

**BIRMINGHAM FARMS HOMEOWNERS ASSOCIATION  
BYLAWS**

**PURPOSE**

To foster and protect the development of a desirable residential community.

**ARTICLE I  
Membership**

The Membership of the Association shall be limited to lot owners and residents of Birmingham Farms Subdivisions of Bloomfield Township, Oakland County, Michigan, and shall be composed of two types of Membership as follows:

1. VOTING MEMBERSHIP. The Voting Membership shall be limited to the owners of lots in the Birmingham Farms Subdivisions. No more than one such membership shall be issued to the owner or owners of any single lot and the common owner or owners of more than one lot shall be entitled to only one such membership. Each such membership shall have one vote in the conduct of Association business as hereinafter provided. Only those persons holding a Voting Membership shall be eligible for election to the Board of Directors.

2. ASSOCIATE MEMBERSHIP. The Associate Membership shall be limited to residents of the Subdivisions who are non-owners of lots in the Subdivision. Such membership shall include all of the privileges of Voting Membership except that an Associate Member shall have no vote in the conduct of Association business nor shall such member be entitled to hold the office of Director of the Association. No Associate Member shall, without his written consent, be charged or be liable for, any special assessment established by the Association.

**ARTICLE II  
Officers**

Section 1. The Officers of the Association shall consist of President, Vice-President, Secretary and Treasurer.

Section 2. Board of Directors shall consist of a minimum of seven members of the Association, four of whom shall be the officers listed in Article II, Section 1.

Section 3. Board of directors shall be elected as follows:

A. The first Board of Directors shall be elected at the first meeting following adoption of the Association Bylaws by the membership. The terms of office of the Board of Directors shall be as follows:

1. A minimum of three members for a term of one year.
2. A minimum of two members for a term of two years.
3. A minimum of two members for a term of three years.

B. Thereafter the replacement members of the Board of Directors shall be elected at the regular annual meeting for suitable terms of office so that the Board of Directors shall always consist of:

1. A minimum of three members having one year to serve.
2. A minimum of two members having two years to serve.
3. A minimum of two members having three years to serve.

C. Any members of the Board of Directors missing four consecutive meetings shall be subject to replacement by the Board of Directors.

D. The President, Vice-President, Secretary and Treasurer shall be elected by the Board of Directors from their membership for a term of one fiscal year.

E. A nominating committee of three members of the Association shall be selected by a vote of the membership at the first regular meeting prior to an election of officers. This committee shall provide a nominee for each vacancy. However, it shall be any member's right to nominate from the floor.

Section 4. Duties of Officers:

A. President: President shall preside at all regular or special meetings of the Association and Board of Directors.

B. Vice-President: Vice-President shall fulfill the duties of President when President cannot fulfill duties, and shall assist at all times.

C. Secretary: Secretary shall keep minutes for all regular and special meetings (said minutes to be kept as permanent records of the Association), shall take care of all correspondence for the Association, shall notify members of any special meetings.

D. Treasurer: Treasurer shall collect and hold monies of the Association and shall disburse such funds as authorized by the Charter of the Association. The Treasurer shall keep accurate records of all financial matters.

E. Directors: The seven elected directors shall administer the business of the Association, subject to Article VIII.

### **ARTICLE III**

#### **Membership Fees, Dues, Assessments**

A. Fee for Voting Membership shall be \$50.00

B. Dues shall be \$50.00 per year to cover current and anticipated operating expenses including, common area maintenance and social/community events. Dues shall be as fixed from time to time by the Board of Directors and shall be paid as directed by Resolution.

C. Assessment for improvement, construction and other unusual activities shall be made by a Resolution of the Members.

D. The Secretary shall notify each member of the amounts and provision for payment of special assessments.

E. The membership fee shall become payable upon joining the Association. Dues shall be prorated from the start of the fiscal year for new members.

### **ARTICLE IV**

#### **Meetings**

Section 1. The meetings of the Association shall be held at the Registered Office of the Association, or such place as shall otherwise be designated.

Section 2. An annual meeting of the members shall be held without necessity for further notice between the 15th and 30th of September, exact date to be at the discretion of the Board at 8:00 p.m., local time at the Registered Office of the Association, to receive reports of officers and directors, elect directors, and transact all business subject to the limitations of these Bylaws.

Section 3. Board of Directors shall meet quarterly at such time agreed upon by the Board.

Section 4. Special meetings of the Board of Directors may be called by any three or more Board members upon presentation to the Secretary of their request in writing stating the matter to be considered. The Secretary shall notify the members of the Board at least seven days prior to the date of the meeting.

Section 5. Special meetings of the membership may be called by three or more directors, or by a majority of the membership, or by the Secretary upon request of either group mentioned. Written notice

of special meetings shall be given at least seven days prior to the date of such meeting and shall state informally the actions of proposals to be considered.

**ARTICLE V**  
**Quorum**

A quorum for the transaction of authorized business shall be a majority of the members, present in person or by proxy, but in the absence of a quorum a lesser number may adjourn meetings to another time and/or place.

A quorum of the Board of Directors shall be a majority of the members of the Board, but in the absence of a quorum a lesser number may adjourn meetings to another time and/or place.

**ARTICLE VI**  
**Resolutions**

Assessments for unusual activity, amendments to these Bylaws, and other resolutions shall require a majority vote of those members present in person, or by written proxy, voting at a duly authorized meeting of the Association.

**ARTICLE VII**  
**Fiscal**

Fiscal year of the Association shall end on the 30th day of September each year.

**ARTICLE VIII**  
**Limitations of Authority**

Consistent with the Association's Bylaws, no expense over and above the expenditure of sums on hand, or approved administrative operating expenses may be undertaken, no contract entered into, no assessment may be imposed, and no provision of these Bylaws may be amended except as expressly approved by the membership under the provisions of Article VI of these Bylaws.

In no event shall the Board of Directors expend more than \$1,000.00 for any one purpose without the approval of two-thirds of the Directors.

**ARTICLE IX**  
**Standing Committee**

A standing committee consisting of three members of Homeowners contiguous to each of the surrounding properties shall be appointed annually. The committee shall be responsible to the Board of Directors and report at each meeting. The committee will appoint a designated representative to communicate with each of the surrounding properties. The committee shall rotate among the contiguous homeowners so no homeowner serves more than one consecutive year.