

Oxbow Shores Property Owners Association, Inc.

**BYLAWS**

incorporating all amendments through and including Amendment 11

Article I. ORGANIZATION

The name of this organization shall be:

OXBOW SHORES PROPERTY OWNERS ASSOCIATION, INC.

Article II. PURPOSES

The following are the purposes for which this organization has been organized:

- a) To care for, maintain, and improve all private parks and walkways within the Plats of Oxbow Shores and Oxbow Slopes.
- b) To take all necessary steps to enforce the property restrictions imposed upon all lots in the Plats of Oxbow Shores and Oxbow Slopes, said restrictions being recorded in Liber 119, Pages 169-171, Lake County Records, Lake County, Michigan.
- c) To take all other necessary and desirable steps to protect, preserve, and improve property, lakes and waters within the Plats of Oxbow Shores and Oxbow Slopes.

Article III. MEMBERSHIP

Membership in this organization shall be as follows:

a) Mandatory Membership

All persons, and their assignees, legatees, and devisees, who acquire an ownership interest in one or more lots in the Plats of Oxbow Shores and Oxbow Slopes, shall join the Association, and shall retain the membership until they divest themselves of all their interest in said Plats.

b) Optional Membership

Existing OSPOA non-owner members with paid memberships as of August 5, 2017 who have not acquired an ownership interest in one or more lots in the

Plats of Oxbow Shores and Oxbow Slopes may remain grandfathered into the Association, provided they pay dues in the allotted time, and obey all the restrictions and rules of the Association, including allowing only immediate family members to access lakes via OSPOA parks, and meeting all DNR requirements for fishing, lake, and land use. Failure to keep dues current, or to obey the restrictions, Rules and Guidelines of the Association will result in cancellation of OSPOA membership. Membership will be terminated upon transfer of property, and membership is not transferable to new owners. Optional Members do not have voting rights at membership meetings, and may not serve as officers in the Association.

c) Benefits of Membership

Only members of the Association shall be entitled to use the private parks and walkways within the Plats of Oxbow Shores and Oxbow Slopes, and to receive any and all other benefits of membership in the Association.

Article IV. MEETINGS

a) Annual Meeting

The annual membership meeting of this organization shall be held each and every year on a Saturday in June, July, or August as designated by the Board of Directors. A written notice of the date and place of the meeting shall be given to each member 21 days before the meeting.

b) Meeting Quorum

Those members attending the annual meeting or any special meeting, having been properly notified in accordance with the Bylaws, shall constitute a quorum to conduct the business of the organization.

c) Special Meetings

Special meetings of this organization may be called with the written consent of the three officers of the Association.

Special meetings shall be held only on Saturday, and written notice of all special meetings shall be given to all members of the Association at least twenty days before the date of said meeting.

d) Special Meetings-Member Requested

At the request of fifty percent (50%) of the members of the organization, the President shall cause a special meeting to be called but such request must be made in writing at least thirty days before the requested scheduled meeting.

e) No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

f) Roberts Rules

For procedures of governance related to meetings, committees, and daily management, not covered within these Bylaws, the Board will refer to Roberts Rules of Order.

Article V. VOTING

a) Voting Method

At all meetings, except for the election of officers and directors, all votes shall be viva voice, except that for election of officers, ballots shall be provided and there shall not appear anyplace on such ballot an mark or marking that might tend to indicate the person who cast such ballot.

b) At any regular or special meeting, ballot voting may be substituted for voice vote as required to ascertain a clear majority.

c) There shall be one vote for each property owner in the plat of Oxbow Shores, Oxbow Slopes and the Plat of the Chain O' Lakes #2.

i. All votes shall be cast by the property owner and no vote shall be cast by proxy.

ii. For the purposes of voting rights and dues, a property owner is defined as the individual(s) shown on the property deed. If a property owner owns more than one deeded property, he/she/they are still considered to be a single OSPOA property owner and will have one vote and pay dues once each year for all combined properties. If multiple persons, Joint Tenants, and Trusts are listed on the deed(s), still only one vote is allowed.

Article VI. ORDER OF BUSINESS

- a) Roll Call
- b) Reading of the minutes of the preceding meeting
- c) Reports of Committees
- d) Reports of Officers
- e) Old and Unfinished Business
- f) New Business
- g) Election of Officers
- h) Adjournments

Article VII. BOARD OF DIRECTORS

Purpose. A Board of Directors consisting of the officers of this organization shall manage the business of this organization.

Intent. The Board of Directors shall have the control and management of the affairs and

business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

- a) Citizenship. At least one of the directors elected shall be a resident of the State of Michigan and a citizen of the United States.
- b) Voting. Three (3) of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held as needed.
- c) Board Meeting Rules. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
- d) Vacancies. Vacancies in said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.
- e) President. The President of the organization by virtue of his office shall act as Chairman of the Board and as Director and chair of the Executive Committee.
- f) Dismissal. A director may be removed when sufficient cause exists for such removal. The Board of directors may entertain charges against any director. A hearing shall be called at which a director may be represented by counsel. The Board of Directors shall adopt such rules, as it may in its discretion consider necessary for the best interest of the organization for this hearing.

