

**Perch Lake Owners Association  
Bylaws amended JULY-2016**

**Perch Lake Owners Association, Inc**

**ARTICLE I  
NAME, ADDRESS, FISCAL YEAR**

**Section 1. NAME:** This corporation shall be known as the "Perch Lake Owners Association, Inc.", a non-profit Michigan corporation (hereinafter referred to as "the corporation"). This corporation is incorporated under the laws of the State of Michigan providing for the incorporation of organizations not organized for profit.

**Section 2. ADDRESS;** The address of the registered office is 129 Bernhardt Road, Iron River, MI 49935.

**Section 3. FISCAL YEAR:** The fiscal year of the corporation shall be the 12 month period from July 1 to June 30<sup>th</sup> of the following year.

**ARTICLE II  
OBJECTS OR PURPOSES**

The object or purposes of the corporation shall be as follows:

1. To promote the education of riparian property owners and other lake users of Perch Lake, Iron County, Michigan (hereinafter referred to as "the lake") about water quality, conservation of flora and fauna, pollution prevention and safety.
2. To support issues and programs which concern the welfare of the lake in general, including, but not limited to: conservation of the water supply in the lake and watershed, maintenance of the quality of the water, management of a healthy and sustainable recreational fishery, prevention of pollution and shoreline erosion, and the preservation of navigation.
3. To act as a cohesive body to bring issues of interest or affecting lake residents and users to the attention of governmental entities.

**ARTICLE III  
MEMBERSHIP**

**Section 1. ELIGIBILITY:** Membership in the corporation shall be limited to; 1) riparian property owners on the lake; 2) persons who own property with legal access to the lake; 3) adult (21+ years of age) children of paid riparian members (aka "NextGen" members), and, 4) others who have a constructive interest in the lake as approved by a majority of the Board of Directors. Eligibility of riparian adult children ("NextGen") will be subject to the following rules and conditions:

- NextGen membership will be limited to no more than 16 members, but not to exceed 60% of the paid riparian membership.
- NextGen members have all rights, privileges, and responsibilities as full members of the association.
- No limit will be placed on the number of NextGen members from any riparian member's family.
- NextGen membership will be based on a first-come basis determined by the date dues are received by the treasurer.
- If the NextGen membership limit is reached, prospective new NextGen members will be placed on a wait list posted on the PLOA website based on the date of their written notification of interest to the President and Treasurer.
- If the parent members of any NextGen member(s) fails to pay their annual dues by September 1 then their NextGen memberships will be terminated.
- If reduction in the number of riparian members results in greater than 60% NextGen membership the existing NextGen memberships will remain in force with continued rights of renewal.

**Section 2. VOICE AND VOTING PRIVILEGES:** Each member of this corporation shall be equally privileged with all other members in his voice and vote upon any policy or proposition presented for discussion or decision at any meeting of the membership. From time to time voting by electronic mail will also be allowed with appropriate notice to all paid members at the time. Electronic voting will require a majority of current paid members of the association for approval with the outcome to be communicated to all members. The owner(s) of riparian property shall be equal members and entitled to a single vote for all deeded riparian property owned provided the required dues are current as described in section 4.

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**Section 3. MEMBERSHIP YEAR:** The membership year is from July 1 through June 30 of the following year.

**Section 4. DUES;** The annual dues are payable to the Treasurer on July 1 of each year. The Board shall recommend dues to the membership for their approval at the annual meeting on a yearly basis based on the financial needs of the association. Riparian owners who own multiple riparian parcels are not required to pay multiple dues for each deeded parcel. A delinquent member shall be ineligible to attend meetings of the corporation, and shall be removed from the membership list if the delinquent dues are not paid by September 1.

**Section 5. REMOVAL:** Any member who shall reflect discredit upon this corporation who shall not have a constructive interest in the lake may be removed from membership by a two-thirds (2/3) vote of the entire membership of the Board of Directors of the corporation. Written notice shall be mailed to members thirty (30) days prior to any action taken by the Board. A hearing before the Board shall be provided if requested by the member. Notice of removal shall be mailed to the member being removed.

**Section 6. WITHDRAWAL:** Withdrawal from membership in the corporation shall be by written notice to the Secretary of the corporation.

**ARTICLE IV  
OFFICERS**

**Section 1. OFFICERS:** The officers of this corporation shall be President, Vice President, Secretary and Treasurer. Each officer shall be a member of the Board of Directors. They shall be elected by a majority vote of the Board of Directors and shall hold office for two (2) years, or until their successors are elected.

