association.

SECTION IV. Quorum. Twenty five percent of the members entitled to exercise voting rights present in person or by proxy, except as otherwise provided by these by-laws shall constitute a quorum at all meetings of the membership.

SECTION V. Conduct of Meetings. Meetings of the membership shall be presided over by the President. The Secretary-Treasurer shall act as Secretary of the meeting. A vote by proxy shall be counted at any special or annual meeting of the membership provided the following have occurred:

- a) The Board has approved the use of the proxy vote for such meeting; and
- b) The proxy vote is contained on a form provided by the Board for such purposes.

All elections shall be by a plurality vote and all questions shall be decided by a plurality vote of the members present or represented at the meetings unless otherwise provided by these by-laws. Members may be present in person or by proxy. A member may send a representative to act and vote in his stead at the meeting provided the representative has written permission to act in place of the member.

ARTICLE VI ASSESSMENTS

SECTION I. Annual Assessment. Every member shall pay an annual assessment to the Association. The amount of this assessment will be determined by a vote of the membership in accordance with section three. Such assessment shall be due and payable within sixty (60) days of their levy. No additional annual assessment shall be made except as hereinafter provided.

SECTION II. Purpose. The annual assessment shall be used for the purpose of promoting the recreation, health, safety and welfare of the Association.

SECTION III. Change in Annual Assessment. The Association may change the amount of the annual assessment for any prospective period, provided that the new assessment shall be approved by a majority of the voting members who are voting in person or by proxy at a meeting of the membership called for this purpose.

SECTION IV. Special Assessments. The Association may level a special assessment for any purpose consistent with the goals of the Association as declared by the Board of Trustees. Any such assessment shall have the affirmative vote of a majority of all voting members who are voting in person or by proxy. A special

assessment may be levied by a vote at the annual meeting or at a special meeting of the membership.

SECTION V. Effect of Non-Payment of Assessment. If the assessments are not paid on the date when due, then such assessment shall become delinquent. If the assessment is not paid within sixty (60) days from the due date, maximum legal interest shall be added to the delinquent balance and the Association may bring an action at law against the owner(s) personally obligated to pay the same. There shall be added to such assessment, interest and cost of preparing and filing the complaint in such action and in the event that Judgment is obtained, such Judgment shall include interest on the total amount as above provided and reasonable attorney's fees to be fixed by the Court together with the costs of the action.

SECTION VI. Intent of Assessment. It is the intent of the members of the Association through the Board of Directors, to assess and levy reasonable fees for the use of the water service, roadways and common areas such as the parks, enjoyed by any non-member of the Association who holds legal or equitable title to property described in Article I, Section One.

ARTICLE VII INTERPRETATION

The definitions specified in the Rules and Regulations of the Huron Dunes Association shall govern the interpretation of these by-laws.