

IDYLE HILLS ESTATES CIVIC ASSOCIATION

BY-LAWS

ARTICLE I – NAME

The name and title by which said non-profit corporation is to be known is: Idyle Hills Estates Civic Association.

ARTICLE II – TERRITORY

The geographical area included in this Association shall be Idyle Hills Estates Subdivision and Idyle Hills Estates Subdivision #2, as recorded in the Wayne County Records Office, State of Michigan.

ARTICLE III – PURPOSE

The purpose of this Association is as follows: To safeguard the character of our community and maintain our rights as property owners. To promote the welfare of the members of the Association on problems of housing, transportation, sanitation, taxation, building restrictions, streets and sidewalks, schools and all other matters of public interest.

ARTICLE IV – MEMBERSHIP

Section 1 – The membership of this Association shall consist of the homeowners in the geographical area described in Article II, whose names are recorded on the warranty deed or land contract and who have paid their dues and special assessments as provided under Article V. For voting purposes, all owners shall each have one vote.

Section 2 – Non-owner occupants in the geographical area described in Article II shall be entitled to all of the privileges of the Association except they cannot ~~are not entitled to~~ hold office or vote.

ARTICLE V – DUES

Section 1 – The dollar amount of the annual dues of this Association is determined at the Annual meeting and is payable on or before March 1st each year.

Section 2 – Funds for use by the Association may be obtained from a special assessment or other source as the Association may adopt and used for the purposes in Article III, or other purposes for the benefit or protection of the membership. The amount, and the method of obtaining such funds, must be approved by a vote of two-thirds (2/3) of the members attending a Regular or Special meeting.

ARTICLE VI – MEETINGS AND QUORUMS

Section 1 – Regular meetings of the Association shall be held in the months of December, March, June and September, or as required by a two-thirds vote of the Board of Directors. Admission to all Association meetings shall be restricted to those homeowners who have pre-paid their dues (and special assessments, if applicable) for the current year. These homeowners are referred to as “members in good standing.” Evidence of payment will be the list maintained by the Treasurer.

Section 2 – The September membership meeting shall be the Annual meeting, and the election and installation of Officers and Directors shall take place at this meeting.

Section 3 – Special meetings of the Association may be called by the President. The President also shall call a Special meeting of the Association upon receipt of a petition which has been filed with the Secretary and signed by at least 10% of the members in good standing. The President shall set the place and time of all Special meetings but shall consider specific requests included in the petition.

Section 4 – Written (includes email) notification of Regular or Special membership meetings shall state the place, time and purpose of such meetings, and shall be sent to each homeowner at least seven (7) days in advance of the time of the meeting. Only that business for which the Special meeting is called shall be transacted. A quorum must be present.

Section 5 – Twenty percent (20%) of the members in good standing shall constitute a quorum for the transaction of business at any Regular or Special meeting, and a majority vote of the members present shall rule except as provided in Article V, Section 2, and Article IX, Section 2, of these by-laws.

Section 6 – The Board shall establish the place and time of Board meetings. All Board members shall be notified at least three (3) days prior to each meeting. A majority of the members of the Board shall constitute a quorum to transact any business pertaining to the Association.

ARTICLE VII – OFFICERS AND DIRECTORS

Section 1 – Officers

- A. The Officers of this Association shall consist of a President, a Vice-President, a Secretary and a Treasurer.
- B. The Officers shall hold their respective offices for the term of two years following their election.
- C. The Officers may hold the same office for consecutive terms when decided by a majority of votes received from the membership.
- D. The Officers shall, in general, perform the duties prescribed for them in Robert’s Rules of Order Revised. Also, an addendum to these by-laws provides guidelines for the duties of each officer.

Section 2 – Directors

- A. The Directors of this Association shall consist of five (5) members elected by the membership. The Directors shall serve for a period of two years.
- B. There shall be no limitation of the number of consecutive terms a Director may serve.
- C. The Directors shall audit the Treasurer's report annually.

Section 3 – Association Board

- A. The Board of this Association shall consist of the four (4) Officers and the five (5) Directors elected by the membership. The immediate past President of the Association shall become a member of the Board for the next year immediately following his/her term of office. This will increase the Board to ten members.
- B. Any member of the Board who misses more than three Regular meetings of the Board in any one term may, at the discretion of the Board, be removed from office by a majority vote of the Board members present at a Regular or Special board meeting.
- C. The Board, after discussion, consideration and majority vote, shall be empowered to expel a member of the Board who may be deemed detrimental to the welfare and operation of the Association.
- D. If any Officer of the Association resigns or is removed from office, such opening shall be filled by appointment by ~~of~~ the Board. The person appointed shall serve until the next Regular membership meeting. At this meeting, the Association members shall vote upon the appointment.

Section 4 – Indemnification of the Board

To protect the members of the Board from liability or lawsuits arising from their position as an Officer or Director, the Association will provide an insurance policy paid for with Association funds. This indemnification shall be void in cases where the Officer or Director is guilty of willful or wanton misconduct or gross negligence in the performance of their duties, and when otherwise prohibited by law.

ARTICLE VIII – COMMITTEES

Section 1 – Standing Committees

The Architectural Control Committee will be a standing committee of the Association. This committee's chair shall be appointed by and responsible to the Board. The chair shall appoint a minimum of two people from the members in good standing to serve on this committee. There shall be no limitation to the number of years committee members may serve.

Section 2 – Temporary Committees

The Officers of the Association, with the approval of the Directors, may appoint temporary committees needed to carry on the work of the Association.

ARTICLE IX – AMENDMENT OF BY-LAWS

Section 1 – These by-laws in their initial form and content were approved at the Organization Meeting held December 1, 1965. The by-laws were amended and approved as currently

written on [date]. Any other earlier by-laws are declared revoked, rescinded and rendered inoperative.

Section 2 – These by-laws, or any part of them, may be altered, amended or replaced by a vote of two-thirds (2/3) of the members in good standing, attending any Regular membership meeting or Special meeting. The proposed amendment shall be submitted in writing (includes email) to all of the members in good standing at least 14 days prior to approval.

ARTICLE X – PARLIAMENTARY AUTHORITY

Robert's Rules of Order Revised shall govern the proceedings of all meetings except where otherwise provided in these by-laws.