



1/12/1974

CONSTITUTION

ARTICLE I

SECTION 1

The name of the Association shall be Hi-Hill Village Association.

SECTION 2

The geographical territory of this Association shall be that area described as the SW $\frac{1}{4}$ of Section 25 and the SE $\frac{1}{4}$ of Section 26, located in Town 4 North, Range 10 East, Orion Township, Oakland County, Michigan.

SECTION 3

The Association shall be incorporated under the laws of the State of Michigan, Act No. 327 of the Public Acts of 1931, as amended.

ARTICLE II

PURPOSES

The purpose of this Association shall be as follows:

SECTION 1

To foster a greater understanding among property owners and residents of the community.

SECTION 2

To foster a greater civic participation in our community.

SECTION 3

To promote wholesome and attractive conditions for residence in this community.

SECTION 4

To protect the property values, uphold or improve the restrictions and maintain the general good qualities of homes in this community.

SECTION 5

To obtain a just share of public improvements and utilities.

SECTION 6

To provide an organization whereby strength in unity may be assembled to achieve the express desires and aims of the property owners and residents.

SECTION 7

To manage, maintain and develop the recreational area described in Hi-Hill Village Plat, and to have the right to use said area for recreational purposes.

BY - LAWS

ARTICLE I

MEMBERSHIPSECTION 1

Any person or legal entity who shall be an owner of property or is in possession of property as a renter of property as a renter or under Lease Agreement, or as Land Contract Purchasers, within the boundaries of the area defined in Article I, Section 2 of the Constitution, shall be eligible to become a member of this organization. However, no such person, or legal entity, shall hold more than one membership in the organization.

SECTION 2

An "active member in good standing" of the Association shall be defined as a member who is not in arrears in his dues or special assessments.

SECTION 3

An active membership shall entitle the husband and/or wife in attendance to cast one vote each in matters pertaining to the activities of the Association.

ARTICLE II

DUES AND ASSESSMENTSSECTION 1

This Association shall be financed by annual dues of Ten Dollars (\$10.00) per membership plus any special assessments levied at any regular or special meeting. *Foundative \$25.00*

SECTION 2

Annual dues shall be due and payable to the Treasurer of the Association within thirty (30) days after the beginning of the fiscal year. Any and all special Assessments shall be due 30 days after Levy. Any member whose dues and/or special Assessments are unpaid after due date shall be designated as in arrears. Arrear members shall automatically lose all rights and privileges, but shall automatically be in good standing upon payment of all arrears.

SECTION 3

In cases of necessity, the Association shall have the right to levy special assessments upon its members, but no special assessments shall be levied until approved at a regular or special meeting of the Association by two-thirds (2/3) of the members present, provided written notice of such intent to levy special assessment is provided each member not less than seven (7) days prior to taking such a vote.

ARTICLE III

MEETINGS OF MEMBERSSECTION 1

The annual meeting of the members shall be held each year on the first Monday of June, one of the purposes of which shall be the election of a Board of Directors. Regular meetings of the members shall be held in March, September, and December. The date, time and location of these regular meetings shall be set by the Board of Directors.

SECTION 2

A special meeting of the members may be called at any time by the President by the majority of the Board of Directors. The method by which such meeting shall be called is as follows: On receipt of a notification in writing, setting forth a date and objectives of such proposed special meeting, signed by the President or by a majority of the Board of Directors, the secretary shall prepare, sign and mail the notices requisite to such a meeting.

SECTION 3

Any member may call a special meeting of the membership by submitting a petition to the secretary, signed by at least fifty-one (51) percent of the members or seventy-five (75) members, whichever is smaller. The secretary shall then sign and mail notices requisite to such a meeting, setting forth the date, time and place of the meeting.

SECTION 4

Notices of regular meetings must be mailed at least fourteen (14) days prior to the date fixed for the meeting. Notices of special meetings must be mailed at least seven (7) days prior to the date fixed for the meeting. All notices of meetings shall state the date, time, place and purpose of the meeting. Notices must be mailed to each member entitled to vote at the meeting.

