

GLEN IRIS COMMUNITY ASSOCIATION
CONSTITUTION AND BY-LAWS

ARTICLE I

TITLE

- SECTION 1 The legal name of this Organization shall be known as the GLEN IRIS COMMUNITY ASSOCIATION, chartered on this _____ day of _____, 1981, as a non-profit corporation in the State of Michigan.
- SECTION 2 The location of this Homeowners' Association shall be any part of the SW 1/4 of the SE 1/4 and the S 1/2 of the SW 1/4 of Section 16, and the NW 1/4 of the NW 1/4 of Section 21, Township of Commerce, County of Oakland, State of Michigan. Also known as subdivisions: Pine Haven 1, Pine Haven 2, Pine View 1, Pine View 2, Kenneth Heights, Janet Oaks and Acreage Parcels.
- SECTION 3 The principle office or place of business shall be in the Township of Commerce, County of Oakland, State of Michigan, the particular address as reported in the Corporation Annual Report.

ARTICLE II

PURPOSE

To maintain and enforce building and use restrictions imposed upon the property, by either governmental or association authority, within the subdivisions in which members reside; to aid in maintaining the character of the neighborhood; to promote the social, educational and general welfare of all members; to afford a means for collective action in community projects.

ARTICLE III

MEMBERSHIP

- SECTION 1 The membership of this Association shall be limited to owners of property as outlined in Article I, Section 2 with each household considered as one member. The homeowner may relinquish his rights to membership to a leasee where the premises are leased, but only in writing.
- SECTION 2 All persons owning property as outlined in Article I, Section 2 shall be entitled to become ACTIVE members of the Homeowners' Association upon payment to the Treasurer of such annual fees as shall then be enforced.

SECTION 3 Each ACTIVE member in good standing shall be entitled to cast one vote per household in person at meetings of the general membership.

SECTION 4 The immediate family of an ACTIVE member shall have all the rights and privileges of an ACTIVE member, but shall have no vote.

ARTICLE IV

BOARD OF DIRECTORS

SECTION 1 The Board of Directors shall use their best efforts to carry out in good faith the purposes and exercise the powers expressed in the Articles of Incorporation in such manner as to benefit all members of the Association.

SECTION 2 The Board of Directors shall consist of a President, Vice President, Secretary, Treasurer and a maximum of seven (7) Trustees (one (1) representative from each subdivision as outlined in Article I, Section 2).

SECTION 3 The Board of Directors shall be elected by the membership and only ACTIVE members in good standing shall be eligible. They shall hold office for a period of one year. No one person may be elected to the Board of Directors for more than two consecutive years and not to the same office for more than one year.

ARTICLE V

DUTIES AND POWERS OF BOARD OF DIRECTORS

SECTION 1 The President shall be the chief executive officer of the Association and of the Board of Directors. He shall preside at all meetings of the Association and of the Board of Directors; and he shall be ex-officio, a member of all standing committees; and he shall see that all resolutions and orders of the Board of Directors are carried into effect.

SECTION 2 The Vice President shall fulfill all the duties of the President in case of the absence or disability of the latter, or such other duties as the Board of Directors shall prescribe.

SECTION 3 The Treasurer shall have custody of all corporate funds, and securities; and shall keep in books belonging to the Association full and accurate accounts of all monies received and disbursed. He shall deposit all monies and valuables in the name of this Association in such depositories as may be designated by the Board of Directors. He shall disburse the funds of this Association, properly vouched, and with the authorization of the Board. Periodically; he shall give an accounting to the Board, of all transactions and financial status. He shall deliver to the Board and keep in force, a bond, conditioned for faithful performance of the duties of his office, and for restoration to this Association, in case of his death or removal from office, all books, papers, vouchers, monies or property of any description belonging to this Association, and in his possession or under his control, at the time of his holding office.

SECTION 4 The Secretary shall attend all meetings of the Board of Directors and general membership, and shall record in books of this Association; true and accurate minutes of the proceedings of all such meetings. He shall give all notices required by this Constitution, and shall perform other duties which may be delegated to him by the President, Board of Directors or Standing Committees. An Assistant Secretary may be selected, by the Board of Directors, for purposes of facilitating duties of the Secretary, should this become necessary.

