

**BY-LAWS OF FIESTA SHORES ASSOCIATION, INC.**  
**REVISED 2021**

**ARTICLE I**  
**NAME AND PURPOSE**

SECTION 1: The name of this association shall be Fiesta Shores Association.

SECTION 2: The purpose is: to promote the interest of all of the land owners in Fiesta Shores Association subdivision located on Rose and Bingham lakes in Ovid Township, Branch County, Coldwater, Michigan; to improve and maintain roads, parks and recreation areas within said subdivision and any other acts for the benefit of the owners of said lots.

**ARTICLE II**  
**MEMBERSHIP AND DUES**

SECTION 1: All persons owning a lot or lots in Fiesta Shores Association subdivision (any persons whose name appears on a deed or conveyance), under the terms of the deed, deeds or conveyances, shall be members of said corporation.

SECTION 2: Statue MCL450.2311 of Michigan Nonprofit Corporation act allows a nonprofit corporation to fix the amount of dues. Dues can be raised, only if all members are notified and must be approved by the majority of members present at the meeting and entitled to vote at the annual meeting.

SECTION 3: Effective June 26, 2021, the dues are two hundred dollars (\$200.00) per lot. Dues are due by March 31 of each year. Dues may be adjusted per Article II Section 2. (Adopted June 26, 2021)

SECTION 4: Each lot shall be assessed a late fee of ten dollars (\$10.00) if dues are not paid in full by March 31 of each year.

SECTION 5: The Association shall suspend association lot fees for military personnel called to active duty for a period of more than twenty-one (21) consecutive days. This is to include all lots owned partially or wholly by said military personnel. This policy shall be administered by issuing a credit equal to one year's association dues upon receipt of proof of service presented by the military person or their agent. This credit shall be limited to one credit being issued annually regardless of the number of calls to active duty. (Adopted October 23, 2004)

SECTION 6: Any lot owner or owners in arrears on dues owed, shall have their membership suspended for the purposes of utilizing the properties held in common by the Association. (Adopted June 29, 2019) The lot owner or owners shall not be permitted to vote upon matters coming before the Association and shall not be permitted to use the common areas until their dues are current. A lawsuit can be initiated against any and all members who are two or more years delinquent in association dues. (Adopted June 26, 2006) All legal fees and court costs associated with collection of delinquent dues including, but not limited to, lawsuits and liens shall be passed on to the property owner. (Adopted June 30, 2012)

**ARTICLE III**  
**VOTING**

SECTION 1: Voting members shall be all those members that own a lot or lots in Fiesta Shores Association subdivision required for members under Article II and are not delinquent on their dues. Current year's dues and any late fees must be paid by June 15<sup>th</sup> in order to vote at the annual meeting. Members of Fiesta Shores Association who pay their dues after the June 15<sup>th</sup> deadline forfeit their privilege to vote for officers or board of director members and to run for office at the annual meeting. However, they are considered members in good standing in all other matters of the Association upon payment of dues. (Adopted June 26, 2004)

SECTION 2: When more than one person holds and interest or interests in any lot or combined lot ownership, there is only one vote for such lot or combined lot ownership. Owners of more than one lot shall be treated as single lot owners. All such persons shall be entitled to cast the one vote for the lot or multiple lots, which vote shall be exercised as they among themselves determine irrespective of the number of lots owned. No vote by proxy shall be accepted. (Adopted June 26, 2004)

## **ARTICLE IV MEMBERSHIP MEETINGS**

SECTION 1: Fiesta Shores Association shall have one annual meeting per year to take care of business. This meeting shall be held each year on the last Saturday in June, one purpose of which shall be the election of officers and board of directors.

