

Amended and Restated By-Laws

As adopted at August 14, 2021 Annual Meeting

RECITALS

A. Shorewood Hills Homeowners Association (the “Association”), is a Michigan not-for-profit corporation.

B. The members of the Association have previously adopted bylaws which they desire to amend and restate as set forth herein (the “By-Laws”).

C. The Association is made up of members owning lots located within the plats described as Bethany Hills #1, Bethany Hills #2 and Bethany Hills #3, all of which are located in Chikaming and Lake Charter Townships, Berrien County, Michigan, with a postal address of Sawyer, Michigan 49125 (the plats of Bethany Hills #1, Bethany Hills #2 and Bethany Hills #3 are referred to herein collectively as the “Plats”).

D. The Association has jurisdiction over the common areas, which includes but is not limited to the roads, parks, Lake Michigan beach, beach parking lots, boardwalks, playground, tennis courts, meadow, creek-bed ravine, basketball court, community house, connecting roadway system and other property under the jurisdiction of the Association and/or as acquired by the Association, which are located within the Plats (such property hereinafter collectively referred to as the “Community Property”).

E. The members of the Association wish to maintain, protect, improve and beautify the Community Property and maintain the integrity and beauty of the community, which is commonly known as Shorewood Hills.

F. The Board of Directors (the “Board”) is the duly elected and appointed governing body of the Association.

G. The Board governs through the framework of the Articles of Incorporation on file with the State of Michigan, Department of Licensing and Regulatory Affairs (the “Articles”), these By-Laws, and the policies, rules and regulations of the Association, all as amended from time to time.

ARTICLE I

Membership, Community Property and Voting

Section 1. Recitals. The Recitals are incorporated in and made a part of these By-Laws.

Section 2. Membership. All members of the Association shall be owners of a residence or one or more undeveloped lots located within the Plats who are either (1) individuals, (2) trusts for the benefit of one or more individuals, or (3) limited liability companies, all the members of which are individuals or trusts for the benefit of one or more individuals, provided all such individuals are related by blood, adoption or marriage.

Section 3. Members in Good Standing. All members in good standing are entitled to the benefits and services of the Association. To be a member in good standing requires compliance with these By-Laws, compliance with the Association policies, rules and regulations, and payment of all dues, fees and assessments before the date of delinquency. A member shall lose his or her or its status as a member in good standing by failing to make timely payment of dues, fees and assessments or failure to observe these By-laws and all policies, rules and regulations of the Association.

Section 4. Residential Use. The ownership and protection of all Community Property shall be vested in the Association and administered by the Board. Shorewood Hills is a residential community. Accordingly, as set forth in the Articles, these By-Laws, and the policies, rules and regulations, all as amended from time to time, use of the Community Property by a member, and the member's family, guests and invitees, shall be limited to residential use.

Section 5. Families, Guests and Invitees. Members shall direct their families, guests and invitees to observe the policies, rules and regulations of the Association. As used in these By-Laws, invitees includes renters, who at all times must be in compliance with all Association policies, rules and regulations, which compliance shall be the responsibility of the member that rents out his, her or its property.

Section 6. Qualified Voting Members. The right to vote on any proposed action of the Association shall be restricted to members in good standing with the Association as determined by the Financial Secretary and present at the meeting of the Association at which the vote is held (hereinafter referred to as "Qualified Voting Members"). Unless otherwise stated in any specific provision of these By-Laws, the adoption of any such action shall be by majority vote of all Qualified Voting Members.

Section 7. One Voter Per Residence and One Vote Per Residence. Each voter must be a title property owner, either individually, as trustee of a trust or as the managing member of a limited liability company. There shall be only one vote for each residence and only one vote for each undeveloped lot; provided, however, contiguous undeveloped lots owned by the same member are considered one lot and are entitled to one vote and an undeveloped lot contiguous to a residence owned by the same member is not entitled to a separate vote. No member in attendance at a meeting of the Association or voting by absentee ballot may cast more than one

vote on any item of business, except in the event such member owns more than one residence or non-contiguous lots, in which case such member shall have one vote for each such residence or lot for which such member is assessed separate dues.

Section 8. Proxy and Absentee Voting. Proxy voting is not permitted. Absentee voting is permitted only for the election of officers and for such other matters that the Board determines. Only Qualified Voting Members are eligible to vote and they must vote in person at the applicable Annual or Special Meeting, unless the Board determines and notifies the members in advance that it is necessary and appropriate to permit voting by other means.

