

BY-LAWS OF THE
NORTH CENTRAL BEACH ASSOCIATION
Pentwater, Michigan 49449
(through July 24, 2021, Annual Meeting)

ARTICLE I

Section 1. NAME AND ADDRESS

North Central Beach Association, Inc., P.O. Box 11, Pentwater, MI 49449

Section 2. PURPOSE

To preserve, protect and enhance the residential character and natural environment of the corporate territory, the beach and the waters of Lake Michigan, and to exercise the powers conferred by Act 137, Public Acts of 1929, of the State of Michigan, as amended, and all other rights and privileges authorized or provided for by law.

Section 3. TERRITORY

The territory shall include all lots west of Business Route 31 in Pentwater Beach Addition No. 1, a part of Section 11, Pentwater Township, Oceana County, Michigan; and all lots west of Business Route 31 in Blocks 7 through 11 inclusive, Blocks 13 through 30 inclusive, Lots 1 through 7 inclusive in Block 31, Lots 18 through 24 inclusive in Block 31, and Blocks 32 through 34 inclusive, all in Pentwater Beach Addition No. 2, a part of Section 11, Pentwater Township, Oceana County, Michigan. No interest in real estate owned by the NCBA shall be disposed of except to the NCBA Conservation Organization or other similar organization tax exempt under §501(c)(3) of the Internal Revenue Code. Notwithstanding the foregoing, under no circumstances shall the NCBA transfer any ownership interest in: the western five feet of any lot abutting another lot which lot is adjacent to the shore of Lake Michigan; or the five feet closest to Perry Avenue of any lot abutting Perry Avenue.

Section 4. MEMBERSHIP

All owners with an equitable or legal interest of record in one or more lots, improved or unimproved, within the corporate territory at the time of its full incorporation by referendum on 9 August, 1975, shall be considered members of the corporation and shall be charged with all the duties and liabilities of such membership and shall enjoy all the rights and privileges thereof ("Member"). Any subsequent owner of such property within the corporate territory shall be a Member of the Corporation. Sale of the last equitable or legal recorded interest of any Member of the Corporation will result in automatic loss of membership in the Corporation.

Section 5. VOTING

Each owner of record or his or her designated family member, shall be eligible to vote either by his or her presence or by written proxy filed with the Secretary or Acting Secretary in any election or membership meeting of the Corporation, provided the individual shall have attained the age of 18 years. Such proxy shall be signed by the member or an authorized agent or representative and shall expire 60 days from its date of signing. Furthermore, members may participate fully in an Annual or Special meeting, including voting, by remote communication pursuant to MCL 450.2404 and MCL 450.2405. No owner of record shall be entitled to more than one vote, regardless of how many lots, improved or unimproved, he or she may own, and no lot or lots shall be represented in voting by more than one voting member. Where such lot or lots are owned by more than one person, the owners shall determine who shall cast the vote for that jointly owned property. In the event of a dispute as to the holder of the right to vote, the President of the Corporation shall decide.

Section 6. MEETINGS

(a) Annual Meeting:

There shall be one regular meeting of the members held annually on the 4th Saturday in July or on such other date as is fixed by the Board of Trustees, provided such date shall fall between June 1 and August 31. The meeting shall be located in either the County of Oceana or Mason, Michigan.

(b) Special Meetings:

Special meetings of the members, to be held between Memorial Day and Labor Day whenever possible, in either the County of Oceana or Mason, Michigan, may be called by the President or a majority of the Board of Trustees, and shall be called by the President or Secretary at the request in writing of 10 members of the Corporation.

(c) Notification:

Written notification of any membership meeting shall be mailed by the Secretary to each member of record and any family member currently serving on the Board, at his or her last known address, not less than 30 nor more than 60 days prior to the meeting. The notice shall include time, place, date and business to be transacted at the meeting.

(d) Conduct of Meetings:

The President shall call meetings to order and shall act as Chair of such meeting. In the event of the President's absence, the Vice-President or other Trustee appointed by the Board of Trustees shall preside.

(e) Order of Business:

Meetings of the Corporation shall be conducted in accordance with the most current edition of Robert's Rules of Order. New elections shall be held to fill any vacancies in office or expiring terms of Trustees.

(f) Attendance at meetings:

Attendance of a person at a meeting of members, in person or by proxy, constitutes a waiver of notice of the meeting, except when a member attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

(g) Quorum:

The members present in person or by proxy at an annual or special meeting who have voting powers pursuant to Article 1, Section 5 shall constitute a quorum for the transaction of the business designated in the notice of the meeting.

