

LAKE SHORE RESORT PROPERTY
OWNERS ASSOCIATION, INC.

BY-LAWS

Adopted By Majority of Members voting 8/01/1985
Amended By Majority of Members voting 5/28/2005

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Lake Shore Resort Property Owners Association, Inc., being Incorporated under a corporate charter, dated October 25, 1982, and duly filed and approved with the Secretary of State for the state of Indiana, as a not-for-profit corporation, located in Franklin County, State of Indiana, is a voluntary association of persons who are legally entitled to the benefits of property rights owned by said Association in the Lake Shore Resort Subdivision. Said Association shall be the legal and exclusive owner of various areas reserved for the use of the members of the Association including all land, streets, parks, recreational facilities or other amenities to be deeded in the future to Lake Shore Resort Property Owners Association, Inc., by Lakeland Developers, Inc., to be deeded and conveyed as set forth in the Declaration, Covenants, Conditions, and Restrictions of Lake Shore Resort Subdivision recorded in the land records of Franklin County, State of Indiana, hereinafter referred to as the Association. In accordance with the restrictive covenants running with the land and all restrictive covenants of record and binding upon the purchasers, their heirs, executors, successors, administrators, and assigns at Lake Shore Resort Subdivision, said Association, under paragraph 7B of said covenants, shall have the right to promulgate all rules and regulations for the use of the above mentioned areas.

Therefore, we the members in good standing of Lake Shore Resort Property Owners Association, Inc., do adopt the following by-laws for the government of this Association, as promulgated this 27th day of September, 2014.

ARTICLE I – MEMBERSHIP

Section 1 – Qualifications: The Association shall be composed of all persons holding title to or purchasing a lot or lots, including the purchasing of a lot or lots on contract, in Lake Shore Resort Subdivision. No corporation, partnership, joint venture, trust, estate, or any other legal entity except a single individual (including a husband and wife), shall be eligible for membership in the Association. An individual, however, who has an equitable or beneficial interest in property within Lake Shore Resort Subdivision, may apply on his/her own behalf, for membership in the Association. Only one owner of a jointly owned property may be a member of the Association to enjoy the benefits of the Association.

Section 2 – Association Rights and Privileges:

- A. **Property Rights:** Only members in good standing, their immediate family, or invited guests shall be entitled to the use of the various areas, including, but not limited to, the access areas and picnic and recreation facilities, as well as the roadways owned by the Association; except the property owners, who are not members in good standing of the Association, shall not be denied the use of the roadways to gain access to their own property.
- B. **Voting Rights:** Only members in good standing shall be entitled to vote either in person or by mail at annual or called business meetings of the Association. Each member in good standing shall be entitled to one vote on each matter submitted to the vote of members. In the case of joint membership by a husband and wife, only one member shall be entitled to vote.

Section 3 – Membership Responsibilities: It shall be the responsibility of every member of the Association to honor and abide by the property RESTRICTIONS running with their property and any amendments thereto, in Lake Shore Resort Subdivision; and to honor and abide by the BY-LAWS, COVENANTS, and the RULES AND REGULATIONS, of the Association currently in effect or to be promulgated by the Association in the future. This responsibility includes the timely payment of any and all dues, assessments and fees to the Association; participation in the democratic process by which the Association is governed, and cooperation with the enforcement of all RULES AND REGULATIONS adopted by the Board of Directors for the peace, safety, security and maintenance of the Association, its various areas and facilities. It shall be, furthermore, the responsibility of every member of the Association to cause the members of his/her immediate family and invited guests to honor and abide by the same. As a voluntary Association, every member of the Association shall be responsible and answerable for the conduct of each and every guest invited to the resort, either by himself /herself or a member of his/her immediate family, while using the various areas and facilities of the Association.

Section 4 – Election of Members: Property owners and persons legally entitled to the benefits of property rights within Lake Shore Resort Subdivision are eligible to apply for membership in the Association. Application for Membership shall be made on a form provided by the Association, as approved by the Board of Directors, and shall include current dues and any delinquent as well as current annual charges, if any, which shall be considered part of the application. No property Owner shall be considered for membership unless and until his/her property is free and clear of any and all indebtedness to the Association, including any liens which the Association may have filed against it, or subject to any punitive action taken by the Board. Application for Membership shall be filed with the office of the Association, which shall immediately acknowledge receipt of same in writing. The Office shall be authorized to issue the Applicant a Guest Permit pending action by the Board of Directors. An Applicant shall be considered a guest of the Association and entitled to the use of the various areas and facilities of the Association until action is taken by the Board of Directors upon his/her application for

Membership. All fees paid shall be held in escrow, pending action by the Board of Directors. Membership is subject to all sections of Article I. If membership is denied for a legally sufficient reason, all fees shall immediately be returned to the applicant.

ARTICLE II – MEETINGS

Section 1 – Annual Meeting: An annual business meeting of members shall be held for the purpose of electing directors and for the transaction of such other business as may come before the meeting, provided, however, elections may be conducted by mail as hereinafter provided for in the By-Laws.

- A. Time and Place: The annual business meeting shall be held at a time and place to be determined each year by the Board of Directors, provided, however, that said meeting shall be held no later than the (30th) day of September each year.
- B. Notice: Written or printed notice, sent by regular United States mail, or by electronic mail with a delivery receipt, stating the day, hour and location of the annual business meeting shall be delivered to each member entitled to vote, not less than ten (10) nor more than thirty (30) days prior to the date of the meeting, by the Secretary of the Association. The notice of the meeting shall be deemed to have been delivered when deposited in the United States mail, postage thereon prepaid, or be electronic mail with a valid delivery receipt addressed to the member at his/her address as it appears on the records of the Association on the January 1st immediately preceding the election.
- C. Voting by Mail: For the convenience of nonresident members of the Association, the notice of the annual meeting shall include a ballot listing the items of business to be voted upon at the annual business meeting; including the names of the candidates nominated to serve upon the Board of Directors, as prepared by the Nominating Committee, and also leaving blank spaces for write- in candidates. Instructions for the use of the ballot, together with a stamped envelope addressed to the Inspector of Election, c/o Lake Shore Resort Property Owners Association, Inc., (at the principal office of the Association), shall also accompany the notice of meeting. Ballots returned in the envelope provided, on or before the business day preceding the day set for the annual business meeting shall be counted in the tally, provided, however, that the member is not present at the annual business meeting to vote in person.