Section 9. Curing Loss of Membership in Good Standing. Loss of membership in good standing for failure to pay dues, fees and/or assessments shall be cured upon payment of any such outstanding or delinquent amounts, including late fees. Loss of membership in good standing for failure to comply with these By-Laws and other rules, regulations and policies of the Association shall be cured upon the determination of the Board or a majority vote of all Qualified Voting Members present at a duly authorized meeting of the Association.

Section 10. Abusive and Harassing Behavior Prohibited. In order to foster a peaceful and collegial environment of quiet enjoyment, members, their families, guests and invitees shall not engage in abusive or harassing behavior or intimidation or aggression directed at other members, their families, guests or invitees or at members of the Board or others serving the Association.

ARTICLE II

Board of Directors

Section 1. Functioning of the Board. The Board shall function in accordance with the powers given them by Michigan law, the Articles and these By-Laws, all as amended from time to time.

Section 2. Authority of Board. The governance, control and management of the Association, including the authority to make policies, rules and regulations regarding the use of Community Property, rentals and other matters necessary to carry out the provisions of the Articles and these By-Laws, shall be vested in the Board consistent with the Articles, these By-Laws and Michigan law. Further, the Board shall have the authority to purchase, sell and rent property.

Section 3. Number of Directors. The Board shall normally consist of eighteen Directors, including all Officers and all Chairpersons of the standing committees identified in these By-Laws. In no event shall the Board consist of fewer than five officers and five Chairpersons of the standing committees. All Directors must be members in good standing of the Association.

Section 4. Nominating Committee. The Board shall appoint by May 15 of each election year a Nominating Committee who shall serve in the election process for that year. The Nominating Committee shall consist of three members in good standing of the Association who are neither Board members nor seeking nomination as Officers that year.

Section 5. Board Meetings. The Board shall meet at least four times a year, once each calendar quarter to the extent possible. The Board shall provide for a reasonable amount of time for members to address the Board at the beginning of each regular meeting provided that such member gives advance notice of the subject of his or her attendance and adheres to uniform procedural requirements reasonably set by the President. Meetings may be called by the President or may be called by a request signed by two-thirds of the members of the Board. Board meetings may be conducted in person, telephonically or electronically (e.g., Zoom, WebEx, etc.). The Board by majority vote may retire to executive session, the minutes of which shall remain confidential, in the case of issues involving the purchase, sale or lease of real estate, personnel matters, litigation and claims and other matters considered highly sensitive and confidential.

Section 6. Quorum. A quorum of the Board shall consist of a majority of the existing number of Board members, with at least four of them also being Officers.

Section 7. Majority Vote. Unless otherwise stated in a specific section of these By-Laws, a majority vote of the members of the Board, including a majority vote of the Officers present at a valid Board meeting, shall be necessary for the adoption of any action.

Section 8. Annual Meeting. There shall be an Annual Meeting of the Association at which the Board shall make a full report of its proceedings during the fiscal year and may recommend for membership approval such matters as it may deem necessary or appropriate and otherwise conduct such meeting as provided in these By-Laws.

Section 9. Vacancy. The Board shall fill any vacancy among the elected Officers by a two-thirds majority vote of all remaining Board members.

Section 10. Expenditures. The Board may make expenditures in accordance with the total annual budget as described in these By-Laws.

Section 11. One Director per Residence. Only one Director may be from any one residence.

ARTICLE III

Officers

Section 1. Officers. The Officers of the Association shall be a President, First Vice President, Executive Vice President, Secretary, Treasurer and Financial Secretary who shall be elected at an Annual Meeting of the Association in accordance with these By-Laws and shall hold office for two years thereafter and until their successors are elected. In addition, the immediate past President shall be an officer for so long as the subsequent President is serving, which may be one or two terms.

Section 2. Officers are Directors. Officers shall become members of the Board of Directors and shall hold like offices on the Board.

Section 3. Term Limits for President. No member shall be elected to the office of President for more than two consecutive terms.

Section 4. Written Ballot. Voting for Officers in the event of a contest shall be by written ballot. If a member is running unopposed for an Officer position, no vote shall be required.

