

THE RAVINES CONDOMINIUMS
ASSOCIATION BYLAWS
VERSION 3 ADOPTED ON FEBRUARY 16, 2021

ARTICLE I

ADOPTION OF CONDOMINIUM BYLAWS

The Condominium Bylaws of The Ravines Condominiums (the "Condominium Bylaws"), as attached to the Master Deed and recorded in Liber 1793, Page 834 through 853, Allegan County Register of Deeds, as amended by the Second Amended Consolidating Deed recorded in Liber 3646, Pages 12-62 are hereby incorporated by reference and adopted in their entirety as a part of the Bylaws of this Corporation. The Corporation is therein and hereinafter referred to as the "Association".

ARTICLE II

MEETINGS

Section 1. Procedure. Meetings of the Association shall be held at the principal office of the Association or at such other suitable place convenient to the members as may be designated by the Board of Directors. Voting shall be as provided in the Condominium Bylaws and in the Articles of Incorporation. Meetings of the Association shall be conducted in accordance with Robert's Rules of Order or some other generally recognized manual of parliamentary procedure, when not otherwise in conflict with the Articles of Incorporation, these Bylaws, the Condominium Bylaws, the Master Deed or the laws of the State of Michigan.

Section 2. Meetings. The first meeting of members of the Association shall be held in accordance with Article III, Section 1, of the Condominium Bylaws. The date, time and place of the first meeting shall be set by the Board of Directors, and at least ten (10) days' written notice thereof shall be given to each member. Thereafter, annual meetings of members of the Association shall be held on the third Tuesday in September in each succeeding year at such time and place as shall be determined by the Board of Directors. At such meetings, there shall be elected by the ballot of the member(s) a Board of Directors in accordance with the requirements of Article III of these Bylaws and Article IV, Section 1 of the Condominium Bylaws. The members may also transact at annual meetings such other business of the Association as may properly come before them.

Section 3. Special Meetings. Special meetings of the members of the Association shall be held in accordance with the provisions of Article III, Section 4, of the Condominium Bylaws.

Section 4. Notice of Meetings. It shall be the duty of the Secretary (or other Association officer designated by the President in the Secretary's absence) to serve a notice of each annual, special or other meeting, stating the purpose thereof as well as the time and place where it is to be held, upon each member of record, at least ten (10) days but not more than sixty (60) days prior to such meeting. The mailing, postage prepaid, of a notice to the representative of each member at the address shown in the notice requested to be filed with the Association by Article II, Section 3 of the Condominium Bylaws shall be deemed notice served. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver, when filed in the records of the Association, shall be deemed due notice.

Section 5. Adjournment for Lack of Quorum. If any meeting of members cannot be held because a quorum, as defined in the Condominium Bylaws, is not in attendance, the members who are present may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

Section 6. Remote Communication Attendance. Remote Communication Meetings. A member may participate in a meeting of the members by a conference telephone or by other means of remote communication through which all persons participating in the meeting may hear each other, if the Board determines to permit such participation and (a) the means of remote communication permitted are included in the notice of the meeting or (b) if notice is waived or not required. All participants shall be advised of the means of remote communication in use and the names of the participants, including those members represented by proxy and the proxy holder, in the meeting shall be divulged to all participants. Members participating in a meeting by means of remote communication are considered present in person and may vote at such meeting if all of the following are met: (a) the Association implements reasonable measures to verify that each person considered present and permitted to vote at the meeting by means of remote communication is a member or proxy holder; (b) the Association implements reasonable measures to provide each member and proxy holder a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with the proceedings; and (c) if any member or proxy holder votes or takes other action at the meeting by means of remote communication, a record of the vote or other action is maintained by the Association. A member may be present and vote at an adjourned meeting of the members by means of remote communication if they were permitted to be present and vote by the means of remote communication in the original meetings notice given. The Board may hold a meeting of the members conducted solely by means of remote communication.

Section 7. Minutes. Minutes or a similar record of the proceedings of meetings of members, or the Board of Directors, when signed by the President or Secretary, shall be presumed to truthfully evidence the matters set forth therein. A recitation in the minutes of any such meeting that notice of the meeting was properly given shall be prima facie evidence that such notice was given. The minutes of the annual meeting shall be published within seven days of the meeting. Members may comment on the minutes prior to the next meeting of the Board of Directors following the annual meeting at which time the minutes will be adopted pursuant to the Bylaws.

