

## **ARTICLES OF ASSOCIATION OF THE DIAMOND ISLAND ASSOCIATION**

These articles of association are acknowledged and agreed to by the associators for the purpose of forming a resort association.

### **ARTICLE I**

The name of this organization is Diamond Island Association and the property owned by it and its meeting place shall be in Cass County, Michigan.

### **ARTICLE II**

The purpose or purposes of the Association are:

1. To provide for the better welfare of the community.
2. To manage all legal affairs of the Association.
3. To manage the operation of the barge, hire operators, maintain and provide support of the barge.

### **ARTICLE III**

A membership list will be updated and maintained annually by the secretary.

### **ARTICLE IV**

Persons eligible for membership in said corporation at any and all times, must be owners of land in the County of Cass, State of Michigan and such land must be on Diamond Island.

## **BY-LAWS OF THE DIAMOND ISLAND ASSOCIATION**

### **SECTION I**

The annual meeting of said Corporation shall be held on date and time and place selected by the Board of Trustees. Notice of said annual meeting shall be posted in three conspicuous places within the jurisdictional area at least fifteen (15) days prior to said meeting. This notice shall contain the date, time, place and agenda of said meeting and such meeting may adjourn from day to day as may be necessary for the transaction of business. All new business cannot be voted on until the following meeting unless it is listed on the agenda for said meeting.

At each annual meeting there shall be elected such number of trustees as shall be necessary to fill the places of trustees whose terms then expire and all vacancies on said Board of Trustees. Trustees shall be elected for a term of three years.

The choice of trustees shall be selected by a majority of votes cast at said election.

Each member assessment of said Corporation shall be entitled to one vote per assessment regardless of the number of lots, subject to the jurisdiction of said Corporation, he or she may own.

A quorum of the total membership shall be necessary to conduct business at any annual meeting or special meeting. Any assessed member unable to attend a meeting shall be allowed to vote by written proxy statement or absentee ballot given to any trustee prior to such meeting taking place. Twenty-five percent (25%) of the membership or a minimum of twenty- one (21) votes, including proxies, shall be

considered a quorum for the transaction of business. A majority vote of said quorum shall be deemed as valid authority for the Board of Trustees to proceed. All further mention of the majority of the membership in these By-Laws shall be governed by this action.

Only one person from any one household shall be permitted to serve on the Board of Directors at the same time.

At each annual meeting of said Corporation, the Trustees shall make a report, in writing, of the management of the business of the Corporation, the condition of its property, its assets and liabilities, and upon such other matters as may be proper and of general interest to the members.

The financial condition of the Corporation shall be distributed to all members following the annual meeting.

Special meetings of the Corporation may be called by the Board of Trustees as they shall see fit by giving notice as required for the annual meeting.

The President of the Board of Trustees shall, thirty (30) days before the annual meeting, appoint a nominating committee of three (3) association members, two of which should be past presidents, to nominate the required number of members in good standing for the Board of Trustees.

## **Section II**

The Board of Trustees shall have the management and control of all business and all the property, real and personal, of the Corporation and shall represent the Corporation, with full power of authority to act for it in all things legal and whatsoever, and subject to restrictions or limitations imposed by the By-Laws of the Corporation and any special restrictions or limitations imposed by a vote of the members at any annual or regularly called meeting.

The Trustees shall establish, recommend, and encourage rules and policies related to the care, maintenance, and rights of property and property owners.

The Board of Trustees shall have the authority to enact By-Laws subject to repeal or modification by the members at any regular or special meeting, calculated and designed to carry into effect the jurisdiction over the lands owned by the Corporation or its members.

The Board of Trustees shall establish the membership dues and barge fees for the Diamond Island Association which shall be due and payable on the first day of March each year. Notices shall be sent to members and property owners at their last known address. No one shall be considered a member entitled to member privileges prior to payment of current dues.