Section 5. Recall of an Officer. Any Officer may be recalled from his or her office for cause if at least four other Officers so vote or if at least two-thirds of the Qualified Voting Members present at an Annual Meeting or Special Meeting so vote.

Section 6. Executive Vice President Residence Requirement. In order for a member to qualify as Executive Vice President, his or her principal residence must be in Shorewood Hills.

ARTICLE IV

Duties of Officers

Section 1. President. The President shall preside at all meetings of the Association and the Board and coordinate the work of the Officers and Committee Chairpersons, appoint and terminate Chairpersons of all Committees except the Nominating Committee and shall be an ex-officio member of all Committees except the Nominating Committee.

Section 2. First Vice President. The First Vice President shall, in the absence of the President, preside and perform all duties required of the President, arrange for the meeting place of the Association Annual Meeting and shall make arrangements for the program as required. The First Vice President shall also manage and be the liaison for communications with the members, including the bulletin boards, print media, website and other forms of communication.

Section 3. Executive Vice President. The Executive Vice President shall, in the absence of both the President and First Vice President, preside and perform all duties required of the President. The Executive Vice President shall act as the liaison between Association members, the Board, and interested outside organizations; receive suggestions, complaints and other matters of interest and consequence to the Association, reporting them to the proper Officer or Committee Chairperson. The Executive Vice President shall act as custodian of all Community Property and coordinate with the Property Committee, the Community Welfare Committee and the Property Manager as appropriate in connection with the security of the Community Property. The Executive Vice President shall be the direct contact person for the Property Manager and shall direct and oversee the Property Manager. The Executive Vice President shall be the registered representative of the Association in the State of Michigan and perform such other duties assigned to him or her by the President or Board of Directors.

Section 4. Secretary. The Secretary shall keep an accurate record of the minutes of all Association and Board meetings; read or distribute minutes at all meetings; prepare and send out notices of all meetings; in conjunction with the Financial Secretary keep a correct list of Association members and addresses, together with any corrections which may occur from time to

time, furnishing such information to other Officers and Committee Chairpersons when required; maintain the Association's archives and perform such other duties as may be assigned by the President or the Board of Directors.

Section 5. Treasurer. The Treasurer shall receive from the Financial Secretary a record of all monies received by the Financial Secretary and deposited by the Financial Secretary to the credit of Shorewood Hills Homeowners Association in depositories designated by the Board. On behalf of the Association, the Treasurer shall pay all bills for expenditures (i) included in the budget and approved by an Officer or (ii) as approved by the Board of Directors. The Treasurer shall furnish the Finance Committee and the Board of Directors a financial report at the end of each fiscal year and at each meeting of the Board of Directors showing bank balances, investment account balances, certificates of deposit, expenditures and, to the extent requested by the President, the Board of Directors or the Finance Committee, any other financial information. Within 120 days after the Annual Meeting, the Treasurer shall submit a detailed report which has been reviewed and approved by the Finance Committee and shall also submit a report at other times as required by the Board.

Section 6. Financial Secretary. The Financial Secretary shall send out statements for and receive all dues, fees and assessments; keep an accurate record of the same, indicating the members and others making payments; issue receipts for monies received, as required; and in conjunction with the Secretary keep a correct list of Association members and addresses together with any corrections which may occur from time to time. The Financial Secretary shall promptly give the Treasurer a record of all funds collected and deposited in designated depositories to the credit of Shorewood Hills Homeowners Association. The Financial Secretary's records shall be subject to an annual review by the Finance Committee.

Section 7. Immediate Past President. The Immediate Past President shall assist in the transition to the new President and perform such other duties as may be assigned by the President or the Board of Directors.

ARTICLE V

Meetings

Section 1. Annual Meeting. The Annual Meeting of the members shall be held on the second Saturday of August each year. Members shall be notified of the time and place at least thirty days in advance. The Annual Meeting shall be held in a place decided upon by the First Vice President, who shall arrange all details of the meeting with the approval of the Board.

Section 2. Order of Business. The order of business at the Annual Meeting shall be:

- (a) Approval of the minutes of the previous meeting.
- (b) Report of Officers and Committee Chairpersons.
- (c) Election of Officers (two-year terms).

(d) Unfinished and new business.

(e) Installation of Officers (two-year terms).

Section 3. Quorum. Forty Qualified Voting Members in attendance shall constitute a quorum at the Annual Meeting and all other membership meetings of the Association.