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ARTICLE III

BOARD OF DIRECTORS

Section 1. Qualification of Directors. The affairs of the Association shall be governed by a Board of Directors all of whom must be Member(s) of Units in The Ravines. The Board shall consist of not less than three (3) or more than seven (7) members. Any Member(s) in good standing wishing to run for election to the Board may submit his or her name, address, phone number and any biographical (or other qualification or explanatory information that the Member(s) wishes to be distributed to the members of the Association) to the Board and/or the membership committee, on or before the date that is at least sixty (60) days before the Annual Meeting is to be held. Good standing of candidates shall be determined as of the deadline date for nominations. The Board shall establish a nominating committee, who shall be members in good standing, for the purpose of identifying candidates for the Board of Directors. If the Board of Directors shall fail to establish such committee, due to lack of participation or interest from the members, the Board, itself, shall act as such committee. At least fifteen (15) days before the annual meeting is held, the Board or managing agent shall distribute to all members of the Association a list of candidates and their information (without any distinction between the method of nomination), and the slate of candidates will be thereby stated. No nominations from the floor or write-in candidates shall be allowed. Written ballots for voting on Directors shall be accepted from members not attending the Annual Meeting, provided they are submitted to the secretary or managing agent prior to the election by any of the means allowed by these Bylaws and such ballots shall be counted in determining the presence of a quorum at said Annual Meeting. Notwithstanding the foregoing, no two occupants of the same Unit may serve on the Board of Directors at the same time. Directors shall serve without compensation.

Section 2. Term of Directors. Board of Directors members shall be limited to a 3-year term which can be renewed for an additional 3-year term upon approval by the Board of Directors. Members of the Board of Directors may serve more than two 3-year terms, provided that no more than two terms are served consecutively.

Section 3. Vacancies and Removal. Vacancies in the Board of Directors caused by any reason other than the removal of a Director by vote of the members of the Association shall be filled by vote of the majority of remaining Directors, even though they may constitute less than a quorum. Each person so appointed shall be a director until the end of the term of the Director who he/she replaced, and a successor is elected at such annual meeting of the Association.

Section 4. Removal of Directors. At any regular or special meeting of the Association duly called and held for such purpose, any one or more of the directors may be removed with or without cause by a majority of all member(s) entitled to vote, and a successor may immediately be elected to fill the vacancy thus created. Any director whose removal has been proposed by the member(s) shall be given an opportunity to be heard at the meeting. Any director elected to fill the seat of a removed director shall be elected to serve out the remaining term of the director being replaced.

Section 5. Powers. The Board of Directors shall have the powers and duties set forth in the Condominium Bylaws and Articles of Incorporation

Section 6. Initial Meeting. The first meeting of a newly elected Board of Directors shall be held within thirty (30) days after its election at such place as shall be fixed by the Directors at the meeting at which such Directors were elected, and no notice shall be necessary to the newly elected Directors in order legally to constitute such meeting, providing a majority of the whole Board shall be present. The Board shall approve the minutes of the annual meeting and select the dates and times for its meetings as required by these bylaws.

Section 7. Regular Meetings. Regular meeting of the Board of Directors may be held at such times and places as shall be determined from time to time by a majority of the Directors, but at least-two (2) such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone facsimile, or electronically (to the extent available and

approved by the Board) at least five (5) days prior to the date named for such meeting, unless waived by said director. Members shall be notified of the meeting dates and times

Section 8. Special Meetings. Special meetings of the Board of Directors may be called by the President on three (3) days' notice to each Director, given personally or by mail, telephone electronically, or facsimile, which notice shall state the time, place and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of one Director. In the event the President or Secretary shall fail or refuse for any reason to call a special meeting as required hereby within seven (7) days of a request therefore, then the director who requested such meeting shall be entitled to call and convene the same by providing notice of such meeting to all other directors in accordance with these Bylaws.

Section 9. Waiver of Notice. Before or at any meeting of the Board of Directors, any Director may, in writing or orally, waive notice of such meeting, and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be deemed a waiver of notice by that director of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required, and any business may be transacted at such meeting.

Section 10. Quorum and Voting. At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum for the transaction of business, and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. A Director will be considered present and may vote on matters before the Board by telephone, by teleconference, electronically or by any other method giving the remainder of the Board sufficient notice of the absent Director's vote and position on any given matter, provided however, that any vote not in writing is confirmed in writing not later than the next meeting of the Board. If, at any meeting of the Board of Directors, there were less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business that might have been transacted at the meeting as originally called may be transacted without further notice. The joinder of a director in the action of a meeting by signing and concurring in the minutes thereof, shall constitute the presence of such director for purposes of determining a quorum.

Section 11. Bonding. The Board of Directors may require that all officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be expenses of administration.

Section 12. Action Without Meeting. Any action permitted to be taken by the Board of Directors at a meeting of the Board or any action permitted to be taken by a committee of the Board shall be valid if consented to in writing by the requisite majority of the Board of Directors or committee. Further, the presiding officer of the Association, in exceptional cases requiring immediate action, may poll all Directors by phone or electronically for a vote, a Directors, such vote shall constitute valid action by the Board, provided the results of the vote and the issue voted upon are noted in the minutes of the next Board meeting to take place.

Section 13. Closing of Board of Directors' Meetings to Members Privileged Minutes. The Board of Directors, in its discretion, may close a portion or all of any meeting of the Board of Directors to the members of the Association or may permit members of the Association to attend a portion or all of any meeting of the Board of Directors. Any member of the Association shall have the right to inspect, and make copies of, the minutes of the meetings of the Board of Directors; provided, however, that no member of the Association shall be entitled to review or copy any minutes of meetings of the Board of Directors to the extent that said minutes reference privileged communications between the Board of Directors and counsel for the Association, or any other matter to which a privilege against disclosure pertains under Michigan Statute, common law, the Michigan Rules of Evidence, or the Michigan Court Rules.

