

**BYLAWS
OF
GREAT LAKES SHORES, INC.**

Approved July 23, 2022

A summer resort owners Corporation in Worth Township, Sanilac County, Michigan, incorporating the entire territory on October 10, 1992 under provisions of Act No. 137 of the Public Acts of the State of Michigan for 1929, being Compiled Laws (C.L.) 1929, sections 10363 to 10382, inclusive of the C.L. of the State of Michigan for 1929. Being Michigan Statutes annotated 21.751 to 21.770, and also being 1979 C.L. sections numbered 455.201 to 455.220 (the "Act"), inclusive and all Acts amending thereto.

<u>ARTICLE</u>	<u>ARTICLE</u>
I NAME	VIII MEETINGS
II PURPOSE	IX NOMINATIONS AND ELECTIONS
III AUTHORITY	X DUES AND ASSESSMENTS
IV MEMBERSHIP	XI EXPENDITURES
V OFFICERS	XII BYLAWS
VI POWERS AND DUTIES OF OFFICERS	XIII GENERAL
VII BOARD OF TRUSTEES	

ARTICLE I NAME
ARTICLE I

THE NAME OF THE NON-PROFIT Corporation shall be "GREAT LAKES SHORES, INC.", hereinafter referred to as the "Corporation".

ARTICLE II PURPOSE
ARTICLE II

The purpose of this Corporation shall be:

SECTION 1: To perform and/or provide any service or function permitted under the enabling Act No. 137 in accordance with all applicable laws of the State of Michigan, County of Sanilac and Worth Township for the betterment of said community at the direction of the membership.

SECTION 2: To regulate and control all activities on property owned or entrusted to Great Lakes Shores, Inc.

SECTION 3: By and through its Board of Trustees to exercise any and all power, grant, privilege, immunity and control, as shall be authorized by the Act.

ARTICLE III AUTHORITY

The Board of Trustees shall have the management and control of all the business and all the property, real and personal, of the Corporation, with full power of authority to act for it in all things legal whatsoever, and subject only to restrictions or limitations imposed by Michigan Statute, the Bylaws of the Corporation and any special restrictions or limitations imposed by a vote of the members at any Annual or other Membership Meetings.

ARTICLE IV MEMBERSHIP

As reaffirmation in the special election of September 5, 1992 all persons with an undivided interest in a parcel of property within the Corporation limits shall be members of the Corporation known as Great Lakes Shores, Inc., and shall be governed by its Bylaws. For purposes of clarification, each person/entity with an undivided interest in a parcel of property located in Great Lakes Shores shall be considered a member of the Corporation. Membership in the Corporation shall cease immediately upon alienation of a member's undivided interest in a parcel located in Great Lakes Shores. For purposes of these Bylaws "parcel" shall mean every legal parcel within Great Lakes Shores which has a separate parcel identification number assigned by Sanilac County and/or Worth Township.

ARTICLE V OFFICERS

The officers of Great Lakes Shores, Inc. shall be: President, Vice-President, Secretary and Treasurer.

ARTICLE VI POWERS AND DUTIES OF OFFICERS

SECTION 1: The President: The President shall preside at all meetings of the Board of Trustees, and at all regular and special meetings of the membership. The President shall report to the membership all activities, efforts and transactions conducted on their behalf. The President shall routinely report to the Board of Trustees. The President shall have the authority to appoint committees.

SECTION 2: The Vice-President: The Vice-President shall assist the President. If for any reason the President is unable to perform his/her duties the Vice- President shall act in his/her stead and perform the duties of the presidency.

SECTION 3: The Secretary: The Secretary of the Corporation shall keep complete and detailed minutes of all general and special meetings of the membership and all meetings of the Board of Trustees. The Secretary shall be responsible for the permanent files and records of the Corporation and shall maintain the same in a business-like manner.

SECTION 4: The Treasurer: The Treasurer shall collect all monies of the Corporation and shall be required to give an accounting thereof, and shall collect, hold and disburse funds and maintain Corporation books using generally accepted accounting guidelines.

At the Annual Meeting of the Corporation the Treasurer shall account for all funds received and expenditures made since the last Annual Meeting.

The books of Great Lakes Shores, Inc., shall be audited or reviewed annually, by an internal review committee of four (4) people appointed by the President consisting of two (2) board members and two (2) other Great Lakes Shores, Inc. members.

The Treasurer shall be bonded for an amount deemed necessary to guarantee the safety of all monies received. Cost of the bonding shall be an expense of the Corporation.

ARTICLE VII BOARD OF TRUSTEES

SECTION 1: The Board of Trustees shall consist of nine (9) members, having two (2) year terms. Trustees' terms of office shall begin on January 1 of the calendar year following their election. As soon as possible after the election, but no later than January 1, the entire Board of Trustees for the upcoming calendar year shall meet to elect a President, Vice-President, Secretary and Treasurer from their members, who shall hold office for one (1) year until their successors are elected and qualified.