Section 2 – Special Meetings: Special meetings of the members may be called by the President, a majority of the Board of Directors, or upon written petition to the Board of Directors and delivered to same, signed by not less than one-tenth (1/10) of the members in good standing of the Association. The Petition shall state with specificity the purpose for which the meeting is being called. A written or printed notice, sent by regular United States mail stating the place, day and hour of a special meeting, and the specific purpose for which the meeting is called, shall be delivered or mailed by regular United States mail, or sent by electronic mail with a delivery receipt, by the Secretary, or by the officer

or person calling the meeting to each member of record entitled to vote at that meeting, by the Articles of Incorporation, at the address which appears on the records of the corporation, at least ten (10) days before the date of meeting. Notice of any meeting of members may be waived in writing filed with the Secretary or by attendance in person: provided, however, that in all cases where the total number of members in good standing of the Association shall exceed one thousand (1,000), notice of the place, day and hour of all annual and special meetings and, in the case of special meetings, also the purpose for which the meeting is called, may be given by one (1) publication in a newspaper of general circulation, printed in English in the county in which the corporation has its principal office, such publication must be made not less than ten (10) nor more than thirty (30) days prior to the date of the annual or special meeting.

Section 3 – Quorum: Because of the provisions for voting by mail, at any meeting of the members entitled to vote, after due notice has been given, as specified above, a quorum for the transacting of business at any meeting shall be not less than forty (40) members in good standing with the Association, provided that opportunity has been made for voting by mail upon the issue. If no provision has been made for voting by mail, a quorum shall be not less than one-fifth (1/5) of the members in good standing with the Association.

Section 4 – Authorization by Members: After any special meeting of members called and held in accordance with the terms of these By-Laws, if said meeting results in a proposed corporate transaction, such proposal shall be set down in writing, then such proposal shall be submitted by ballot in writing to a vote of the members in good standing of the Association, which said ballot shall be signed by each member who so votes, and shall thereafter be authorized upon receiving the affirmative votes of a majority of the members in good standing of the Association.

Section 5 – Suspension of Membership: The Board of Directors shall have the right to suspend the membership of any member of the Association for just cause. Grounds for suspension may include, but are not limited to, the following:

- A. The failure of any member to pay dues, assessments and fees to the Association within ninety (90) days after billing.
- B. The failure of any member to honor and abide by the property RESTRICTIONS, or the By-Laws or RULES AND REGULATIONS of the Association.
- C. The failure of any member to cause the members of his immediate family or any invited guests to honor and abide by the RULES AND REGULATIONS of the Association.

No member of the Association shall be suspended without due and sufficient notice in writing, and by a good faith attempt to serve the notice on the member by certified mail at least ten (10) days prior to the effective date of the member's suspension of membership.

Every member subject to suspension shall have the right to a closed hearing, upon request of the member, with benefit of counsel if desired, before the Board of Directors.

Suspension of membership shall be for a period of time to be fixed by the Board of Directors at the time of the suspension, unless otherwise specified in the By-Laws. During the period of suspension all rights to the use of the various areas and facilities of the Association shall be denied the member, except the right to use the roadways to gain access to his own property. However, suspension does not relieve the member of any of his responsibilities and obligations to the Association, including the obligation to pay any dues, assessments, fees, or other charges owing prior to or during the period of suspension.

Section 6 – Termination of Membership: Membership in the Association may be terminated at any time and in any one or more of the following ways:

- A. **Disqualification:** Any member who relinquishes his legal rights, whether voluntarily or otherwise, to property or to the benefit rights of interest in property in Lake Shore Resort Subdivision, either by selling, transferring or assigning his/her property, shall automatically and immediately disqualify himself from further membership in the Association. However, such disqualification shall not relieve the member of the obligation to pay any dues, assessments, fees, or other charges theretofore accrued and unpaid. In the event that a member sells his/her property on contract, the contract buyer shall be entitled to membership upon successfully petitioning for membership as set forth in Section I.4 of these Bylaws. The contract seller shall forfeit his/her right to membership in the Association.
- B. **Expulsion:** The Board of Directors shall have the right to expel any member from membership in the Association for just cause. Grounds for expulsion may be, but are not limited to, the following causes.
 1. The failure of any suspended member to be reinstated after a period of at least two (2) years.
 2. **Contempt of the Association:** Any member who willfully, flagrantly or maliciously disregards or violates the property RESTRICTIONS running with his own land, or the By-Laws or RULES AND REGULATIONS lawfully promulgated by the Association or its Board of Directors; or encourages others to do the same, may be held to be in contempt of the Association.
 3. **Prolonged Delinquency:** Any member whose dues, assessments, fees or any other charges owing to the Association are in arrears for a period of at least six (6) months and who, during this period of time, has made no effort to meet or settle his financial obligation to the Association, may be judged by the Board of Directors, upon recommendation of the Finance

Committee, as a "prolonged Delinquent". After all reasonable efforts have been made to settle such obligations, the Board of Directors, upon due and sufficient notice, may move to expel such member from the Association. However, expulsion for prolonged delinquency shall not relieve the expelled member from his financial obligations to the Association theretofore accrued and unpaid.

Persons expelled from membership shall not be eligible for reinstatement and any future Application for Membership shall be denied for a period of at least two (2) years.

Expelled members shall retain no rights, other than the right to use the Association's roadways to gain access to their own property. However, expulsion shall not relieve the member so expelled of the obligation to pay any dues, assessments, fees, or other charges theretofore accrued and unpaid.

C. Members who may be expelled from membership shall receive written notice at least thirty (30) days before the effective date of the proposed expulsion. The Board shall make a good faith attempt to provide notice to the member by certified mail of the proposed expulsion.

D. Hearing: No member shall be expelled from membership without opportunity for a closed hearing before an arbitration board as hereinafter provided. Such opportunity shall be waived if such member fails to reasonably comply with the procedures set out in the remaining portion of this paragraph. In selecting the arbitration board, the member and the Board of Directors shall each have the right to select two (2) members in good standing with the Association and shall mutually agree upon one (1) additional member in good standing, five (5) in all, to hear the case and render a decision. The member and the Board of Directors shall each be entitled to legal counsel, at their own expense. The decision of such hearing shall be final.

