

WINDSOR PARK COMMUNITY HOMES ASSOCIATION

BY-LAWS

Article I

Name

A. The name of this non-profit corporation is Windsor Park Community Homes Association, herein called the Association.

Article II

Purpose

A. The purpose of the Association as formed are as follows:

1. To administer and enforce the covenants, charges, and liens set forth in the Declaration of Covenants and Restrictions dated September 4, 1970 and recorded in Liber 17583, Pages 587-596, Wayne County Records.
2. To maintain and administer the parks and common facilities, herein after referred to as the Common Areas, as set forth in the Declaration of Covenants and Restrictions.

B. The purpose of the by-laws are as follows:

1. To clarify and further define the Declaration of Covenants and Restrictions and the Articles of Incorporation.
2. To set forth operating procedures of the Association and it's board of directors.

Article III

Membership and Voting Right

A. Every person or entity who is the owner of a lot in Windsor Park Subdivision shall be a member of the Association. Membership in the Association is and shall be appurtenant to and may not be separated from ownership of any lot. A member shall be considered in good standing if all dues and assessments are paid in full.

B. Voting Rights:

1. Each lot in the Subdivision shall carry with it one share of stock in the corporation and each share of stock shall be entitled to one vote, subject to the following restriction:

- a. The Association has the right to suspend the voting rights of any shareholder for any period during which any assessment against his lot remains unpaid, and for a period, not to exceed thirty days for any infraction by such shareholder of its published rules and regulations.

2. A quorum for all voting shall consist of the general membership in attendance.

3. A simple majority shall pass all issues presented to the general membership.

4. The use of proxies shall be prohibited in all voting except for assessments as directed by the Declaration of Covenants and Restrictions.

5. The use of absentee ballots shall be prohibited except for assessments and the election of the Board of Directors.

C. The Right to Petition:

1. The general membership has the right to petition the Board of Directors for any action including the recall of members of the Board of Directors. Each household in the subdivision shall be entitled to one signature per petition.

Article IV

Rights and use of the Common Areas

A. Property Rights

1. Every member shall have the right and easement of enjoyment in and to all the common areas subject to the following:
 - a. The right of the Association to charge reasonable admission fees and other fees for the use of any recreational facility situated upon the common areas.
 - b. The right of the Association to suspend the enjoyment rights of any member for any period during which any assessment against his lot remains unpaid, and for a period not to exceed thirty days, for any infraction by such member of its published rules and regulations.
 - c. The right of the Association to dedicate or transfer all or any part of the common areas to any public agency, authority, or utility under the conditions described in the Declaration of Covenants and Restrictions.

B. Delegation of Use

1. Any owner may delegate his right to enjoyment in and to the common areas to the members of his family, his tenants, or the Land Contract Vendees who reside on the property subject to the condition that any infraction of the posted rules and regulations by any of those be considered to be an infraction by the member.

C. Residents of the Charter Township of Canton

1. Any resident of the Charter Township of Canton shall have a right of enjoyment in Common Areas subject to the following provision(s):
 - a. The right of the Association to charge reasonable admission and other fees for the use of a recreational facility situated upon the Common Area.
 - b. The right of the Association to enforce all rules and regulations against said residents that are in effect on the members of the Association.

Article V

Maintenance Assessments

A. Annual Assessment

1. Each member shall pay an annual maintenance assessment as required by the Declaration of Covenants and Restrictions.

B. Purpose of Assessments

1. The assessments levied by the Association shall be used exclusively for the purpose of promoting the recreation, health, safety, and welfare of the residents in the Association, and in particular, for the operation, maintenance, management, and improvement of the common areas.

C. Basis and Maximum of Assessment

1. The annual assessment shall be \$55.00. The Board of Directors may increase the annual assessment by not more than \$10.00 for three-year periods without stockholder approval. The Board of Directors may not exercise this authority more than once within any three-year period. The Board of Directors may not exercise this authority more than twice in any nine-year period without the approval from a majority of stockholders voting in person, by absentee ballot, or by proxy at a meeting duly called for such purpose. After such an increase has been approved, whether by the Board of Directors or pursuant to a vote of the

stockholders, the annual assessment shall remain at the increased level thereafter, unless reduced by the Board of Directors.

In order to increase the annual assessment by an amount in excess of \$10.00 for a three-year period, the Board of Directors must obtain approval from a majority of stockholders voting in person, by absentee ballot, or by proxy at a meeting duly called for such purpose. The Board of Directors may at any time fix the actual annual assessment for any year at an amount less than the current amount being charged.

