

**Amendment of:
BY-LAWS
of the
CORDWOOD POINT ASSOCIATION
Benton Township, Cheboygan County, Michigan
Effective October 25, 2020
Article I
Membership**

Section 1. Membership Criteria

For the purpose of these By-Laws, the Cordwood Point Association (a Michigan non-profit corporation) is deemed a single entity comprising residents of both “Cordwood Point No. 1” being a subdivision of Government Lots 2, 3, and 4 in Section 21, Town 33 North, Range 1 East, Benton Township, Cheboygan County, Michigan **and** “Cordwood Point No. 2”, being a subdivision of Government Lots 1 and 2 in Section 21; **and** Government Lot 2 in Section 22, Town 33 North, Range 1 East, Benton Township, Cheboygan County, Michigan

Every person or entity that owns, or holds an equitable interest in any lot in Cordwood Point No. 1 or Cordwood Point No. 2 (hereafter referred to as the “Subdivision”) is subject to these By-Laws and to assessment by the Cordwood Point Association (hereinafter referred to as the "Association"). Membership in the Association is mandatory for all Subdivision lot owners, regardless of whether the lot contains a structure or not. Members of the Association shall be subject to the benefits and restrictions herein. Any person or entity who holds an interest as security for the performance of an obligation shall not be a member.

Section 2. Membership Assessments

(a) Annual Assessments

Annual Assessment for each owner of one or more lots in the Subdivision will be based on the Annual Operations Budget, and adopted at the Cordwood Point Association Annual Meeting of Members (hereafter referred to as the “Annual Meeting”) including absentee ballots, for the next fiscal year (fiscal year being June 1 of the present year and ending on May31 of the succeeding year). A statement for annual assessments will be attached to the Annual Newsletter, shall be delivered by U.S. Mail or electronic mail (if requested in writing). Rights of each member are subject to the payment of annual assessments and any special assessments that may be in force.

The annual assessment is for Association property maintenance or construction, payment of real estate taxes, payment of utilities, and normal business expenses as determined by the Board of Directors.

The annual assessment is currently \$40.00, regardless of the number of lots owned by a member, except that co-owners of a single property shall pay only one assessment among them. The annual assessment for each property owner within the Subdivision is due by the date of the Annual Meeting.

The Board of Directors must recommend any increase to the annual assessment to the Association Membership at either the Annual Meeting or a Special Meeting called for that purpose. Special Meetings will be in accordance with the provisions of Article IV, Section 2, Special Meetings. If this proposal is to be made at the Annual Meeting, intent of such must be separately identified as an agenda item in the Notice of Annual Meeting of Members.

Reasons for needing additional revenue will be given and discussed at the meeting, with members and proxies in good standing voting, if so moved and seconded, in accordance with the voting procedures of Article IV, Membership Meetings (Passage of the motion will be declared if a simple majority of member votes so cast are in support. These same voting procedures will be used if a special meeting is called to consider increasing the annual assessment.)

(b) Late Payment of the Annual Assessment

A late payment fee of \$25 will be added to any Annual Assessment that is delinquent after the Annual Meeting deadline. The Board of Directors will suspend a property owner's membership rights during the period when such assessments or liens remain unpaid. Upon payment of said assessments or liens, all rights and privileges shall be immediately restored.

(c) Other Assessments

The Association, on behalf of all Subdivision property owners, will exercise its obligation to enforce Association By-Laws and Declaration of Restrictions (hereafter referred to as the "Restrictions"). Failure to comply with any of the terms or provisions of the Association By-Laws or Restrictions shall be grounds for levying fines to remedy the violation or recover monetary sums due for damages, financial relief, or restitution for costs arising from correcting the violations. No owner may exempt themselves from liability for their contribution toward these expenses, by abandonment of their lot(s).

(d) Assessment Remedies

The Association will enforce collection of delinquent annual assessments or any other assessments imposed on property owners for violations of the Association By-Laws or Restrictions. The Board is empowered to follow the steps outlined in the Association Restrictions, Section 4(p), to contact members and remedy any violations of the By-Laws or

Restrictions. Failure to correct said violations or pay assessments in the noted period of time [ref. Restrictions Section 4(p)], will be considered a default. Any default shall entitle the Association (or any aggrieved property owner in good standing) to seek the following remedies:

(1) Take legal action to recover sums due from defaulted assessments, damages, injunctive relief, foreclosure of a lien, or any combination thereof. Such relief may be sought by the Association, and if appropriate, by an aggrieved Association Member.