SECTION 2: The Board of Trustees shall have the following duties. To see that the Bylaws and all rules and regulations of the summer resort of Great Lakes Shores, Inc. are enforced. To conduct the business of the Corporation as directed by the membership, and to provide a budget to be approved by the membership and to act for the general membership between regular meetings of the Corporation. The Board, on behalf of the Corporation, may retain services of professionals and/or others to assist the Board in carrying out its duties.

SECTION 3: In case of a vacancy, a successor shall be named by majority vote of the remaining members of the Board of Trustees and shall hold office until the next Annual Election, at which time the vacancy for the remainder of the term shall be filled.

SECTION 4: Any member of the Board of Trustees absent without cause from three (3) consecutive meetings of the Board may be removed from office upon a vote of the Board.

SECTION 5: A hearing of the Board of Trustees for dismissal of a member of the Board for just cause shall be conducted at a regular or special meeting of the Board of Trustees and notice shall be provided to the Board member who is being considered for removal.

SECTION 6: Members of the Board of Trustees may be reimbursed for verifiable expenses incurred on behalf of the Corporation.

SECTION 7: The Corporation, at the direction of the Board, may purchase director and officer insurance coverage, or such other coverage(s) as deemed necessary by the Board, for all members of the Board of Trustees related to their actions as Trustees consistent with these Bylaws and the Act.

ARTICLE VIII MEETINGS

SECTION 1: General: At the Board's discretion, there may be up to three (3) general meetings of the membership as follows:

- (a) One meeting in June;
- (b) One meeting in July; (c)
One meeting August.

If the Board deems any of the above meetings are necessary, such meeting(s) shall occur at dates and times determined by the Board. The Board shall post notice of the meetings at a conspicuous location within Great Lakes Shores at least 10 days prior to each meeting and may take such other measures as deemed necessary to provide notice of the meetings to the members. The meetings may be adjourned from day to day as may be

necessary for the transaction of business. Issues decided by vote at these meetings shall be decided by a simple majority of the votes cast.

The Annual Meeting of the members of the Corporation shall be held on the second Saturday in July of each year unless the Board determines the meeting shall occur on another date between June 1st and August 31st. The Board shall post notice of the annual meeting at a conspicuous location within Great Lakes Shores at least 10 days prior to each meeting and may take such other measures as deemed necessary to provide notice of the Annual Meeting to the members. The Annual Meeting may be adjourned from day to day as necessary. The Board in its discretion may permit meetings, including the Annual Meeting, to be conducted electronically and/or for participation via remote access.

SECTION 2: Special Meetings: Special Meetings of the membership may be called by the Board of Trustees and/or upon receipt of a petition signed by at least forty (40) members of the Corporation.

SECTION 3: Quorum of Members: Members present at a meeting of the general membership shall constitute a quorum for conducting Corporation business.

SECTION 4: Voting: Each member is entitled to vote on any issue submitted to a vote of the members of the Corporation.

SECTION 5: Meetings of the Board: The Board of Trustees shall meet at such times as deemed necessary by the Board to conduct the business of the Corporation. The Board of Trustees may meet and/or communicate via telephone, electronically or via other means as often as deemed necessary.

SECTION 6: Special Board Meetings: Special meetings of the Board of Trustees may be called by the President or by four (4) of its members. The Secretary shall notify all members of the Board of Trustees of the special meeting as to the subject, time and place at least seventy-two (72) hours prior to the meeting.

SECTION 7: Quorum of the Board: Two-thirds (2/3) of the members of the Board of Trustees shall constitute a quorum of the transaction of business and a majority of the votes cast shall decide the issue.

ARTICLE IX NOMINATIONS AND ELECTIONS

NOMINATIONS AND ELECTIONS

SECTION 1: At each Annual Meeting members of the Corporation shall elect members to the Board of Trustees.

SECTION 2: No person shall be placed on the ballot to be elected to the Board of Trustees unless they have filed a written acceptance of nomination with the Secretary at or before the first date of the Annual Meeting.

SECTION 3: Write-in votes will be accepted providing the Secretary has written acceptance of the person running as a write-in candidate for Trustee prior to the opening of the polls.

SECTION 4: The President shall appoint three (3) members of the Corporation to the Election Committee of whom one (1) shall be a member of the Board of Trustees and serve as Chairman. The Chairman may appoint two (2) or more additional persons to serve on Election Day.

SECTION 5: The Annual Meeting shall be adjourned for purposes of the election of the Board of Trustees and shall be resumed on the fourth (4th) Saturday of July. Notice of the election of the Board of Trustees shall be included in the notice of the Annual Meeting posted by Board. The Board may take such other measures as deemed necessary to provide notice of the election to members.