Section 4. Special Meetings. The President shall call a Special Meeting of the Association when directed to do so by a resolution of the Board or upon written application signed by twenty-five Qualified Voting Members. The President shall then set the time and place of said meeting and the Secretary shall notify the membership at least thirty days before the meeting. Such notice shall specify the object or objects of the meeting and no business shall be transacted except as specified in the notice to members.

Section 5. Electronic Meetings. It is expected that the Annual Meeting and Special Meetings of the members shall be conducted in person, but if the Board determines in advance that it is necessary and appropriate, any such meeting, including voting, may be conducted telephonically or electronically (e.g., Zoom, WebEx, etc.), with those Qualified Voting Members properly participating deemed present at the meeting.

ARTICLE VI

Annual Dues, Miscellaneous Fees and Special Assessments

Section 1. Annual Dues. The amount of members' annual dues, as recommended by the Board, shall be determined at the Annual Meeting by a majority vote of all Qualified Voting Members present at the Annual Meeting.

Section 2. Payment of Dues. Annual membership dues shall be billed to each member at the beginning of the Association's fiscal year, September 1, and must be paid by December 1 for a member to remain a member in good standing. The name of any member delinquent after December 1 shall be brought before the Board for determination of action. The Board may also determine such other sanctions as are appropriate, including the assessment of interest, pursuit of court action and the placement of real property liens for unpaid dues, fees or assessments.

Section 3. Miscellaneous Fees. In furtherance of the purposes of the Association as set forth in the Articles and these By-Laws, the Association, through the Board, shall have the authority to collect miscellaneous fees in addition to Annual Dues. Such fees include, without limitation, fees for missing beach flags, late fees, rental impact fees, building impact fees, fees for violation of these By-Laws and rules and regulations of the Association. The Board shall disclose the amounts of such fees to the members within thirty days of the determination of such fees.

Section 4. Special Assessments. At the Annual Meeting or a Special Meeting, special assessments for Association community expenditures approved by the Board, shall be levied upon each member of the Association following an affirmative vote of a two-thirds majority of all Qualified Voting Members present at such meeting or voting by absentee ballot.

Section 5. Enforcement. The Association may record an Association lien against the real property and all improvements thereon against any Association member that fails to pay when due any of the dues, fees and special assessments as set forth in this Article and enforce the real property lien by any means under Michigan law, including but not limited to, judicial foreclosure and/or foreclosure by advertisement. Further, the Association may employ any other means of collection available to it under Michigan law. Any and all reasonable attorneys' fees and costs incurred by the Association in collection of the dues, fees or special assessments set forth in this Article shall be added to the amounts due and owing by the member to the Association and can be added to the lien. Any fees, costs and other amounts owed to the Association by any member pursuant to Article XI of these By-Laws may be added to the lien.

ARTICLE VII

Committees

Section 1. Special Committees. The President may appoint such interim special committees as the Board may require or the President may deem necessary and the President shall outline the duties of each such special committee. When the need no longer exists or the objectives have been attained, a special committee shall be dismissed by the President or Board.

Section 2. Appointment of Chairpersons of Standing Committees. The Chairpersons of the following standing committees shall be appointed by the President within thirty days after the Annual Meeting to serve two-year terms concurrent with the President, subject to the approval of at least four Officers at a meeting of Officers called by the President prior to the appointments. Each Chairperson may appoint members as needed. No Officer may be appointed a Chairperson nor shall any person serve as Chairperson of more than one standing committee at any one time.

Section 3. Finance Committee. The Finance Committee shall advise the Board on financial matters; prepare the new annual budget and submit such budget for approval by the Board prior to presenting it to the members for their approval at the Annual Meeting; perform an annual review of the Association's insurance coverage; perform an annual review of the Association's financial records and distribute the reports generated by such review to the membership no later than January 31st of the year following the Annual Meeting. The Finance Committee shall consist of at least five members, two of whom shall be the Treasurer and the Financial Secretary.

Section 4. Zoning Committee. The Zoning Committee shall help ensure member compliance with the zoning requirements of Chikaming Township and Lake Charter Township and the requirements of the Association, the Michigan Department of Environment, Great Lakes and Energy (EGLE) and the Berrien County Health Department (BCHD) by representing the Association and undertaking required actions and communications as needed; make recommendations to the Board on variance requests made to the Townships; advise the Board and notify the Financial Secretary regarding building impact fees; monitor all construction projects in conjunction with the Property Manager and advise the Board on the status of such projects.

