



**Mission:** The Sanford Lake Association provides a collective voice for the common good of the property owners.

**1.0 PURPOSE**

- 1.1 To encourage communication, cooperation, and understanding between all law abiding users of the lake.
- 1.2 To provide community awareness through safety and educational programs.
- 1.3 To explore opportunities to improve, maintain, and protect our waterways.
- 1.4 To provide and/or promote community activities.
- 1.5 To work with law enforcement agencies and local governing units.

**2.0 ORGANIZATION**

- 2.1 The name of this organization shall be Sanford Lake Association, a non-profit corporation of Midland County Michigan.
- 2.2 The current President shall designate the Association office location. Records maintained by the Treasurer and Secretary shall remain at their convenience. Past records shall be archived in a manner and place as designated by the Board of Directors.

**3.0 BOARD OF DIRECTORS/OFFICERS**

- 3.1 In May of 1998, volunteers of a group of interested property owners on Sanford Lake formed an organizing committee. This committee will serve as a Board of Directors until the June 1999 Annual Membership Meeting.
- 3.2 The Board of Directors shall consist of five (5) Officers: President, Vice-President, Secretary, Treasurer, and Public Relations Officer, plus four additional members. The Officers shall have duties as are usually attendant with their office and these by-laws.
- 3.3 The nine (9) member Board of Directors shall be elected by the voting membership at the annual meeting set forth in Section 7.1. Elections shall occur as terms expire as per the schedule in Article 3.4. Board Members may succeed themselves. They shall assume their position at the first Directors meeting following the Annual Membership Meeting & Election.
- 3.4 Officers to the Board shall serve a term of two (2) years with elections occurring on every even year. Board Members other than

Officers shall serve a term of two (2) years with elections occurring on every odd year.

- 3.5 Terms of the Board of Directors shall be as stated in Section 3.4, except when a vacancy occurs. That member shall serve only the remainder of the term they have filled.
- 3.6 Vacancies will be appointed by the President with approval of the majority of remaining Board Members. The President shall select appointments from the membership.
- 3.7 Any Board Member who fails to attend two (2) consecutive Board meetings, without good reason, may be removed and replaced by the remaining Board Members as per Section 3.6.
- 3.8 All Board Members shall be property owners or residents as per Section 5.1 and members in good standing of this Association.
- 3.9 A quorum of the board shall be five (5) or more of the Board Members present.

#### **4.0 DUTIES OF BOARD MEMBERS/OFFICERS**

- 4.1 The President presides at all meetings and will sign into effect all suggestions and proposals, which have been voted on by the general membership.
- 4.2 The Vice-President is to act in the absence of the President.
- 4.3 In absence of the President and Vice-President, the Board shall elect a temporary Chairman from the remaining Board of Directors present.
- 4.4 The Secretary keeps records of all meetings, said minutes to be made available to any member in good standing upon demand. In the event the Secretary cannot attend a meeting, the President or Vice-President will appoint a temporary replacement.
- 4.5 The Treasurer is to receive and disperse all funds as specified and to maintain a checking and/or savings account of the Association's funds, as provided in Section 8.6 and to keep records of all financial affairs of the Association.
- 4.6 The Public Relations Officer shall place meeting notices in the local newspaper and provide articles and notices for the membership and general public.
- 4.7 The Public Relations Officer shall also seek special speakers when appropriate for monthly or annual meetings.
- 4.8 It shall be the duty of the Board of Directors to implement purposes of this Association and to provide such projects and plans as may be deemed advisable or necessary and to generally supervise the functioning of the Association between meetings.
- 4.9 The Board of Directors shall meet at least quarterly at a place, date, and time agreeable to the majority of the board. Special meetings can be called by two or more members of the Board.
- 4.10 The first Board of Directors Meeting shall immediately follow the Annual Membership Meeting in June.
- 4.11 The Board of Directors shall have the authority to exercise all powers not prohibited by statute and these by-laws.

- 4.12 The President shall appoint an Election Committee prior to the Annual Membership Meeting.
- 4.13 The Election Committee shall submit a proposed slate of Officers or Board Members, which ever the year may be, to be elected by the membership. Geographic representation should be a consideration when seeking candidates. Nominations will be accepted verbally at meetings prior to the Annual Membership Meeting or by e-mail or receipt in writing to the Election Committee by June 1. The Election Committee shall conduct the election floor work as directed by the President.
- 4.14 All committees shall have a representative from the Board of Directors.

## **5.0 MEMBERSHIP**

- 5.1 Association voting membership shall be limited to property owners or residents in Edenville Township, Jerome Township, or the Village of Sanford. One vote allowed per family membership.
- 5.2 The Board of Directors shall resolve all questions or interpretations concerning voting memberships.
- 5.3 Corporate owned parcels of property eligible for voting membership shall be held to one (1) voting membership.
- 5.4 Membership is not transferable.
- 5.5 Honorary memberships will be accepted with no voting privileges.

