

**BY-LAWS OF THE FOREST
LAKE HOMEOWNERS
ASSOCIATION**

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CHANGE LOG

08/1993 – Original Document created for FLHA by R. Buk, attorney

08/12/1993 – Article VI, Sections 6.03, 6.04 and 6.09: changed frequency of meetings from annual to bi-annual.

08/12/1993 – Article VII, Section 7.07: changed ...Board of Directors or any committee thereof... to ...Board of Directors and any committee thereof...

08/12/1993 – Article VII, Section 7.11: Corrected typographical error in spelling of the word director.

08/12/1993 – Article X, Section 10.03, subsection c: added words **at least** so that composition of the Restrictions and Architectural Control Committee agreed with other subsections.

08/12/1993 – Article XIII, Section 13.01: corrected ending liber number from 540 to 541.

01/11/1994 – Article VI, Section 6.06: changed definition of quorum from the owners of a majority of lots for which membership is granted to a minimum of 25% of voting members considered in good standing, that is, paid up on all dues and special assessments.

05/18/1994 – Article VII, Section 7.02: swapped timing for election of officers so that President and Secretary are elected on even-numbered years and Vice-President and Treasurer are elected on odd-numbered years. Added punctuation (commas) for readability.

07/10/2011 – Added Title Page, Change Log and reformatted document

04/04/2012 – Minor spelling and editorial changes to Article VIII, section 8.03, subsection (a), Article VIII, section 8.05, subsection (b), Article IX, section 9.01, and Article X, section 10.03, subsection (a).

04/04/2012 – Reference to the Declaration of Restrictions in Article XIII, Section 13.01 changed to include amendments.

04/04/2012 – Article V, section 5.02 changed to indicate that suspension of voting rights due to non-payment of dues or any special assessment is automatic and will remain in effect until payment is received by the Association.

04/04/2012 – Article VI, Sections 6.02, 6.03, 6.04 and 6.09 changed to indicate that general meetings of the association are held annually rather than bi-annually and that the meetings will nominally be held in January.

04/04/2012 – Change Article VII, section 7.03 to allow officers to serve more than two consecutive terms.

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04/04/2012 – Change Article VII, section 7.06 to remove requirement for Board of Directors to meet at least bi-annually.

04/04/2012 – Change Article VII, section 7.08 to allow Board of Directors to meet via email, or via the use of any technology that allows effective communications.

04/04/2012 – Change Article VI, sections 6.03, 6.06, and 6.11 to allow association communications via email instead of U.S. mail if a member agrees.

04/04/2012 – Change Article VIII, section 8.05, subsections a) and c) to remove requirement for two signatures on association checks and to add requirement for a quarterly review of the associations bank statements and transactions by a board member other than the treasurer.

BY-LAWS OF FOREST LAKE HOMEOWNERS ASSOCIATION

Article I. NAME

The name of the association shall be known as Forest Lake Homeowners Association, as incorporated with the State of Michigan under Article 5 of P4162 of 1982.

Article II. JURISDICTION

The area of jurisdiction embraced by the activities of the Association shall be all real property in Forest Lake Subdivision, Shelby Township, Macomb County, Michigan. Detailed description of said subdivision described and recorded in Liber 04779 of Plats, page 533, Macomb County Records.

Article III. PURPOSE

The purpose of Forest Lake Homeowners Association is the enhancement of the health, safety, and general welfare of the members of Forest Lake Subdivision as well as the protection and enhancement of property values and the aesthetic setting of the community including the pursuit of practical lake management to protect and preserve the natural character and prolong the existence of that resource.

Article IV. MEMBERSHIP

Section 4.01

All lot owners within Forest Lake Subdivision, Shelby Township Macomb County, Michigan, shall be members of Forest Lake Homeowners Association (hereinafter called Association). Membership shall be appurtenant to and may not be separated from ownership of any lot. Anything to the contrary notwithstanding, during such time as any land contract sale of a lot is in force, the vendee shall be considered to be the member of the Association.