Five (5) members of said Board shall constitute a quorum for the transaction of business. Any vacancy on the Board may be filled by the remaining members, and the appointee shall hold office until the next annual meeting of the Association.

The Board of Trustees shall include nine (9) members of the Diamond Island Association who are in good standing. They shall be elected for a term of three (3) years.

## **Section III**

The Board of Trustees shall appoint a barge committee whose chairman shall be a member in good standing who is qualified to maintain the barge and such person shall be provided with his annual membership fee which includes one vehicle sticker. He cannot be a member of the Board of Trustees.

No persons, including property owners and association members, is authorized to operate the barge without prior approval of at least two Trustees of the Diamond Island Association. Valid exceptions to this rule are acute sickness, fire, death, or natural disasters.

The following vehicles are authorized free passage on the barge: Fruit Belt Electric, regular trash truck, telephone truck, bottle gas trucks, Cass County vehicles, and all emergency vehicles. All other vehicle operators are required to pay the prescribed fee.

No campers, motor homes or house trailers may be brought to the Island and used for habitation. Motor homes may only be used for transportation to the Island after the proper permit is obtained from the Board of Trustees.

A property owner may bring a trailer, camper or motor home to the Island and put it on his property (providing he has proper toilet facilities) for special occasion use for a period of time not to exceed two weeks; provided however that said property owner has submitted the required Township permit to the Board before the proper permit will be issued. This permit must be obtained in advance so the barge operator will allow passage.

It is the responsibility of the barge committee to insist the barge be operated according to all Federal, State, County and insurance rules and regulations.

## **Section IV**

The Trustees shall elect a president, vice-president, secretary and treasurer from their members who shall hold their office for one year or until their successors shall be elected and qualified.

The president shall be the chief executive officer of the Association and shall preside at all meetings.

The vice-president shall perform the duties of the president in the absence of the president for any reason whatsoever until a new president shall be elected.

The treasurer shall have custody and keep account of all the money, funds and property of the Association. He shall keep what account books necessary for proper bookkeeping methods. He shall deposit money belonging to the Association in such places designated by the Board of Trustees and shall pay out money as the Association may require upon order of properly constituted officers. He shall produce and exhibit the books of said Corporation at all reasonable times upon demand.

The secretary of the Association shall keep the minutes of all meetings. He or she shall attend to giving notices and shall be responsible for all records of the Association.

All monies paid out for any reason by the Association shall be by voucher or check and shall be at the order of the Board of Trustees.

The Trustees shall not incur any encumbrances, including borrowing money against the Association without the approval of the membership by majority vote at any annual or special meeting.

There shall be no deficit spending.

The Association may assess annual dues and special assessments against its members by vote of the majority thereof.

The Trustees shall be limited to an expenditure of fifteen hundred dollars (\$1500.00) without first obtaining the approval of the majority of the membership of the Association. Up to three thousand (\$3000.00) may be used for an emergency expenditure to be approved after the fact at the next annual meeting.

## **Section V**

These By-Laws may be amended by a majority vote of the members of this Association at any annual meeting of the membership or at any special meeting of the membership called for such purposes, provided that any proposed amendments to the By-Laws shall have been submitted in writing to the president at least sixty (60) days prior to such meeting and copies of such proposed amendments shall have been mailed to the members of this Association at least fifteen (15) days prior to such meeting.

## **Section VI**

The Board of Trustees shall have an investigation committee composed of three Trustees. This committee shall investigate any member of the Association who violated its By-Laws or its rules.

If the committee is in agreement that there has been a violation, the Board shall give the member notice that a violation has occurred and in the event of a repeat violation, the member will be notified that for the following year he shall be denied membership to the Association and not eligible for any benefits which are derived from this membership.

We certify the above By-Laws contain the amendments and changes as voted by the membership of the Association at its annual meeting held June 10, 1995.

Signed\*

John L. Hollenbach

Elsa Hollenbach

Steven E. Madou

*\* Original signed bylaws on file with Association, copies available on request.*