## **6.0 MEMBERSHIP DUES**

- 6.1 Annual membership dues shall be fifteen dollars (\$15.00) yearly, forty dollars (\$40) for three (3) years, one-hundred dollars (\$100.00) for ten (10) years, or two-hundred fifty dollars (\$250) for Lifetime per household.
- 6.2 Initial membership dues paid between September 1 and April 1 shall be credited as commencing on April 1.
- 6.3 Dues must be paid in order to be a member in good standing and eligible to vote.
- 6.4 Any members whose dues are not paid by the Annual Membership Meeting in June will be dropped from the Association until dues are paid.
- 6.5 Membership renewal notices will be sent each February with a due date of April 1.

## **7.0 MEMBERSHIP MEETINGS**

- 7.1 An Annual Membership Meeting and Election shall be held in Midland County on the third ~~Saturday~~ *Friday* at a place designated by the Board of Directors.
  - 7.1.A General Membership meetings shall be held at least quarterly in Midland County.
- 7.2 Notice of the Annual Membership Meeting shall be published in a local newspaper at least ten (10) days prior to the meeting. Members shall be notified by mail, as their name appears on the

membership list of the Association, at least thirty (30) days prior to the meeting.

- 7.3 The voting members present by proxy or in person shall constitute a quorum to carry on the business of the Membership Meeting.
- 7.4 At all Membership Meetings, each voting member shall have the right to vote in person or by proxy subscribed to and witnessed by one witness. To be valid for action this proxy shall be submitted to the secretary prior to start of meeting.
- 7.5 Special Membership Meetings of the members shall be called by the President on a carried motion of the Board of Directors. Notice of Special Membership Meetings shall require mailing fifteen (15) days prior to the meeting.
- 7.6 Either the Secretary or Treasurer shall keep a complete alphabetical list of members with their addresses and voting privileges.

## **8.0 FINANCE**

- 8.1 The fiscal year of the Association shall be from June 1 to May 31.
- 8.2 Bank accounts and checks shall be in the name of the Association jointly by the President, Treasurer, and Secretary.
- 8.3 Two of the above Officers must sign all Association checks and withdrawal slips from the checking and/or savings account.
- 8.4 Expenditure of treasury funds for normal operating expenses shall be made at the discretion of the Treasurer under the supervision of the Board of Directors.
- 8.5 The Treasurer may maintain a petty cash fund of one hundred dollars (\$100) to be used for normal operating expenses with vouchers to verify expenditures.
- 8.6 The Treasurer shall deposit all Association income into a checking account, except as noted in Section 8.5.
- 8.7 Special or unusual expenditures must be summarized in a meeting notice thirty (30) days in advance to the membership and voted upon by two-thirds (2/3) of the members present, including proxy votes.
- 8.8 The Treasurer shall submit, in writing, an up-to-date financial report at each meeting of the Board of Directors and at the Annual Meeting.
- 8.9 A committee of three (3) Association Members, appointed by the President, each year prior to the annual meeting shall complete an audit of the Treasurer's accounts.

## **9.0 BY-LAWS**

- 9.1 These By-laws of the Association may be changed or amended at the Annual Membership Meeting by two-thirds (2/3) vote of those members present who are eligible to vote as per Section 5.
- 9.2 Proposed By-law changes will be presented at the annual meeting.
- 9.3 Voting at the Annual or a Special Membership Meeting will be by show of hands, or a ballot, of those members in good standing present at the meeting.

**10.0 ROBERT'S RULES OF ORDER**

10.1 Where it does not interfere with any other provisions of these By-laws, Robert's Rules of Order shall control all parliamentary procedure of this organization.

**11.0 INDEMNITY**

11.1 Any former or current Sanford Lake Association Director, Officer or Board Member made a party to any action, suit or proceeding as a result of said individual's performance in his/her official capacity as a Director, Officer, Board Member or representative of the Sanford Lake Association shall be indemnified by the Sanford Lake Association for all reasonable expenses, including legal fees, actually and necessarily incurred by him/her in connection with the defense of such action, suit or proceedings, or in connection with any appeal therein, except where it shall be adjudged in such action, suit or proceeding, or in connection with any appeal therein that such Director, Officer, Board Member or representative of the Sanford Lake Association is found liable in the action, suit or proceeding for any or all allegations or claims of negligence, libel, slander, invasion of privacy or other misconduct in the performance of his/her duties as a Director, Officer, Board Member or representative of the Sanford Lake Association.

11.2 The forgoing right of indemnification shall not be deemed exclusive of any other rights to which any Director, Officer, Board Member or representative may be entitled apart from the provisions of this section.

11.3 The amount of indemnity to which any Director, Officer, Board Member or representative may be entitled shall be fixed by the Board of Directors, except that in any case where there is no disinterested majority of the board available, the amount shall be fixed by arbitration pursuant to the then existing rules of the American Arbitration Association. Any indemnity shall be limited to the assets of the Sanford Lake Association at that time.

**APPROVAL:** \_\_\_\_\_

**REVISIONS:**

June 19, 1999  
June 17, 2000  
June 15, 2002  
October 21, 2002