Section 5. Roads Committee. The Roads Committee shall provide for maintenance and repair of all community roads, bridges, curbing, retaining walls and roadway drainage facilities; plan and contract for necessary road paving, repaving or repairing to the extent provided in the budget or duly authorized by the Board or the membership in a regular or Special Meeting; obtain competitive bids from reliable firms, whenever reasonably possible; and obtain approval from the Board for all costs exceeding the budget. Further, the Roads Committee shall cooperate with the Beach Committee on the repair and maintenance of the beach parking lots and drainage thereof; be responsible for speed bumps and speed limit and road signs; and be on the lookout for any hazardous conditions with respect to the roadways of the Association, in conjunction with the members and the Property Manager.

Section 6. Beach Committee. The Beach Committee shall inspect the beaches regularly; arrange for debris removal to keep the beaches clean; arrange for security patrols at the beach; cooperate with the Roads Committee to maintain the beach parking lots and drainage thereof; endeavor, with the Property Manager, to maintain order on the beaches and to encourage members to engage in all beach activities in conformance with the Association policies, rules and regulations and the appropriate standards of safety and cleanliness and the consideration of all concerned; and designate, as deemed appropriate, areas of beach for certain uses, including roping or fencing off areas to protect or control use of Community Property.

Section 7. Playground Committee. The Playground Committee shall promote the use of and report on the need to repair or replace the playground, basketball court, and equipment, and promote actions to keep the grounds in a clean, neat condition.

Section 8. Property Committee. The Property Committee shall oversee all Community Property, coordinating with the Executive Vice President, who is the custodian, and the Beach, Playground, Tennis and Pickleball and Roads Committees; check on conditions in the creek bed; see that no rubbish, including leaves and any other organic matter, is dumped anywhere on Community Property; and help to beautify Community Property as much as possible, making certain areas more accessible for the use of members.

Section 9. Real Estate Committee. The Real Estate Committee shall work in conjunction with real estate agencies on property sales; help in determining that no property is put up for tax sale without the member who owns the property and the Board being advised of such contemplated action; monitor the sales of members' homes and lots in order to maintain the ownership records of the Association; keep records of any property offered for sale; and welcome new members and provide them with the information necessary for new members to comply with these By-Laws and the rules, regulations and policies of the Association.

Section 10. Tennis and Pickleball Committee. The Tennis and Pickleball Committee shall check on conditions in and around the tennis courts to see that the facilities and equipment are kept in a secure and good condition; arrange to provide for repairs as needed, keeping within the tennis and pickleball budget; and see that the courts, nets and fencing are kept in clean, neat condition. Further, the Tennis and Pickleball Committee shall be responsible for the spring opening and fall closing of the facilities, and coordinate with the Property Manager for the nightly lock-up of the courts during the playing season.

Section 11. Social Committee. The Social Committee shall coordinate and oversee all Association social events, including activities such as the House Walk, Grill on the Green, SummerFest and other activities for the promotion of the sense of community among members; and coordinate and collaborate with the First Vice President to communicate and promote such social events with the membership.

Section 12. Community Welfare Committee. The Community Welfare Committee shall address concerns regarding security, environmental and other issues of welfare of the Association; shall be proactive in working with Chikaming and Lake Charter Townships, Berrien County and other governmental entities for the well-being of the Association; and shall work with other Board members, the Property Manager, and members in connection with the welfare of Shorewood Hills.

Section 13. Short Term Rental Committee. The Short Term Rental Committee shall interview and select the outside property management company; review annual contracts with the property management company and meet with their personnel to review problems from past years and recommend and implement any new policy changes; ensure that members who rent their residences on a short term basis register with the Association and comply with every aspect of the Association rental policy; and maintain accurate information regarding the short term rentals in Shorewood Hills.

ARTICLE VIII

Elections

Section 1. Annual Meeting Election of Officers. The election of Officers shall take place at the Annual Meeting of the Association.