Section 7 - Forfeiture of Rights: Immediately upon disqualification or expulsion from membership, all claims to the rights and privileges of membership shall be negated and such persons found using the various areas and facilities of the Association, other than the roadways to gain access to their own property, shall be considered trespassers under the laws of the State of Indiana.

Section 8 - Transfer of Membership: Membership in the Association shall be neither transferable nor assignable.

ARTICLE III - ELECTIONS

Section 1 - Nominating Committee: The President of the Association, subject to the approval of the Board of Directors, shall appoint a Nominating Committee of not less than three (3) nor more than seven (7) members in good standing with the Association, at least one hundred and twenty (120) days prior to the day set by the Board of Directors for

the annual business meeting of the Association. Personnel for the Nominating Committee shall be selected with due regard to both resident and nonresident members as well as to the various geographical areas of the subdivision, so that the committee shall be as widely representative as possible. When appointed, the members of the committee shall select their own chairman and secretary from among their own committee members. It shall be the purpose of the Nominating Committee to solicit members in good standing with the Association to become candidates for membership upon the Board of Directors. It shall be the duty of the Nominating Committee to prepare ballots with the names and biographical data of the various candidates who have agreed to stand for election to the Board of Directors. The President shall instruct the Nominating Committee as to the number of vacancies to be filled and it shall be the responsibility of the Committee to place in nomination at least two (2) or more nominees for each vacancy. The Chairman of the Nominating Committee shall report its list of nominees to the Board of Directors at least forty-five (45) days prior to the day of the annual business meeting only for the purpose of verifying the standing of each nominee with the Association.

Section 2 – Election Committee: The President shall appoint an Election Committee, prior to the annual business meeting, subject to the approval of the Board of Directors. The Election Committee shall be composed of an inspector of Election and two (2) tellers, whose duty it shall be, to the best of their skill and ability, to receive and canvass the votes cast and to otherwise conduct the election, and to thereafter certify the results of the election to the Nominating Committee. The Chairman of the Nominating Committee shall thereafter notify each successful candidate elected and request that the President of the Association call a special meeting of the Board of Directors so that the newly elected directors may take oath and assume their respective duties.

Section 3 – Filling of Vacancies: Between elections of the Association, the Board of Directors shall have the right to fill any vacancies on the board, with the understanding that any directors so named shall fill the term of the director that person is replacing.

Section 4 – Duration of Term and Succession: The Board of Directors shall consist of Nine (9) members. Commencing with the 2014 election, Members shall serve a three (3)-year term on the Board of Directors. In 2014, three (3) Directors shall stand for election and shall be elected to a three (3)-year term. In 2015, three (3) Directors shall be elected and shall serve a three (3) year term. In 2016, three (3) Directors shall be elected and shall serve a three (3) year term. Thereafter, the Directors shall serve on staggered terms, where each year three (3) Directors are elected. A Director shall be entitled to serve two (2) consecutive terms before having to sit out one (1) year; meaning, a Director could serve for six (6) years, and then be required to sit out for one (1) year. If a Member is appointed to fill a term due to the death or resignation of a Director, or any other reason a Director fails to fulfill a term, that Member shall serve the full remainder of the term of the Director the Member is replacing before having to stand for election. The longest period a Member may serve as Director before being required to sit out for a period of one (1) year is six (6) years. Therefore, for example, if a Member replaces a Director after the first year of a Director's term and fills two (2) years of the Director's term, and is then elected to his/her own term, thereby serving a period of five (5) years,

the Member would need to sit out for one (1) year before seeking to be re-elected to the Board again.

Section 5 – Election of Officers: The Officers of the Association, as provided elsewhere in the By-Laws, shall be nominated and elected by and from Board of Directors. Officers shall be elected at the called special meeting of the Board of Directors following the annual business meeting of the Association, the Directors take oath and assume their respective duties. Officers shall be elected for one (1) year terms and may be reelected only for so long as they remain members of the Board, but the Board shall choose their Officers each year.

ARTICLE IV – BOARD OF DIRECTORS

Section 1 – General Powers: The members in good standing with the Association constitute the highest authority and power of this corporation. Between business meetings of the membership, all of the affairs of the corporation shall be managed according to the provisions of these By-Laws by a Board of Directors, which shall have and hold all authority and powers provided by these By-Laws on behalf of the members of the Association, including the authority to promulgate rules and regulations for the control and government of the various areas and facilities owned by the corporation for the exclusive benefit of the members of the Association and the power to enforce them by any legal or appropriate action it deems advisable, including, but not limited to, levying fines, but excluding the authority or power to revoke, alter or amend either the CHARTER or this corporation or these By-Laws, which authority and power is expressly vested only with the members in good standing with the Association.

Section 2 – Number, Tenure and Qualifications: There shall be nine (9) Directors of the Association. Only members in good standing with the Lake Shore Resort Property Owner's Association may be elected to the Board of Directors. Any vacancy must be filled by a member in good standing with the P.O.A., listed above.

Section 3 – Vacancies: A vacancy shall be declared upon the Board of Directors under any one of the following conditions:

- A. **Resignation:** If a member of the Board of Directors resigns in writing to the Board, for any reason, his/her office shall be declared vacant.
- B. **Disqualification:** If a member of the Board of Directors terminates his/her membership with the Association under any of the provisions of Article I, II or III, he/she shall automatically forfeit his/her seat upon the Board and his/her office shall be declared vacant.
- C. **Expulsion:** If a member of the Board of Directors fails to fulfill his/her office without good and sufficient reason, fails to attend three consecutive, regularly scheduled meetings of the Board without excused absence, or show no interest in discharging his/her responsibilities to the Association through continued

service upon the Board, the Board of Directors by at least a majority plus (1) affirmative vote of those Directors present may expel such member from the Board of Directors and declare his/her office vacant.

Section 4 – Regular Meetings: A regular, stated, monthly meeting of the Board of Directors, open to all members in good standing with the Association, shall be held at such time and place mutually agreed upon during the called special meeting of the Board following the annual business meeting of the Association. Regularly scheduled meetings of the Board of Directors may be announced in each issue of the Association's official publication.

