

## **Bylaws of the Hutchins Lake Improvement Association**

6/27/15 - Revised by vote at the Annual Meeting

### **ARTICLE I - NAME & ORGANIZATION**

**Section 1.** This organization will be known as The Hutchins Lake Improvement Association, a nonprofit corporation of Ganges and Clyde Townships, Allegan County, Michigan.

**Section 2.** The fiscal and membership year of this Association will be the calendar year, January 1st - December 31st.

**Section 3.** The Association will be incorporated under the Laws of the State of Michigan as a nonprofit organization and will be operated under those laws.

**Section 4.** In the event of dissolution or abandonment of this Association, all monies, property, or title in equity that will remain after payment of all legal and just debts will be disposed of to a worthy cause according to the decision reached by the Board of Directors.

**Section 5.** This Association will be considered abandoned when it has failed to fill all offices of President, Vice President, Treasurer, and Secretary for a period of two years, or when in the opinion of the Board of Directors it has failed in its objectives for an equivalent period.

### **ARTICLE II - PURPOSES**

**Section 1.** The Association will promote the education of riparian property owners and other lake users about the water quality, environmental quality, and water safety on Hutchins Lake and its watershed.

**Section 2.** This Association will support issues that concern the welfare of the lake in general, including the conservation of the environmental resources in the lake and its watershed, and will strive to maintain, improve and protect the water and environmental qualities of Hutchins Lake and its watershed. The Association will strive to maintain the quality of water resources safe for swimming and conducive to the renewal of the resources.

**Section 3.** This Association will support the measurement and evaluation of data of the lake and watershed so that decisions and actions of the Association will benefit Hutchins Lake and the watershed.

**Section 4.** This Association will act as a cohesive body in bringing issues of interest affecting lake residents and users to the attention of governmental entities.

### **ARTICLE III - MEMBERSHIP**

**Section 1.** Voting membership in the Association will be limited to riparian property owners on the lake and persons who own property with legal access to the lake, all of whom are current with membership dues.

**Section 2.** There will be allowed one voting membership per property ownership, regardless of the number of properties owned.

**Section 3.** All voting members described above may attend and have privilege of the floor at any meetings of the Association as a whole, and of making motions and voting, but have only one vote per membership per property ownership.

**Section 4.** For persons not meeting voting membership eligibility, a non-voting associate membership will be provided such persons with a stated and determined interest in the objectives of the Association, and which any non-voting associated membership will have been approved by the Board of Directors, and will have paid the current year's dues. Associate members will be granted floor privileges at regular meetings, but will have no voting privileges.

**Section 5.** The amount of the dues each year will be determined by the Board of Directors and submitted to the membership at the annual meeting to be effective for the following calendar year. The annual dues are payable to the treasurer **starting** on January 1st of each year.

**Section 6.** The need for special collections will be determined by the Board of Directors and requested of the membership as the occasion demands.

### **ARTICLE IV - OFFICERS & DUTIES OF OFFICERS AND DIRECTORS**

**Section 1.** The Executive Committee of the Association will consist of the President, Vice-president, Secretary and Treasurer who are elected by a majority vote of the membership at the Annual Meeting. The term of each office will be two years. Terms for President and Secretary will run beginning and ending on even years, and the terms for Vice-President and Treasurer will run beginning and ending on odd years. The new officers will take office immediately prior to adjournment of the Annual Meeting at which they are elected.

**Section 2.** There will be Area Directors, as detailed in Appendix A to these By-laws, who together with the Executive Committee will constitute the official governing body of the Association with authority to act collectively in the name of the Association and will be collectively known as the Board of Directors. At least 50% of the Area Directors will maintain a primary residence on Hutchins Lake. Area Directors will be appointed for a two-year term. Any voting member in good standing in this Association will be eligible for appointment.

**Section 3.** The President will preside at the meetings of the Association and the Board of Directors, and will cast the deciding vote in case of a tie. The President will appoint all standing and special committees and individual representatives as needed to meet responsibilities of the Association. The Board of Directors will affirm all appointments. The President will be an ex-officio member of all committees.

**Section 4.** The Vice-president will assist the President in the performance of all duties, and in the absence of the President will preside at meetings and perform all other duties of the President.

**Section 5.** The Secretary will conduct all correspondence for the Association and the Board of Directors. The Secretary will take the minutes of proceedings for all meetings and maintain suitable records. The Secretary will be responsible for the accumulation and preservation of information relating to the affairs of the Association. All records will be made available to any member of the Association upon request. These records will be incorporated into a permanent file for transmittal to the Secretary's successor.

**Section 6.** The Treasurer will keep an accurate record of all receipts and disbursements. He/she shall disburse funds as approved by the Board of Directors. There will be a report of the status of the Association made at each Board of Directors meeting, and a prepared annual report will be made available at the Annual Meeting of the membership. All monies received will be deposited in the bank account of the Association. The Treasurer will maintain a complete list of names and addresses of all members and their financial status in the Association and provide this list to the Board of Directors on request.

