

## BY-LAWS

### ARROWHEAD WEST HOMEOWNERS' ASSOCIATION

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#### ARTICLE 1

##### NAME

This Association shall be known as the ARROWHEAD WEST HOMEOWNERS' ASSOCIATION, and will hereinafter be referred to simply as the "ASSOCIATION."

#### ARTICLE II

##### PURPOSE

The purpose of the ASSOCIATION, as per the ARTICLE OF INCORPORATION, is to promote the best interests of the property owners and residents within the area named and in a broad way to foster, further, advocate and protect the best interests of the area as a residential section; to encourage all propositions that may be helpful to the development of the area; to discourage and oppose all propositions that may be detrimental to the residents and the property owners of the area.

In clarifying the ARTICLES, the purpose of the ASSOCIATION shall, in addition, be to maintain and improve the property with due regard to the members of the ASSOCIATION and also:

1. To maintain the ASSOCIATION as a non-profit corporation in Michigan.
2. To maintain, uphold, and enforce building and use restrictions of record in connection with the goals of the ASSOCIATION.
3. To promote fellowship of the members of the ASSOCIATION.

## ARTICLE III

### DEFINITIONS

#### §1: OWNER

The term “owner” shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any lot which contained within Lake Arrowhead Subdivisions 3,4, and 5, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

#### §2: MEMBER IN GOOD STANDING

The term “member in good standing” shall refer to an owner of a lot for which payment for dues and /or assessments of the ASSOCIATION are not delinquent.

## ARTICLE IV

### MEMBERSHIP

In accordance with the building and use restrictions filed with the Macomb County Register of Deeds, any property owner whose property abuts Lake Arrowhead Subdivision 3,4, and 5, agrees to join and remain a member of the property owners association, which shall have jurisdiction over the property and the use thereof.

In addition, membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the ASSOCIATION.

ARTICLE V  
GOVERNING BODY

§1: NUMBER

The property and lawful business of the ASSOCIATION shall be held and managed by the Board of Directors, consisting of six (6) members: namely, the President, Vice President, Secretary, Treasurer, and the immediate past two (2) Presidents. Such directors/officers must be members of the ASSOCIATION.

§2. ELECTIONS

The Directors/Officers shall be elected for a term of one (1) year, with such election to take place at the semi-annual meeting of the membership to be held on the first Tuesday in October.

Election to each position shall be by a majority of the members-at-large and present at the meeting and who are also in good standing.

§3: NOMINATIONS

Nominations for office shall be made from the floor at the elections meeting by any member of the ASSOCIATION in good standing.

§4: VACANCIES

Vacancies in the Board of Directors/Officers shall be filled by the remaining members of the Board, and each person so elected shall be a Director/Officer until his/her successor is elected by the members entitled to vote in an election, who may make such election at the next semi-annual meeting of the members, or at any special meeting thereof duly called for that purpose and held prior thereto.

§5: COMPENSATION

No Director/Officer shall receive compensation for any service he may render to the ASSOCIATION. However, any Director/Officer may be reimbursed for his actual expenses incurred in the performances of his/her duties.

§6: REMOVAL OF DIRECTORS

Any Director/Officer may be removed, with or without cause, by a majority vote of the members of the ASSOCIATION in good standing present at an official meeting.

## ARTICLE VI

### MEETING OF DIRECTORS

#### §1: REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held quarterly at such a date, place, and hour as may be fixed from time to time by resolution of the Board.

#### §2: SPECIAL MEETINGS

Special meetings of the Board of Directors shall be held when called by the President or by any two (2) Directors after not less than two (2) days notice to each Director.

#### §3: QUORUM

A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business, and the acts of a majority of the Directors present at a meeting at which a quorum is present shall be the acts of such Board: Provided that if the Directors shall severally and/or collectively consent in writing to any action to be taken by the ASSOCIATION, such action shall be as valid a corporate action as though it had been authorized at a meeting of the Board.

## ARTICLE VII

### POWERS AND DUTIES OF DIRECTORS

#### §1: POWERS

The Board of Directors shall have the power to:

- (a) 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 by-laws, the Articles of Incorporation, or the declarations recorded with the Macomb County Register of Deeds.
- (b) Spend up to \$500.00 without the approval of the ASSOCIATION members.

## §2: DUTIES

It shall be the duty of the Board of Directors to:

- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at each semi-annual meeting or any special meeting.
- (b) Supervise all Officers, agents and employees of this ASSOCIATION, and to see that their duties are properly performed.

## ARTICLE VIII

### OFFICERS

#### §1: PRESIDENT

The President shall be the Chief Executive of the ASSOCIATION. He/she shall preside over all the meetings of the Board and members. He/she shall have the general and active management of the business of the ASSOCIATION and shall see that all orders and resolutions of the Board and members are carried into effect. He shall be the spokesperson for the ASSOCIATION.

