BYLAWS OF THE TRI-LAKES ASSOCIATION, INC.

As revised and restated

Ratification *August 8th, 2026*

Article I

NAME

Section 1. Name: The name by which this Association shall be known is the MORTON TOWNSHIP TRI-LAKES ASSOCIATION, INC., a not-for-profit Michigan corporation (P.A. 162 of Public Acts of 1982; MCL 450.2101, et seq.) and as a qualified tax-exempt corporation under the Internal Revenue Code, 26 USC § 501(c)(4). Hereinafter, the Morton Township Tri-Lakes Association will be referred to as “Association.”

Section 2. FISCAL YEAR: Fiscal Year of the Association shall begin on September 1st and end on August 31st of the following year.

Article II

PURPOSES

The Purposes for which this Association is formed are as follows:

To create lines of communication regarding lake issues that are transparent, accurate and timely.

To assist in preservation of the quality of the water of the lakes, their connecting waterways, wetlands and surrounding watershed and ecosystems.

To promote all other matters of interest to the general welfare of the members and all property associated with Tri-Lakes and the improvement of the area involved through advocacy, partnerships and best practices.

To represent its members at governmental or regulatory agencies in such a manner as to protect the environment.

To promote education of property owners and other lake users on healthy, sustainable lakes, water safety and safe recreation on the lakes.

To serve as a social organization for the lake members.

Article III

MEMBERSHIP

Section 1. ELIGIBILITY: Any person having a bonafide interest in the welfare of the Tri-Lakes (Round Lake, Lake Mecosta, Blue Lake) and the lands bounding these three lakes, including property owners, businesses and non-residents, may become a member of this Association by payment of dues and meeting such other requirements as are prescribed in these Bylaws.

Section 2. DUES: Annual membership dues shall be payable to the Association before September 1st. Dues will be adjusted as necessary by the Board of Directors. Payment of dues shall be prerequisite to voting on any issue before the Association or before becoming a member of the Board of Directors of the Association. For voting purposes, there will be one vote per membership.

Article IV

MEETINGS

Section 1. TIME, PLACE, and PURPOSE: Monthly meetings of the Board of Directors shall be held on the second Saturday of each month. Annual meeting of the membership of the Association shall be held at such place as may be designated by the Board of Directors on the second Saturday of August of each year for the purpose of electing Directors, and for the transaction of such other business that must be brought before the majority. Voting may occur in person or via real-time electronic communication, including video conference, phone, or other secure digital methods, as allowed by Michigan nonprofit statute.

Section 2. GUEST SPEAKERS: Guest speakers at Association meetings are restricted from topics promoting commercialism, partisan politics, or self-promotion in any form without prior approval of the majority of the Board of Directors.

Section 3. SPECIAL MEETINGS: Special meetings of the Membership may be called by the President, by vote of a majority of the Board of Directors, or by a request in writing signed by not less than a majority of the Membership, stating specifically therein the purpose of the meeting.

Section 4. ORDER OF BUSINESS: All meetings of the Membership and of the Board of Directors shall be as follows:

1. Call to Order
2. Roll Call of Directors
3. Public Comment (3-minute limit)
4. Approval of Agenda
5. Review and Approval of the Minutes
6. Reports of Officers/Directors
7. Reports of Standing Committees (Communication, Recreation, Watershed Quality)
8. Reports of Ad Hoc Committees
9. Unfinished Business
10. New Business
11. Public Comment (3-minute limit)
12. Set Time, Date, and Place for next meetings
13. Adjournment

Section 6. Meetings shall follow Robert's Rules of Order Newly Revised (12th Edition, 2020)

Section 7. Every person becoming a member in this Association shall be deemed to agree to these Bylaws. If so requested, a copy of the Bylaws will be provided.