Section 5 – Executive and Special Meetings: Executive closed, or special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors at any time or place, either within or without the State of Indiana. Executive meetings shall be limited to the elected Directors only. Special meetings may be either open or closed at the discretion of the Board.

Section 6 – Notice: Notice of any executive or special meeting of the Board of Directors shall be given by the Secretary or his/her delegate, at least two (2) days prior thereto, either by telephone or written notice, or by electronic mail with a delivery receipt sent to each Director at his/her address of residence as shown on the records of the Association as of January 1 except notice shall not be required if any such meeting is called at the conclusion of any regular monthly meeting of the Board.

Section 7 – Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, except adjournment. The quorum necessary to fill vacancies shall be a majority of the existing Directors.

Section 8 – Manner of Acting: The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or specified in these By-Laws. The President or presiding officer shall vote only in the event of a tie. Unless otherwise specified, Robert's Rules for Order shall prevail.

Section 9 – Members of the Board of Directors may participate in executive or special meetings, or regular monthly meetings of the Board of Directors by teleconference or by electronic or videoconference if the Directors so consent, and if the technology to do so is available. Such means shall not be permitted for meetings with the general membership of the Association, or for the Annual Meeting of the membership of the Association.

Section 10 – Compensation: Directors as such shall not receive salaries for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if desired, may be allowed for attendance at regular or special meetings of the Board. Nothing herein contained shall be construed to preclude any Director from serving the Association in any other capacity and receiving compensation for it.

ARTICLE V- OFFICERS

Section 1 – Officers: The officers of the Association shall be President, one or more Vice-Presidents (the number to be determined by the Board of Directors), a Secretary and a Treasurer. The Board of Directors may elect or appoint such officers, including one or more assistant secretaries and one or more assistant Treasurers, as it shall deem desirable, and shall have the authority to perform duties prescribed by the Board of Directors. Any two or more offices may be held by the same person, except the office of President. Officers shall be elected annually in the manner prescribe in Article III., Section 5 of the By-Laws.

Section 2 – Removal: Any Officer elected or appointed by the Board of Directors may be removed by the Directors by a majority, plus one (1) affirmative vote whenever in its judgment the best interests of the Association would be best served thereby. However, such removal shall be without prejudice to the membership rights, if any, of the Officer so removed.

Section 3 – Vacancies: A vacancy in any office, for any reason, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4 – Duties of Officers:

- A. President: The President shall be the chief executive officer of the Association and shall in general supervise and control all of the business and all other affairs of the corporation. S/He shall preside over all meetings of the member of the Association and of the Board of Directors and shall serve as chairman of the Executive Committee. S/He may sign, with any other proper officer of the corporation authorized by these By-Laws or the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments, which the Board of Directors shall have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by statute to some other agent of the Corporation. In general, s/he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.
- B. Vice – President: In the absence of the President or in event of his/her inability or refusal to act and with the approval of the Board, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The First Vice-President shall serve as chairman of the Rules, Regulations and Legal Committee and with any other Vice-Presidents shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

- C. **Secretary:** The Secretary of the Association shall be responsible for all of the membership records of the corporation, including the names, addresses and membership status of every current member, and shall serve upon the membership committee. S/He shall keep or cause to be kept a permanent record of every person elected into membership from the beginning of the Association, together with the dates of election and termination of membership and including the circumstances of termination (i.e. resignation, disqualification, or expulsion). The Secretary shall have available at all times a listing of the members in good standing, eligible to vote and shall see that all notices of business meetings of the membership, with any attachments thereto, are properly delivered as prescribed in Article II., 1. B. and C., and 2. The Secretary shall keep the minutes of all meetings of the members and of the Board of Directors in one or more books provided for that purpose. S/He shall be custodian of the Charter and By-Laws of the corporation and of the corporate Seal and see that the Seal of the Association is properly affixed to all documents, the execution of which on behalf of the Association are duly authorized by these By-Laws, the Board of Directors or the statutes of the State of Indiana or any regulatory agency thereof. S/He shall be responsible for all correspondence of the Association, including the processing of all Applications for Membership according to the provisions of Article I., 4., and in general shall perform or cause to be performed all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.
- D. **Treasurer:** The Treasurer of the Association shall be responsible for all of the financial records of the corporation, including all accounts receivable from members and former members of the Association and any other sources whatsoever, and all accounts payable to any and all creditors of the Association. S/He shall have charge and custody of and be responsible for all funds and securities of the corporation, and shall give bond for the faithful discharge of his/her duties in such sum and with such surety or sureties, fidelity or fidelities, as the Board of Directors shall determine and at the expense of the Association. S/He shall receive and give receipts for all monies due and payable to the Association from any source whatsoever, and deposit all such monies, in the name of the corporation, in such banks, trust companies, or other depositories as shall be selected by the Board of Directors or cause the same to be done on his/her behalf by a bonded employee of the corporation, if approved by the Board of Directors. S/He shall disburse, or cause to be disbursed by a bonded employee or the corporation approved by the Board of Directors on his/her behalf, funds of the corporation in payment of any and all just debts as authorized or approved by the Board of Directors. S/He shall prepare, or cause to be prepared, a monthly balance sheet of receipts and disbursements, together with a check register in support thereof, and a quarterly statement of conditions reflecting the fiscal status of the budget of revenue and expenditures and report same in writing to the Board. If appointed, he shall serve as chairman of the Finance Committee. In

general, s/he shall perform or cause to be performed all duties incident to the Office of the Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

- E. **Other Officers:** If elected or appointed by the Board of Directors, any other officers, in general, shall perform such duties as shall be assigned to them by the President, any other officer who they are named to assist, or by the Board of Directors. Any assistant Treasurers shall give bond in the same manner as the Treasurer of the Association.

ARTICLE VI – ADMINISTRATION

Section 1 – Offices: The principal business and administrative office of the Association shall be located in Lake Shore Subdivision, Franklin County, Indiana. The Association may have such other offices as the Board of Directors from time to time may determine and as the affairs of the corporation may require.

Section 2 – Management: The Board of Directors shall have the right to employ both full-time and part-time personnel to assist with the management of the affairs of the corporation. All such employees shall be responsible and accountable either directly or indirectly to the Board of Directors. All full-time employees shall, and any part-time employees may be employed under written contract with the Board of Directors.

