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TERESA WALKER, REGISTER OF DEEDS
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NOTICE 30.00
Liber 598 Page 214 - 220

Instrument Liber Page
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AMENDED AND RESTATED BY LAWS OF
ESS LAKE OWNERS ASSOCIATION

WHEREAS, the Ess Lake Owners Association (the "Association") is a non-profit corporation organized under the laws of the state of Michigan; and

WHEREAS, the Association has established By Laws to govern the operation, membership and powers of the corporation; and

WHEREAS, the Association may, from time to time, amend these By Laws by a vote of the majority of members as provided by Article XIII therein; and

WHEREAS, in June 2024, the membership voted to make certain amendments to these By Laws.

NOW, THEREFORE, BE IT RESOLVED, that the Bylaws of the Ess Lake Owners Association are hereby amended and restated in their entirety as set forth herein, which is hereby adopted and approved as the Amended and Restated Bylaws of the Ess Lake Owners Association, effective as of July 1, 2025.

ARTICLE I

CORPORATE POWERS

The corporate powers of this corporation shall be vested in a board of seven (7) directors, and four (4) directors shall constitute a quorum for the transaction of business.

Article II

MEMBERSHIP

Section 1 The members of this corporation shall be Matthias Development Company, Inc., Ess Lake Development Corporation and the purchaser of each lot or building site in Ess Lake Estates. Adjacent property owners on or near Ess and Long Lakes may join voluntarily, at the discretion of the Board of Directors.

Section 2 With the purchase of portions of said property by acceptance of deeds or by the signing of purchase agreements or land contracts, whether from subsequent owners, the purchasers shall automatically become members and shall become personally liable for payment of dues levied by the Board of Directors including penalties for late payment and legal fees required to enforce payment.

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Section 3 Certificates of membership shall be of such form and design as the Board of Directors may adopt. The annual dues notice issued in January of each year shall stand as the certificate of membership. The dues notice will indicate the owner of record and the lot numbers attributed to said owner. Dues notices will be properly stored by the association.

Article III

DUES

Section 1 The directors of the Association may levy dues in an amount not to exceed fifty dollars (\$50.00) per year on each lot or building site that has been sold by the developers, Matthias Development Company, Inc. or Ess Lake Development Corporation, or subsequent owners. Unsold lots held for sale by these corporations shall not be subject to dues.

Section 2 Dues notices, noting lot numbers, will be sent out January of each year. Dues shall be due June 30th of each year. The dues collected by June 30th each year shall be stipulated for use for the fiscal year from July 1 to June 30 of each calendar year. The board shall prepare a budget for each fiscal year. Such dues shall be delinquent and subject to penalty if not paid in full by June 30th each year. A late penalty, equal the dues amount, per lot or building site will be assessed on July 1 for unpaid dues. Such delinquent dues and penalties shall become a lien on the property from the date of notice of delinquency and may be recorded against the title of such. The property owner shall pay all costs of recording and, in the case of foreclosure, all other fees and expenses including reasonable attorney's fees.

Section 3 The penalty amount has deliberately been made large in relation to the size of dues, to encourage prompt payment and minimize the collection efforts required of the non-paid association treasurer, and to discourage willful non-payment of dues.

Section 4 Delinquent dues and penalties shall become a lien on the property from the date of notice of delinquency and may be recorded against the title as such. The purchaser or owner shall be liable for all costs of recording and in the case of foreclosure, all other fees and expenses including reasonable attorney's fees. Such delinquent dues, and penalties shall run with the land so that successor purchasers in turn become liable for the payment of such charges, assessments and penalties which shall have become a lien thereon.

ARTICLE IV

VOTING RIGHTS

Members shall have one vote for each lot or building site owned by them. The developers, Matthias Development Company, Inc., and Ess Lake Development Corporation shall have the right to one vote for each unsold lot owned by them.

ARTICLE V

OFFICE

The corporation shall maintain its principal office in Ess Lake Estates, County of Montmorency, State of Michigan, but may have offices and transact business at such other places as the Board of Directors may from time to time appoint.

ARTICLE VI

BOARD OF DIRECTORS

Section 1 Election – The directors of this corporation shall be elected by ballot at the annual meeting of the members, to serve for one year or until their respective successors are elected. Their term of office shall begin immediately upon election. Directors shall be elected by a plurality vote, and members shall not be entitled to vote cumulatively in electing directors.

Section 2 Vacancies – Any vacancy or vacancies in the Board of Directors resulting from death, incapacity, resignation, expiration of term of office, removal, or otherwise, shall be filled by the remaining directors then in office even though less than a quorum.

