

By-Laws

HESS LAKE IMPROVEMENT ASSOCIATION

Article I

Purpose

The purpose of the Hess Lake Improvement Association is to promote the civic and social welfare of its members, to stimulate active interest in Hess Lake problems and endeavor to find suitable solutions thereof, to encourage general property improvement and beautification in and about Hess lake; and to arouse among all members a genuine spirit of good fellowship.

No part of the net earnings of the association shall belong to, or be distributed to the members, zone representatives, officers or other private person. All officers of the association shall serve without compensation. In the event of dissolution all assets real and personal, shall be distributed to such governmental, charitable or non-profit institutions having a similar purpose to that of Hess Lake Improvement Association, as the majority of members present at any duly convened meeting shall select.

Article II

Membership

1. The association is organized on a non-stock basis, and the membership shall consist of those persons owning property on, or having easement for legal access to, Hess Lake in Newaygo County, Michigan and who elect to become members of the association by payment of an annual membership fee. A husband and wife, and members of the immediate family and all joint owners of real estate may be deemed members upon payment of the fees. Each of the joint owners shall have all privileges of membership and "member" as used herein shall apply to all, except that only one joint owner, who may be designated in each case by all of the joint owners, or either the husband or wife, as the case may be, may have the right to vote, and for voting purposes, the term "member" shall apply to him or her only.

2. Residents who are not owners of real estate and/or homes not on or having private access to Hess Lake, local business men, and others interested in the purposes of the association but not eligible for active membership, may become associate members upon payment of the annual dues. Associate members shall have all of the rights, privileges and duties of active members except to vote or hold office.

Article III

Liability

No member shall become liable to the association for any amount other than annual dues and voluntary subscription, and the association shall have no authority to levy an assessment or to require any other non-voluntary contributions.

Article IV

Zone Representatives and Board Officers – Shall be referred to as the Associations Leadership Team

1. The land around Hess Lake shall be divided into seven (7) geographical districts. The map indicating the geographical district shall remain on file with the secretary of the association; and shall be made available, at all times, to the members. There shall be seven (7) Zone representatives of the association, one selected from each of the seven geographic districts and the zone six (6) representative to represent Hess Lake Mobile Home Park. Zone Representatives, however, shall be elected by the members at large, and not by the members of each geographical district. At the annual meeting of the members three Zone Representatives shall be elected to serve for a term of three years, two Zone Representatives shall be elected to serve for a term of two years and two Zone Representatives shall be elected to serve for a term of one year. There after all Zone Representatives shall be elected for a term of three years or until their successors are duly elected and qualified.
2. Election of Zone Representatives shall be by written ballot. If the nominee is unopposed then the election of that nominee can be by a showing of hands by the members present.
3. At the June annual membership meeting nominations by members are heard to fill positions for Zone Representatives which will be vacated that year. The retiring representative's name may also be submitted for consideration if that person desires to continue for an additional three-year period. All nominations shall comply with the by-laws of the association it is recommended but not required to having one Zone Representative from each geographical district.
4. Nominations may be written (text, email or mailed) to the Secretary. Nominations from the floor may also be made at the annual meetings so long as the by-laws are followed with respect to the election of a Zone Representative from each geographical district.
5. Vacancies on the Leadership Team which occur because of failure of nominations; resignations; death; or some other cause, shall be filled by the vote of four or more Zone Representatives for the un-expired term of the vacating Team Members.
6. Any Zone Representative may be removed by the members for cause, and after an opportunity to be heard, at the annual meeting, or at any special meeting called for that purpose.
7. No Zone Representative or officer shall receive any salary or compensation for services as a Zone Representative.
8. It shall be the duty of the Leadership Team to carry out the purposes of the association as set forth in the Articles and By-laws, to conduct and hold such meeting, at such times and place, as the Zone Representatives shall determine for the purpose of properly directing the association in pursuit of its purposes. It shall consider reports of committees, formulate policies, including those pertaining to the expenditures of the association funds, direct such action as may be considered desirable in order to secure effective operation, and determine programs which should be presented to the membership at the next annual meeting, together with estimated costs and recommended methods of financing. It shall keep minutes of its meetings and prior to each meeting shall cause an abstract thereof to be prepared for presentation to the Leadership Team and any association member who request it.
9. A simple majority of the Leadership Team shall constitute a quorum for the purpose of conducting association business.

10. Eight alternate Representatives will be selected by a majority vote of the seven elected or appointed Zone Representatives. The alternates must be property owners and members of the HLIA. They are to be voting members and will make up an open pool. All the Zone Representatives may call any one of them to fill in on any meeting or duty to which the Zone Representative will not be able to attend. The Alternative Representative will serve a one-year period and may be re-elected if they choose to be considered.

