

## **Friends of Loon Lake**

### **BY-LAWS**

#### **Article I Name**

1.1 The Association shall be organized as a non-profit corporation and shall be known as Friends of Loon Lake Association. The mailing address of such corporation shall be the residence of the president of the corporation and/or be a PO Box number.

#### **Article II Mission Statement and Objective**

2.1 The mission of Friends of Loon Lake, is to protect but not limited to improve, preserve, and enhance the natural quality of Loon Lake and its surrounding watershed, and provide safe waterways.

2.2 The objective of the association is to preserve Loon Lake, maintain its beauty and recreational resource. Promote conservation of the area's natural scenic beauty and character.

2.3 To obtain these goals the association will engage in social and educational programs, water quality monitoring, weed control programs, and programs for land development that affect the conditions of the environment for future generations. When appropriate bring to the attention of local, township, county, and state government officials, incidents, and conditions that affect the future environment and water quality of Loon Lake.

2.4 The association will organize other activities as the lake community needs to maintain and restore the environmental integrity of the lake, its appealing beauty and surrounding watershed. Encouraging membership among property owners on the lake who are interested in Loon Lake's welfare.

#### **Article III Dues and Special Assessment**

3.1 Dues shall be payable annually by each member on a voluntary basis to Loon Lake Association Treasurer. The first set of annual member dues will be set up by the Board of Directors. Then the yearly rate of dues shall be established at the Annual Meeting for the next following calendar year and such rate shall remain in effect for subsequent calendar year until changed at subsequent Annual meeting. Voluntary dues may be made used for projects, maintenance,

or things deemed necessary by the membership and will be collected for the benefit of Loon Lake and approved by the membership at any Regular, Special or Annual meeting. Membership Dues for the first Calendar year will be **\$25.00**.

3.2 Special Assessment District Assessments-The Fenton Township Board will establish a Special Assessment (SAD) for all riparian owners on Loon Lake for weed control or other major lake maintenance or improvement projects. The assessment for this district will be collected through property tax rolls (as it has in the past).

#### **Article IV Governing Body**

4.1 The business property of the corporation shall be managed and controlled by the Board of Directors within limitations prescribed by these Bylaws and by Act 327, Public Acts of 1931 of the State of Michigan, as amended.

- A. The Board of Directors shall consist of 9 members in good standing with the corporation, but the number may change from time to time by the amendment of these Bylaws. At Annual meetings 5 At-Large Directors shall be elected for 2-year terms. Vacancies in the Board of Directors shall be filled by remaining members of the Board and each so elected shall be a director until his successor is elected by the members at the next annual meeting or any special meeting duly called for that purpose. Directors may succeed themselves, if so re-elected. Any member of the Board may be removed by two-thirds (2/3) vote of the board of directors then in office. If directors are absent and unexcused from two or more meetings of the board of directors in a twelve-month period, the board of directors will vote on removal of that director, the director in question is given notice via electronic or written notification of the board's intent. That seat on the board shall be declared vacant and filled by next monthly meeting. All meetings shall be conducted according to Roberts Rules of Order. Open discussion should be encouraged during open meetings.
- B. The Board of Directors shall meet at least in spring, summer, and fall of each year and at whatever other times a meeting is needed/or requested by the President or any two members of the Board.
- C. The Board of Directors shall elect from its members a President, Vice President, Secretary and Treasurer within 10 days of the annual meeting, which officers shall hold office for a period of one year or until their successors shall be elected.
- D. A majority of the members of the Board of Directors shall continue a quorum for the transaction of business and a majority vote of the members present at a meeting at which a quorum is had shall constitute Board action.

The Board of Directors may conduct business and vote via email or other mean of electronic communication.

- E. In the best interest of the Association, a Board member may be removed from his/her post by a vote of 2/3 of the members of the Board. Any officer may resign at any time by giving written notice. Any resignation must be given in writing to the board of directors and shall take effect at the date of the receipt of the notice, unless otherwise specified in the notice. The acceptance of the resignation shall not be necessary to make it effective.
- F. Vacancies caused by removal, resignation or death shall be filled by a majority vote of the Board.

### **Article V Board of Directors**

5.1 President – The President shall preside at all membership meetings and meeting of the Board of Directors. The President shall have the general control and management over all standing and special committees, subject to the approval by the majority vote of the Board of Directors. The President or his/her designee shall prepare and sign all documents on behalf of the corporation. The president or his designee shall welcome all new members to the Association. The President will set the agenda for all meetings

5.2 Vice President – The Vice President shall perform all of the duties of the President in his absence, or in case of death, disability or resignation. The Vice President shall do and perform such other acts as the President or Board of Directors may authorize.

5.3 Secretary – The Secretary of the corporation shall keep the minutes and records of all meetings. For all meetings, the Secretary must notify every member of the Association 15 days Before the Annual meeting either by mail, fax and or email. Secretary shall be the custodian of and maintain the Corporate Books and records, all of which shall be open to inspection, at reasonable times, by any Director. If records are maintained electronically, a backup should always be maintained. The Secretary shall perform such other duties as may be assigned by the President or the Board. The Secretary will file any necessary state or federal forms as required.