SECTION 6: In order to be able to vote for any nominee or issue submitted, voters shall be a current member of the Corporation. Members may vote in person, by absentee ballot or by a fully executed and signed ballot delivered to the election representative by the member's written proxy. To be counted all votes, whether in person, absentee or by proxy must be received by the election representative prior to the close of posted election hours. Prior to being permitted to vote, if a member's name does not appear as having an undivided interest in a parcel(s) located in Great Lakes Shores on the tax roll or other records provided to the Corporation from the local municipality, such member must verify their membership by producing a copy of the recorded deed or other recorded instrument demonstrating the member's undivided interest in property located in Great Lakes Shores. If the member is an entity, such as a company or trust, in addition to the recorded document or instrument, the individual seeking to vote for the entity shall also provide verification as to their right to cast the vote on behalf of the entity. Members may be required to attest in writing to their membership and right to vote prior to voting.

SECTION 7: Where two (2) or more members have an undivided interest in a parcel each member shall have a vote. Members are entitled to one vote per member, regardless if they have an interest in multiple parcels. Unless otherwise provided herein or in the Act, a majority of the votes cast in any election shall decide the issue(s).

SECTION 8: The nominees for vacant positions receiving the majority of votes cast shall be declared elected.

ARTICLE X DUES AND ASSESSMENTS

DUES AND ASSESSMENTS

SECTION 1: Members in the Corporation shall pay annual dues and assessments as required herein. Dues shall be equal to \$125.00 for each parcel of land in Great Lakes Shores. Any proposed changes to annual dues shall be subject to approval of a vote of the membership at the Annual Meeting. Twenty-five dollars of dues collected from each Member will be reserved for beach and beach front expenses. All Members who have an undivided interest in a parcel located in Great Lakes Shores shall be jointly and severally liable for dues owed related to such parcels. Pursuant to the Act and these Bylaws, the Board may levy assessments / special assessments against some or all parcels in Great Lakes Shores. All dues, assessments and/or special assessments shall be due and payable without penalty by May 1st of each year. Dues, assessments and/or special assessments not timely paid will be assessed late fees and penalties as follows per parcel:

After 30 days	\$25.00
After 60 days an additional	\$25.00
After 90 days an additional	\$50.00
Total Maximum Penalty	\$100.00

SECTION 2: All annual dues, assessments and/or special assessments levied against any or all members not paid within ninety days of being due, plus any penalties shall become a lien upon the parcel(s) of the delinquent member(s) and such delinquencies may be enforced by Court action, including foreclosure and/or collection, including small claims or district court, as deemed reasonable and necessary by the Board. All costs of such action shall be assessed to the member and become part of said lien, including but not limited to actual attorney fees.

ARTICLE XI EXPENDITURES

SECTION 1: Routine and budgeted expenditures of the Corporation shall be approved and paid by the Board of Trustees. Where possible at least 2 bids should be obtained for contracts valued over \$1,000.

SECTION 2: The President, with concurrence of the majority of the Trustees, shall have the authority to expend up to Five Thousand Dollars \$5,000 for emergencies. However, they must provide documentation to the membership at the next general meeting.

ARTICLE XII BYLAWS

SECTION 1: All Bylaws, so established by the Corporation shall take effect ten (10) days after passage and each of said Bylaws shall be posted conspicuously in three (3) public places within the jurisdictional area of this Corporation at least (5) days before the time of the effectiveness. Proof of such posting shall be made by an officer of the Corporation and entered on the records of said Corporation.

SECTION 2: Any member of the Corporation may present a motion to change these Bylaws at any special or general meeting of the Corporation. If approved by majority vote of those present, then the Board is directed to assess the legality of the proposed changes of the Bylaws. All such approved proposals which are deemed legal by the Board will be presented for vote to the membership at the Annual Meeting of the Corporation. Approval for any change will require a simple majority of the votes cast at the Annual Meeting.

SECTION 3: These Bylaws shall be provided upon request of a member by the Secretary of said Corporation. A copy of these Bylaws and any amendments thereto shall be posted at designated areas including electronically.

ARTICLE XIII GENERAL

SECTION 1: The fiscal year of the Corporation shall be the calendar year.

SECTION 2: Robert's Rules of Order, Revised shall be the parliamentary authority for the Corporation.

SECTION 3: The Board of Trustees shall designate, by resolution, officers of the Corporation who are authorized check signors for the Corporation. Expenses which are part of the approved budget for the Corporation may be paid via check/instrument bearing the signature of a single approved officer of the Corporation. Payments for all other expenses of the Corporation, including expenses which exceed budgeted amounts, shall require the signature of two approved officers of the Corporation.

SECTION 4: The Board may adopt reasonable rules and regulations related to the Corporation and property located in Great Lakes Shores in order to effectuate the intent of these Bylaws and the Act. Such Rules and Regulations shall be printed and provided to each property owner, and shall be posted at designated areas.

SECTION 5: Should any section or provision of these Bylaws be declared invalid, such declaration shall not affect the validity of the remaining portions of the said Bylaws or the rules and regulations related thereto.