

June 11, 2015 AMENDED BYLAWS OF LAKE DETROITERS ASSOCIATION, INC.

ARTICLE ONE

Offices

The principal office of the Corporation shall be located at Detroit Lakes, Becker County, Minnesota

ARTICLE TWO

Members

Section 1 - Class of Members. The members of the corporation shall be divided into two (2) classes as follows:

- a. Owner Members - Owners of property within 1,000 feet of Big or Little Detroit Lake or Deadshot Bay (Curfman Lake) in Becker County, Minnesota
- b. Associate members - Other interested persons.

Section 2 - Annual Membership Fees. The Board of Directors shall determine from time to time the amount of annual membership fees payable to the Corporation by members of each class, and shall give appropriate notice to Members. Membership fees for each year shall be due and payable on July 1st of each year. Fees of new members will not be prorated from the date becoming a new member. When any member of any class is in default in payment of a membership fee for ninety (90) days beyond due date his or her membership shall lapse.

Section 3 - Voting Rights. Each Owner/Member whose membership dues have been paid shall be entitled to one (1) vote on each matter submitted to a vote of the membership. Associate Members shall not be entitled to vote, but shall be encouraged to participate in discussions of corporate business.

ARTICLE THREE

Meetings of Members

Section 1 - Regular Meetings. The Annual Meeting of the Members shall be held in Becker County, Minnesota, in the month of June each year at such time and date as determined by the Board of Directors or Executive Committee. The annual meeting shall be held for the purpose of electing Directors and the transaction of other business. Notice of the Annual Meeting shall be given to the Members by mail, e-mail or Beach Captain announcement at least ten (10) days prior to the meeting.

Section 2 - Special Meetings. A special meeting of the Members of the Corporation may be called at any time in accordance with the Bylaws upon giving at least ten (10) days notice to the Members by mail, e-mail or Beach Captain announcement.

Section 3 - Quorum. A minimum of ten (10) percent of the active members of the Corporation in good standing shall constitute a quorum at any annual or special meeting.

Section 4 - Fiscal Year. The fiscal year of the Corporation shall begin the first day of January each year, and end on the thirty-first day of December of the following year.

ARTICLE FOUR

Board of Directors

Section 1 - General Powers. The affairs of the Corporation shall be managed by its Board of Directors. The Directors shall have the power to adopt rules and regulations governing the affairs of the Corporation subject to the provisions of the Articles of Incorporation, Bylaws, and laws of the State of Minnesota. Directors need not be residents of the state of Minnesota, but MUST be Owner Members of the Corporation.

Section 2 - Number, Tenure and Qualifications. The number of Directors shall be nine (9) or such greater number as shall be determined by the Members. Owner members shall be eligible to be elected as Directors. Directors shall be elected at the annual meeting in June and the term of office of each Director shall be for three (3) years except as herein qualified. Beginning of the year 1985, the Directors of the Corporation shall be split into three (3) groups of approximately one-third (1/3) to serve two years, and the remaining Directors to serve one year, thereafter, as the Directors are duly elected and qualified, all terms shall be elected so they represent all areas of Big Detroit Lake, Little Detroit Lake, and Deadshot Bay (Curfman Lake). The term of office shall begin at the first meeting of the Directors following the election thereto and shall expire at such time as new Directors shall have been elected and qualified.

Section 3 - Regular Meetings. A regular meeting of the Board of Directors shall be held without any other notice than by these Bylaws within two weeks after, and at the same place as a regular meeting of Members. The Board of Directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution.

Section 4 - Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any three (3) Directors and shall be held at such place as the Directors may determine. A minimum of three Board meetings shall be held annually.

Section 5 - Notice. Notice of any special meeting of the Board of Directors shall state the purpose of the meeting and shall be given at least five (5) days previously thereto by written notice delivered personally or sent by mail or e-mail to each Director at his address as shown by the records of the Corporation, or notice may be given by telephone at the discretion of the President.

Section 6 - Quorum. Five (5) members or a majority of the board of Directors, whichever is less, shall constitute a quorum for the transaction of business.

Section 7 – Compensation. Directors shall receive no compensation for their services as Directors, but may be reimbursed for reasonable expenses incurred on behalf of the Corporation as approved by the Board of Directors.

Section 8 – Vacancies. Any vacancy occurring on the Board of Directors shall be filled by the Board of Directors.

ARTICLE FIVE

Officers

Section 1 – Officers. The Officers of the Corporation shall be: a President, one or more Vice-Presidents (as determined by the Board of Directors), a Secretary, and a Treasurer. The Board of Directors may appoint an Assistant Secretary and an Assistant Treasurer. The offices of Secretary and Treasurer may be combined at the option of the Board of Directors of the Corporation.

Section 2 - Election and Term of Office. Officers shall be elected annually by the Directors from their number. The members of the Board of Directors shall first be elected by the Members of the Corporation. All Directors shall serve for the period of their election or appointment and until their successors are duly elected or appointed and qualified.

Section 3 - Duties of Officers.

- a. The principal duties of the President shall be to preside at all meetings of the Members, and meetings of the Directors, and to generally supervise the affairs of the Corporation.
- b. The principal duties of the Vice President shall be to discharge the duties of the president in the event of his or her absence or disability, for any cause whatever.
- c. The principal duties of the Secretary shall be to keep a record of the proceedings of all meetings of the Members and meetings of the Board of Directors, and to keep safely all books, records, and documents belonging to the Corporation or pertaining to business thereof.
- d. The principal duties of the Treasurer shall be to keep and account for all credits, monies, and properties of any and every nature of the Corporation. The Treasurer shall keep an accurate account of all monies disbursed, and shall render an accounting of all financial matters handled by his or her office to the Members and to the Board of Directors.

ARTICLE SIX

Committees


Section 1 - Executive Committee. There shall be elected annually by the Board of Directors one (1) Member thereof, who with the President, one vice president, Secretary and Treasurer (provided that such officers are members of the Board of Directors) shall constitute an Executive Committee. The Executive Committee may act on behalf of the Corporation in business matters when the Board of Directors is not in session, reporting to the Board of Directors for its ratification of committee action at such regular or special meeting called in part for that purpose. Three members shall constitute a quorum for the transaction of business. The Executive Committee shall have the Treasurer's accounts audited at least once a year by an accountant and shall report to the Board of Directors.

Section 2 - Nominating Committee. On or before the first day of April each year, the President shall appoint a Nominating Committee of at least three (3) and not more than five (5) Owner Members whose duty it shall be to nominate candidates for those Directorships to be elected at the next annual meeting of the Corporation. The recommendations of the Nominating Committee shall be subject to additional nominations from the floor at the membership meeting prior.

The undersigned, being the Board President of Lake Detroiters Association, Inc. does hereby acknowledge that the above-stated Bylaws constitute the Bylaws of Lake Detroiters Association, Inc. as Amended June 11, 2015. These Bylaws were approved by the Lakes Detroiters Association, Inc. Board of Directors at the June 11, 2015 Board meeting by a majority vote of those members present. The Original Bylaws of Lake Detroiters Association, Inc. were adopted March 4, 1950. The First Amended and Restated Bylaws of Lake Detroiters Association were adopted on July 27, 1985.

By: 
Barbara L. Halbakken
Board President

ATTEST:

By: 
Laurie J. Olson
Board Secretary