

Foxcroft Homeowner's Association Bylaws

Drafted and Approved by the Association
August __, 1998

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 Sec. II Office of the President
 Sec. III Vice-president
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ARTICLE I

Art. I, Sec. I Foxcroft Homeowner's Association

The Association shall be formed for the benefit of all the members, to preserve the integrity of the neighborhood and to ensure the continued beauty and preservation all the members properties. The Association shall elect from its members representatives who, will faithfully execute the wishes of the members and act in their behalf on all matters. These officers of the Association will be bound by the bylaws of the Association and the covenants and deed restrictions set forth.

ARTICLE II

Art. II, Sec. I. Duties and Responsibilities of Officers

A Board consisting of seven of the members is hereby established, their duties and responsibilities are herein established. Each and every member of the Board has one vote on all Board issues put to a vote by motion from the floor or by motion of the Board.

Art. II, Sec. II. Office of the President

The President shall schedule and preside over meetings of the Board and general meetings of the membership. The President is the head of the Board and shall act for the Association in all matters covered by the bylaws and covenants of the Association, provided that the President may not act in the stead of the Board in matters that are subject to board approval. Matters that are of a controversial nature shall be addressed by a quorum of the Board. The President has the responsibility to respond to direct queries or complaints put forth to the Association Board and may delegate this authority to ensure that queries or complaints are handled in an expeditious manner. The President shall be a designated signator of the accounts of the Association.

Art. II, Sec. III. Vice-President

In the absence of the President or should the President resign or be removed from office the Vice-President shall assume all the duties and responsibilities of the office of the President. The Vice-President shall be a designated singnator of the accounts of the Association.

Art. II, Sec. IV. Secretary

The Secretary shall draft minutes and action items of each meeting. The Secretary shall keep a record of meeting transactions and activities, maintain archives of past board activities for future reference.

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The Secretary is hereby designated the official keeper of the records and shall maintain the files of the Association, to include correspondence, minutes, financial statements of past budget years and any other documents pertaining to the operation of the Association. Records shall be kept for at least five (5) previous years. The Secretary shall be a designated signator of the accounts of the Association.

The Secretary shall file with the financial institution used by the Association a proper transfer of signature authority over the accounts whenever there is a change in the position of President, Vice-President, Secretary or Treasurer.

Art. II, Sec. V. Treasurer

The Treasurer shall keep accurate records of Association assets, debts and receivables, inform board of reserves, budget compliance and bills and payments.

The Treasurer shall act as financial officer, paying bills for the Association and advising the Board in financial matters. The Treasurer shall submit dues notices to the members and collect all Association dues. The Treasurer shall file appropriate tax forms for non-profit organizations.

The Treasurer shall maintain an Association checking account and an association savings account and shall advise the board no less than four times per fiscal year of the status and balances of the accounts. The fiscal year being September 1st through August 31st. The Treasurer shall be a designated signator of the accounts of the Association.

Art. II, Sec. VI. Social Committee Chairperson

The chairperson shall form a committee from members of the Association. This committee should consist of at least two other members. The Chairperson shall be responsible for organizing group social activities for the Association.

Art. II, Sec. VII. Architectural Committee Chairperson

The Chairperson shall form a committee from members of the Association. This committee shall consist of at least two other members and not more than four other members.

The committee shall notify any member of the Association of violation of the deed restrictions. If the committee is unable to bring any violation into voluntary compliance, the Committee Chairperson shall advise the Board of the Association.

The committee shall be responsible for the day to day reviewing plans required to be submitted by the members for changes or alterations to any existing structure, change in grade, installation of any structure or the installation of landscaping as required in the deed restriction for Foxcroft Estates Subdivision.

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This committee shall act as the 'declarant' as set forth in the deed restriction filed with the Oakland County Clerk.

Nothing herein shall be construed as to taking the final authority of the Board of the Association from it. In matters of controversy or on appeal from any member of the Association, of a decision of the Committee, the decisions of the Board of the Association shall be final.

Art. II, Sec. VIII. Beautification Committee Chairperson

The Chairperson shall form a committee from members of the Association. This committee should consist of at least two other members.

The committee shall be responsible for the beautification of the common areas of the subdivision, working within the budget established by the Board. This includes planting of trees, bushes, flowers and maintenance of the Association entranceway sign, maintenance of sprinkler systems and wells, lighting, playgrounds and grass. The committee shall solicit bids for common-area improvements and maintenance as necessary, and submit these bids to the board for approval.

ARTICLE III

Art. III, Sec. I Rules of The Board

In order for the board to function for the benefit of the Association, rules for the operation of the board are hereby established.

Art. III, Sec II Removal from Office

Any member of the Board or of the subcommittees of the Social, Beautification, or Architectural committees shall be subject to removal from office for the following reasons; Failure to attend three consecutive meetings of the Board without cause, for the Board of the Association, or three consecutive meetings for the Architectural, Beautification and Social committees without cause. Malfeasance, nonfeasance, misfeasance, misappropriation of Association property or embezzlement of Association funds.

