

EFFECTIVE JULY 10, 1993 BY LAWS OF
MACATAWA PARK COTTAGERS' ASSOCIATION

ARTICLE I - TITLE. The Name shall be the MACATAWA PARK COTTAGERS' ASSOCIATION, hereinafter called the "ASSOCIATION".

ARTICLE II - OFFICE. The registered office and place of business of the ASSOCIATION shall be Macatawa, Michigan and any other places within the State of Michigan at the discretion of the Trustees.

ARTICLE III - MEMBERS. Any person holding a freehold interest in a cottage within the premises of Macatawa may be a member of the ASSOCIATION. There shall be only one Member for each cottage even if more than one person holds a freehold interest therein, said Member being entitled to one vote. In the case of cottages held as joint property any spouse of a Member may, upon absence of the Member, act for that Member, and cast any vote to which he is entitled, without proxy.

ARTICLE IV - SECTION DESCRIPTION. The four geographical sections of the ASSOCIATION shall be:

North Section - The northern boundary shall be the south side of the Channel and running south to and including the north side of Interlake Walk.

Central Section - The northern boundary shall be the south side of Interlake Walk and including cottages of Michigan Walk, Grove Walk and up to the south property line of address 755 Lakeside. In addition, Central section cottages shall include Bay Road south of Point West, and South Shore Drive southeasterly up to and including Fern Walk.

North Hill Section - The northern boundary shall be the north boundary of address 759 Lakeside and shall include cottages on Lakeside, Crescent Walk, Nahant Path and Griswold.

South Hill Section - The northern boundary shall be cottages on Waukazoo Trail and include cottages on Maksauba Trail, Belmont Way, Valley Ave., Cherry Walk, Cedar Walk, Indiana Ave., Grand Ave., & Illinois Ave.

South Hill Section shall also include cottages on South Shore Drive east of Fern Walk up to and including the east property line of address 2238 South Shore Drive.

ARTICLE V - DUES AND ASSESSMENTS. Voting upon dues and assessments will be based upon one vote per structure cottage in person or by proxy at any annual or special meeting of the ASSOCIATION.

All members of the ASSOCIATION shall pay dues consisting of a charge per cottage, a charge for each additional rental unit within such cottage and dues for each additional cottage owned by a member. Dues will be established by Section at the Annual Meeting by vote of a simple majority. Sectional budgets will be posted by the Treasurer twenty (20) days prior to the Annual Meeting.

An assessment shall be enacted by the affirmative vote of 2/3 of Members present in person or by proxy at any annual or special meeting of the ASSOCIATION. Notice of the proposed assessment shall be submitted to the membership twenty (20) days in advance of such meeting.

Only payment in full of dues and assessments will constitute membership.

ARTICLE VI - MEETINGS.

Section 1. General Meetings.

The annual meeting of the ASSOCIATION shall be held on or before the 15th of July of each year. Special meetings may be called by the Trustees. Notice of the annual meeting shall be served each Member in writing, postage prepaid, addressed to his post office address as it appears in the records of the ASSOCIATION, no later than twenty (20) days prior to the holding of such meeting.

Only members whose dues and assessments are paid shall be entitled to vote.

The conduct of all meetings will follow Robert's Rules of Order.

A quorum shall be 25% of the Members of the ASSOCIATION, including proxies. Voting shall be in person, or by proxy if in writing, and if filed with the Trustees. Any proxy shall be valid for one meeting only.

Section 2. Trustees Meetings.

A majority of the Trustees shall constitute a quorum for any meeting of the Trustees.

ARTICLE VII - ELECTION OF TRUSTEES. Elections of Trustees shall be held at the annual meeting of the ASSOCIATION under the jurisdiction of the Trustees, and proxy votes shall be honored. Voting shall be written, secret ballot. The new Trustees shall take office immediately upon election.

There shall be a total of ten (10) Trustees. Three Trustees shall be elected by and represent the North Section; two Trustees shall be elected by and represent the Central Section; two Trustees shall be elected by and represent the North Hill Section; three Trustees shall be elected by and represent the South Hill Section. Each Trustee shall be elected for a three (3) year term, one

Trustee each year from each Section to fill expiring terms as they occur. No Trustee may serve more than two (2) consecutive terms.

If a vacancy shall occur on the Board of Trustees, the appointment of a new Trustee to fill that vacancy is the prerogative entirely of the remaining Trustees or Trustee of that section in which the vacancy occurs. The replacement will serve until the next annual meeting, at which time an election shall be held to fill the remainder of the unexpired term. Election to an unexpired term in excess of one (1) year will be considered the same as a full term with respect to the two term limitation.

ARTICLE VIII - POWERS AND DUTIES OF TRUSTEES. The Trustees shall elect annually, within one week after the annual meeting of the ASSOCIATION, from among the Trustees, a President, a Vice President, a Secretary, a Corresponding Secretary, and a Treasurer. The officers shall have the customary duties of their offices and such additional duties as may be assigned by the Trustees. Notices to the Trustees and other official communications to the Trustees shall be received by the Secretary. Any vacancies among the Officers shall be filled promptly by the Trustees. A complete list of the Members entitled to vote shall be kept by the Secretary and shall be made available for inspection at any reasonable time by any Member whose dues and assessments are paid. Copies of the By-Laws, as amended, shall be kept and made available by the Secretary, to any Member, on request.

All expenditures or commitments for the ASSOCIATION shall be in accordance with policy and procedures as determined by the Trustees. The Trustees are empowered to employ an assistant to the Treasurer and such other employees as they deem to be in the best interest of the ASSOCIATION, such employees to have such duties as may be determined by the Trustees.

Each spring, The President shall appoint a Nominating Committee Chairman from the general membership - someone other than a Trustee, who shall form the Nominating Committee by selecting one Member, other than a Trustee, from each Section. This Committee membership to be posted in a public place, such as the Macatawa Post Office, so that the general membership may make known their suggestions for nominees as Trustees. The Committee shall solicit suggestions from each Section Trustee. The Committee shall post in a public place one week prior to the annual meeting the names of those nominated for Trustee vacancies by Section; the purpose being to allow the membership an opportunity to make their suggestions known and to study and evaluate the slate prior to the annual meeting. At the annual meeting, additional nominations from the floor shall be called for and these nominations placed on the slate.

ARTICLE IX - MINUTES. Written minutes of ASSOCIATION meetings and Trustees' meetings shall be made part of the permanent records of the ASSOCIATION and they, together with the records of the Treasurer, shall be available for inspection at any reasonable time, by any Member whose dues and assessments are paid.

ARTICLE X -AMENDMENTS TO BY-LAWS. The By-Laws may be amended by the affirmative vote of two third (2/3) of the Members present in person or by proxy at any annual or special meeting of the ASSOCIATION. Notice of changes to the By-Laws shall be submitted to the membership twenty (20) days in advance of such meeting.

As amended at July 10, 1993 annual meeting.