ARTICLE IV

DIRECTORS

SECTION 1

The Board of Directors shall be comprised of seven (7) members elected by the membership. Three (3) directors shall be elected in the odd-numbered years.

SECTION 1 (Cont'd)

and four (4) shall be elected in the even-numbered years for a two year term of office. At the first annual meeting, three (3) directors will be elected from those nominated for a one year term of office and four (4) directors will be elected from those nominated for a two year term of office. The directors elected at the annual meeting shall take office at the next Board of Directors meeting.

SECTION 2

Regular meetings of the Board of Directors shall be held once each month at such time and place as the Board shall determine. The Board may elect to eliminate a meeting by action of the majority; however, in no event shall meetings be held less than every other month.

SECTION 3

A majority of the Directors shall constitute a quorum.

SECTION 4

Special meetings of the Board of Directors may be called by the President or by a majority of the Board at any time by means of a written notice by mail or by personal contact or by personal telephone call of the time, place and purpose thereof to each Director.

SECTION 5

Vacancies in the Board of Directors shall be filled by appointments made by the remaining Directors. A person so appointed shall fill the vacancy until a Director is elected by the members, who shall hold such election at the next meeting.

SECTION 3

The Secretary shall be selected from the membership at large or from the Board of Directors. The Secretary shall attend all meetings of the members and the Board of Directors and shall preserve in the books of the corporation true minutes of the proceedings of all such meetings; shall give all notices required by statute, by law, or by resolution, shall perform such duties as may be delegated by the Board of Directors.

SECTION 4

The Treasurer shall be selected from the membership at large or from the Board of Directors. The Treasurer shall have the following duties and responsibilities:

- (1) Have custody of all corporate funds and securities and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursements.
- (2) Shall deposit all monies, securities and other valuable effects in the name of the corporation in such depositories as may be designated for that purpose by the Board of Directors.
- (3) Shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors at the regular meeting of the Board, an account of all transactions as Treasurer and of the financial condition of the corporation.
- (4) Shall file the annual report required by the state of Michigan and the information income tax return required by the Federal Government.
- (5) If required by the Board, shall deliver to the President of the corporation and shall keep in force, a bond in form, amount, and with surety or sureties satisfactory to the Board, conditions for faithful performance of his duties and for restoration to the corporation in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in his possession or under his control belonging to the corporation.
- (6) Shall submit annually all books and records for audit to a person or persons recommended to perform such action by the Board.

SECTION 5

The Sergeant-at-Arms shall be selected by and from the membership of the Board of Directors. He shall be in charge of the general assembly at all general meetings and shall direct the distribution of literature, ballots, etc., and maintain a count of attendance.

ARTICLE VI

COMMITTEES

SECTION 1

Unless and until otherwise directed by the Board of Directors, the following standing committees are established:

Committee on Membership
Entertainment
Publicity
Local Government
Utilities

The committee chairmen shall be designated by the President. Term of appointment on the committees shall be for a period of one year.

SECTION 2

Said committees shall have the number of members and duties as the President may from time to time direct.

SECTION 3

The President may designate such other committees as he may deem necessary and upon such designation the committee members shall be appointed for the term of one (1) year.

ARTICLE VII

EXECUTION OF INSTRUMENTSSECTION 1

The Board of Directors shall have power to designate the officers and agents who shall have authority to execute any instrument in behalf of this corporation. All checks, drafts and orders for payment of money shall be signed in the name of the corporation and shall be countersigned in the name of the Treasurer and one other member of the Board of Directors so designated.

SECTION 2

No instruments (including checks) committing the Association for expenditures in excess of Fifty Dollars (\$50.00) will be executed without prior approval of a majority of active members present at a regular or special meeting of the Association.

ARTICLE VIII

LIABILITYSECTION 1

The corporation shall not be liable beyond the limits of liability established by the State of Michigan for a non-profit corporation.

ARTICLE IX

AMENDMENT OF BY-LAWS AND CONSTITUTION

These By-Laws and Constitution may be altered, amended or replaced by the following procedure:

SECTION 1

The proposed amendment must be presented at a regular or special meeting of the