

BY-LAWS

THE HICKORY HEIGHTS
PROPERTY OWNER'S ASSOCIATION

ARTICLE I

Corporate Powers

Section 1

All the corporate powers of this corporation not expressly reserved to the stockholders by law, or by these By-Laws or the corporation's Constitution, shall be vested in a Board of Directors.

ARTICLE II

Members

Section 1: Qualification:

Any person who shall be an owner of property in Hickory Heights Sub-division, Bloomfield Township, Oakland County, Michigan, may become a member of this corporation by paying the annual dues payable for the then current year.

Section 2 Dues: Amended May 1, 1964

~~The annual dues of each member shall be (\$5.00) dollars. No member shall be entitled to the privileges of the association whose dues for the current year have not been paid. If any special assessments are deemed necessary by the Board of Directors, such assessments must be voted upon and approved by 2/3 of the members present at either a special or annual meeting of the members of the association.~~

Section 3: Forfeiture of Membership: .

The membership of any member who shall fail to pay the annual dues for any current year when the same shall become due and payable and who shall continue to be in default in the payment of such dues, for a period of thirty days after receiving a written warning notice from the Treasurer, shall be automatically forfeited and revoked at the end of the thirty day period. No person shall be considered a member in good standing whose membership is forfeited and revoked.

Section 4: Reinstatement of Membership:

Any person whose membership shall have been forfeited and revoked shall be entitled to reinstatement upon the payment of all dues payable for years subsequent to the last year for which dues were paid by such person.

Section 5: Person:

A natural person and any legal entity capable of owning property in the State of Michigan shall be considered a person for the purpose of these by-laws.

ARTICLE III

Meetings of Members

Section 1: Annual Meetings: Amended May 1, 1964

~~An annual meeting of the members shall be held in each year on the first Friday in May in May at 8:00 O'Clock P. M., for the purpose of electing a Board of Directors, and whatever other business shall come before the annual meeting.~~

Section 2: Special Meetings:

Special meetings of the members may be held at such times as they may be ordered by the Board of Directors or called by the president upon request in writing of a majority of the members in good standing.

Section 3: Place of Meeting:

Meetings of the members may be held at any place within the County of Oakland, State of Michigan.

Section 4: Notice of Annual Meeting:

Notice of any annual or special meeting shall be given to the members of this corporation as they shall appear of record on the books of the corporation at the close of a date seven days prior to the date of such meeting, by mailing or delivering to him a notice thereof, to his address as it then appears upon the records, at least five days prior to the date of such meeting. Notice for any such meeting shall specify the object for which such meeting is called, the time and the place.

Section 5: Voting:

Every member in good standing shall be entitled to one vote for each lot.

Section 6: Majority Requirements:

A majority vote of the members present either in person or by proxy shall be required to carry all matters brought for vote before meetings of the members, except as may otherwise be required by law, or as otherwise provided herein.

ARTICLE IV

Directors

Section 1: Election, Number, Term of Office of Directors:

The business and affairs of the corporation shall be managed by

its Board of Directors to consist of nine (9) Directors who shall hold office for a term of three years or until their successors shall be elected and qualify. At the annual meeting of the members for the year 1956, three Directors shall be elected for a term of three years, three Directors shall be elected for a term of two years and three Directors shall be elected for a term of one year. The three Directors receiving the highest number of votes at the 1956 annual election shall be elected for the term of three years, the Directors elected for two years and for one year shall be determined on the same comparable basis of votes received. Thereafter three Directors shall be elected annually each for a term of three years or until his successor shall be elected and qualify. After serving a term as a Director, except a term of less than three years, a Director can not be a candidate for re-election until at least one year after his three year term shall have expired.

Section 2: Vacancy:

In the event of a vacancy in the membership of the Board of Directors by death, resignation or otherwise, such vacancy may be filled by the remaining Directors until the next annual meeting at which time the Association's members shall fill the vacancy so created for the unexpired term by election.

Section 3: Place: Amended May 1, 1964

~~Meetings of the Board of Directors may be called at any time by the president or any three Directors and may be held at any place within the State of Michigan pursuant to the call therefor. The Board of Directors shall hold at least nine (9) monthly meetings during the fiscal year and may hold an annual Board of Director's meeting when called by the president or a majority of the Board of Directors.~~

Section 4: Notice:

Two days notice of all meetings of the Board of Directors shall be given to each Director, either personally, by mailing a written notice thereof, or by sending a telegram, provided however, such notice may be waived by consent of a majority of the Board of Directors in the event of an emergency. Such notice shall state the object thereof.

Section 5: Removal:

Any member of the Board of Directors who is absent from three (3) consecutive meetings of the Board of Directors without an excuse satisfactory to the Board of Directors shall be removed as a Director by a majority of the Board of Directors and the vacancy created thereby filled by the Board of Directors until the next annual meeting of the members of the association.

Section 6: Quorum:

A majority of the Directors shall constitute a quorum for the transaction of all business except as otherwise provided by law.

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ARTICLE V

Officers

Section 1: Officers:

The officers of this corporation shall be a president, a vice-president, a secretary and a treasurer and shall be elected by the Board of Directors from its members. There shall also be such other officers and agents of this corporation as the Board of Directors may, from time to time, deem necessary, who shall perform such duties as the Board of Directors may prescribe.