Section 3 Qualifications – Each of the directors of this corporation shall be either a member of this corporation or an authorized representative of a member of this corporation.

Section 4 Powers – Without prejudice to or limitation of the provisions of Article I of these by-laws, the Board of Directors shall have the following powers:

First: To select and remove all the other officers, agents, and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, with the articles of incorporation or the by-laws, fix their compensation, and require from them security for faithful service.

Second: To conduct, manage and control the affairs and business of this corporation, and to make such rules and regulations therefore not inconsistent with law, with the articles of incorporation or the by-laws, as they deem best.

Third: To change the principal office for the transaction of the business of this corporation from one location to another within Ess Lake Estate; to designate any place within the Montmorency County for the holding of any directors' or members' meetings; and to adopt, make and use a corporate seal and to alter the form thereof from time to time as in their judgment they may deem best, provided such seal shall at all times comply with the provisions of law.

Fourth: To appoint an executive committee and other committees, and to delegate to the executive committee any of the powers and authority of the board in the management of the business and affairs of this corporation, except the power to adopt, amend or repeal the by-laws. The executive committee shall be composed of two or more directors. Such other committees as the Board of Directors may appoint need not be composed of members of the Board of Directors.

Fifth: To determine, levy and assess annually the dues and assessments referred to in the bylaws applicable to the property described in Article II of the Articles of Incorporations of this corporation or therein referred to as "said property" to fix the rates of such charges and assessments within the

limitations fixed by said restrictions, and to expend all moneys received on account thereof for the purposes enumerated in such restrictions. All expenditures of the board shall be made by a majority vote of the board. For any project/repairs to association property and/or structures that may exceed an estimated cost of \$1,000.00, the board must utilize a process to obtain estimated costs. The board shall attempt to obtain more than one estimate. Should the need arise within the association for a project/repair that exceeds an amount determined by the board as outside a normal budget consideration, the board may elect to place the consideration in front of the membership for a vote. A vote on a special project consideration of this type shall be approved by a simple majority of members represented or by their proxy.

Sixth: To exercise for this corporation all power and authority vested in or delegated to his corporation by any such restrictions. In the event of any dispute, claim, question, or disagreement arising from or the breach thereof the association bylaws or restrictions, the association here to shall use their best efforts to settle the dispute, claim, question, or disagreement. The association may elect to utilize mediation, arbitration or other methods of alternative dispute resolution efforts. The association shall attempt to recover all court /legal fees should the association prevail in any legal issue.

Section 5 Compensation – The directors of this corporation shall receive no compensation for their services as such.

Section 6 Duties – It shall be the duty of the directors of this corporation:

First: To cause to be kept a complete record of all their minutes and acts, and of the proceedings of the members, and present a full statement at the regular annual meeting of the members, showing in detail the assets and liabilities of this corporation and generally the condition of its affairs. A similar statement shall be presented at any other meeting of the members when required by members who are entitled to exercise at least one-half of the voting power of this corporation.

Second: To supervise all officers, agents, and employees and see that their duties are properly performed and to operate and maintain a website for news and announcements, and any other information that the Board may determine necessary, to members of the association.

Third: To cause certificates of membership to be issued to the members of this corporation. All such certificates shall be signed by the President or Vice President and Secretary and have the seal of this corporation affixed.

Section 7 Place of meeting - Regular meetings of the Board of Directors shall be held at any place which has been designated from time to time by resolution of the board or by written consent of all members of the board. In the absence of such designation, regular meetings shall be held at the principal office of the corporation. Special meetings of the board may be held either at a place so designated or at the principal office.

Section 8 Organization Meeting - Immediately following each annual meeting of members, the Board of Directors shall hold a regular meeting for the purpose of organization, election of officers, and the transaction of other business. Notice of such meeting is hereby dispensed with.

Section 9 Other Regular Meetings – Other regular meetings of the Board of Directors shall be held when called as decided by the board, but no less than 2 meetings shall be held annually.

Section 10 Special Meetings – Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the president, or if he is absent or unable or refuses to act, by any two directors. Written notice or oral notice of the time and place of special meetings shall be delivered personally to the directors or sent to each director by mail or by telephone, charges prepaid, addressed to him at his address as it is shown upon the records of this corporation, or if it is not so shown on such records or is not readily ascertainable, at the place at which the meetings of the directors are regularly held at least forty-eight (48) hours prior to the time of the holding of the meeting.

Section 11 Adjournment – A quorum of the directors may adjourn any directors' meeting to meet again at a stated day and hour; provided, however, that in the absence of a quorum, a majority of the directors present at any directors' meeting either regular or special, may adjourn from time to time until the time fixed for the next regular meeting of the board.

