

BYLAWS OF THE SHERMAN TOWNSHIP LONG/RYERSON LAKE ASSOCIATION

Dated May 28, 2022

ARTICLE I

NAME

The name of this association shall be SHERMAN TOWNSHIP LONG/RYERSON LAKE ASSOCIATION.

ARTICLE II

PURPOSES

The purposes for which this association is formed are as follows:

- (a) To assist in preserving and improving the quality of the lake and its connecting waterways.
- (b) To promote other matters of interest to the general welfare of the members and desirable for the improvement of the Long/Ryerson Lake area.
- (c) To promote a spirit of community that will insure mutual respect for the property rights of all landowners and those with legal access on Long/Ryerson Lake.
- (d) To enhance the overall lake experience for all lake residents and their guests.

ARTICLE III

MEMBERSHIP

SEC. 1. Any owner of property on the shoreline, or having legal access by easement, to Long/Ryerson Lake, Sherman Township, Newaygo County, Michigan, may become a member of this association by payment of dues and meeting other such requirements as are stated in these bylaws.

SEC. 2. Annual membership dues shall be set every year by the Directors, including as an option to not change the annual dues. Dues are payable to the treasurer of the association at or before the annual meeting of each year. For property owners that own more than one property eligible for membership a single dues payment covers all their properties. Dues cover

the 12-month period from the Saturday of Memorial Day weekend to the subsequent year's Saturday of Memorial Day weekend.

- SEC. 3. Only those members who are current in their payment of dues, as indicated by the records of the treasurer, will be eligible to vote upon issues being considered by the association or to serve as an officer or director. For purposes of dues paying, voting and assessments, as approved by the membership, one dues payment shall be deemed to constitute one member.

ARTICLE IV

MEMBERSHIP MEETINGS

- SEC. 1. TIME, PLACE AND PURPOSE.

An annual meeting of the membership of the association shall be held at a meeting place designated by the Board of Directors on the Saturday of Memorial Day weekend of each year. for the purpose of electing Directors and for the transaction of other business as may be brought before the meeting. The May annual meeting shall be the date of record for determining the eligibility of members to vote at the annual meetings. If a verbal vote does not yield a clear majority, a roll call vote will be called for by the chair of the meeting.

- SEC. 2. SPECIAL MEETINGS.

The president will call special meetings of the membership at the direction of a majority of the Board of Directors; may be called by a request to the president or vice president by any member if they can show support for the request by at least nine additional members. The request shall state specifically the purpose of the meeting.

- SEC. 3. NOTICE.

Written notice of all membership meetings shall be mailed and/or emailed to each member at their last known address, as the same appears on the records of the association, at least ten (10) days prior to any meetings, and any notice of special meetings shall briefly indicate the object or objects of the special meeting.

- SEC. 4. QUORUM.

At any meeting of members of the association, 20% of the membership if present in person, shall constitute a quorum. Meetings at which less than a quorum is represented may be adjourned to a future published date by those who attend. If a quorum is not present, no transactions desiring a membership vote may be transacted.

SEC. 5. ORGANIZATION.

The president shall call meetings of the members to order and shall act as chairman of such meetings. The secretary of the association shall act as secretary of all meetings, except that in his absence or his inability to act as secretary, the president may appoint any member to act as secretary of the meeting.

SEC. 6. GIVING NOTICE

Any notice required by these bylaws to be given to the membership, the directors, or to any officer shall be deemed to be sufficiently given by mailing via the USPS or via email, and such notice shall be deemed to be given at the time of such mailing or emailing.

SEC. 7. NEW MEMBERS.

Every person becoming a member of this association shall be deemed to have assented to these bylaws and shall designate to the Secretary the address to which they desire notices of meetings and other communications regarding the association to be sent. Any person failing to designate their address or failing to report a change in address to the secretary shall be deemed to have waived notice of meetings.

ARTICLE V

DIRECTORS

SEC. 1. NUMBER, CLASSIFICATION AND TERM OF OFFICE

- (a) The business and property of the association shall be managed and controlled by the Board of Directors. The board will consist of nine (9) directors, who will represent, insofar as is possible, all areas around the lake. At least one director shall be a representative from Camp Echo.
- (b) Directors shall be elected at the annual meeting of members of the association and shall hold office for one

(1) year and/or until their successors are elected and qualified.