SECTION 2: The order of business at the annual meeting of the members shall be as follows:

- Roll call
- Reading of the minutes
- Financial report
- Election of officers and/or board of directors
- Old business
- New business
- Questions from the membership

However, this order of business may be changed by the president or by a majority of the members present. (Adopted June 30, 2012)

SECTION 3: A special meeting of the members may be called at any time by the president or the majority of the board of directors. The method by which such meeting may be called is as follows: on receipt of a specification in writing setting forth the date and objects of such proposed special meeting, signed by the president or by a majority of the board of directors. The secretary or an assistant secretary shall prepare, sign and mail the notices requisite to such meeting. Such notice shall be signed by the secretary or an assistant secretary. At least ten (10) days prior to the date fixed for the holding of any special meeting of members, written notice of the time, place, and purpose of such meeting shall be mailed, as hereinafter provided, to each member entitled to vote at such meeting. No business not mentions in the notice shall be transacted at such meeting.

SECTION 4: The board of directors and officers should hold monthly meetings to conduct business and pay bills for the association.

## **ARTICLE V ELECTIONS**

SECTION 1: A president, a secretary/treasurer, and a board of directors who must be paid up members of the Association shall be elected by the majority of the members at the annual meeting as follows: The president will be elected in even years and the secretary/treasurer will be elected in odd years. The president and secretary/treasurer, who should be present residents of the Association so books do not leave the Association, shall be elected for a term of two years. The office of secretary/treasurer shall be considered as one office and the office held by one person. Three directors will be elected annually for a term of two years, to constitute an overlapping of the director's terms. If a president decides not to run for reelection, he/she may fill one of the director's terms to help with continuity of the Board.

SECTION 2: No member may be elected to an office unless such member is physically present at the annual meeting set up for elections, notwithstanding anything herein to the contrary. The election of officers and board of directors shall be the first item on the agenda, after the reading of the minutes and the financial report. Newly elected officers and/or board of directors shall not take office until after the annual meeting.

## **ARTICLE VI OFFICERS**

SECTION 1: The president shall be elected by the members at the annual meeting. He/she shall be the chief executive officer of the corporation. He/she shall preside over all meetings of the board of directors and of members. He/she shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the board are carried into effect. He/she shall be ex-officio, a member of all standing committees, and shall have general powers and duties of supervision and management usually vested in the office of president of a corporation.

SECTION 2: The president will only vote at a board of directors meeting if there is a tie among the board of directors. (Adopted June 30, 2012)

SECTION 3: The secretary/treasurer shall be elected by the members at the annual meeting. The secretary/treasurer shall attend all meetings of the members and of the board of directors and shall preserve in books the corporation's true minutes of the proceedings of all such meetings. He/she shall give all notices required by statute, by-law or resolution. He/she shall have custody of all corporate funds and securities and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursements. He/she shall deposit all monies in such depositories as may be designated for that purpose by the board of directors. He/she shall disburse the funds of the corporation as may be ordered by the board of directors, taking proper vouchers for such disbursements and shall render to the president and the directors at the regular meeting of the board, and whenever requested by them, an account of all transactions as treasurer and of the financial condition of the corporation. The secretary/treasurer shall make board meeting minutes available to any member in good standing. He/she shall furnish a yearly audit prepared by a professional audit firm. (Adopted June 29, 2019)

SECTION 4: The president and secretary/treasurer will not be elected in the same year.

SECTION 5: The secretary/treasurer does not have a vote at board of director meetings.

SECTION 6: The secretary/treasurer shall receive, as compensation for his/her services, a sum equal to eight percent (8%) of the annual dues or fees collected from the members and owners of lots in said subdivision. (Adopted June 25, 2005)

## **ARTICLE VII BOARD OF DIRECTORS**

SECTION 1: Board of directors will be elected by the members at the annual meeting. Three board of directors will be elected each year for a two-year term.

SECTION 2: A majority of the directors shall constitute a quorum for board of director meetings.

SECTION 3: Members of the board of directors should attend all meetings.

SECTION 4: The board of directors shall appoint a replacement if a vacancy occurs on the board.