ARTICLE VII OFFICERS

The officers of this corporation shall be President, Vice President, Secretary and Treasurer, and such other officers as the Board of Directors may appoint. When the duties do not conflict, one person may hold more than one of these offices.

ARTICLE VIII

PRESIDENT/VICE PRESIDENT

Subject to such supervisory powers, if any, as may be given by the Board of Directors to the Chairman of the Board, if there be such an officer the President shall be the chief executive officer of this corporation and shall, subject to the business and officers of the corporation. They shall preside at all meetings of the members and at all meetings of the Board of Directors. They shall be ex-officio a member of all the standing committees, including the executive committee, if any, and shall have the general powers and duties of management usually vested in the office of president of a corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or the by-laws. The Vice President shall act in the place of the President in his or her absence or in the event the office of the President shall become vacant by death, resignation or otherwise, or due to the inability of the President to discharge the duties of the office. The Vice President shall also perform such duties as may be delegated by the President of the Board.

ARTICLE IX

SECRETARY

The secretary shall keep a full and complete records of the proceedings of the Board of Directors and the association annual meeting, shall draft the annual newsletter, submit any and all documents for the association to the proper state and federal offices and shall discharge such other duties as pertain to the office or as prescribe by the Board of Directors.

ARTICLE X

TREASURER

The treasurer shall receive and safely keep all funds of this corporation and deposit the same in such bank or other similar financial institutions as may be designated by the Board of Directors. Such funds shall be paid out by electronic funds transfer or only on the check of this corporation signed by the officers designated by the Board of Directors as authorized to sign the same.

ARTICLE XI

MEETING OF MEMBERS

Section 1 Place of Meetings – All annual meeting of members shall be held at the principal office of this corporation or at any other place within the county which may be designated by the Board of Directors.

Section 2 Annual Meetings – The annual meeting of members shall be held on the first Saturday of July of each year at 10:00 o'clock a.m. of said day. Notice of the annual meeting shall be sent to members via email, placed on the association's website and a sign placed at the entrance of the subdivision not less than 10 days prior to said meeting.

Section 3 Special Meetings – Special meetings of the members, for any purpose or purposes whatsoever, may be called at any time by the president or by the Board of Directors, or by 10 members of this corporation. Except in special cases where other express provision is made by statute, notice of such special meetings shall be given in the same manner as for annual meetings of members.

Section 4 Quorum – The presence in person or by proxy of members entitled to exercise one third of the voting power of this corporation at any meeting shall constitute a quorum for the transaction of business. The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

Section 5 Proxies – Every person entitled to vote or execute consents shall have the right to do so either in person or by agent or agents authorized by a written proxy executed by such person or his duly authorized agent and filed with the secretary of this corporation.

ARTICLE XII

TRANSFER OF MEMBERSHIP

Membership in this corporation shall be transferred upon the sale or transfer of ownership of any of the lots or building sites covered by the association. Upon satisfactory evidence of such transfer, the membership of the transferor shall be marked cancelled on the books of this corporation as to the property so transferred, without requiring a surrender or cancellation of the transferor's certificate of membership, and a new certificate of membership shall thereupon be issued to such transferee.

ARTICLE XIII

AMENDMENTS

Section 1 Power of Members – New by-laws may be adopted or these by-laws may be amended or repealed by the vote of members entitled to exercise a majority of the voting power of this corporation or by the written assent of such members, except as otherwise provided by law or by the articles of incorporation.

This Amended and Restated Bylaws of Ess Lake Association is made and executed this 1 day of July, 2025, by Ess Lake Owners Association, a Michigan nonprofit corporation (the "Association"), in accordance with the Michigan Condominium Act (being Act 59 of the Public Acts of 1978, as amended) (the "Condominium Act").

Ess Lake Owners Association, Incorporated, a Michigan Nonprofit Corporation

By: Cheryl M. Leach

Name: Cheryl M. Leach

Title: President

STATE OF MICHIGAN

COUNTY OF Montmorency

The foregoing instrument was acknowledged before me this 22 day of May, 2025 by Cheryl M. Leach the President of Ess Lake Owners Association, Incorporated, a Michigan Nonprofit Corporation, on behalf of the Corporation.

Laken Neff

Notary Public

Montmorency County, Michigan

Acting in Montmorency County, Michigan

My Commission Expires:

LAKEN NEFF

Notary Public, State of Michigan
County of Montmorency

My Comm. Expires on 2/24/29

Prepared by:

Cheryl M. Leach, President
Ess Lake Owners Association, Inc.
P.O. Box 388
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