ARTICLE IV

OFFICERS

Section 1. Designation. The officers of the Association shall be a President, Secretary and Treasurer, who shall all be members of the Board of Directors.

Section 2. Election. The officers of the Association shall be elected annually by the Board of Directors at the organizational meeting of each new Board and shall hold office at the pleasure of the Board.

Section 3. Removal. Upon affirmative vote of a majority of the members of the Board of Directors, any officer may be removed either with or without cause, and his/her successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called in whole or in part for such purpose.

Section 4. President. The President shall be the chief executive officer of the Association. He shall preside at meetings of the Association and of the Board of Directors. He/She shall have all of the general powers and duties which are usually vested in the office of President of a corporation, including, but not limited to, the power to appoint committees from among the members of the Association from time to time as he may in his discretion deem appropriate to assist in the conduct of the affairs of the Association.

Section 5. Secretary. The Secretary shall keep the minutes of all meetings of the Board of Directors and the minutes of all meetings of the members of the Association; he shall have charge of the corporate seal and of such books and papers as the Board of Directors may direct; and he shall, in general, perform all duties incident to the office of the Secretary.

Section 6. Treasurer. The Treasurer shall have responsibility for the Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements, specifying the operating expenses clearly, in books belonging to the Association. He shall be responsible for the deposit of all monies and other valuable effects in the name and to the credit of the Association, and in such depositories as may, from time to time, be designated by the Board of Directors. He shall ensure that expenditures for the maintenance and repair of common elements and any other expenses incurred by or on behalf of the Condominium are properly recorded. In accordance with Article V, Section 3, of the Condominium Bylaws, the Treasurer shall prepare and distribute to each member at least once per year the Association financial statement. Pursuant to Section 54 of the Act, this subsection is not subject to amendment.

Section 7. Other Duties. The officers shall have such other duties, powers and responsibilities as shall, from time to time, be authorized by the Board of Directors.

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ARTICLE V

SEAL

Section 1. Description. If so, determined by the Board of Directors, the Association shall have a seal which shall have inscribed thereon the name of the Corporation, and the words ("Corporate Seal" and "Michigan").

ARTICLE VI

FINANCE

Section 1. Handling. The finances of the Association shall be handled in accordance with the Condominium Bylaws.

Section 2. Fiscal Year. The fiscal year of the Association shall be an annual period commencing on such date as may be initially determined by the Directors. The commencement date of the fiscal year shall be subject to change by the Directors for accounting reasons or other good cause.

Section 3. Depository. The funds of the Association shall be deposited in such bank as may be designated by the Directors and shall be withdrawn only upon the check or order of such officers, employees or agents as are designated by resolution of the Board of Directors from time to time.

ARTICLE VII

INDEMNIFICATION

The Association shall indemnify every Association Director and officer as provided in Article IV, Section 6, of the Condominium Bylaws and Article XIII of the Articles of Incorporation. The Association shall also indemnify every "volunteer" pursuant to Article XIV of the Articles of Incorporation.

ARTICLE VIII

AMENDMENTS

Section 1. Method. These Bylaws (but not the Condominium Bylaws) may be amended by the Association, at a duly constituted meeting for such purpose, by an affirmative vote of a simple majority of the members present in person or by proxy, as provided in the Condominium Bylaws.

Section 2. Proposed. Amendments to these Bylaws may be proposed by the Board of Directors of the Association acting upon the vote of the majority of the Directors or by one-third or more in number of the members of the Association whether meeting as members or by instrument in writing signed by them.

Section 3. Meeting. Upon any such amendment being proposed, a meeting for consideration of the same shall be duly called in accordance with the provisions of Article II, Section 3, of these Bylaws.

Section 4. Amendments Prior to Initial Meeting. Prior to the first meeting of members, these Bylaws may be amended only by the Board of Directors of the Association upon the motion of a Director, so long as such amendments shall not increase or decrease the benefits or obligations, or materially affect the rights, of any member of the Association.

Section 5. Effective Date. Any amendment to these Bylaws shall become effective upon adoption of the same in accordance with Section 1 or 4 of this Article VIII without approval by the State of Michigan and without recording in the office of the Register of Deeds.

Section 6. Distribution. A copy of each amendment to these Bylaws shall be furnished to every member of the Association after adoption, but failure to make such distribution shall not affect the validity of any amendment otherwise duly adopted.

ARTICLE IX

COMPLIANCE

These Bylaws are set forth to comply with the requirements of the Act, and with the duly recorded Master Deed of the Condominium and Exhibits A and B attached thereto. In case any of these Bylaws conflict with the provisions of the Act, or any other applicable law, or with the provisions of said Master Deed or the Exhibits thereto, the provisions of the Act, law and said Master Deed shall be controlling, as set forth in Article XIV of the Condominium Bylaws.

ARTICLE X

Notwithstanding any provision to the contrary, all notices required to be given to members or directors or committees of directors may be given personally, by facsimile, by mail to the last known address appearing on the books and records of the Association or by electronic transmission. Notice shall be deemed given upon mailing or transmission,