Article V

DIRECTORS

Section 1. NUMBER, CLASSIFICATION, AND TERM OF OFFICE: The business and property of the Association shall be managed and controlled by the Board of Directors. The number of Directors on the Board shall be thirteen. At least ten (10) of these Directors shall have riparian or easement rights to said lakes. Directors will be elected for a term of three (3) years at each Annual Meeting of the members. Additionally, up to three (3) ad hoc positions, when deemed necessary, may be selected at the discretion of the Board of Directors, as a lake representative for one to three years, without Director voting rights.

Section 2. PLACE OF MEETING: The Directors may hold their meetings in such place or places within Morton Township as a majority of the Board of Directors may determine.

Section 3. BOARD MEETINGS: Monthly meetings shall be held on the second Saturday of each month, April through December. Meetings of the Board of Directors may be called at any time by the President, or by a majority of the Board of Directors. Directors shall be notified of the time, place, and purpose of all meetings of the Board.

Section 4. QUORUM: A majority of the Board of Directors shall constitute a quorum for the transaction of business at all meetings, including persons in attendance via electronic means from a remote location.

Section 5. STANDING COMMITTEES: Standing Committees will have a written charter outlining purpose and structure, will be chaired by at least one Board Member, will maintain written minutes, and any expenditures will be approved by the Board. Committees can be changed, added, or deleted as deemed necessary by the Board. Each Director shall be assigned to and participate in a minimum of one committee.

Section 6. AD HOC COMMITTEES: Ad hoc committees may be appointed by the Board of Directors as deemed necessary to address a specific short-term project or issue. The committee's purpose, scope of work, timeline, and reporting responsibilities will be clearly defined by the Board. Ad hoc committees will report monthly to the Board of Directors and will automatically dissolve once their defined goal is accomplished or their designated timeline expires.

Section 7. VACANCIES: Vacancies on the Board of Directors shall be filled by suggestions from the Board and approved by a majority of the Board of Directors.

Section 8. ATTENDANCE: After three consecutive unexcused absences from regular monthly meetings, a director may be terminated as a member of the Board. The terminated member will be notified in writing by the President. Presence via electronic means from a remote location shall constitute compliance with attendance criteria.

Section 9. INDEMNIFICATION: The Association shall indemnify, save and hold harmless the Board or Directors, jointly and individually, from all expense and liability as a result of any acts, omissions, or negligence, other than intentional misconduct or gross negligence.

Section 10. REVIEW: Any Tri-Lakes Association Member may request an independent review of any specific Association functioning. Said request will trigger the formation of an ad hoc committee, composed of Directors, charged with deciding how to proceed.

Section 11: The Board of Directors shall appoint one Director to have the responsibility of filing required documents, including the IRS Form 990N and the Annual Nonprofit Corporation Report to the State of Michigan Department of Licensing and Regulatory Affairs.

Article VI

GOVERNANCE

Section 1. The Board of Directors shall elect, from its Members, the executive offices of PRESIDENT, VICE-PRESIDENT, SECRETARY, and TREASURER, who shall be so elected by the Board of Directors at the first meeting following the annual meeting. The terms of office of such officers shall be for two years, with the term of office to coincide with the Association's fiscal year (September through August). President and Secretary shall be elected in odd numbered years; Vice-President and Treasurer shall be elected in even numbered years.

Section 2. By accepting a position on the Board of Directors, all persons serving on the Board agree to follow and uphold all rules, mandates, principals, values and laws as listed in these By-Laws, and all Federal, State and Local Laws, statutes, ordinances, rules, and regulations, including the Michigan Nonprofit Corporation Act (MCL 450.2101, et seq). Board Members and Directors agree to avoid any action or behavior deemed to be a conflict of interest with, or detrimental to, The Tri-Lakes and/or surrounding properties, or the best interests of the Association.

Section 3. The Board of Directors may also appoint such other officers and agents as it may deem necessary for the transaction of the business of the Association. All officers and agents shall respectively have such authority and perform such duties in the management of the property and affairs of the Association as may be designated by the Board of Directors.

Section 4: The outgoing President may serve one term as ex-officio member of the Board of Directors representing the Tri-Lakes as a whole. This term shall hold full member status, including voting privileges.