**Section 2. COMPENSATION:** The officers shall serve without compensation and will devote their time and efforts in the best interests of the corporation.

**Section 3. VACANCIES:** In case of death or resignation of the President, the Vice-President shall at once assume his title and duties. The vacancy in the office of Vice President shall be filled by a majority vote of the Board of Directors. In case of death or resignation of any other officer, his office shall be immediately filled by appointment by the President with a majority of the members of the Board concurring. Any officer or director becoming ineligible for membership in the corporation shall automatically forfeit his office and such vacancy shall be filled in the same manner as stated above.

**Section 4. DUTIES AND RESPONSIBILITIES:**

1. **President:** The President shall preside at all meetings of the corporation and of the Board of Directors and shall cast the deciding vote in case of a tie. The President shall establish the agenda, date, time, and location of all meetings of the Board so as to assure timely address of issues affecting the purposes of the corporation by a quorum of the Board.
2. **Vice President:** The Vice President shall assist the President in the performance of his duties. In the absence of the President, the Vice-President shall preside at the meetings of the corporation and perform all other duties of the President.
3. **Secretary:** The Secretary shall conduct all correspondence for the corporation and the Board of Directors. Said person shall keep the minutes of all meetings and maintain a clear record of the business of the corporation and Board of Directors.
4. **Treasurer:** The Treasurer shall receive all monies paid to the corporation and shall keep an accurate record of the members and their financial status in the corporation. Said person shall disburse such monies as approved by the Board of Directors. All expenditures of the corporation shall be by check from the corporation's account. The Treasurer shall make an oral report of the financial status of the corporation at each meeting of the corporation and of the Board of Directors and a written statement of cash receipts and disbursements shall be prepared annually and made available to the membership at the annual meeting. The Treasurer shall deposit all monies paid to the corporation into the bank account of the corporation.

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**ARTICLE V  
BOARD OF DIRECTORS**

**Section 1. DIRECTORS:** The Board of Directors shall consist of seven (7) to nine (9) directors which shall include the four officers of the corporation and the current past president. The directors shall be elected to represent the best interests of the corporation and its membership as a whole without regard to their individual self interest.

**Section 2. NOMINATION, ELECTION, TERM OF OFFICE AND VACANCIES:**

1. Nomination: Nomination for the designated number of directors to be elected at the annual meeting shall be made by the Nominating Committee. Further nominations may be made by members in good standing at the annual meeting. All nominees shall be members in good standing.

2. Election: The designated number of nominees receiving the highest number of votes at the annual meeting shall be elected directors.

3. Terms of Office: Except for the members of the original Board of Directors, directors shall serve a term of office of three (3) years, or until their successors are duly elected and qualified. With reference to the original Board of Directors, the four (4) members elected as officers shall serve for two (2) years. After the President's two year term is completed s/he will serve as a board member for another two (2) year term. Should a board member be reelected to an officer position during their 3 year term, their 2 year term as officer will not continue beyond the class term period. As of July 2015 the Board of Directors shall be divided into three classes with three members each. Class I will be replaced/reelected next year(2016) class II in two years (2017) and class III in three years (2018), then all three classes will continue on three year terms.

4. Vacancies: Any vacancy on the Board of Directors shall be filled by the Board of Directors at their next meeting by a majority vote. The director thus chosen shall hold office until the next annual meeting, at which time a director shall be elected by the membership to fill such vacancy.

**Section 3. POWERS:** The Board of Directors shall have control of the affairs and property of the corporation and shall serve as its executive and policy making group. New decisions and policies of the Board will be communicated to the membership no later than the next annual meeting. The membership will have the ability to amend or terminate policies during membership meetings by simple majority vote.

**Section 4. BOARD MEETINGS:**

1. Organizational Meeting: This meeting shall take place immediately following the annual meeting, and it shall be the meeting at which the officers of the corporation are elected and other organizational activities are conducted.

2. Regular Meetings: The Board of Directors shall hold at least three meetings each calendar year.

3. Special Meetings: Such other special meetings of the Board of Directors as may be called by the President or a majority of the entire Board of Directors may also be held.

**Section 5. QUORUM:** Fifty percent (50%) of the members of the Board of Directors shall constitute a quorum and a majority of that percentage at a lawful meeting shall govern the transaction of any business.