SECTION 5 The Trustees shall consist of a maximum of seven (7) representatives, one (1) from each subdivision as outlined in Article I, Section 2. They shall represent their respective subdivision.

SECTION 6 There shall be no combination of any of the offices of this Association, nor shall one person hold more than one office.

SECTION 7 The business and property of this organization shall be managed by the Board of Directors. A quorum for transacting business at any regular or special meeting of the Board of Directors shall consist of six (6) Directors.

SECTION 8 The Board of Directors shall meet "monthly" at a time and place to be determined by them. Special meetings of the Board of Directors may be held at any time at the call of the President or by mutual agreement of six (6) Directors or upon written request of ten (10) ACTIVE members of the Association.

SECTION 9 The Board of Directors shall receive reports as requested from all committees for necessary action or for submission to the Association at their meetings. The Board of Directors shall also receive individual copies of the minutes of all regular and special meetings for consideration and personal analysis.

SECTION 10 In the event of the death, disqualification, or resignation of a Director, the remaining directors shall elect a successor to serve until the next quarterly meeting of the general membership at which time a successor shall be elected by the ACTIVE members to fill such a vacancy.

ARTICLE VI

COMMITTEES

SECTION 1 The following committees, to be chaired by a Board of Directors member to be determined at the first Board meeting following the annual elections, are permanently established:

- A. Block Captain Committee.
- B. Newsletter/Publicity Committee.
- C. Membership Committee.

SECTION 2 The Board of Directors may establish such special committees as are deemed necessary. Such committee or committees shall have name or names, powers and duties, and existence as may be determined from time to time by action of the Board of Directors.

ARTICLE VII

FINANCES

SECTION 1 The fiscal year of this Association shall be the same as the calendar year.

SECTION 2 Each ACTIVE member of the Association shall be required to pay the annual Association fee set forth by the Board of Directors for the forthcoming year. Payment of the fee constitutes membership in the Association, and members shall be entitled to all privileges, rights and services provided by the Association; except where restricted in other sections of the Constitution. The Association fee shall not exceed twenty-five dollars (\$25.00).

SECTION 3 Special assessments may be made upon recommendation of the Board of Directors and upon approval by two-thirds (2/3) vote of ACTIVE members present at a properly announced general membership meeting.

SECTION 4 Annual fees shall be payable in advance and shall be deemed due on the first day in January of each year.

SECTION 5 Any member whose fee for the current year shall not have been paid on or before January 31 shall be deemed delinquent. It shall be the duty of the Treasurer to notify each delinquent member on or before March 1 of each year. A member whose fee remains unpaid on March 30 of each year shall be automatically suspended from membership until the fee is paid in full. The Treasurer may accept installment payments for the Association fee in "hardship" cases upon authorization of the Board of Directors.

SECTION 6

- A. The funds of the Association shall be deposited in the name of the Association in such bank or banks as the Directors shall, from time to time, direct.
- B. Funds of the Association shall be withdrawn only on the check or order of the Association, signed by the Treasurer and counter-signed by the President.
- C. The Treasurer shall not sign checks or orders drawn on the General Fund to amounts exceeding in total the sum of one hundred dollars (\$100.00) unless or until such expenditures have been authorized by a majority of the Board of Directors. The Directors shall not authorize non-recurring expenditures exceeding the sum of two hundred and fifty dollars (\$250.00) each without a two-thirds (2/3) vote of the ACTIVE members present at a regular or special meeting of members. Nothing herein contained shall be construed as prohibiting the issuance, signature, counter-signature and authorization of checks covering necessary operating expenses of the Association generally authorized by the members.

SECTION 7 It shall be the duty of the Treasurer to render a financial report concerning the Association to the members at all Board and general membership meetings.

SECTION 8 There shall be an audit of the Association records on an annual basis, or at such additional intervals as required by the Board of Directors. The annual audit shall be prior to and consistent with the annual election and installation of new officers.