#### Article VIII. OFFICERS

The officers of the organization shall include the President, Vice President, Secretary, and Treasurer. All officers shall be elected at the annual membership meeting.

- a) The President Shall:
  - i. Present at each annual meeting of the organization an annual report of the work of the organization.
  - ii. Appoint all committees, temporary or permanent.
  - iii. Make certain all books, reports and certificates are kept or filed as required by law.
  - iv. Have the authority to sign checks or drafts of the organization.
  - v. Possess the powers as may be reasonably construed as belonging to the chief executive of any organization.
- b) The Vice President Shall:

- i. In the event of the absence or inability of the President to exercise his/her office, become acting President of the organization with all the rights, privileges and powers of the President.
- ii. Have authority to sign checks or drafts of the organization.

c) The Secretary Shall:

- i. Keep the minutes and records of the organization in appropriate books.
- ii. File any certificate required by any statute, federal and state.
- iii. File and serve all notices to members of this organization.
- iv. Be the official custodian of the records.
- v. Present to the membership any communication addressed to him/her as Secretary of the organization.
- vi. Attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.
- vii. Have the authority to sign checks or drafts of the organization.

d) The Treasurer Shall:

- i. Have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.
- ii. Have the authority to sign checks or drafts of the organization.
- iii. Render, at stated periods as the Board of Directors shall determine, a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.
- iv. Exercise all duties incident to the office of Treasurer.

e) Note:

- i. Officers shall by virtue of their office be members of the Board of Directors and shall collectively serve as the Executive Committee.
- ii. No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or officer.
- iii. All checks shall require the signatures of two officers of the organization.
- iv. The Association shall indemnify and hold harmless the members of the Board of Directors, Officers, agents and members for any action resulting in claims, actions, awards, judgments, settlements, damages, liabilities, and expenses of whatever nature, including attorney's fees, providing

that the members of the Board of Directors, Officers, agents and members acted in good faith in accordance with these Bylaws.

Article IX. SALARIES

The Board of Directors shall hire and fix the compensation of any and all employees, which they in their discretion may determine to be necessary in the conduct of the business of the organization.

Article X. DUES

The dues of this organization shall be paid according to the following rules:

- a) Amount. Dues shall be \$45.00 per year per property owner, effective August, 2014.
- b) Due Date. Dues shall be paid to the Association on or before August 1 of each year, beginning on August 1, 1973.
- c) Responsibility. The owner or owners of each property shall be responsible for the payment of the dues assessed against that property.
- d) Advance Payment. Dues shall not be paid more than once each year per property owner.

Article XI. ENFORCEMENT

- a) Member Dues. All members or others, who become members of the Oxbow Shores Property Owners Association, Inc., by purchase of lots from any other persons or companies, must keep all dues and assessments current.
- b) Penalty. Failure to keep such dues, assessments, and fines current shall cause the property to become subject to a lien on said premises, in the amount of such unpaid dues, assessments, and fines. The Treasurer of Oxbow Shores Property Owners Association, Inc. is instructed to file such lien on the property with the appropriate County Register of Deeds. Such dues, assessments, and fines shall become subject to said lien if the dues, assessments, and fines remain unpaid for a period of 180 days after the levy of such dues, assessments, and fines. The property owner will be charged the costs to file and remove the lien. Property owners will be assessed an additional \$25 for each delinquent year if dues are not paid by December 31 of each year, effective December 31, 2011.

Article XII. NOTICE

- a) Whenever this organization shall require notice in writing, the notice shall be valid when it is deposited in the U.S. Mail, or sent by email, or by website notice. Such notice shall be at the request of the member, who shall supply the OSPOA with

appropriate mail or email addresses. It shall not be necessary to send any notice by registered or certified mail.

#### Article XIII. ENFORCEMENT-OTHER

- a) The Association shall have the power to enforce the provisions of these Bylaws, Its Charter and any and all amendments, the Deed of Restrictions in the Plats of Oxbow Shores and Oxbow Slopes, including the power to institute legal proceedings if necessary.
- b) Only the OSPOA Board has the authority to take legal action and incur legal expenses on behalf of the association.
- c) Once the board has received notification of a credible violation, the board will have 60 days to research the violation and formally inform the violator. The violator will then have 60 days to remedy the violation, or gain agreement from the Board of a viable plan for remedy.
- d) Violations of the Deed of Restrictions' prohibition against the use of a member property for a 'commercial purpose', such as a rental, will result in a fine not to exceed \$10,000 (Ten Thousand Dollars) in each calendar year that the violation remains un-remedied.
- e) All other violations not remedied within an acceptable time-frame will result in a fine to the property owner of not more than \$200 in the fiscal year of the violation and not more than \$300 per year thereafter until remedied.

#### Article XIV. AMENDMENTS

- a) These Bylaws may be altered, amended, repealed, or added to by an affirmative vote of not less than two-thirds majority of those members voting on the question. This vote shall be taken only at the annual membership meeting, or a special meeting called for this purpose.

#### Article XV. PRECEDENCE

All Articles and other items of governance within these By-Laws of the Oxbow Shores Property Owners Association shall take precedence over the Charter of the Oxbow Shores Property Owners Association dated April 1, 1973, including any and all subsequent amendments made to that Charter.