Section 4.02

Membership is non-transferable, except that any membership automatically transfers with the sale or other transfer of ownership of any lot. Any lot owner may delegate his rights to enjoyment and use of the common area and facilities to his family members or tenants who reside on the lot.

Article V. VOTING

Section 5.01

WHO IS ENTITLED TO VOTE. Each member is entitled to the number of votes equal to the number of lots held by that member. When more than one person holds an ownership interest in any lot, all such persons shall be members, but only one person shall be designated in writing to exercise the one vote attributable to such lot as such lot owners shall determine among themselves.

Section 5.02

The Association has the power to suspend the voting rights and right to use of the recreational facilities by a lot owner for any period during which any assessment against his lot remains unpaid, and for a period not to exceed sixty (60) days for any infraction of the Association's published rules and regulations. Suspension of voting rights due to non-payment of dues or any special assessment is automatic and will remain in effect until payment is received by the Association.

Section 5.03

Only the members who derive their voting rights from ownership of a lake lot shall be entitled to vote on matters pertaining to the lake.

Article VI. MEETINGS

Section 6.01 MEMBERS MEETINGS.

Members meetings shall be held at such place as may be determined by the Board of Directors.

Section 6.02 FREQUENCY OF MEETINGS.

In year 1993 four meetings will be scheduled in order to facilitate the formation of the Association. In subsequent years, annual meetings of the members shall be held at a time determined by the board of directors, nominally in January.

Section 6.03 NOTICE OF ANNUAL MEETING OF MEMBERS.

Notice of the time and place of the annual meeting shall be sent to each member of record by first class mail, or via email if prior permission to substitute email has been obtained from the member, at his address as recorded on the books of the Association at least 7 to 10 days prior to the scheduled meeting. Said notice shall include a proposed agenda for said meeting.

Section 6.04 ORDER OF BUSINESS.

The order of business at the annual Meeting of members shall be in such sequence as the Presiding Officer, in his discretion, may determine.

Section 6.05 ELECTION OF BOARD OF DIRECTORS.

The Board of Directors shall consist of President, Vice-President, Secretary and Treasurer. Elections of offices shall be held at the October meeting.

Section 6.06 A QUORUM OF MEMBERS.

A quorum of members at any meeting shall consist of a minimum of 25% of voting members considered in good standing, that is, paid up on all dues and special assessments.

If a quorum is present, the members may adjourn from day to day as they see fit, and no further notice of such adjournment need be given. If a quorum is not present, the members present in person or by proxy may adjourn to such future time as shall be agreed upon by them, and notice of such adjournment shall be mailed (or emailed if prior permission to substitute email has been obtained from the member) to each member at least 7 TO 10 days before such adjourned meeting.

Section 6.07 SPECIAL MEETING OF MEMBERS.

A special meeting of the members may be called at any time by the President, any two Directors, or fifteen (15) members. The Secretary shall mail a notice of such call to each member of the Association at least 7 to 10 days before such meeting, and such notice shall state the time, place and purpose of the meeting. No business shall be transacted at a special meeting except as stated in the notice sent to the members, unless by the unanimous consent of all members, either in person or by proxy.

Section 6.08

All proxies shall be in writing and signed by the member.

Section 6.09

Any action required or permitted to be taken at an annual or special meeting of members may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the number of members having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all members entitled to vote thereon were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to members who have not consented in writing.

Section 6.10

Absent provisions herein to the contrary, the meetings of the Association shall be conducted in accordance with the latest edition of Roberts Rules of Order.

Section 6.11

Copies of the minutes of the meetings shall be mailed (or emailed if prior permission to substitute email has been obtained from the member) to each member of the Association within two weeks of the meeting.

Article VII. BOARD OF DIRECTORS

Section 7.01 NUMBER OF DIRECTORS.

The Board shall consist of a President, Vice-President, Secretary, and Treasurer.

Section 7.02 ELECTION OF DIRECTORS.