**Section 6. ANNUAL REPORT:** At the annual meeting of the corporation, the Board of Directors shall make a full report of their proceedings during the preceding year and recommend such measures as they deem advisable. This report shall be given by the President, or as otherwise directed by the Board of Directors.

**Section 7. REMOVAL:** Any member of the Board of Directors who consistently fails to discharge the responsibilities of their office or otherwise brings discredit to the corporation will be subject to removal. Specific charges of misconduct either through acts of omission or commission must be brought forward by at least three (3) members or Directors of the corporation and specific actions and results defining acceptable performance must be documented and communicated. The Director so charged shall be placed on 120 day probation by a two-thirds (2/3) vote of the entire membership of the Board during which time the probationary member shall lose their voting rights and must satisfy all the behaviors specified. Following the 120 day probationary period the Board of Directors will vote to reinstate the probationary member. A two-thirds (2/3) vote of the full membership of the Board of Directors is required for reinstatement. Failing reinstatement the probationary member is removed, but retains full rights as a member of the corporation if all membership requirements are satisfied.

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**ARTICLE VI  
MEETINGS OF THE MEMBERSHIP**

**Section 1. ANNUAL MEETING:** The annual meeting of the corporation shall be held between May and September each year on a day set by the Board of Directors with at least 60 days notice given to the membership.

**Section 2. SPECIAL MEEETINGS:** Special meetings of the membership may be called at the option of the President or when requested by a majority of the entire Board of Directors. Every member shall be notified of such meeting at least thirty (30) days prior to the time of the meeting.

**Section 3. QUORUM:** A quorum for the transaction of business at any meeting of the membership shall be members representing no less than fifty (50%) percent of the deeded voting parcels of the then registered membership. Voting members shall register with the Secretary of the corporation immediately prior to any regular or special meeting of the membership.

**Section 4. ORDER OF BUSINESS:** The order of business of all meetings of the membership shall be substantially as follows:

1. Call to Order
2. Roll Call
3. Adoption of the Agenda
4. Reading and Approval of Minutes from Previous Meeting
5. Report of Officers
6. Report of Board of Directors
7. Report of Committees
8. Unfinished Business
9. New Business
10. Election of Directors
11. Adjournment

**Section 5. MEETING RULES:** The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern all meetings of the membership in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the corporation may adopt.

**ARTICLE VII  
COMMITTEES**

**Section 1. APPOINTMENT:** All committees and subcommittees shall be created and chartered by majority vote of the Board of Directors. All committees, except the Nominating Committee, shall be chaired by a member of the Board of Directors through appointment by the President. Subcommittees must be chaired by members of the committees they serve and may include members not part of the parent committee.

**Section 2. STANDING COMMITTEES:** Standing committees shall be: 1) Lake Management; and 2) Communication. The Lake Management Committee will be responsible for the management, coordination, and successful implementation of all projects directly affecting the physical, chemical or biological quality of the lake. The Communications Committee shall be responsible to develop and maintain the corporate website, create and distribute a bi-annual newsletter, and conduct outreach to the membership to understand issues to be addressed by the Board.

**Section 3. MEMBERSHIP and TERM of SERVICE:** Committee members shall be selected by the committee chairperson following 30 days notification to the full membership of the duties and responsibilities to be satisfied for each available post on the committee. Selection of committee members must be approved by the President. Committee service is indefinite subject to the discretion of the committee chairperson and approval of the President.

**Section 4. NOMINATING COMMITTEE:** The nominating committee shall consist of three (3) members of the corporation elected by a majority vote of the Board of Directors and shall serve for a period of three (3) years or as determined by a majority vote of the membership. This committee shall develop a list of

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nominees to the Board of Directors from the then current registered membership to fill vacancies on the Board as they may occur to be elected at the annual meeting. The committee shall provide the membership accurate, relevant, unbiased biographical information on each nominee to enable the membership to select Directors best qualified to serve the corporation.

**ARTICLE VIII  
AMENDMENTS**

**Section 1. PROCEDURE:** The By-Laws may be amended at the annual meeting or any properly called special meeting of the membership by a two thirds (2/3) vote,

**Section 2. NOTICE:** Members shall be notified in writing of proposed changes in the By-Laws at least thirty (30) days prior to the meeting called to consider revision of the By-Laws.

**Section 3. LISTING of AMENDMENTS:**

1. The number of directors was modified to be between 7 and 9
2. Electronic voting by the membership was approved at the 2012 annual meeting
3. ARTICLE III MEMBERSHIP was revised to address the eligibility of riparian adult children as members (amended JULY 2016).