#### §2: VICE PRESIDENT

The Vice President shall be an aide to the President and shall perform the duties and exercise the power of the President during the absence or disability of the President to act and shall exercise and discharge any other duties as may be required by the Board.

#### §3: SECRETARY

The Secretary shall have the possession of the books and records of the ASSOCIATION and shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members of the ASSOCIATION with their addresses; serve notice of meetings of the Board and of the members; and shall perform any other duties as required by the Board.

#### §4: TREASURER

The Treasurer shall receive and deposit in appropriate bank accounts all monies of the ASSOCIATION and shall disburse funds as directed by resolution of the Board of Directors; keep proper books of account and shall render an account of all his transactions as the Treasurer and the financial condition of the ASSOCIATION whenever requested by the President or the Board of Directors. The Treasurer shall be bonded for an appropriate amount decided upon by the Board; however, the Board can waive the bonding requirement should it see fit.

### ARTICLE IX

#### MEETINGS

#### §1: GENERAL

Any business brought before the members for voting at an official meeting shall require a majority vote of those members present who are eligible to vote, except as otherwise provided in these by-laws or by declaration or by statute which by-laws are unable to amend for use, in order to pass.

#### §2: VOTING

Each household in good standing with the ASSOCIATION shall have one (1) voting member; however, only members present at a meeting shall be entitled to vote.

#### §3: NOTICE OF MEETINGS

At least ten (10) days prior to each regular or special meeting of the members, written notice of the time, place and purpose of such meeting shall be mailed by the Secretary to each member or served personally upon such member. The Secretary shall further file a proof of service with the ASSOCIATION by placing such in the file, indicating that service was made upon all members.

#### §4: SEMI-ANNUAL MEETINGS

A semi-annual meeting of the general membership shall be held on the first Tuesday in October at 8:00 P.M. and also on the first Tuesday in April at 8:00 P.M. at a place designated by the Board of Directors.

## §5: ORDER OF BUSINESS

The order of business at the semi-annual meeting will be as follows:

- (a) Roll call.
- (b) Reading of notice and proof of mailing or service.
- (c) Reading of minutes of last meeting.
- (d) Report of Directors/Officers.
- (e) Election of Directors/Officers (where necessary).
- (f) Old Business.
- (g) New Business.
- (h) Adjournment.

Conduct and procedure for the meetings, general or special, shall be in accordance with Robert's Rules of Order.

## §6: AGENDA

The agenda for each meeting shall be prepared by the Board. Any member of the ASSOCIATION wishing to place an item on the agenda shall notify the President in writing of the substance of such item and such item shall then be placed on the agenda for the next membership meeting.

## §7: SPECIAL MEETINGS

A special meeting of the members may be called at any time by the President, by a majority of the Board of Directors, or by twenty (20%) percent of the members in good standing. The method by which such meetings may be called is as follows:

Upon receipt of a specification in writing setting forth the date and objects of such a proposed meeting, signed by the President or a majority of the Board of Directors or by twenty (20%) percent of the members in good standing, the Secretary or other members of the Board shall prepare, sign, and cause to be delivered the proper notice requisite to such a meeting.

§8: ORGANIZATIONAL MEETING OF BOARD

Within ten (10) days after the October meeting, the outgoing Directors/Officers shall meet with the incoming Directors/Officers for the purpose of creating a functioning successor governing body and so that all materials and unfinished items of business can be turned over to the new Directors/Officers.

ARTICLE X

AMMENDMENT OF BY-LAWS

The by-laws of the ASSOCIATION may be amended, altered, or repealed at any regular or special meeting of the members of the ASSOCIATION called for that purpose by a majority of those present at the meeting and eligible to vote. The Board of Directors/Officers shall have no authority to amend, alter, or repeal the By-laws.

ARTICLE XI

MISCELLANEOUS

§1: DUES AND ASSESSMENTS

In accordance with the building and use restrictions filed with the Macomb county Register of Deeds, all of the lot owners shall be required to pay dues to the ASSOCIATION in such amounts as shall be provided by its Board of Directors and to pay a pro-rata assessment for any cost or expenses incurred in connection with the maintenance of the entrances and such other activities as may be approved by the ASSOCIATION.

It is suggested that the Board of Directors in setting the yearly maintenance fees or any special assessments, seek the approval of a 2/3 majority of members present and are entitled to vote at a meeting.

These BY-LAWS are approved by the ARROWHEAD WEST HOMEOWNERS' ASSOCIATION on this            day of            , 1987.

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President

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Secretary

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Vice President

\_\_\_\_\_  
Treasurer