In the Fall of 1994, the offices of President and Secretary will be selected on one ballot, with each member entitled to vote one vote for each lot owned, for each elected position. In the Fall of 1995, the offices of Vice-President and Treasurer will be selected on one ballot, with each member entitled to vote one vote for each lot owned, for each elected position. The Board of Directors, at all times, must include at least one member whose lot is located on the lake and at least one member whose lot is located off the lake.

Section 7.03 TERMS OF DIRECTORS.

The term of each office will be for two years, with new elections held every year for the offices whose term ends that year. Officers may be re-elected to serve multiple terms in the same office.

Section 7.04

The Directors shall have the general management and control of the business and affairs of the Association and shall exercise all the powers that may be exercised or performed by the Association under the statutes of the State of Michigan, the Articles of Incorporation, the Association By-Laws, or the Declaration of Restrictions of Forest Lake Subdivision.

Section 7.05

A vacancy on the Board of Directors by reason of death, resignation or other causes may be filled by a vote of the remaining Directors, or the Board may leave the position unfilled.

Section 7.06

The Board of Directors shall meet at times and places to be fixed by the Board. Special meetings may be called by the President or by any two Directors, giving one day's notice to each Director.

Section 7.07

Any action to be taken at a meeting of the Board of Directors, and any committee thereof, may be taken without a meeting, without prior notice, and without a vote, if all the members of the Board of Directors, or of the committee, consent thereof in writing. The written consents shall be filed with the minutes of the Board or committee.

Section 7.08

A member of the Board of Directors may participate in a meeting by means of conference telephone, email, or similar communications mechanisms by means of which all persons participating in the meeting can effectively communicate with each other. Participation in a meeting pursuant to this provision shall constitute presence in person at the meeting.

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Section 7.09

Directors shall serve without compensation. The Association or the Board of Directors may provide from Association funds for such necessary incidental expenses as may be incurred by the Directors in transacting Association business. Such expenses may include but are not necessarily restricted to the cost of postage and printing, necessary legal fees and filing costs and purchases related to the running of the Association.

Section 7.10 DUTIES AND POWERS.

It shall be the duty of the Board of Directors to care for the property and interest of the Association. The Board shall have the power to raise and expend funds to promote the welfare of the Association and to employ all such means, not in conflict with these By-Laws or with the laws of the land, as it may deem proper and expedient to secure the objectives for which the Association is organized.

Section 7.11 DELEGATION OF POWERS.

For any reason deemed sufficient by the Board of Directors, whether occasioned by absence or otherwise, the Board may delegate all or any of the powers and duties of any Officer to any other Officer or Director, but no Officer or Director shall execute, acknowledge, or verify any instrument in more than (1) capacity.

Article VIII. OFFICERS AND DUTIES

Section 8.01

The officers of the Association shall consist of a President, a Vice-President, a Secretary, and a Treasurer.

Section 8.02 PRESIDENT

- (a) The President shall preside at all meetings of the Directors and members and shall have general charge of and control over the affairs of the Association subject to the Board of Directors.
- (b) He shall appoint, with the approval of the Board, the Chairperson of any special committee and shall cooperate with that Chairperson when necessary in appointing members of that committee. It is his duty to carry out the will of the Board and the Association as expressed at their respective meetings and in general, conduct the affairs of the Association in a manner consistent with the authority and responsibilities of his office.

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Section 8.03 VICE-PRESIDENT

- (a) The Vice-President shall perform the duties and exercise the powers of the President during the absence or inability of the President to serve. He shall also be a ex-officio member of all committees, and shall serve as Sergeant of Arms at all meetings of the members to specifically determine the eligibility of all persons to vote, and the number of votes each person is entitled to according to Article V.

Section 8.04 SECRETARY

- (a) The Secretary shall keep a record of the minutes of the proceedings of meetings of members and Directors, and shall give notice as required in these By-Laws of all such meetings. He shall have custody of all books, records and papers of the Association, except such as shall be in the charge of the Treasurer or some other person authorized to have custody and possession thereof by a resolution of the Board of Directors.