SECTION 5: Board of directors will vote on all resolutions and will address any member signed complaint that is put in writing. (Adopted June 29, 2019)

## **ARTICLE VIII COMMITTEES**

SECTION 1: All committees for various work shall be at the discretion of the board of directors. Members will be volunteers for such committees and can change during the year if desired. Committee members will select their own chairperson. This chairperson will report directly to the board of directors. (Adopted June 30, 2012)

## **ARTICLE IX EXECUTION OF INSTRUMENTS**

SECTION 1: All checks, drafts, and orders for payment of money shall be signed in the name of the corporation and shall be countersigned by such officers or agents as the board of directors shall from time to time designate for that purpose. All checks will require two (2) signatures.

SECTION 2: When the execution of any contract, conveyance, or other instrument has been authorized with specification of the executing officers, the president and the secretary/treasurer may execute the same in the name and behalf of this corporation.

SECTION 3: Any expenditure/project costing five thousand dollars (\$5,000.00) or more must be taken to the membership of said Association to vote on. (Adopted September 5, 2020) This can be done at the annual meeting, or a special meeting, or by conducting the vote by absentee ballot for the expenditure/project. When referring to a project as identified in the special notice there shall be a valid reason for this accompanied by a minimum of two (2) bids for extra work to be done and approved by the majority of the membership at a regular annual meeting or a special meeting called for this purpose. Whenever there is a request for a special expenditure/project, there will be a requirement of two separate meetings. The first meeting serves the purpose of discussion and agreement of the proposal. The second meeting is for voting on the proposal only, no sooner than 45 days after the first meeting. Each lot owner or owners may be permitted to vote by absentee ballot by sending a self-addressed envelope to the secretary requesting an absentee ballot. Request for absentee ballots must be received by the Association secretary no later than twenty-one (21) days before the scheduled second meeting. Absentee ballots will be sent out no later than the fifteenth (15th) day before the scheduled second meeting and must be received back to the secretary no later than the day before the scheduled second meeting. Each lot owner or owners who choose to vote by absentee ballot will mark the absentee ballot and date and sign the envelope in which absentee ballot is placed. If the lot owner or owners vote by absentee ballot, they may not vote at the meeting. Only one (1) vote per accepted voter shall be permitted, whether by absentee ballot or by the property owner or owners present at the meeting.

## **ARTICLE X AMENDMENT OF BY-LAWS**

SECTION 1: These by-laws may be amended, altered, changed, added to or repealed by the affirmative vote of a majority of members present at a meeting and entitled to vote at any regular annual meeting if notice of the proposed amendment, alteration, change, or addition or repeal be contained in the notice of the meeting, or by affirmative vote of a majority of the board of directors if the amendment, alteration, change, addition or repeal be proposed at a regular or special meeting of the board and adopted at a subsequent regular meeting. Any by-law change made by the affirmative vote of a majority of the members shall not change the date for the annual meeting of the members within thirty (30) days before the date on which such meeting is to be held, unless consented to in writing, or by a resolution adopted at a meeting, by all members present at meeting, and entitled to vote at the annual meeting.

## **ARTICLE XI ASSESSMENT AND BORROWING (Adopted June 29, 2019)**

SECTION 1: Whenever there is a request for a special assessment, there will be a requirement of two separate meetings. The first meeting serves the purpose of discussion and agreement of the proposal. The second meeting is for voting on the proposal only, no sooner than 45 days after the first meeting. Each lot owner or owners may be permitted to vote by absentee ballot by sending a self-addressed envelope to the secretary requesting an absentee ballot. Request for absentee ballots must be received by the Association secretary no later than twenty-one (21) days before the scheduled second meeting. Absentee ballots will be sent out no later than the fifteenth (15th) day before the scheduled second meeting and must be received back to the secretary no later than the day before the scheduled second meeting. Each lot owner or owners who choose to vote by absentee ballot will mark the absentee ballot and date and sign the envelope in which absentee ballot is placed. If the lot owner or owners vote by absentee ballot, they may not vote at the meeting. Only one (1) vote per accepted voter shall be permitted, whether by absentee ballot or by the property owner or owners present at the meeting. (Adopted June 29, 2019)

SECTION 2: Before any money can be borrowed, such action must be approved by the majority vote of the lot owners present at and entitled to vote at a special meeting called for such purpose.  
(Adopted June 30, 2012)