- A. **Manager:** If the Board of Directors acts by two-thirds (2/3) majority vote to employ a Manager, either full-time or part-time, s/he shall be under written contract and directly responsible and accountable to the Board of Directors. The Board of Directors may discharge such Manager by two-thirds (2/3) majority vote. S/He shall serve as chief of staff to any and all other employees of the Association and shall be fully responsible for them with respect to their service to the Association.
1. **Duties:** Under the direct supervision of the Executive Committee, the Manager shall administer those duties delegated to him/her by the afore-said committee, including, but not limited to, the keeping of both the membership and financial records of the Secretary and Treasurer, respectively. S/He shall attend all meetings of the membership and of the Board of Directors, except Executive Meetings, but shall be ex officio and without power to vote. Additionally, s/he shall maintain and manage the business and administrative office of the Association and shall have the authority, subject to the approval of the Board of Directors, to employ additional personnel to assist him/her with his/her duties. S/He shall make a monthly report of his/her activities to the Board of Directors.
 2. **Responsibilities:** The Manager, if caused to perform duties for which the Treasurer of the Association is responsible, shall give a bond, at the expense of the Association, for the faithful discharge of those duties, in

such sum and with such surety or sureties, fidelity or fidelities, as the Board of Directors shall determine. However, under no circumstances shall the Manager act in any fiscal matter without the advise and consent of the Treasurer, who shall be required to counter-sign any and all checks, drafts, or orders for payment of money, notes or other evidence of indebtedness issued in the name of the Association. S/He shall be responsible for hiring all additional personnel for whom money is allocated in the operating budget and shall directly supervise their work. S/He shall also have the authority, subject to the approval of the Board of Directors, to employ contract labor for specific work or projects. However, it shall be completely understood that the Manager shall have no authority to obligate the Association under any contract whatsoever, without the express and prior approval of the Board of Directors. At the direction of the board, S/he shall advertise for and receive bids but the authority to award contracts shall be vested exclusively in the Board of Directors.

3. **Tenure:** The Manager shall be employed for an indefinite period which period is subject to termination upon thirty (30) days notice by or to the Board of Directors; however, the Board of Directors may terminate the Manger immediately for malfeasance or misfeasance and, in such event, the Association may pay to the Manager one month's regular salary as severance pay. The terms of compensation and other benefits shall be specified in the contract and subject to annual review by the Board of Directors.
- B. **Other Employees:** The Board of Directors may retain or delegate to the Manager the responsibility for employing other personnel on a full or part-time basis. In either event, all personnel employed shall be directly accountable to the Manager and therefore, shall be employed subject to his/her approval. It shall be the responsibility of the Manager to report to the Board of Directors any and all personnel needs of the Association and the Board of Directors shall retain the right to fill those needs within the financial ability of the Association.
 - C. **Professional Help:** The Board of Directors shall have the right to retain under contract professional help on a consultative or advisory basis, when such help is deemed to serve the best interest of the Association. Such contracts shall be drawn on an annual basis or for longer periods of time. However, they shall be for a definitely stated period of time and subject to review by an appropriate committee for the Board, which shall report its recommendations to the Board of Directors before the Board acts to renew any such contract.
 - D. **Agencies and Commissions:** The Board of Directors shall have the right to create and fund agencies and commissions as it may deem appropriate, to further the program of the Association. Such agencies or commissions shall

not be autonomous and shall be subject to the advice and consent of the Board of Directors, and the Board of Directors shall reserve the right to dissolve them at any time by resolution of the Board.

Section 3 – Committees of the Board: The Board of Directors may designate committees of the Board, which, to the extent provided in these By-Laws or by resolution of the Board, shall have and exercise the authority of the Board of Directors in the management of the business and affairs of the Association, but the designation of such committees and the delegation of authority thereto shall not operate to relieve the Board of Directors as a whole, or any individual director, of any responsibility imposed upon it or him/her by law. Each committee of the board shall be chaired by a member of the Board of Directors.

- A. **Committees of Officers:** The Officers of the Association shall comprise the membership of each of the following committees:
1. **Executive Committee:** The Executive Committee shall consist of three (3) Directors of the Association, who shall serve until the next annual election of Officers. The President of the Association shall serve as chairman of the Executive Committee. The Executive Committee shall be responsible for the administration of the affairs of the Association between meetings of the Board of Directors. It shall serve as the Personnel Committee in developing job descriptions, employment policies, and contracts, and shall recommend personnel for employment, all subject to the approval of the Board of Directors. The Executive Committee shall give oversight and supervision to the office of the Manager and when that office is vacant, shall perform the duties of that office as outlined in Section 2., A. of this Article. The Executive Committee shall be responsible for long range planning of the affairs of the Association and present its recommendations to the Board of Directors for approval. The Executive Committee shall seek to encourage and give guidance and counsel to all other committees of the Board so as to coordinate the total program of the Association.
 2. **Rules, Regulations and Legal Committee:** The Rules, Regulations and Legal Committee shall consist of three (3) Directors of the Association, who shall serve until the next annual election of officers. The First Vice-President of the Association shall serve as chairman of this committee. It shall be responsible for the promulgation of all RULES AND REGULATIONS, including the By-Laws and a codified set of RULES AND REGULATIONS consistent with the laws and statutes of the United States of America and the State of Indiana, as well as the restrictive covenants running with the land in Lake Shore Subdivision, satisfactory to the regulatory officials of Franklin County; for the control and government of the use of the various areas and facilities at Lake Shore owned by the Association. The promulgation of all RULES AND REGULATIONS,