Section 8.05 TREASURER

- (a) The Treasurer shall keep accounts of all monies of the Association received or disbursed, and shall deposit all monies and valuables in the name of and to the credit of the Association in the banks and depositaries as the Board of Directors shall designate.
- (b) The Treasurer and any other persons entrusted with the handling of funds or property of the Association shall, at the discretion of the Board of Directors, furnish at the expense of the Association a fidelity bond approved by the Board in such sum as the Board shall prescribe.
- (c) The Treasurer shall be responsible for accurate maintenance of all financial records and shall render to the President and Directors an account of all transactions, the financial report, and the financial forecast of the Association at the regular meetings of the Board and/or whenever requested by them. He shall prepare an annual financial statement and a tentative budget for the oncoming fiscal year. Bank statements and associated transactions shall be submitted to at least one other Board member for review on a quarterly basis.
- (d) The Treasurer shall disburse the funds of the Association as may be ordered by the Board taking proper vouchers for such disbursements and maintaining an accurate check journal of all expenditures.

Article IX. ASSESSMENTS

Section 9.01

The Association shall have the power to levy annual and special maintenance and capital assessments or charges in accordance with the Declaration of Restrictions and shall have all rights and remedies set forth therein to enforce collection of said assessments, as if said Restrictions were fully set forth herein.

Article X. COMMITTEES

Section 10.01

The Standing Committees of this Association shall be Lakes, Maintenance, Restrictions and Architectural Control and Welcome/Social.

Section 10.02

The Board of Directors may also designate any special committee it deems necessary specifying in its designating the purpose of such committee. Additional members of each committee shall be approved by the Board of Directors upon recruitment by the Committee Chairman, or in the case of special committee shall be filled in the same manner as soon as possible after the vacancy occurs.

Section 10.03 STANDING COMMITTEES.

The purpose of each standing committee is as stated below. All committee decisions are subject to approval of the Board of Directors.

- (a) **LAKES COMMITTEE.** The Lakes Committee, composed of at least a Chairperson and an Assistant Chairperson, shall maintain the health and cleanliness of Forest Lake, arrange for lake treatment as required, and investigate lake environmental problems including lake levels and aquatic life.
- (b) **MAINTENANCE COMMITTEE.** The Maintenance Committee, composed of at least a Chairperson and an Assistant Chairperson, shall arrange for and supervise the maintenance of the common area and oversee the maintenance of empty lots as needed by lot owners.
- (c) **RESTRICTIONS AND ARCHITECTURAL CONTROL COMMITTEE.** The Restrictions and Architectural Control Committee, composed of at least a Chairperson and Assistant Chairperson, shall respond to questions or complaints and recommend action relative to such items as landscaping, nuisances, driveways, animals and livestock, signs, fences, etc., and generally enforce the Declaration of Restrictions, including building sites, all subject to the approval of the Board of Directors.
- (d) **WELCOME/SOCIAL COMMITTEE.** The Welcome/Social Committee, composed of at least a Chairperson and Assistant Chairperson, shall welcome new residents and acquaint them with all facets of the Association. The Social Committee shall organize, promote, and publicize social activities for and among members.

Article XI. FISCAL YEAR

Section 11.01

The fiscal year of the Association shall be the calendar year.

Article XII. BY-LAWS AMENDED/REPEALED

Section 12.01

Any of these By-Laws, including Declaration of Restrictions, may be amended or repealed by a majority vote of the members at any regular meeting or at any special meeting called for that purpose.

Section 12.02

Any member or group of members in good standing may file with the Secretary such amendment as he deems advisable. The Secretary shall submit this amendment to the Board of Directors who shall give due and thorough consideration and report to the members at said meeting specified in Section 1 of this Article, with a recommendation for or against adoption, or the Board may recommend alterations, additions, or omissions.

Article XIII.

Section 13.01

The Declaration of Restrictions, recorded in Liber 04779, Pages 533 thru 541, Liber 06294 pg 515, Liber 07451 Page 102, Liber 07451 Page 103, Macomb County Records, plus any additional amendments thereto, are a part of this and shall be recognized as part of this document.