A motion to remove a member from any office may be brought by any member of the Association, under *Art. III, Sec II. para 1*. The Board of the Association must vote by simple majority and all members shall be present unless they are unavailable due to being out of town. If the subject of the motion is a member of the Board of the Association they need not be present and must abstain from the vote if they are present. No member of the Board may block this action by non-participation. All members of the Board shall be given at least two days (48 Hours) notice of the intent to make this motion before the meeting is held. If a Board member cannot attend the vote due to being out of town, they may be polled later, in writing, by the Secretary or by a designee of the President.

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Art. III, Sec. III Resignation, Powers of President to Fill Vacancies

Any member of the Board of the association who resigns before their term expires shall submit their resignation to the President in writing. At the next meeting of the Board the President shall inform the members of the resignation. The President shall nominate a member in good standing of the Association to fill the vacancy within 45 days of the resignation. The Board shall vote on the nomination by simple majority.

Art. III, Sec. IV. Meetings

Board members shall have the right to present motions and proposals to the Board at meetings. The President or acting chair shall hear any properly presented motion from the floor from members in good standing. Persons who are not members in good standing may not attend board meetings without the consent of the board. Any member may attend any board meeting.

The President of the Board shall call at least one general meeting of the Association in August of every year. This meeting shall be held after the general election.

The President shall call at least six (6) meetings per year. There shall be no more than ninety (90) days between meetings.

A quorum of the board is hereby established at 50% of the active board plus 1. Example, 7 members, $3.5 + 1 = 4$, 6 members $3 + 1 = 4$. Voting at Board meetings shall be by simple majority, ties shall be broken by polling of absent members.

Art. III Sec. V Budget

The Board shall establish and create a budget based on the real and anticipated needs of the Association. The budget shall be approved by a majority of a quorum of the Board.

The budget shall be passed and approved for the forthcoming budget year thirty days prior to the annual meeting of the association.

The budget shall list expected expenditures based on past expenditures and shall fix for collection beginning September 1st the dues paid by each member household.

Under no circumstances shall any authority granted by this document or of any other rule allow the Board to spend money which has not yet been collected, nor shall the Board have the authority to secure a loan from any institution, entity or individual, borrow money from any institution, entity or individual or loan money of the Association to any institution, entity or individual or make charitable donations to any institution, entity or individual.

Art. III, Sec. VI Finances

The board shall ensure that the Treasurer of the Association maintains one (1) checking account and one (1) savings account in the name of the Foxcroft Homeowners Association.

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The Board shall, upon the end of any term of any Treasurer, or at least once per year, ensure that the books of the Association are audited by at least two of the members. If, in the opinion of the majority of the Board members, an independent audit is required to ensure the validity of the accounts, a Certified Public Account shall be contracted with to audit the accounts.

If any Board member becomes aware of any of the following; malfeasance, embezzlement, misappropriation of funds or of any property, full disclosure to the Board, the Association and in the case of any criminal act, such as malfeasance, embezzlement, misappropriation of funds, or of any property, said member shall be required to file a report with the Sheriff of Oakland County. Failure to comply with this section shall constitute nonfeasance, reference *Art. III, Sec. II. para 1.*

A quorum of the Board shall be required to close, move and or establish a new or different bank account.

The Board shall require the Treasurer to file a written financial report at least quarterly, quarters ending in the months of November, February, May and August. The Treasurer shall also make a report at every meeting of the board.

The Board has the sole authority to establish the amount of Association dues to be paid by the members on an annual basis.

Art. III, Sec. VII. Special Committees

The Board shall have the authority to establish special committees as the Board deems necessary. Any special committee shall be temporary in nature and shall not be formed for more than one year.

ARTICLE IV

Art. IV Sec. I Membership in the Association

Membership in the Association shall consist of the following persons; an owner, of one or more of the homes in the Foxcroft Homeowners Association. Each person listed on the deed to any home is to be considered a member. Adult children of members or other live in family members shall not, for the purposes of voting or holding any office be considered members.

Persons who may rent any home in the Association may participate in Association social events but may not hold office, vote, or attend meetings of the Board.

If any corporation holds title to one or more properties in the Association, the corporation must designate a "member" in writing to the Board.

Art. IV, Sec. II Voting

The designated "member" shall vote for the corporation. If a corporation or person

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holds more than one property, they may vote once for every property they hold. Under no circumstances shall a designated "member" of a corporation hold any elected office on the Board of the Association.

For the purposes of voting, the principle of one home, one vote shall apply. In board elections, special elections, elections to amend bylaws, Association meetings where a motion is voted upon by the floor, only one vote per household shall be allowed.