except for the By-Laws, shall be in accordance with the provisions of Article X, of these By-Laws. It will be the responsibility of this committee to review the RULES AND REGULATIONS from time to time and in consultation with or upon the recommendation of other committees of the Board, of the Board of Directors as a whole, or members in good standing with the Association, recommend to the Board of Directors any changes, additions or deletions thereto. The Committee shall cause to be published a set of codified RULES AND REGULATIONS, for distribution periodically to every member in good standing with the Association, and further shall authorize the Security Committee, subject to the approval of the Board of Directors, to enforce such RULES AND REGULATIONS by any legal and appropriate action it deems advisable. The chairman of the RULES, REGULATIONS AND LEGAL Committee or a member of the committee in his absence shall preside over any and all hearings with regard to infractions of the RULES AND REGULATIONS cited by the Security Committee or any agency or agent of the Board of Directors authorized to enforce same, and shall have the authority to impose fines or restrict the privileges of any member of the Association found to be in violation of the RULES AND REGULATIONS. All hearings with regard to infractions of the RULES AND REGULATIONS may be called by this committee upon receiving knowledge of the alleged infraction. Such hearing shall be set down at a specified date, time and place and violation or violations alleged, and a request that the alleged violator be present to confront those making the allegations, and a statement of the possible actions to be taken by this committee, shall be given in writing to the alleged violator by hand delivery or by certified mail at least five (5) days prior to the scheduled hearing. At the scheduled hearing, the Committee, in attendance by at least (2) Directors serving hereon, shall first read aloud the alleged violations, shall then hear the testimony from those making the accusations of the violation or violations, then shall hear the testimony of the alleged violator and those testifying in behalf of the alleged violator, and shall, after hearing all testimony aforesaid, briefly consult among or between themselves and, on the night of the hearing, advise on their decision of whether the violation or violations did in fact occur and, if so occurring, the fine and/or restrictions applicable for such violation or violations. The Committee shall promptly inform the President of the Board of its actions regarding the result of the hearing and advise the violator, if one there be, that he or she may request in writing that the Board at its next scheduled meeting review the imposition and severity of the fine only, but in no event will the facts be reviewed. This Committee shall have the authority to recommend the retaining of an attorney-at-law for the Association, subject to approval of the Board of Directors, and in general shall be responsible for the management of all of the legal affairs of the corporation. However, this Committee or any member thereof is specifically relieved of any liability for performing its duties.

3. **Finance Committee:** The Finance Committee shall consist of three (3) Directors of the Association which shall include the Treasurer of the Association, all who shall serve until the next annual election of officers. The Treasurer may serve as chairman of this Committee. The Finance Committee shall be responsible for the management of all of the fiscal affairs of the corporation, subject to the approval of the Board of Directors. The Committee shall review the fiscal position of the Association monthly and annually recommend ways and means of generating revenue consistent with the financial needs of the Association. The Committee shall recommend an annual budget of revenue and expenditures to the Board of Directors for approval, and when approved shall supervise the administration of the budget. The Committee shall meet prior to each regular monthly meeting of the Board to examine the Treasurer's Report, including the monthly balance sheet and the quarterly statement of conditions; as well as to review all bills and statements of indebtedness payable by the Association; and formulate its recommendations to the Board for action. The Committee shall have the authority to recommend the retaining of an accountant for the Association, subject to the approval of the Board, and shall arrange for an annual audit of the books and records of the Association, if required by the Board. The Committee shall recommend depositories for the funds of the Association, as well as the investment of any reserve funds or undivided surplus. The Committee shall be responsible for the recommendation of fiscal policy to the Board and in general shall oversee the fiscal operation of the Association.

B. **Standing Committees of the Board:**

1. **Environmental Committee:** It shall be the responsibility of the Environmental Committee to have custody over all of the streets, parks, recreational facilities, or other amenities to be deeded in the future by the said Developer. This Committee shall supervise the maintenance and improvement of these facilities on behalf of the Board of Directors and subject to its approval. The Committee shall recommend policies for the maintenance and use of the roadways, including weight and speed limits, to the Board of Directors, which, when approved, shall be incorporated by the Rules, Regulations and legal Committee in the RULES AND REGULATIONS. The Environmental Committee shall consult with the Manager or with the Executive Committee in the event there is no Manager, concerning scheduled maintenance and improvement of the roadways, buildings and equipment controlled by the Association. It shall approve the purchase of all equipment, authorized by the Board of Directors, to facilitate its work, advertise for and receive bids upon any and all construction beyond the capability of the Association's own maintenance crew, subject to approval of the Board of Directors, which

alone retains the right to enter into contracts and award bids. In general, the Environmental Committee shall be responsible for all of the affairs of the Association with regard to the use, maintenance and improvement of the streets, parks, recreational facilities or other amenities. The Environmental Committee shall also be responsible for the approval of all building plans, including sanitation plans, for the construction of houses and any appurtenant structures, prior to the beginning of construction by any property owner in Lake Shore Resort Subdivision, including the Association. The Committee shall develop a building code consistent with the provisions of the restrictive covenants running with the land in Lake Shore Subdivision and any amendments thereto, and shall issue or cause to be issued a Building Permit for any and all construction prior to the commencement of work. The Committee shall have the authority to halt any and all construction for which no Building Permit has been issued or which is at variance in any way with the building code, by any legal and appropriate action it deems advisable. The Environmental Committee shall consult with the Manager or with the Executive Committee in the event there is no Manager, concerning the inspection and testing of all aerobic and other types of septic systems installed in Lake Shore Subdivision, which may be delegated to a qualified employee or contractor of the Association, who shall cause the results of such test to be reported to the Franklin County Department of Health as the case may be, and who shall keep the Environmental Committee informed and advised of all communications with property owners and the County Boards of Health. In the event a health hazard is determined by a County or State Board of Health, the Environmental Committee or the Board of Directors is specifically authorized and directed to take all steps necessary to correct such hazard, including, but not limited to, notifying all public utilities servicing such area affected to discontinue service thereto. The Environmental Committee is specifically relieved of any liability in the performance of its above describe duties. In general, the Environmental Committee shall be responsible for all of the affairs of the Association with regard to the development of the residential character of Lake Shore Subdivision and from time to time shall recommend to the Board of Directors its suggestions for improvements to the safety, convenience and appearance of the area.

2. **Security Committee:** The Security Committee shall be responsible for the enforcement of all RULES AND REGULATIONS adopted by the Board of Directors for the control and government of the various areas and facilities belonging to the Association. In the event the Board of Directors creates or employs an agent or agency to enforce the RULES AND REGULATIONS, that agent or agency shall be directly responsible to the Security Committee which shall supervise its work. It shall recommend policies for the maintenance and improvement of security and safety to the Board of Directors, which, when approved, shall be incorporated by the

Rules, Regulations and Legal Committee in the RULES AND REGULATIONS if appropriate. It shall approve the purchase of all equipment, authorized by the Board of Directors, to facilitate its work. It shall consult with the Manager or with the Executive Committee in the event there is no Manager, concerning the full operation of its program, including the employment of personnel, and in general shall be responsible for all of the affairs of the Association with regard to security.