D. Uniform Rate of Assessment

1. The annual assessment shall be the same for all lots within the properties.

E. Notice and Quorum for Setting Assessments

1. Written notice by correspondence or electronic distribution of any meeting called for the purpose authorized under Section C shall be sent to all members at least thirty days in advance and shall state the purpose of the meeting.

F. Due Dates

1. The annual assessment for any year becomes due and payable on the first day of January of the year. The assessment year shall run from January 1st through December 31st.

G. Membership Transfer

1. Membership in the Association shall automatically be transferred to the new owners upon sale of the property within the Subdivision.
2. If unpaid assessments appear on the association books at the time of property ownership transfer, the new owners shall become liable only for that part of the annual assessment in which they are members of the Association.

H. Fixing of Assessments

1. The Board of Directors of the Association, subject to Sections C and D, shall fix the assessments at least thirty days in advance of the assessment period. They shall prepare a roster of the lots and the assessments applicable thereto and make this roster available for inspection by any lot owner.
2. The Board shall send a written notice of the assessment to every owner and upon written request and for a reasonable fee issue a certificate of payment which shall be conclusive evidence of payment.

I. Effect of Non-Payment

1. If any assessment is not paid on the date due, which shall be thirty days after the date indicated on the annual assessment letter, then such assessment shall become delinquent and shall, together with such interest thereon and costs of collection thereof, as provided in the Declaration of Covenants and Restrictions, thereupon become a continuing lien on such lot. The Association shall use the power and rights set forth in said Declaration to collect such charges.

Article VI

General Membership Meetings

- A. The Association shall hold two General Membership meetings per year, one during the first six months of the year, and one during the final six months of the year. The general membership must be notified of the General Membership meetings at least fourteen days before the scheduled meetings.
- B. Items to be placed on the agenda of the General Membership meetings must be submitted in writing to the Secretary of the Board of Directors at least seven days in advance of the meetings. All items submitted must be placed on the agenda.

- C. **Special General Membership meetings may be called by a majority vote of the Board of Directors or by petition containing at least 150 signatures of the membership.**

Article VII

Board of Directors, Election, and Term of Office

- A. **All members elected to the Board of Directors must be homeowners and residents of Windsor Park Subdivision in good standing of their annual assessments.**
- B. **Election of members to the Board of Directors will be held during one of the General Membership meetings. A list of nominees shall be presented by the nominating committee for consideration by the general membership. Additional nominations may be received from the floor. The newly elected directors shall serve a term of three years subject to re-election and shall begin their term of office immediately following the election.**
- C. **Vacancies on the Board of Directors shall be filled by appointment determined by a majority of the Board of Directors. The appointment shall serve the remainder of the term of office of the Director he replaced.**
- D. **The general membership may institute a request for recall and dismissal of a member of the Board of Directors with petitions containing at least 150 signatures of the members. The Board members not named in the recall petition shall investigate the charges in the petition and make recommendations to the general membership at the next General Membership meeting or at a special General Membership meeting called by the Board. A two-thirds vote of the general membership present will recall the Director(s).**
- E. **The Board of Directors shall elect among themselves a President, Vice-President, Secretary, and Treasurer. Officers shall hold office for a maximum three year term, but may be re-elected to succeeding terms. If a vacancy exists on the Board of Directors, a Director approved by a majority of the remaining Directors may perform the functions of the vacant position until another individual has been appointed to fill the vacancy.**
- F. **No Director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.**

Article VIII

Board of Directors and Meetings

- A. **The Board of Directors shall conduct monthly meetings with at least the two General Membership meetings open to attendance by the general membership.**
- B. **Special meetings of the Board may be recalled by the President or a majority of the Board members. Directors shall be notified in writing, by the Secretary, of the time, place, and purpose of special meetings at least three days prior thereto.**
- C. **Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business.**
- D. **Any action taken by the Board of Directors must have the affirmative vote of the majority of the Board.**

Article IX

Powers and Duties of the Board of Directors

- A. **Powers. The Board of Directors shall have the power to:**
 - 1. **Adopt and publish rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof.**

2. Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed thirty days for infraction of published rules and regulations.
3. Exercise for the Association all powers, duties, and authority vested in or delegated to this association and not reserved to the membership by other provisions of these bylaws, the Articles of Incorporation, or the Declaration of Covenants and Restrictions.
4. Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three consecutive regular meetings of the Board.
5. Employ an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.
6. At a scheduled, or Special General Membership meeting, whenever a majority present of the general membership deem it in the general interests of the Association to borrow money for the herein stated purpose of the association, the Board is hereby authorized to borrow only up to three thousand dollars (\$3,000.00). The borrowed amount, together with all interest and service charges, is to be repaid within a period of one (1) year. No further borrowing may occur until the original loan is repaid. The original loan is to be paid out of the next year's assessments prior to the payment of any other debts.