ARTICLE V

Art. V, Sec I Elections

Elections shall be held every year, the Secretary of the Association shall distribute the ballots and account for their number. The Secretary shall count the ballots with at least one other Board member and publish the results to the members. The elections shall be held in August of every year and the new Board members shall take office on the 1st day of September. If all Board positions are uncontested, the vote may be by acclamation, at the August general membership meeting.

Art. V, Sec II Nominations

The Secretary shall distribute the forms for nominations by the third (3rd) day of August. The nominations shall be delivered to the Secretary at the address designated on the form.

They shall be collected by the 10th Day of August and as of that day the nominations shall be considered closed, unless no nomination for one of the positions is received. If none are received for any one position, the nomination shall be considered open. If any person wishes to nominate any person prior to the forms being distributed, they may do so in writing to the Secretary. Nominations of persons unwilling to run for office shall not be accepted.

Art. V, Sec III Ballots

If more than one person is nominated for any position, the Secretary shall prepare ballots for all of the positions and distribute them by the 12th day of August. The ballots shall be delivered to the designated return address by the 19th day of August. Ballots not received by the Secretary by the 19th day of August shall not be counted. In any election, no ballot shall be counted for any reason after the established close of the ballot date has passed.

Any member of the association, except a member designate, as defined in *Art. IV, Sec. I*, may run for a vacant office, provided, the member does not have a spouse or other family member serving in an elected capacity, so that the two would hold office at the same time.

In the event of a tie, the tie shall be broken by a vote of the Board, whose decision in this matter shall be final.

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Art. V, Sec IV Terms

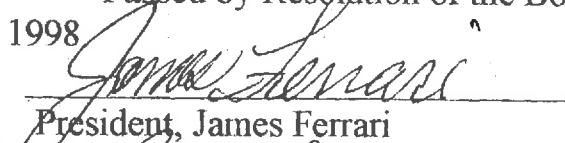
The terms of the offices of the Board, The President, Vice-President, Secretary, Treasurer, Social Committee Chairperson, Beautification Committee Chairperson and the Architectural Committee Chairperson shall be one year, with the term beginning September 1st and ending on August 31st of the following year.

ARTICLE VI

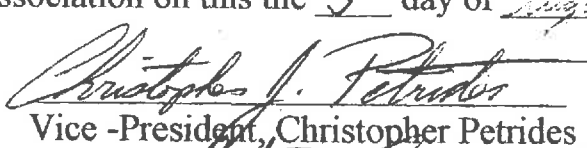
Art. VI, Sec. I Bylaws

It is recognized that the the bylaws of the Association and the covenants and deed restrictions are the binding rules of the Association. Bylaws and deed restrictions may be ammended and adopted by a majority vote of the members. A majority being 51% of the members. Members who do not choose to vote or do not return ballots within the designated time period, which shall not be less than seven (7) days, shall have their vote be null and void, the remaining members that cast votes shall constitute the membership for purposes of the election and 51% of their number shall be required for passage.

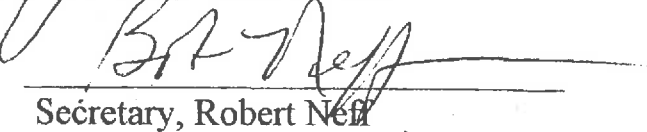
Passed by Resolution of the Board of the Association on this the 5th day of August, 1998



President, James Ferrari



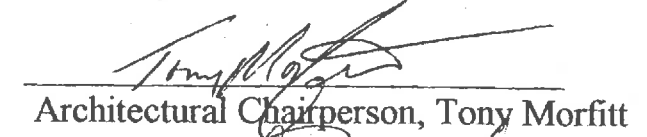
Vice -President, Christopher Petrides



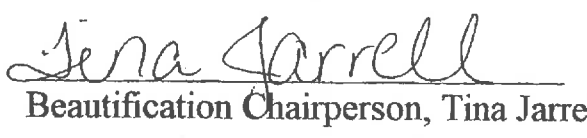
Secretary, Robert Neff



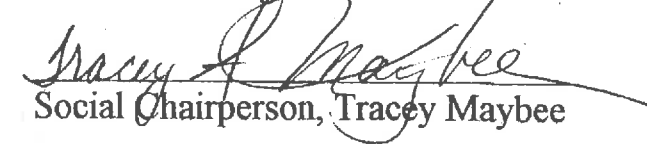
Treasurer, John Klehm



Architectural Chairperson, Tony Morfitt



Beautification Chairperson, Tina Jarrell



Social Chairperson, Tracey Maybee

On this the ___ day of _____, 1998, I Robert Neff, Secretary of the Association, certify that this document was approved by a majority of the members in an election conducted and counted by myself and _____. The tally was _____ for and _____ against.

_____, Robert Neff, Secretary, Foxcroft Homeowners Association.

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