3. **Membership Committee:** The Membership Committee shall be responsible for the maintenance and improvement of public relations between the members of the Association and the public relations between the Association and the general community, as well as for the interviewing and recommending of Applicants for Membership according to the provisions of Article 1., 4., Election of Members. The Membership Committee shall arbitrate all grievances between members of the Association and the Board of Directors and shall recommend policies to the Board of Directors and for the maintenance and improvement of good relations between members and the Association as well as the Association and the general public. It shall be concerned for the general image of the Association and shall work to build *esprit de corps* among the members of the Association. The Secretary of the Association shall serve as a member of the Membership Committee. In general, it shall be responsible for all affairs of the Association with regard to public relations.
4. **Recreation and Entertainment Committee:** The Recreation and Entertainment Committee shall be responsible for the maintenance and improvement of a program of social activities for the benefit of the members of the Association. It shall recommend policies for the use of property, facilities and equipment reserved for recreation and entertainment. The Committee shall encourage the formation of clubs and interest groups limited to the members of the Association and their immediate families. In general, the Recreation and Entertainment Committee shall seek to provide the widest variety of recreational opportunities and social activities for all age levels, restricted to the members of the Association, their immediate families and invited guests, and shall be responsible for all the affairs of the Association with regard to recreation and entertainment.
5. **Other Standing Committees:** The Board of Directors, by resolutions adopted by a majority of the Directors, may designate other standing committees, which shall have and exercise the authority of the Board of Directors, in the management of the business and affairs of the Association to the extent provided by the resolution and consistent with the provisions of Section 3, of this Article.

Section 4 – Other Committees: Other Committees, not having and exercising the authority of the Board of Directors, in the management of the Association, may be designated by a resolution adopted by a majority of the Directors. Except as otherwise provided in such resolution, members of such committees shall be members in good standing with the Association. Their term of office, chairman and rules, shall be as specified in such resolution, provided however, that they do not conflict with the provisions of these By-Laws.

ARTICLE VII – BUSINESS AFFAIRS

Section 1 – Fiscal Year: The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.

Section 2 – Charges, Dues, Assessments, Fees, Etc.:

A. **Annual Dues:** The Annual Charges shall be as prescribed in paragraph 7C.1. Of the Declaration of Covenants, Conditions and Restrictions of Lake Shore Resort Subdivision, and shall be due and payable to Lake Shore Resort Property Owners Association, Inc., annually on the first day of April and shall be considered delinquent ninety (90) days thereafter.

1. **Exemptions:** For new members who purchased their property after April 1, the first year's dues will be prorated on a monthly basis until the following April 1.

B. **Special Assessments:** The Board of Directors, subject to the affirmative vote of a majority of the members in good standing at any business meeting of members, may levy special assessments upon the members of the Association for any specific purpose providing that all monies received through such special assessments are reserved exclusively for the purpose specified.

C. **Payment:** Annual assessments, fees, are not transferable or refundable.

D. **Liens:** When a property owner fails to pay the annual charge to the Association as provided for in paragraph 7C.1 of the restrictive covenants affecting the property situation in Lake Shore Resort Subdivision, a lien may be filed in accordance with the laws of the State of Indiana, against the property of said property owner.

Section 3 – Debt Limit: The aggregate amount of indebtedness which the Association may have at any given time shall not exceed the total anticipated revenue from the annual membership dues for the year plus the total of the emergency fund at any given time, without the expressed approval of the members in good standing with the Association by an affirmative vote of a majority of such members at any business meeting of members of the Association.

Section 4 – Notes, Bonds, Mortgages, Etc.: The Board of Directors may borrow funds up to the limitation of indebtedness specified in Section 3, of this Article VII, and shall have the authority to execute notes or other evidence of indebtedness, issue bonds or make mortgages upon Association property and in the name of the Association as it sees fit and deems necessary to prudently manage the business affairs of the Corporation and advance the purposes of the Association. All notes, bonds, mortgages or other evidences of indebtedness issued in the name of the Association shall be signed by the Treasurer and countersigned by one other Officer of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. No indebtedness in any form whatsoever shall be incurred by the Board of Directors without the advice and consent of the Finance Committee, which shall evaluate the fiscal position of the Association and make its recommendations to the Board. A majority plus (1) affirmative vote of the Directors shall be required before the Board shall incur any indebtedness. All indebtedness shall be written against the Corporation and neither the Officers nor the Directors shall be held personally liable for any such indebtedness.

Section 5 – Investments: The Board of Directors may determine from time to time the best investment of any and all emergency fund so as to realize the best possible earnings on such fund. The Board of Directors shall have the right to invest such reserves in Certificate of Deposit, U.S. Treasury Notes, real estate, first mortgages, or any other forms of investment calculated to generate revenue for the Corporation. The Board of Directors shall not have the right to purchase real property or any other capital asset in excess of Five Thousand Dollars (\$5,000.00) without first obtaining the advise and consent of the Finance Committee. Any purchase of real property or capital asset in excess of Fifty Thousand Dollars (\$50,000.00) shall be put out to a vote of the members in good standing of the Association for their approval. Any borrowing of money, whether in the form of a mortgage or the pledge of bonds, shall be put to a vote of the members in good standing of the Association. The Board of Directors shall be authorized to buy lots in Lake Shore Resort Subdivision at tax sales for resale to property owners or prospective property owners at fair market value, taking into consideration the Association's investment, legal fees, back dues, liens, water bills and a reasonable rate of interest on funds invested in such purchases. No investment of the emergency fund of the Association in any form whatsoever shall be made by the Board of Directors without the advise and consent of the Finance Committee, or in the event that the investment portfolio becomes too burdensome to the Finance Committee without the advise and consent of an Investment Committee which may be created by resolution of the Board of Directors as a Standing Committee of the Board. The Board of Directors, if it deems appropriate, may create or employ by resolution an agent or agency to manage its investment portfolio, with the terms and conditions specified in such resolution. At least twenty-five per cent (25%) of the emergency fund of the Association shall be held in such liquidity as to be available to the Association upon ninety (90) days notice. All investments shall be made in the name of the Corporation or in the name of any agency created or employed by resolution of the Board of Directors. A majority plus (1) affirmative vote of the Directors shall be required before the Board shall invest any of the Association's reserves. Neither the Officers nor the Directors shall be held personally liable for any loss of funds as a result of such investments and any profits on such

investments shall inure solely to the benefit of the Association's emergency fund, the Association's investment portfolio or to the Association, provided however, that such profits shall not be distributed to the members of the Association as dividends in any form.

