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July 18, 2017

Sent via First-Class Mail

The Bay View Association of the
United Methodist Church
c/o Michael Spencer, Resident Agent
1715 Encampment
Petoskey, MI 49770

Bay View Real Estate Management, Inc.
c/o Michael Spencer, Resident Agent
1715 Encampment
Petoskey, MI 49770

The Board of the Bay View Association of the
United Methodist Church
c/o Michael Spencer, Resident Agent
1715 Encampment
Petoskey, MI 49770

**Re: Bay View Chautauqua Inclusiveness Group v. The Bay View Association of
the United Methodist Church, et al., Case No. 17-cv-00622-PLM-RSK
FRE 408 Inadmissible Offer of Resolution**

Dear Agent for Service of Process for Bay View:

Since Bay View did not accept our invitation to discuss this matter before filing suit, and since you have conveyed that you do not yet have counsel, I will extend our offer of settlement in writing.

Exhibit I to the Complaint in this cause identified the changes to the Bay View organizing documents that we seek. As you see, the changes return the Articles to their original content, dating to the very inception of Bay View and we *retain* the purpose of promoting both religious and moral thought. Likewise, the changes to the bylaws return Bay View to its original organization, undoing alterations introduced in the last approximately 30 years, and never part of the operations of the community in its first 100+ years of existence. These changes erase the last vestiges of the 1940's era racial and religious bigotry from its foundational documents. They do not alter the nature of the community, the principles of its people, nor do they prevent Bay View members from participating in religious practice.

Michael Spencer
July 18, 2017
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In addition to the changes identified in Exhibit I, my fees to date are normal—less than \$7,500, and this small sum together with the changes to the instruments discussed above can quickly end this matter, with certainty, clarity and finality for all involved.

I expect you will pass my offer to settle for my fees and the changes in Exhibit I to the Board for consideration, and hope it will carefully consider this offer, which will remain open until the first responsive pleading is filed.

Sincerely,
SALVATORE PRESCOTT &
PORTER, PLLC


Sarah S. Prescott

SSP/tll
Enclosures

EXHIBIT I

Detailed Prayer for Relief

Plaintiff prays the Court voids the following challenged provisions:

A. ARTICLES OF ASSOCIATION, Exh. D:

1. Article III – strike “Christian” so the sentence reads “To purchase and improve lands to be occupied for summer homes, for meetings and assemblies of associations and societies organized for scientific and intellectual culture, and for the promotion of the ~~Christian~~ religion and morality.
2. Article VII – to read: Only members of the association shall be eligible to the office of trustee, ~~and a majority of the trustees shall be members of the West Michigan Conference of the United Methodist Church.~~

B. BAY VIEW BYLAWS, Exh. A:

1. Strike bylaw 1-d 5 and 6 (p. 2).
2. Strike this sentence from bylaw 2 BOARD OF TRUSTEES (p. 3):
~~Sixty (60%) percent of the Trustees shall be members of The United Methodist Church whose election shall be ratified by the West Michigan Conference of The United Methodist Church.~~
3. Strike this sentence from bylaw 7 BOARD OF TRUSTEES 3d paragraph (p. 5):
~~The Members shall be members of The United Methodist Church whose election shall be ratified by the West Michigan Conference of The United Methodist Church.~~
4. Strike part of bylaw 77-b so it reads:
~~77-b. Vote. A two-thirds favorable vote of the membership voting on the issue shall be required to adopt a proposed bylaw or bylaw amendment. In addition, any amendment to paragraphs 2 regarding the Methodist majority and conference ratification requirements only, 75-b or 77-b, must be approved by the West Michigan Conference of the United Methodist Church.~~