- (c) A Director may resign at any time for any reason. Additionally, if a director sells or otherwise relinquishes their qualifying property their term ends immediately. The resigning or relinquishing of a Directorship must be made in writing (email is acceptable) to the president or vice president.

SEC. 2. MEETINGS.

Meetings of the board of directors may be called at any time by the president or by a majority of the directors and may be held at such place the majority of directors determine. An annual meeting of the board shall follow immediately the annual meeting of the members of the association.

SEC. 3. QUORUM

A majority of the board of directors shall constitute a quorum for the transaction of business. If at any meeting of the board there be less than a majority present, those present must adjourn the meeting to a future date.

SEC. 4. VACANCIES

Vacancies in the board of directors may be filled for the remainder of the current term by majority vote of the remaining directors.

ARTICLE VI

OFFICERS

- SEC. 1. The board of directors shall elect, from its members, a president, vice president, secretary and treasurer at the regular annual meeting of the directors immediately following adjournment of the regular annual meeting of the members. The terms of office of such officers shall be two years. Any two of the above offices, except those of president and vice president, may be held by the same person, but no officer shall verify, acknowledge, or execute any instrument in more than one capacity.
- SEC. 2. The board of directors may appoint such other officers and agents as it may deem necessary for the transaction of the business of the association. All such officers and agents shall have such authority and perform such duties in the

management of the property and affairs of the association as may be stated by the board of directors. The board of directors and/or the president may appoint such committees as are deemed to be desirable to help achieve the purposes of the association.

Sec. 3. Indemnification - the association indemnifies every person who is or was party or is threatened to be made party to any proceeding by reason of the fact that such person is or was a director of the association, against expenses, liability, judgements, fines, and amounts paid in settlement actually incurred by such person in connection with such proceeding if such person conducted himself in good faith, reasonably believed, in case of conduct in their official capacity with the association, that their conduct was in the best interest of the association, and in respect to any criminal proceeding, had no reasonable cause to believe that their conduct was unlawful. The board may purchase and maintain insurance for legal expenses and other expenses incurred in a proceeding that is covered by this Indemnification paragraph.

ARTICLE VII

DUTIES OF OFFICERS

SEC. 1. PRESIDENT.

The president shall be 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 to the right of the board of directors to delegate any specific responsibility to any other officer or officers of the association. The president shall preside at all meetings of the directors and all meetings of the membership. The president shall sign all contracts in the name of the association in conjunction with one additional officer.

SEC. 2. VICE PRESIDENT

In the absence of the president, or if the president becomes unable to discharge the duties of his office, or if the office of president shall become vacant, the duties of the president, shall, for the time being, devolve upon the vice president, who shall also perform such other acts as the board of directors may direct.

SEC. 3. TREASURER.

The treasurer shall have custody and keep account of all money, funds, and property of the association, unless otherwise determined by the board of directors, and they shall render such accounts and present such statements to the directors, president and membership as may be required or requested of them. A financial statement will be presented to the membership at the annual meeting. They shall establish and keep such bank accounts in the name of the association as the Board of Directors may direct. They will pay out such money as the business of the association may require upon the order of the properly constituted officer or officers. However, the board shall have power to delegate any of the duties of the treasurer to other officers. The board will also determine which officers shall countersign all checks or vouchers. They shall also perform such other duties as may be delegated to them by the board of directors.

SEC. 4. SECRETARY

The secretary of the association shall keep the minutes of all meetings of the membership and the board of directors. They shall attend to the giving and receiving of all notices to the association. They shall maintain an ongoing log of all directors, their officer position, and the start date of their terms. They shall have charge of such books and papers as the board of directors may direct, all of which shall at all reasonable times be open for examination by any director upon application to the secretary. The secretary will also perform such other duties as may be delegated to them by the board of directors.

The secretary is responsible for making all documents available to members of the association, either publicly or upon request.

ARTICLE VIII

AMENDMENTS

Members constituting a quorum, may amend, add to, or repeal these bylaws at the annual meeting or at a meeting properly called for that purpose.