(2) If successful, the Association, or aggrieved Association Member, shall be entitled to receive any fees determined by the court (e.g. costs of the legal proceedings).

Section 3. Membership Entitlements

Members in good standing shall be entitled to the use and enjoyment of all Association common properties and facilities.

Article II Voting Rights

Irrespective of the number of lots owned, the owner or co-owners thereof shall be entitled to one vote only in any Association election, said vote to be cast as common owners agree.

Article III Association Powers and Duties

The Association shall have the following powers and duties, which shall be exercised for the mutual benefit of all members:

(1) To build and maintain common properties and recreational facilities as now exist (e.g., parks, playgrounds, clubhouse, storage facilities, entryways, signs, boat launch ramp, etc.), or may be hereafter erected or created, including the protection of plant and wildlife.

(2) To enforce, either in its own name, or in the name of any aggrieved Association Member, as may be necessary, all By-Laws and Restrictions, which are now or may hereafter be imposed upon the Subdivision. Further, providing that expenses of these proceedings shall be paid out of the general funds of the Association, with relevant Association costs, assessments, and late fees, recouped from the property owner(s) in violation, as determined by the court.

Article IV Membership Meetings

Section 1. Annual Meetings

The Annual Meeting of Members shall be held in June of each year; at such place and time as the Board of Directors may determine. The annual meeting shall be for the purpose of electing directors, presenting reports from Board officers, committee reports, adopting the Annual Operations Budget for the forthcoming year and for the transaction of such other general business as may be indicated in the agenda, or which may be brought up by the members during the meeting.

Notice of the Annual Meeting of Members shall be delivered by U.S. Mail or electronic mail (if requested in writing), to each member of record at least 30 days prior to the date of the meeting.

Section 2. Special Meetings

Special meetings may be called by the Board of Directors, or upon the written request of thirty (30) Association members to the Secretary, stating the purpose thereof, and shall be scheduled within 25 days of the Secretary receiving the members' written request. The Board of Directors shall establish the date of such meeting(s), with notice delivered by U.S. Mail or electronic mail, to each member of record at least 30 days prior to the date of the meeting.

Section 3. Quorum

The presence of 50 members of the Association, in person or by absentee ballot, shall constitute a quorum at all meetings. Absentee ballots must be received by the Treasurer prior to the meeting.

Section 4. Order of Business

The order of business* at the Annual Meeting of Members shall be as follows:

- a) Determination of quorum
- b) Board and member introductions
- c) Reading and approval of minutes (of last year's Annual Meeting)
- d) Reports from Board officers
- e) Reports from committees
- f) Unfinished business
- g) New business
- h) Election of Directors and Nominating Committee

* Roberts' Rules of Order shall be followed.

Section 5. Voting Procedures

Association members may cast their votes either in person or by absentee ballot when duly filed with the Treasurer, providing the member's dues and other assessments are current. The form of the absentee ballot shall be determined by the Board of Directors, and such form will be delivered with the notice of Annual Meeting.

Section 6. Voting Eligibility

Eligibility to vote shall be dependent on a valid Association membership and payment of all

current assessments, as well as the stipulation of Article II that co-owners of a single property and owners of multiple properties have only one vote.

It shall be the duty of the Treasurer to prepare a list of the members entitled to vote at the Annual Meeting or any Special Meeting against which list all members voting, whether by absentee ballot or in person, shall be checked.

Section 7. Vote Results

Voting results shall be determined by a simple majority of the votes present as represented by eligible members and/or absentee ballot.

Article V Board of Directors

Section 1. Eligibility and Number of Directors

Eligibility to serve on the Board of Directors shall be dependent on a valid Association membership and payment of all current assessments. The Association member wishing to serve on the Board of Directors must submit a written request to the Secretary to have their name placed on the ballot. The request must be submitted at least 30 days prior to the Annual Meeting. It shall be the duty of the Treasurer to confirm the eligibility of an Association member requesting to serve on the Board of Directors.

The number of directors on the Board of Directors shall be nine (9). Directors shall be elected at the Annual Meeting, except as provided in Section 2 of this Article, and each director shall hold office until their successor is elected.

Directors shall be elected to terms of three (3) years; with terms staggered to ensure that only three vacancies shall come due in any one year except as noted in Section 2, Vacancies, or Section 9, Removal for Cause; of this Article.