ARTICLE VIII

MEETINGS

- SECTION 1 The Association shall hold general membership meetings quarterly.
- SECTION 2 Special meetings of the Association may be held at any time upon the call of the President, the Board of Directors, or if requested in writing by one-third (1/3) of the ACTIVE members.
- SECTION 3 A quorum shall consist of ten percent (10%) of ACTIVE members.
- SECTION 4 The Secretary shall give written notice of time, place, and purpose of all meetings of the Association or of the Board of Directors to the people concerned at least ten (10) days prior to the date of the meeting.
- SECTION 5 By unanimous consent of the Board of Directors, special meetings of the Board of Directors may be held at any time and place without prior notice.
- SECTION 6 All meetings shall be conducted according to ROBERTS RULES OF ORDER.

ARTICLE IX

NOMINATIONS AND ELECTIONS

- SECTION 1 All nominations and elections for the Board of Directors shall be conducted according to ROBERTS RULES OF ORDER.
- SECTION 2 Election of the Board of Directors shall be at the last quarterly general membership meeting of the fiscal year.
- SECTION 3 The term of office for the Board of Directors shall be the fiscal year of the Association.

ARTICLE X

AMENDMENTS

This Constitution may be amended at any general membership meeting by two-thirds (2/3) vote of the ACTIVE members present and entitled to vote provided the proposed amendment has been submitted in writing to the members at least ten (10) days prior to any general meeting of the Association.

ARTICLE XI

DISSOLUTION

Dissolution of funds will be determined by the Board of Directors and disbursement of funds will be in the best interest of the Association.

GLEN IRIS COMMUNITY ASSOCIATION

Amendments to Association By-Laws

Addition to Article III

Any homeowner over age 65 that has been an active member in good standing for more than three years in succession may request honorary membership to the Association. Honorary membership is equivalent to being an active member without payment of annual dues and possess the same rights as those of an active member.

Amendment to Article IV, Section 2

The Board of Directors shall consist of a President, Vice-President, Secretary, Treasurer and a maximum of eight (8) Trustees (one(1) for each subdivision as outlined in Article I, Section 2 with one additional Trustee for Pine Haven I).

Amendment to Article IV, Section 3

The Board of Directors shall be elected by the membership and only ACTIVE members in good standing shall be eligible. They shall hold office for one year. A person may hold any position on the Board of Directors indefinitely with all offices subject to being elected as such on an annual basis.

Amendment to Article V, Section 5

The Trustees shall consist of a maximum of eight (8) representatives, one (1) for each subdivision as outline in Article I, Section 2, with one (1) additional trustee for Pine Haven I. Pine Haven I shall be divided into two equal parts and will be referred to as Pine Haven IA and Pine Haven IB.

Amendment to Article VIII, Section I

The Association shall hold semi-annual general membership meetings with the time and place set by the Board of Directors.

Addition to Article VIII, Section2

Any homeowner moving into the subdivision after July 1st of the current year will be eligible for half year dues and rights of all active members in good standing for that year and pay full membership dues for year(s) thereafter.

Amendment to Article VII, Section 4

Annual fees shall be payable in advance and shall be deemed due on the first day of July of each year.

Amendment to Article VIII, Section 5

Any member whose fee for the current year shall not have been paid on or before July 31 shall be deemed delinquent. It shall be the duty of the treasurer to notify each delinquent member on or before September 1 of each year. A member whose fee remains unpaid on September 30 of each year shall automatically be suspended from membership until the fee is paid in full.

Amendment to Article VII, Section 1

The fiscal year of this association shall start July 1st and end June 30th.

Amendment to the Addition to Article VIII, Section 2

Any homeowner moving into the subdivision after January 1st of the current fiscal year will be eligible for half year dues and rights of all active members in good standing for that year and pay full membership dues for year(s) thereafter.

Amendment to Article IX, Section 2

Election of the board of directors shall be at the last general membership meeting of the calendar year.

Amendment to Article VII, Section 2

The association fee shall not exceed thirty dollars (\$30.00).

Amendment to Article VIII, Section 3

A quorum shall consist of six active members.