Article V

Officers

1. At the first meeting of the Leadership Team, following the annual meeting of the members, the Leadership Team shall select a president, vice-president, secretary and treasurer.
2. The president shall preside at all the meetings of the Leadership Team and all meetings of the members. He/she shall be the chief executive officer of the association and shall actively manage the affairs of the association in accordance with policies established by the Leadership Team securing desired action whenever practicable through the energetic action of appropriate committees.
3. The president shall appoint such standing committees as the president and Leadership Team deem necessary from time to time, to deal with matters of special interest to the association as the need arises.
4. The president shall authorize purchases or contracts for material and/or services in the name of the association, with the approval of the Leadership Team, except incidentals (not to exceed \$100) needed for proper office administration. With the approval of the Leadership Team he/she shall make suitable provisions for the custody and maintenance of association property.
5. The president will be an ex-officio member of all committees.
6. In the case the office of president/vice-president shall become vacant by death, resignation or otherwise, or in case of the absence of the president/vice-president, or his/her inability to discharge the duties of his/her office, such duties shall, for the time being, devolve upon any qualified member who shall do and perform such other acts as the Leadership Team may from time to time authorize him/her to do.
7. The secretary/treasurer may be one person or two people each holding two separate offices of the association and shall keep minutes of all meetings of the members and Leadership Team and in addition have the following duties:
 - a. Receive all dues and monies payable to the association and maintain current record of members.
 - b. Purchase supplies as are required for the proper administration of the association.
 - c. Disburse funds to meet obligations properly incurred by the president, vice president, secretary/treasurer and approved by the Leadership Team.
 - d. Attend to giving and receiving of all notices of the association.
 - e. Sign in the name of the association all contracts authorized by the Leadership Team.
 - f. Keep the accounts of the association and report thereon each annual meeting.

- g. Deposit all funds in an account bearing the name of the association in such bank(s) as the majority of the Leadership Team may designate.
- 8. The account records of the secretary/treasurer shall be exhibited at all reasonable times to any Zone Representative and shall be audited annually by the manager of the institution chosen by a majority of the Leadership Team.
- 9. The Leadership Team shall have power by resolution; to delegate any of the duties of the secretary/treasurer to any qualified member as they deem fit to fulfill those duties.
- 10. Checks of the association may be drawn on its bank accounts upon the signature of any two of its officers, namely the president, vice president, secretary or treasurer.
- 11. Board Officers and Zone Representatives will hold 3 year terms.
- 12. In the event of a Board Officer vacancy, the Leadership team may appoint a replacement to complete the term. A quorum vote required by the Leadership team.

Article VI

Dues

1. Yearly dues of a member payable in advance upon joining and annually thereafter as soon after January 1st, as notices are provided to the members, A membership sign will be delivered to each member after payment of his/her annual due.
2. A member who fails to pay his/her annual dues at or before the time scheduled for the annual meeting, shall be considered to have resigned his/her membership.

Article VII

Meetings

1. The annual meeting of the members of the association; shall take place in the month of June as may be designated by the Leadership Team. Notice of the annual meeting shall be posted in the Spring and Fall newsletters, on www.hesslake.com and Hess Lake welcome sign.
2. Special meetings of the members may be called by the Leadership Team, at any time, Notices of all special meetings shall be posted on the Hess Lake Welcome Sign, Social Media and www.hesslake.com at least 10 days before the day set for such meeting. The purpose of all special meetings shall be included in the notice thereof.
3. All meetings notices shall, in addition, set forth the time and place of such meetings and are open to association members only.

Article VIII

Amendments

1. By-laws may be amended by a majority of Leadership Team or by a majority of the members present at any annual meeting, or any special meeting called for that purpose. Whenever by-laws are amended by the Leadership Team, notice thereof will be included in the newsletter along with notice of the next succeeding annual meeting in order that the matter may be re-opened if

desired. The Fall newsletter shall include an announcement of which zones will be open for the requesting of nominations for election of Zone Representatives at the annual meeting of the members.

2. The by-laws are to be reviewed and discussed yearly, at the September meeting, and amended as needed.

NOTE: The amendments to the by-laws that have occurred over time; have been supplemented and incorporated into the by-laws. Original copies of the amendments and the time of their initiation shall be kept on file with the secretary of the corporation.

Updated and revised by Sherry Wigent, Zone 7 representative, on November 10, 2003.

Updated and revised by Jeannine Lemmon, President and Zone 4 representative, on June 11, 2007.

Updated and revised by Jerry Swendrowski, President and Zone 4 rep, on Aug 26 2010.

Updated and revised by Jerry Swendrowski, President and Zone 4 rep., on July 25, 2011.

Updated and revised by the Leadership Team on October 12, 2015.

Updated and revised by vote of membership at annual meeting on June 17,2017.

Updated and revised by the HLIA Bylaw Committee on June 2, 2022.