Section 2. Vacancies

Mid-term vacancies on the Board of Directors will be filled by appointment of interim board members by a simple majority of Directors then in office. An interim director so chosen shall hold office only until the next Annual Meeting of Members when they or their successor is duly elected to the Board. The term of any director so elected by the members will be for the remainder of the term of the vacated director position.

Section 3. Powers

The Board of Directors shall manage the business of the Association and exercise such powers of the Association and do all such lawful acts as are not forbidden by Law or these By-Laws, and which may be directed or required to be exercised or done by the members. The powers of the Board of Directors shall include proposing an Annual Operations Budget to be adopted by Association members at the Annual Meeting. The budget will project all expenses for the forthcoming year that may be required for the proper operations, management, and maintenance of the Subdivision assets. The proposed budget will be distributed to Association members in the Annual Newsletter, to be reviewed and voted on at the Annual Meeting. Further, powers of the

Board include, but not by way of limitation, the power to authorize the making and execution on behalf of the Association any lawful contracts; to employ agents, factors, clerks, and workers; to fix their compensation; to prescribe their duties; to dismiss any employee without previous notice; and generally to control all the affairs of the Association. The powers and duties of the Board of Directors include interpretation and enforcement of the Association By-Laws and Restrictions, present or hereafter imposed on any property in the Subdivision.

The Board may use its inherent legal right and responsibility to impose property assessments and late fees from any noncompliant Subdivision lot owner. Further, the Board may enforce collection of assessments or other delinquent amounts owed the Association by a lawsuit, and pursue monetary judgment or foreclosure of the lien that secures payment of the assessment.

Nothing in these By-Laws shall be construed to permit the Board of Directors to borrow or pledge the credit of the Association without specific approval by a majority of members present and voting, in person or by absentee ballot, at a meeting at which a quorum is present and which is held pursuant to a thirty-day notice expressly stating the purpose of the meeting and that such a vote will occur.

Section 4. Meetings of the Board of Directors

The Annual Meeting of the Board of Directors shall be held immediately following the Annual Meeting of Members. Other meetings of the Board of Directors shall be held whenever called by the President or any two (2) directors, at such time and place as may be specified. Board members are expected to attend the Annual Meeting and any special meetings called by the Board President. Lack of satisfactory attendance may be cause for removal from the Board pursuant to Section 9 of this Article.

Any property owner who notifies any director in advance of the meeting may address the Board on specific issues or concerns.

Section 5. Notice of Meetings

Notice of the time and place of each annual, regular, or special meeting of the Board of Directors shall be delivered by mail, email, or telephone call to each director at least seven (7) days prior to the date thereof. If mailed, such notice shall be deemed to be provided at the time that the same shall be mailed. The business to be transacted at any regular or special meeting of the Board will be provided at the time of notice.

Section 6. Quorum

At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum (i.e., five Directors present) for the transaction of any business, and the act of the majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors. If a quorum is not present at any meeting of the Board of Directors, the directors in attendance may adjourn the meeting until a quorum shall be present.

Section 7. Action without Meeting

Unless otherwise restricted by these By-Laws, any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, if prior to such action a

written consent thereto is signed by all members of the Board, and such written consents filed with the minutes of the proceedings of the Board.

Section 8. Power to Elect Officers

The Board of Directors shall select from its members a President, one or more Vice-presidents, a Secretary, and a Treasurer, all of whom shall serve without compensation. Such officers shall be elected at the Annual Meeting of the Board of Directors which immediately follows the Annual Meeting of Members. Each officer shall hold their respective office until the next Annual Meeting of the Board of Directors and until their successor is elected, unless the Director resigns or is otherwise removed per Article V, Section 9.

Section 9. Removal for Cause

Any member of the Board of Directors may be removed for cause by:

(1) A two-thirds (2/3) vote of the full Board, with their vacancy filled in accordance with the procedures specified in these By-Laws, Article V, Section 2.

Or

(2) A two-thirds (2/3) vote of members plus absentee ballots at the Annual Meeting of members or a special meeting called expressly for that purpose.

This recall will be done in accordance with the quorum rules and voting procedures specified in Article IV of these By-Laws. Nominations will be made and a successor elected at this same annual or special meeting, with the new Board member so elected serving out the remainder of the vacated term.