B. Duties. It shall be the duty of the Board of Directors to:

1. Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the General Membership meetings of the members, or at any special meeting when such statement is requested in writing by one-fourth of the members who are entitled to vote.
2. Supervise all officers, agents, and employees of this Association, and to see that their duties are properly performed.
3. As more fully provided in the Declaration of Covenants and Restrictions, to:
 - a. Fix the annual assessment.
 - b. Send notice of assessments to all members.
 - c. Collect the assessments.
4. Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not the assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such a certificate shall be conclusive evidence of such payment.
5. Procure and maintain adequate liability and hazard insurance on property owned by the Association and maintain Directors and Officers liability insurance in the amount of at least \$1 million.
6. Cause all officers or employees having fiscal responsibilities to be bonded, as ft may deem appropriate.
7. Cause the common areas to be maintained.

Article X

Officers and their Duties

A. The President

1. The president shall preside over all meetings of the Board and of the Association.
2. He shall assign duties and responsibilities to persons filling elected and appointed positions.
3. He shall be in charge of the agenda for all meetings.

4. He shall make reports to other organizations when needed.

B. The Vice-President

1. The Vice-President shall assume the role of President in the absence of the President.
2. He shall act as the operations officer of the Association.
3. He shall oversee the work of all standing committees.

C. The Secretary

1. The Secretary shall keep all records of meetings held by the Association and its Board of Directors.
2. He shall handle all correspondence and issue all meeting notices.
3. He shall also assume any other duty as seen fit by the Board of Directors.

D. The Treasurer

1. The Treasurer shall be responsible for all financial records of the Association.
2. He shall send out notices of assessments.
3. He shall collect assessments.

E. At-Large Board Members. The non-officers of the Board of Directors shall:

1. Assume the responsibility of liaison between the standing committees and the Board.
2. Act as non-voting advisors to the standing committees.
3. Assume any other duties as seen fit by the Board.

Article XI

Standing Committees

- A. The Board of Directors shall determine the number of members required to fill each standing committee and will make the appointments. Appointees shall come from the general membership.
- B. Each committee shall elect a chairman from its ranks and shall meet as required to properly perform its function.
- C. The following standing committees may be appointed by the Board of Directors:
 1. Rules Committee
 - a. The Rules Committee shall consider and recommend to the Board, rules and regulations governing the use of the Common Areas. This committee shall also be charged with enforcing all such rules and regulations.
 - b. The Rules Committee shall also periodically review the Association By-Laws for updating and shall consider, write, and present to the Board any requested changes or additions to the By-Laws.
 2. Park Development Committee
 - a. This committee shall determine from the general membership the desired development and priorities in development of all Common Areas and recommend action to the Board. They shall at the direction of the Board seek bids covering such development and make recommendations to the Board for awarding contracts.
 3. The Park Maintenance Committee
 - a. This committee shall seek bids covering the maintenance of the Common Areas and make recommendations to the Board for expenditures from the maintenance fund covering the necessary contracts.
 4. The Social Committee
 - a. This committee shall plan and recommend to the Board various social functions for the general membership. They shall also accept requests for social use of the

Common Areas by the membership and make recommendations to the Board for approval or denial.

5. **The Nominating Committee This committee shall:**
 - a. Present to the general membership a list of qualified and interested members for election to the Board of Directors.
 - b. Provide recommendations to the Board for filling positions on the standing committees and vacancies on the Board.
 - c. Handle all election procedures.
6. **The Public Relations and Communications Committee**
 - a. This committee shall provide a liaison between the general membership and the Board by establishing a system of block captains to disseminate and gather information necessary for the operation of the Association.
7. **The Special Interest Committee**
 - a. This committee shall determine an operating framework for any special membership operation and recommend action to the Board. It shall operate all special membership operations for the Board.

Article XII

Amendments and Rules Changes

A. Amendments

1. These By-Laws may be amended, altered, changed, added to, or repealed by the affirmative vote of a majority of the members entitled to vote at any regular or special meeting of the General Membership, if notice of the proposed amendment, alteration, change, addition, or repeal be contained in the notice of the meeting; provided however, that no amendments may be made to these by-laws which would contradict or be in conflict with any of the restrictions set forth in the Declaration of Covenants and Restrictions or the Articles of Incorporation.
2. Any section of these by-laws that is found to conflict with the Articles of Incorporation or the Declaration of Covenants and Restrictions are severable from the by-laws and in no way shall invalidate the balance of the by-laws.
3. The Board of Directors may, at the recommendation of the Rules Committee, after, change, add to, or repeal any rule governing the use of the Common Areas. Such rules changes must then be make known to all members of the Association.

Revisions Approved: March 9, 2011