(h) Election of Nominating Committee:

The Nominating committee for the Board of Trustees shall consist of three Members of the NCBA, each serving a staggered three-year term. At each Memorial Day meeting of the Board of Trustees, the Board shall propose for election one individual to serve on the Nominating Committee for a term of three years. At the next Annual Meeting, with additional nominations from the floor, Members shall elect an individual to the Committee. This new Nominating Committee, consisting of the new member along with the already sitting members, shall serve for the year following said Annual Meeting.

(i) Nomination of Trustees:

Before the Annual Meeting of the year following, the elected Nominating Committee shall submit to the Secretary its slate of nominations to fill expiring terms or vacancies on the Board of Trustees for the following year. At the next Annual Meeting, with additional nominations from the floor, Members shall elect individuals to the Board of Trustees for each open position on the Board. The Nominating Committee may propose that one of its own members be elected to the Board of Trustees, and if elected, he or she may serve in both capacities concurrently.

Section 7: FISCAL YEAR

The fiscal year of the Association shall be from January 1 to December 31.

ARTICLE II

Section 1. TRUSTEES

(a) Management:

The business of the Corporation shall be conducted by a Board consisting of seven Trustees, including the offices of President, Vice President, Secretary and Treasurer. Any Member of record or member of his or her family, but not both, who has attained the age of 18 is eligible to serve on the Board of Trustees. If multiple Members jointly own a lot or lots, improved or unimproved, only one of them or a member of one of their families may serve on the Board of Trustees at the same time. At no time shall two members of the same family serve on the Board simultaneously regardless of the number of lots owned or the titling of the lots. For the purposes of this section alone, same family members shall mean sibling, child, grandchild, parent, grandparent, niece, nephew, uncle, aunt, or first cousin; or any spouse of the aforementioned family members. All Trustees' terms of office shall be for three years. A Trustee may be reelected for a second consecutive term. Any Trustee serving two consecutive terms must subsequently spend at least one year off the Board. Trustees shall be elected by a majority of the ballots cast by Members of the Association present at the Annual Meeting or by written proxy.

The Board of Trustees shall have the power to transact the Corporation's business for all normal expenditures provided sufficient funds are available. The Trustees acting on behalf of the Corporation may acquire by purchase, devise or gift such real and personal property as they may desire to carry out its corporate purposes. The Trustees may, to the extent permitted by law, call elections for the purpose of determining the territory to come within the Corporation's jurisdiction. The Trustees shall conduct the elections in conformance with the provisions of 1929 PA 137, as amended, and in accordance with the recommendations of legal counsel retained for such purpose.

The Trustees may appoint a marshal or peace officer whose duties shall be to enforce the Bylaws of the Corporation. In lieu thereof, the Trustees may contract with a public law enforcement agency or private security service to provide the service and exercise the authority granted in Sections 15 and 16 of 1929 PA 137, as amended.

(b) Meetings:

There shall be three regular meetings of the Board of Trustees annually. These shall be held on the Saturday after Memorial Day, on the day of the Annual Meeting, and on the Saturday after Labor or as otherwise scheduled by the Board on notice to the Members. In addition, special meetings may be called by the President or Secretary.

(c) Attendance:

Attendance of a Trustee at a meeting constitutes a waiver of notice of the meeting except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

(d) Meeting by remote communication:

A Trustee or member of a committee designated by the Board may participate fully in a Regular or Special meeting of the Board of Trustees, including voting, by remote communication (pursuant to MCL 450.2521, MCL 450.2404, and MCL 450.2405). Participation in a meeting constitutes presence in person at the meeting.

(e) Vacancies:

(1) Should any Trustee be unable to complete his or her term of office, the Board of Trustees shall appoint another member of the Association to fill that vacancy until the next Annual Meeting, at which time the membership shall elect a new trustee to complete the unexpired term. Upon completing the unexpired term of the vacating trustee, the new trustee shall be eligible to serve two consecutive 3-year terms-

(2) The Board may declare a vacancy on the Board if any Trustee fails to be present at two of the regularly scheduled meetings per year, including both Board and annual meetings, without cause submitted in writing to the Secretary and deemed sufficient by a majority of the remaining members of the Board of Trustees.

(f) Quorum:

The presence of four members of the Board of Trustees shall constitute a quorum.

Section 2. OFFICERS

The officers shall consist of a President, Vice President, Secretary and Treasurer. The new Board shall meet immediately after each Annual Meeting to select new officers, who shall then immediately assume their duties. The President, Vice President, Secretary and Treasurer shall be elected for a term of one (1) year and may be reelected to their respective offices for as long as they are eligible to serve as a Trustee. The Board may appoint additional agents from the Board of Trustees or from the membership for such ad hoc duties as it deems necessary.