Section 10. Power to Appoint Committees

The Board of Directors shall constitute and appoint all committees not otherwise elected by the membership and shall define the powers and duties of the same and ratify and confirm all actions by said committees. Included in the powers of appointment is the power of removal whenever, in the judgment of the Board of Directors, the interests of the Association will be served thereby. The chairpersons of such committees shall be responsible to the Board of Directors and shall report status or progress upon request. This power of appointment specifically includes the Association's Building Control Committee.

Section 11. Policies and Procedures

From time to time the Board may write general policies and procedures to guide their actions, or those of the membership, that are not considered binding Association By-Laws or Restrictions. These are procedural guides for management of day-to-day functions to ensure continuity as Board officers or members change. Examples might be guidelines for sending sympathy cards upon the death of a member; procedures for potluck dinners; park spring cleanup; the annual Thanksgiving dinner, or any other procedural issue for which a permanent record is desired. These will be kept by the Secretary for handy reference.

Article VI Officers

Section 1. President

The president shall be the chief executive officer of the Association and shall preside at any meetings of the Association Members or Board of Directors. The President shall be an ex-officio member of all committees.

Section 2. Vice-President(s)

The Vice-President (in the Order designated at the time of their election) shall, in the absence or disability of the President, perform all duties of the President, and shall perform such other duties and have such other powers as the President or the Board of Directors may prescribe. The Vice-President shall have responsibility for ensuring maintenance and upkeep of parks, the club house, and any other property belonging to the Association.

Section 3. Secretary

The secretary shall keep a record of all meetings of the Association membership and of the Board of Directors and, in general, shall perform all duties incident to the Office of Secretary and such other duties as may, from time to time, be assigned by the President or the Board of Directors. One continuing function of the Secretary is to keep an up-to-date historical file of all pertinent Association documents for reference.

Section 4. Treasurer

The Treasurer shall have charge of the funds of the Association, shall keep full and accurate accounts of the finances of the Association and shall present an annual report of the same, which report shall be mailed to the members with the notice of the Annual Meeting of Members. The Treasurer shall be responsible for maintaining an up-to-date list of the entire Association membership and is authorized to place liens on property for which annual or duly voted special assessments are delinquent. The Treasurer shall be bonded in an amount determined by the Board of Directors and the Association shall pay the cost of procuring said bond.

Article VII Dissolution

The Association may be dissolved only with the assent, given in writing, of members entitled to cast two-thirds (2/3) of its total membership vote. Written notice of a proposal to dissolve, setting forth the reasons for dissolution and the disposition to be made of the assets (as specified in Article VIII) shall be mailed to every member at least 90 (ninety) days in advance of any such action taken.

Article VIII Disposition of Assets Upon Dissolution

Upon dissolution of the Association, assets of the Association, both real and personal, shall be dedicated to an appropriate public agency to be devoted for purposes similar to those originally devoted by the Association. In the event that such dedication is refused acceptance, such assets

shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization to be devoted to purposes similar to those for which they were originally devoted by the Association.

Article IX Amendments

These By-Laws may be amended by a majority vote of the Board of Directors, voting in session and a quorum being present, or by a majority vote of Association members and absentee ballots at the Annual Meeting of Members or at a special meeting called for that purpose, where a quorum is present and balloting is done in accordance with voting procedures specified in Article IV, Membership Meetings.

Article X Effective Date

The printed revisions of these By-Laws and Restrictions assimilate that all required notices were provided to Association Members and that the Board of Directors approved the original and all amendments, adopted by the Cordwood Point Association members by majority vote, and is considered current and effective as of October 25, 2020.

This revision of the Cordwood Point Association By-Laws simulates the original document plus all later amendments. and is effective and binding as of October 25, 2020.

This document was amended and approved by majority vote of the Cordwood Point Association Board of Directors and was adopted by a majority vote of Association members.

Cordwood Point Members Association
P.O. Box 201
Cheboygan, Michigan 49721

ACKNOWLEDGEMENT

STATE OF MICHIGAN)
) ss
COUNTY OF CHEBOYGAN)

Acknowledged before me in Cheboygan County, Michigan, _____, 2020 by

President-Lynn Bell Vice President-Ron Malott Treasurer-Mike Clemente

Secretary-Carolyn Miller Sandy Flowers Jackie Nadlicki

Pat Mitchell Teresa Renaud Viki West

Notary Public, State of Michigan, County of Cheboygan
My commission expires: _____
Acting in the County of: Cheboygan

Drafted By:
Paul J. Salvatore
P.O. Box 478
Cheboygan, Michigan 49721