5.4 Treasurer – The Treasurer shall have custody and keep account of all money, funds and property of the corporation and shall receive all monies paid

into the corporation. The Treasurer shall keep an accurate record of the members and their financial standing in the corporation. The Treasurer shall deposit all funds of the corporation in such bank or Banks as the Board of Directors may designate in the name of the corporation and shall disburse all funds by check. The Treasurer shall report the financial status of the corporation at each meeting of the Board of Directors and of the membership and shall exhibit all books and accounts, at all reasonable times to a Director and prepare a written statement of all receipts and disbursements for the membership at the Annual Meeting. The treasurer shall file taxes as required.

5.5 AT-LARGE DIRECTORS –Each At-Large Director will have voting rights at all meetings. The duties are to represent the views of the membership to the Board, to advise and counsel the Officers. To provide leadership continuity. To perform any Additional duties assigned by the Board of Directors or the Membership. Their term in office will be two years. Written progress reports by all At Large directors shall be filed with the Board of Directors at least thirty (30) days before meetings. Membership is open to all persons owning property, deeded access rights, on Loon Lake.

#### **Article VI Membership**

6.1 Membership is open to all persons owning property, deeded access rights, on Loon Lake shall be eligible for membership. In case property owned by two or more persons such group shall hold one membership, be liable for one unit of dues and special assessments and shall be entitled to one vote on any matter of business. Membership is January 1st to December 31<sup>st</sup> of each calendar year.

- a. MEMBERSHIP MEETINGS – The Annual membership meeting will be At Fenton Township Hall. All members present shall be entitled to vote upon motions properly brought before any Annual or Special Meetings of the membership. A majority vote of the members attending a membership meeting shall constitute membership action. Notice of the Annual Meeting shall be made either electronically, first class mail, posted on website or social media, not less than 10 days before date of said meeting. Special Meetings of membership may be called by an Officer of the corporation or by two or more Directors and such notice Of Special Meeting shall be given in the same manner as notice of Annual Meeting.
- b. The board of directors may approve other affiliates, Individuals or businesses, that seek to help support the mission of the corporation. They will not have any voting rights.

## **Article VII Financial and Nonprofit Status**

7.1 The ordinary expenses of this corporation shall be met by the dues received, fundraising and contributions which is to be determined by vote of the board. Directors shall serve without salary, but their reasonable and necessary expenses incurred as a direct result of the corporation shall be reimbursed. All drafts for payment drawn against the funds of the association shall be signed by the President or by the Treasurer.

7.2 At the end of the fiscal year, the Association's financial report will be prepared for the members for the Annual meeting.

### 7.3 Nonprofit Status and Exempt Activities

7.4 Nonprofit Legal Status- Friends of Loon Lake, is a Michigan non-profit public corporation, recognized as tax exempt under section 501 (c)(3) of the United States Internal Revenue Code.

- A. Exempt Activities Limitations- Notwithstanding any other provisions of these Bylaws, no director, officer, member, or representative of this corporation shall take any action or carry on any activity by or behalf of the corporation not permitted to be taken or carried on by an organization exempt under section 501 (c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the Articles of Incorporation and these Bylaws.
- B. Dissolution Clause-Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose.

## **Article VIII Rules and Regulations**

8.1 The Directors may adopt additional rules and regulations, general or specific, for the conduct of meetings and affairs of the Corporation provided, however no such additional rule or regulation shall be inconsistent and must be amended to our Bylaws.

8.2 Lake Rules- Please follow the State of Michigan Boating Safety Rules. If you are on the lake using any type of watercraft, you must go counter-clockwise on the lake, to avoid any mishaps. If we see you not following this, we will approach you and just let, you know the Michigan boating rules for being on a lake and refer you to read up on the State Boating Rules.

8.3 Fertilization- Any lawn fertilizer application used must maintain a 50-foot barrier/buffer from surface water (lake, stream, river). It pollutes our lakes and causes algae and can lead to increased weed growth. State of Michigan Phosphorus Law of 2012 states you must use a phosphorus free fertilizer.

\* Fenton Township Ordinance NO. 545 must be adhered to regarding fertilization.

**Article IX Amendments**

9.1 These Bylaws may be amended at any regular or specially called meeting of the membership by a majority vote of the members present.

- a. Members shall receive a written or digital text, email, or facsimile of the proposed changes to the Bylaws at the same time notice of such special Meeting is given.
- b. A copy of these Bylaws shall be mailed to all persons owning property or deeded access on Loon Lake.
- c. Website address: [www.friendsofloonlake.com](http://www.friendsofloonlake.com)
- d. Facebook: Friends of Loon Lake
- e. Mailing address: Friends of Loon Lake  
PO Box 632 Linden MI 48451

Adopted by the Board of Directors of Friends of Loon Lake on

Date: \_\_\_\_\_

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President

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Secretary