(a) President:

The President shall be the chief executive of the Board of Trustees and shall have the general control and management of its business during the recess of the Board. He or she shall preside at all meetings of the Board of Trustees and of the Corporation. The president shall prepare a budget for consideration by the Board not later than January 1st of each year.

(b) Vice President:

It shall be the duty of the Vice President to perform all the duties of the President in the latter's absence.

(c) Secretary:

The Secretary shall keep the minutes of all meetings of the Board of Trustees and Corporation and shall place the minutes of the annual or specially called meeting on the website where members can access them and shall attend to the giving and receiving of all notices of the Corporation. In addition, he or she shall perform such other duties as may be delegated by the Board of Trustees.

(d) Treasurer:

The Treasurer shall be the custodian of all funds and property of the Corporation and shall render such accounts and present such statements as the Board of Trustees shall require. He or she shall deposit all funds of the Corporation which may come into his or her possession in such bank or banks as the Board may designate, keeping the bank accounts in the name of the Corporation. He or she shall pay through a NCBA bank account all bills incurred in the normal conduct of

Corporation business and/or others as approved by the Board of Trustees. All checks over \$5,000 shall be countersigned by the Secretary. The Treasurer will have primary responsibility for preparing the financial report to be given to the members at each Annual Meeting. In addition, he or she shall perform such duties as may be delegated by the Board of Trustees. The treasurer will provide financial reports for each regularly scheduled board meeting including a current balance sheet and financial statement. The Treasurer will have primary responsibility for preparing the financial report to be given to the members at each Annual Meeting. In addition, he or she shall perform such duties as may be delegated by the Board of Trustees.

(e) Books and records:

The President shall appoint two members of the Association to audit the books annually, no more than thirty (30) days prior to the Annual Meeting. The books and records of the Corporation shall be open to any member.

(f) Execution of contracts and other instruments:

The Board of Trustees may provide by resolution that specific contracts which are to be performed before the next Annual Meeting including, but not limited to, land transactions, garbage service and other contracts for the well-being of the Corporation may be negotiated and signed by either the Secretary or the Treasurer, or another member so designated by the board, without prior review by the Board.

ARTICLE III

Section 1. STANDING COMMITTEES

The Board of Trustees shall be empowered to establish ad hoc or standing committees.

Section 2.

In order to protect the health, safety and well-being of the members and their guests, the Trustees may, when they deem it to be in the best interest of the members, hire such persons including but not limited to engineers, surveyors and/or attorneys to represent the Corporation in building permit applications, DNR assessments and other similar proceedings affecting the territory of the Corporation.

ARTICLE IV

Section 1. ANNUAL DUES AND ASSESSMENTS

Any member of the Association may propose changes in the annual dues or assessments to the Board of Trustees, and the Board of Trustees shall have the power to propose changes in the annual dues and assessments. Written notification of any such proposal shall be sent to all members of record by the Secretary at least thirty (30) days prior to the next Annual Meeting of the Corporation. Such change(s) must be approved by a majority of the members voting in such meeting in person or by proxy.

Section 2. DUE DATE

All annual dues and annual assessments shall be due and payable by July 1 of each fiscal year, and shall be deemed delinquent if not paid when due. Additional assessments shall be due and payable upon mailing of notice to Members of record and shall be deemed delinquent if not paid within 30 days of such mailing. Notwithstanding the foregoing, governmental units and non-profit organizations which own property within the NCBA are not liable for dues or special assessments.

Section 3. STATEMENTS

The Treasurer shall, during the month of March, mail to the last known address of each member of record a statement of all dues and annual assessments. Statements for additional assessments, if any, shall be mailed to each member after approval of the assessment by the membership. Failure to receive such statement shall not affect the validity of any debt due to the Corporation.

Section 4. LIENS

All dues, annual assessments and/or additional assessments as provided in Article IV, Section 1, may become a lien upon the property immediately upon becoming delinquent to the extent and in the manner provided for by the laws of the State of Michigan. Said lien may be filed by the Secretary with the Register of Deeds, Oceana County, Michigan, in those

instances when doing so is deemed in the best interests of the Association by the Board of Trustees. Liens may be renewed according to law as determined by the Board. The dollar amount of the lien filed shall accrue to the existing debt owed to the Corporation. In addition, delinquent members may be liable to the Corporation for all filing and discharge fees, and these shall accrue to the final payment in order to be discharged.