Article VII

DUTIES OF EXECUTIVE OFFICERS

Section 1. PRESIDENT: The President shall be the chief executive officer of the Association and in the recess of the Board of Directors shall have the general control and management of its business and affairs, subject, however, to the right of the Board of Directors to delegate any specific power, to any other officer or officers of the Association. He/she shall preside at all meetings of the Directors and all meetings and membership, otherwise determined by a majority of all the Board Members present in person or by proxy.

Section 2. PRESIDENT: At times other than meetings, the President, or his/her designated presiding officer, will have sole authority for expenditures to and not exceeding the amount of $500.00 in any one month without Board approval from a majority of the Board of Directors. The limit is subject to review by the Board of Directors.

Section 3. VICE-PRESIDENT: In case the office of President shall become vacant by death, resignation, or otherwise, or in case of the absence of the President, or his/her disability to discharge the duties of his/her office, such duties shall, for the time being, devolve upon the Vice-President who shall do and perform such other acts as the Board of Directors may, from time to time, authorize him/her to do.

Section 4. TREASURER: The Treasurer shall have custody and keep account of all monies, funds, and property of the Association, unless otherwise determined by the Board of Directors, and he/she shall render such account and present such statement to the Directors and president as may be required of him/her. He/she shall deposit all funds of the Association which may come into his/her hands from membership dues, special event/programs. These funds shall be deposited in a timely manner in banks or investments as directed. He/she shall keep bank accounts in the name of the Association and shall exhibit his/her books and accounts at all reasonable times, to any Director of the Association upon application. He/she shall pay out money as the business may require upon the order of the President or designee, taking proper vouchers therefore provided. He/she shall prepare an annual financial statement for the annual meeting and shall be responsible for the presentation of the proposed budget to the Board of Directors for review and approval prior to the end of the calendar year. The Treasurer will file all required forms, reports, etc. required by law to maintain the status and standing of the Association as a Michigan Not-for-profit Corporation, and in general, perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President, or by the Board, or by the Members per vote. The Board of Directors shall have power by resolution to delegate any of the duties of the Treasurer to other Board Members other than Executive Officers.

Section 6. SECRETARY: The Secretary of the Association shall keep the minutes of all meetings of the membership and Board of Directors. He/she shall attend to the giving and receiving of all notices of the Association. He/she shall have charge of all archived data as the Board of Directors may direct; all of which, shall at all reasonable time, be open to the examination of any Director upon application to the Secretary, and in addition such other duties may be delegated to him/her by the Board of Directors.

Article VIII

AMENDMENTS

Section 1. A majority of Association Members constituting a quorum at a properly called meeting, may alter, amend, add to, or repeal these Bylaws. Proposed amendments to the Bylaws must be summarized in the notice for the meeting at which the amendments are to be voted on.

Section 2. The Bylaws will be reviewed and updated as necessary every five years by a committee assigned by the President.

Section 3. The amendments to the Bylaws that have occurred over time shall be incorporated into the Bylaws with each revision. Original copies of the amendments and the time of their initiation shall be kept on file with the Secretary of the Association.

Section 4. As of the date of ratification of these Bylaws, all current Directors will continue their current term. The next vacancy to occur on the Board will not be filled until the number of Directors is thirteen. Upon vote of the current Board of Directors, a Director may be moved from a voting position to an ad hoc position.

Article IX

DISSOLUTION

The Board of Directors, by a two-thirds affirmative vote of all Directors, may recommend that the Association be dissolved and that the question of such dissolution be submitted to a vote at a subsequent meeting of members. Notice of the meeting shall highlight the question of dissolution. At the meeting, a two-thirds affirmative vote of members present and entitled to vote shall be required to approve a resolution of dissolution. Such a resolution shall direct the Board of Directors to prepare a dissolution plan for subsequent approval by the members. Dissolution of the Association shall not be final until the members, by majority vote, shall have approved the dissolution plan, either at a meeting or by a binding mail (paper or electronic) referendum.