

# Big Basswood Lake Association By-laws

Adopted July 25, 2010  
As amended July 20, 2014

## 1. Name

Big Basswood Lake Association

## 2. Location

Municipality of Huron Shores

## 3. Membership

There shall be two types of Membership:

### (a) Voting Membership

- (i) Property owners within 500 feet of Big Basswood Lake
- (ii) Membership fee applicable
- (iii) One vote per membership

### (b) Associate Membership

- (i) Anyone not within 500 feet of Big Basswood Lake
- (ii) Membership fee applicable
- (iii) Non-voting members

## 4. Meetings of Members

An Annual Meeting of Members will be held in July or August, with date, time and place being set at the discretion of the Board of Directors. Additional Member meetings may be called under the following conditions:

- (a) A majority vote of the Board of Directors
- (b) A petition signed by 20% of the Voting Membership

Notice of all Membership meetings shall be posted on the Association website and sent by mail or email to the preferred address of record for each member at least two weeks prior to such meeting.

## 5. Quorum of Members

The attendance or proxies of 20% of voting members shall be required for a Member quorum.

## 6. Proxies

A Voting Member in good standing may vote by proxy at any Member meeting if the proxy holder is otherwise a Voting Member.

## 7. Termination of Membership

Membership rights and privileges shall be terminated as a result of non-payment of dues for two consecutive years, or the sale of qualifying lake property.

## 8. Annual Membership Dues

Dues are to be set by a majority of the Voting Members in attendance at the Annual Membership Meeting.

## 9. Board of Directors

- (a) The Board of Directors shall be comprised of at least seven and not more than 11 Voting Members.
- (b) Elections for Board of Director positions will be held in even-numbered years, and each Director shall serve a two-year term.
- (c) A three-person Nominating Committee, created by Board action, shall nominate a slate of candidates before each biannual Board election.
- (d) Any Voting Member in good standing may submit his or her name for nomination.
- (e) As much as is feasible, the nominating committee will attempt to create a representative sample of geographic lake interests within the slate of candidates.
- (f) Election to the Board of Directors shall be by simple majority of the Voting Members in attendance at the Annual Meeting.
- (g) The immediate past Chair of the Board, if he or she remains a voting member in good standing, shall automatically be a full Voting Member of the Board of Directors, eligible for two years following his or her term as Chair.
- (h) Board vacancies that occur between Annual Meetings, excepting that of the immediate past Chair, shall, as long as a quorum remains in office, be filled from the Voting Membership by action of the Board.
- (i) Board Members shall have the following authorities and responsibilities:
  - (i) Maintain an accurate Membership list
  - (ii) Call Member meetings
  - (iii) Attend Board and Member meetings
  - (iv) Elect Board officers and standing committees chairpersons
  - (v) Constitute additional committees
  - (vi) Authorize necessary expenditures
  - (vii) Create bank accounts and contracts
  - (viii) Appoint a minimum of two signing officers
- (j) Board Meeting Requirements:
  - (i) The frequency of Board Meetings shall be set by Board action, but meetings shall occur no less than three times each year, including the Annual Members Meeting.
  - (ii) Notice to the membership of date, time and place shall be given by Board-approved method two weeks in advance of such meetings.
  - (iii) An agenda will be circulated two days in advance of such meetings.
  - (iv) A quorum for Board meetings shall be not less than 50% of the occupied board seats.
  - (v) Additional Board meetings may be called by the Chair or a majority of the Board Directors.
  - (vi) Board meetings shall be open to the membership
- (k) Directors may be removed for cause through a resolution passed by at least two-thirds of the votes cast at a Member meeting. Advance notice specifying the intent to pass such a resolution must be given. An eligible Member may be elected to serve the remainder of the term through a majority of votes cast at that meeting.
- (l) Directors shall serve without remuneration, salary or profit, but may be reimbursed for reasonable expenses incurred in the performance of their duties.
- (m) The Board may use its discretion to suggest an indemnification policy for approval by the Membership.

- (n) Board Officers:
  - (i) The Board shall elect officers annually at the Board meeting immediately following the Annual Meeting.
  - (ii) Board Officers shall include a Chair, one or more Vice-Chairs, a Treasurer and a Secretary, or Secretary-Treasurer.
  - (iii) Board Officer vacancies shall be filled at the next scheduled Board meeting.
  - (iv) Responsibilities of Officers:
    - 1. Chair is to set the agenda, chair meetings, and call Board meetings as necessary to conduct Association business
    - 2. Vice Chair is to act in the absence of the Chair
    - 3. Secretary is to record the minutes of all meetings and ensure that required meeting notifications are accomplished
    - 4. Treasurer is to keep financial records and ensure that statutory requirements are met
- (o) Removal of an Officer for cause before the expiration of his or her term of office may be accomplished by a three-quarters majority vote at a Board meeting, of which notice specifying the intent to hold such a vote has been given.

#### **10. Standing Committees**

- (a) May be created by a majority vote of either the Board or the Membership
- (b) Shall include a Board liaison
- (c) Shall be composed of not less than three members
- (d) Shall set their schedule, record their minutes and report their activities to the Board

#### **11. Fiscal Year**

The fiscal year shall be set by the Board

#### **12. Amendments**

Amendments to the by-laws shall be by a majority vote of those attending a Member meeting.

#### **13. By-laws Committee**

An ad-hoc By-laws Committee of at least three persons shall be constituted by Board action as is deemed necessary. The By-laws Committee shall entertain by-law suggestions and recommend bylaw changes.

#### **14. Meetings of the Association**

All meetings of the Big Basswood Lake Association shall be conducted in accordance with Robert's Rules of Order.