Section 2. Candidates for Election. All members in good standing seeking to be an Officer of the Board must present their names to the Nominating Committee appointed by the Board pursuant to Article II. The Nominating Committee shall also advertise for nominees, seek out members in good standing to be nominees, explain the responsibilities of the offices and obtain a short biographical candidate statement from each person to be nominated. All members in good standing who have gone through the Nominating Committee's process shall be eligible as candidates for election. The list of all such candidates and their biographical candidate statements shall be posted on the Association bulletin board and website at least thirty days prior to the Annual Meeting.

Section 3. Voting. Voting on the election of Officers in the case of a contest shall be by written ballots only, which are to be received, counted and reported by the Nominating Committee at the Annual Meeting. Voting on the election of Officers in the case of a contest may be by absentee ballots, but all absentee ballots must be received prior to the commencement of the Annual Meeting in order to be counted and reported at the Annual Meeting. The candidate receiving a majority of the votes cast shall be declared elected to the office. If no candidate obtains a majority of the votes cast in the initial round of voting at the Annual Meeting, the two candidates

with the most votes shall compete in a second round of voting at the Annual Meeting, with the absentee ballots for the two candidates in the second round being counted for those candidates.

ARTICLE IX

By-Laws Amendments and Survival

Section 1. Amendments. These By-Laws may be amended by a two-thirds majority vote of all Qualified Voting Members present at the applicable Annual Meeting or Special Meeting of the Association, provided that written notice of the proposed amendment shall have been mailed or e-mailed to each member and posted on the Association bulletin board and website at least thirty days prior to the meeting.

Section 2. Survival. In the event any part of these By-Laws is declared invalid by a court having jurisdiction, the remainder of these By-Laws shall nevertheless remain in full force and effect.

ARTICLE X

Fiscal Year and Budget

Section 1. Fiscal Year. The fiscal year of the Association shall commence September first of each year.

Section 2. Annual Budget. An annual budget shall be submitted by the Board and approved at the Annual Meeting by a majority vote of the Qualified Voting Members present at the Annual Meeting. The Board shall keep spending within the aggregate amount of such budget unless good cause exists to exceed it, as determined by a two-thirds vote of the Board members present at a valid Board meeting, which must then be communicated to the members as soon as possible, or as provided for by an adopted special assessment.

ARTICLE XI

Legal Fees, Indemnification, Insurance, and Survival

Section 1. Member Payment of Legal Fees, Costs and Expenses. To the fullest extent permitted by law, in the event (i) the Association or the Board, or any Board members or any Committee members acting in such capacity are sued in court by any member or (ii) the Association brings a lawsuit in court against any member and in either case (i) or (ii) above, the Association, Board, Board members or Committee members prevails in such lawsuit by receiving a judgment or negotiated settlement in its favor, then such member shall pay the legal fees, costs and expenses (including expert fees) of the Board, the Board members and the Committee members incurred in such lawsuit.

Section 2. Indemnification of Board and Committee Members. To the fullest extent permitted by law, every Board member and every Committee member shall be indemnified by the Association against all judgments, fines and other expenses, including legal fees and any amounts paid in settlement incurred by such Board or Committee member as a consequence of such Board or Committee member being a party to any threatened or pending action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of such Board or Committee member being or having been a Board or Committee member of the Association, except in such cases wherein such Board or Committee member is adjudged guilty of willful and wanton misconduct or gross negligence in the performance of such Board or Committee member's duties or adjudged to have not acted in good faith, and with respect to any criminal action or proceeding, such Board or Committee member is adjudged to have had no reasonable cause to believe that such Board or Committee member's conduct was unlawful; provided that, if a Board or Committee member claims reimbursement or indemnification hereunder based upon such Board or Committee member's settlement of a matter, such Board or Committee member shall be indemnified only if an opinion of independent counsel finds such Board or Committee member's conduct was not willful and wanton or grossly negligent or without good faith, and in the case of settlement of a criminal matter, did not have reasonable cause to believe such Board or Committee member's conduct was unlawful. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights of the Association such Board or Committee member may have. The Board shall notify all members of an indemnification payment at least fourteen days prior to making such payment.

Section 3. Insurance. The Board shall maintain for the Association Commercial General Liability, Property Insurance, Workers Compensation and Directors and Officers Liability Policies. Such insurance policies shall be placed with insurance companies rated "A: Excellent," or better, for financial strength by A.M. Best Company or at an equivalent level by a similar financial rating source. Policy details and limits shall be determined by the Board as recommended by the Finance Committee.