Section 5. ENFORCEMENT - COLLECTION

If informal efforts to collect delinquent dues and assessments are unsuccessful, the Corporation may either refer the delinquent account to a collection agency or institute collection or lien foreclosure proceedings, or both, in a court of appropriate jurisdiction. The delinquent member may also be personally liable to the Corporation for all collection costs including actual attorney’s fees and court costs.

ARTICLE V

Section 1. REGULATIONS

The Board of Trustees is empowered to enact additional rules, commonly known as “Regulations,” which are designed to protect the health, safety or well-being of all Members, their families and guests within the corporate boundaries, and which are not inconsistent with the purposes of the Association as defined in these Bylaws. These Regulations are in addition to those set forth in these bylaws. After enactment, a copy of the Regulations shall be mailed to each member. These regulations shall become effective 10 days after passage by the Board. The regulations shall be posted at 3 prominent public locations within the territory at least 5 days prior to their taking effect, and proof of such posting shall be made by an officer of the Corporation on the official records of the Corporation. A certified copy of the Regulations and any amendments together with a certified copy of the proof of posting shall be filed for record with the Oceana County Register of Deeds.

Section 2. USE REGULATIONS - COMPLIANCE WITH LAWS

(a) Use:

Any owner or owners of property within the defined boundaries of the NCBA undertaking new construction or additions to existing structures shall obtain all applicable permits from the Pentwater Township Zoning Commission, Oceana County, the Department of Natural Resources and any other governmental unit having jurisdiction and shall comply with all ordinances.

(b) Zoning Ordinance:

In accordance with Pentwater Township ordinances, no outbuilding may be constructed on any lot or lots prior to the construction of the main dwelling.

(c) Sanitation and Environmental Standards:

All residences shall conform to all laws, ordinances and regulations promulgated by Pentwater Township, Oceana County, the Department of Natural Resources, all subdivisions of the State of Michigan, the Environmental Protection Agency and any other governmental unit having jurisdiction.

Section 3: ADDITIONAL REGULATIONS

(a) Roadway Construction Permits:

Permits for new roadway or driveway construction must be obtained from the proper state, county, or township entity.

(b) Camping:

No person other than immediate family members or authorized guest of an owner/member shall tent camp or otherwise primitive camp on developed or undeveloped property or on platted or developed roadways within the corporation boundaries of North Central Beach Association. All such camping must be temporary and not exceed a limit of two (2) weeks within a given season. All camping shall be prohibited upon the fore dunes and washed shore.

(c) Fires:

- (1) Open fires of any type within the wooded portions of North Central Beach Association are prohibited.
- (2) Campfires must be contained in a concrete or steel fire ring, and on the fore dune only, never on the washed beach. Fire rings on the fore dune must be placed in locations where there is the greatest amount of open sand, and away from dune grass, so that fire containment shall be assured.

(d) Firearms, Hunting and Trapping:

- (1) The discharge of firearms within the boundaries of North Central Beach Association is prohibited.
- (2) Hunting and/or trapping of game, including but not limited to rabbits, squirrels, deer, grouse, ducks, geese or raccoons, is prohibited within the boundaries of North Central Beach Association.

(e) Motorized Land Vehicles and ATVs:

Motorcycles shall not be operated within the boundaries of the North Central Beach Association except upon the established roads. No motorized vehicle shall be permitted on the fore dunes or washed beaches.

(f) Motorized Water Vehicles:

All motorized watercraft, including “jet skis” (PWC), must remain 200 feet from shore, except when approaching or leaving the beach, at speeds not in excess of 5 mph. Operators are also enjoined from refueling on any beach. They must be off the lake by sunset.

(g) Fireworks:

The Association does not condone the use of fireworks, but if they are used, no fireworks or firecrackers may be set off after 10:30 p.m., except on July 4. Michigan laws, local laws, and NCBA Guidelines must be followed.

Section 4: ENFORCEMENT – PENALTY

The Corporation shall have the right to bring appropriate civil action, such as to recover damages from, and obtain injunctive relief, against any person who shall violate any of the above regulations. The prevailing party in any such action shall be entitled to reimbursement of its costs and reasonable attorney fees. A judgment or order for payment of money to the Corporation shall be an assessment on the property of the owner/member, collectible in the same manner as are dues and assessments under Article IV.

ARTICLE VI

Section 1. AMENDMENTS

These Bylaws may be altered, added to or repealed by a majority of the members of the Association voting in person, by proxy, or by remote communication (pursuant to MCL 450.2404 and 450.2405) at any Annual or special meeting.