Section 2: Election:

The officers herein provided shall be elected at the first meeting of the Board of Directors following election of such Board, shall hold office for one year or until their successors shall be elected by the succeeding Board of Directors, and shall continue in office until their successors shall be elected and installed.

Section 3: President:

The president shall preside at all meetings of the members and Directors, shall sign the records thereof, and shall do and perform all duties pertaining to the office of president of a corporation, as well as those required of him by the Board of Directors.

Section 4: Vice-President:

It shall be the duty of the vice-president to do and perform all the duties of the president in the event of his absence disability or vacancy in his office, as well as those required of him by the Board of Directors.

Section 5: Secretary:

It shall be the duty of the secretary to keep a record of all the proceedings of the meetings of the members and of the Board of Directors; to keep or cause to be kept books for the record of membership; to attest instruments of the corporation requiring attestation; to give all notices as required to be given; and, in general to perform such other duties as pertain to the office of secretary of a corporation, as well as those required of him by the Board of Directors.

Section 6: Treasurer:

It shall be the duty of the treasurer to exercise supervision over the finances of the corporation, to collect dues, to furnish the Board of Directors with an accurate statement of the financial condition of the corporation at such times as the Board of Directors may request; to prepare annually for the consideration of the members a financial statement showing the financial condition of the corporation at the end of the fiscal year just closed; and, generally to perform such other duties as well as those required of him by the

Board of Directors. The treasurer shall be required to be bonded by a surety bond at all times during the term of his office for the amount agreed upon by the Board of Directors. He shall not pay out any monies belonging to the association except upon order of the Board of Directors.

Section 7: Compensation and Removal:

No officer shall be entitled to compensation for his services as such. Any officer may be removed from his office at any time by an affirmative vote of a majority of the Directors.

ARTICLE VI

Seal

No formal corporate seal need be adopted by this corporation.

ARTICLE VII

Fiscal Year

The fiscal year of this corporation shall end on the 30th day of April of each year.

ARTICLE VIII

Amendments

These by-laws may be amended by the members at any meeting of the members provided that notice thereof shall be duly given in the notice of said meeting. A quorum for the purpose of amending the By-laws shall consist of one-third (1/3) of the current membership of this association. If a quorum is present and accounted for a two-thirds (2/3) vote of the members present shall be required to amend these by-laws.

AMENDMENTS OF MAY 1, 1964

ARTICLE II, SECTION 2 - The annual dues of the Association shall be set annually by the Board of Directors of the Association in an amount per member not to exceed five dollars. No member shall be entitled to the privileges of the Association whose dues for the current year have not been paid. If any special assessments are deemed necessary by the Board of Directors, such assessments must be voted upon and approved by 2/3 of the members present at either a special or annual meeting of the members of the Association.

ARTICLE IV, SECTION 3 - Meetings of the Board of Directors may be called at any time by the president or any three Directors and may be held at any place within the State of Michigan pursuant to the call therefor. The Board of Directors shall hold meetings at least quarterly and may hold an annual meeting of the Board of Directors when called by the president or by a majority of the Board of Directors.

Upon motion and seconding from the floor, the following three amendments to the by-laws were successively voted upon:

Article II, Section 2 - Change the first sentence to read, "The annual dues of the Association shall be set annually by the Board of Directors of the Association in an amount not to exceed five dollars."

Article III, Section 1 - Change this section to read, "An annual meeting of the members shall be held each year during the month of May at 8:00 o'clock PM, on a date determined by the Board of Directors, for the purpose of electing a Board of Directors, and whatever other business shall come before the annual meeting."

Article IV, Section 3 - Change the second sentence to read, "The Board of Directors shall hold meetings at least quarterly and may hold an annual meeting of the Board of Directors when called by the president or by a majority of the Board of Directors."

Upon adding the written proxies to the votes from the floor, a quorum was present, as required by the by-laws, and all three amendments passed with a majority in excess of the necessary 2/3 vote.

It was moved from the floor, seconded and passed that the following men be accepted by acclamation as new members of the Board of Directors for three-year terms:

Kenneth Pickering - Hickory Heights 3
Keith Terry - Hickory Heights 2
William Yaw- Hickory Heights 1

Homer Case, Township Supervisor, gave a brief review of the growth of Bloomfield Township since 1820. He said past experience indicated that plugged culverts and flooding from rains would improve as building in the subdivisions was completed and lawns were established. He is proposing the commencement in the near future of a long term master storm drain program, construction of which might continue for thirty years. He cited the virtue of starting early to spread the cost and to prevent an eventual drainage crisis. He said that the surrender of the well sites by the Township will not occur until a second Detroit water line is available, which may be two years hence. The south well site will not revert to the builder, and Mr. Case is hoping for a 99 year lease to adjoining homeowners. The north well site will revert to the builder, who may build on it if he can meet all building requirements and restrictions. He urged that the wishes of the property owners adjoining the well sites be given primary consideration in any future planning. He mentioned a number of re-zoning cases in the township, either in progress or pending. He expected the current strong emphasis on multiple dwelling construction to moderate soon because of changes in the money market. He told of the recent strengthening of the building inspection department.

AMENDMENTS OF MAY 1, 1964 (CONTINUED)

ARTICLE III, SECTION 1 - An annual meeting of the members shall be held each year during the month of May at 8:00 o'clock PM, on a date determined by the Board of Directors, for the purpose of electing a Board of Directors, and whatever other business shall come before the annual meeting.