Section 6 – Contracts: The Board of Directors by resolution may authorize the Executive Committee or any other Committee of the Board, the Manager or any agent or agency of the Association, to enter into any contract or execute and deliver any instrument in the name and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 7 – Administration of Funds:

- A. **Deposits:** All funds payable to the other of the Association shall be deposited to the credit of the Association in such bank, trust companies or other depositories as the Board of Directors may select, either by the Treasurer or by his/her designated representative who shall keep a careful record of all deposits and report regularly to the Treasurer.
- B. **Withdrawals:** All checks, drafts or orders for payment of money shall be signed by the Treasurer or by his/her designated representative and countersigned by an Officer of the Association as shall from time to time be determined by resolution of the Board of Directors.

Section 8 – Books and Records: The Secretary and the Treasurer on behalf of the Association, shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the members of the Association, Board of Directors, and any Committees of the Board, and shall keep at the principal business and administrative office or at another registered office, approved by the Board of Directors, a record, giving the names and addresses of the members entitled to vote. All books and records of the Association may be inspected by any member, or his/her agent or attorney for any proper purpose at any reasonable time, after at least twenty-four (24) hours' written notice is received by the Board of Directors stating reasons for such action.

Section 9 – Gifts: The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association.

ARTICLE VIII – GUESTS

Section 1 – Definition: Members in good standing with the Association shall be eligible to entertain members of their immediate families and invited guests on the various areas and facilities reserved for the benefit of members only. Immediate family shall be limited by definition of dependent parents and children, including adopted or

foster children for whom a member is legally responsible. All others shall be considered as guests, upon invitation, and shall be required to hold guest permits.

Section 2 – Guest Privileges: Members in good standing shall not be limited as to the number, duration or frequency of their invited guests, except that no guest shall be admitted past the gate without the expressed consent of a member. Members expecting more than five (5) guests at any one time shall inform Security of the names and number of guests and arrange for the issuance of their guest permits. Guests shall be entitled to full use of the various areas and facilities of the Association.

Section 3 – Limitations: Persons residing in a dwelling other than the dwelling occupied by a member in good standing with the Association shall not be considered as guests of such member. The annual charge on property rented, leased or loaned shall be the responsibility of the legal owner or owners of such property.

ARTICLE IX – RULES AND REGULATIONS

Section 1 – Code: As prescribed in Covenant B., of the RESTRICTIONS running with the land in Lake Shore Subdivision and as provided for in article IV., 1., of these By-Laws, the Board of Directors, on behalf of the Association, shall promulgate RULES AND REGULATIONS to govern and control the use of the various areas and facilities owned by the Association and reserved for the benefit of its members. It is expressly set out that all RULES AND REGULATIONS heretofore promulgated, not rescinded by the Board of Directors, are in full force effect. All future RULES AND REGULATIONS shall be formulated by the Rules and Regulations and Legal Committee of the Board of Directors as provided for in Article VI., 3., A., (2)., of these By-Laws and when approved by the Board of Directors shall be incorporated into a codified set of RULES AND REGULATIONS which, in addition to these By-Laws, shall be binding upon the members of this Association.

Section 2- Procedure: The formulation of all RULES AND REGULATIONS shall be the responsibility of the Rules, Regulations and Legal Committee of the Board of Directors. Any member in good standing with the Association, any committee created by resolution of the Board of Directors, any committee of the Board, any recognized club, or the Board of Directors itself, may suggest a rule or regulation, which in its best judgment would benefit the well being of the Association or the peace, safety and security of its members. The Rules, Regulations and Legal Committee shall first give serious consideration to all such suggestions and shall draft a rule or regulation upon those suggestions which it deems to be in the best interests of the members of the Association.

The Committee shall consult with the Association's Attorney concerning the legality and language of the rule or regulation and its consistency with the restriction, By-Laws, RULES AND REGULATIONS as well as with the laws of the State of Indiana. When properly formulated, the committee shall recommend the proposed rule or regulation to the Board of Directors in writing for a first reading. If approved by an affirmative vote of majority of the Directors present, the proposed rule or regulation shall be published in the Association's official publication. It shall be given a second reading at the next regular

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monthly meeting of the Board of Directors, at which time the Board shall hear any discussion or reaction to it either verbally or submitted in writing by members in good standings with the Association. Following debate, the Board of Directors shall give the rule or regulation a third and final reading and if unchanged shall immediately act upon it. A majority plus (1) affirmative vote of the Board of Directors shall be required to adopt any rule or regulation. If significantly changed or amended following debate, the rule or regulation in its amended form shall again be published in the Association's official publication and shall not be acted upon until the following regular monthly meeting of the Board. In the case of emergency rules or regulations subject to revision or rescission following additional readings and publication in the Association's Official Publication. When duly adopted, the Rules, Regulations and Legal Committee shall codify the rule or regulation and incorporate it into the Rules and Regulations.

Section 3 – Rescission: The Board of Directors, subject to the advise of the Rules, Regulations and Legal Committee, by a majority plus (1) affirmative vote of the Directors, may rescind any rule or regulation in its code whenever so promulgated; provided, however, that the Board shall publish its intention to do so in two consecutive issues of the Association's official publication prior to the taking of such action and shall provide an opportunity for a hearing of Association members in good standing at a regular monthly meeting of the Board.

ARTICLE X – ADMENDMENTS

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority vote of members in good standing at any meeting of members pursuant to Article II., if such members are given notice sent by regular United States mail, or by electronic mail with a delivery receipt pursuant to the laws of the State of Indiana. For purposes of amending the bylaws, members in good standing shall have at least thirty (30) days notice of any proposed amendments prior to the vote on any such amendment.

Adopted: Sept 27 2014

Annette Scholier
 _____, Secretary