**Section 7.** Each Area Director, in addition to responsibilities as a member of the Board of Directors, will act as the official representative of the Association in his/**her** area in all matters requiring action by the Association and as detailed in Appendix B to these By-laws.

## **ARTICLE V - MEETINGS**

**Section 1.** The Annual Meeting of the Association will be set by the Board of Directors and held each year at a date, time, and place convenient to the membership. The first notification to the membership of this meeting will be in January of each year.

**Section 2.** Special meetings of the membership may be called at the option of the President or when requested by any two members of the Board of Directors.

**Section 3.** The Board of Directors will meet at least quarterly and conduct business as affirmed by the Board. Special meetings of the Board may be called at the request of a majority of the Board members or by the President.

**Section 4.** A quorum of the Board of Directors will be no less than 50% of its membership.

**Section 5.** Due to the tiered level of communication that alerts the membership of pending actions and concerns before the Association, business at Association meetings of the whole will be conducted by motion and approved by a majority of those at the meeting.

## **ARTICLE VI - COMMITTEES & REPRESENTATIVES**

**Section 1.** Each standing or special committee will meet at the call of its chairperson as often as deemed necessary for the proper execution of its functions. Each chairperson will secure all needed routine and special information for the committee and will transmit it to his/her successor or the President. A report of the committee's activities will be made and presented at the next regular meeting of the Board and at the Annual Meeting and for inclusion in the Secretary's permanent file.

**Section 2.** Special and Standing Committees and Representatives will be appointed and directed by the President with the affirmation of the Board of Directors as the need may require.

## **ARTICLE VII - ELECTIONS**

**Section 1.** Nominating Committee - A committee of 3 members of the existing Board of Directors and the Association membership will be appointed at least thirty days prior to the Annual Meeting. This committee will make a least one (1) nomination for each office of the Executive Committee and present the slate to the Board of Directors. Further nominations may be made from the floor at the Annual Meeting. All nominations will be for members in good standing and will have the approval of the nominee and an agreement to serve, if elected.

**Section 2.** Absentee or Proxy Votes will be acceptable and will be in the hands of the Chair of the Nominating Committee prior to opening of the nominations at the Annual Meeting. Such votes will be accepted on the first ballot only, as noted in Robert's Rules of Order.

**Section 3.** Area Directors will be appointed by the Board of Directors with recommendations coming from the Board and members at the Annual Meeting, or by the President and Board between Annual Meetings due to vacancies.

## **ARTICLE VIII - ORDER OF BUSINESS**

The order of business for all meetings of the membership and the Board of Directors shall include the following:

Call to Order

Taking of Roll  
Additions to Agenda  
Consent Agenda  
    1. Approval of Agenda  
    2. Minutes from last meeting  
    3. Treasurer's Report  
    4. Summary of Bills  
Correspondence  
Committee Reports  
Area Directors Reports/Remarks  
Unfinished Business  
New Business  
Public Comment  
Comments from the Board  
Adjournment

## **ARTICLE IX - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order will govern the Association in all cases to which they are applicable.

## **ARTICLE X - AMENDMENTS**

**Section 1.** These By-laws (Articles I-X) may be amended by a 2/3 vote of attending members at any regular or properly called special meeting of the membership.

**Section 2.** Members will be notified in writing of proposed By-laws changes or amendments at least 30 days in advance of the meeting called to consider revision of the By-laws.

**Section 3.** The Appendices of the By-laws may be amended by the Board of Directors and copies provided to any member on request.

## **APPENDIX A - DEFINED AREAS FOR DIRECTORS**

Section # 1 - Hutchins Lake Plat, 60th St., Crane Subdivision  
Section #2 - Imperial Eagle Point Estates  
Section #3a - Woodland Shores & Addition (Atkins Drive)  
Section #3b - Woodland Shores & Addition (Cedar & Elm Sts.)  
Section #4 - Jirik Subdivision (Lakeland & Tony Drive)  
Section #5a - Eagle Subdivision (Sunset Drive)  
Section #5b - Edgewater Drive  
Section #6a - Wells Homestead Plat (122nd Ave., Lake & Elm Sts.)  
Section 6b - Wells Homestead Plat (122nd Ave.)  
Section #7 - Foster Lakeside Subdivision (122nd Ave.)  
Section #8 - Individual Lots & Dykhuis Subdivision (122nd Ave.)

Section #9a - Recreation Development Subdivision (Recreation Drive)  
Section #9b - Recreation Development Subdivision (Recreation Drive)  
Section #10 - Recreation Development Subdivision (Channel)

## **APPENDIX B - RESPONSIBILITIES OF AREA DIRECTORS**

- 1 Participate as an active member of the Board of Directors.
- 2 Meet and maintain contact with each property owner in your area.
- 3 Represent the Board of Directors to your area people.
- 4 Act as a liaison between the property owners and the Association carrying opportunities and concerns from the members to the Board of Directors.
- 5 Maintain updated information such as addresses, phone numbers, e-mail, and changes in ownership.
- 6 Encourage members' participation in Association business and activities.  
Recruit new members.