

**Bylaws of
Clarkston Estates, Inc.
A Michigan Nonprofit Corporation (Association)**

Adoption Date: _____

ARTICLE I, NAME AND PURPOSE

Section 1.01: NAME:

The NAME of this organization shall be Clarkston Estates, Inc., hereafter referred to as the Association. It shall be a nonprofit organization incorporated under the laws of the State of Michigan.

Section 1.02: DEFINITION:

The property commonly known as "the Beach," accessible from Pinehurst Ct., is designated for the exclusive benefit and use by all property owners within Clarkston Estates I, (see Attachment A for a plot layout and identification of parcels that define the boundaries of Clarkston Estates I). According to the Register of Deeds Office, Oakland County, Michigan, this property has a legal name of "Park, in Clarkston Estates", according to the plat thereof, as recorded in Liber 36 of Plats, Page 3, Oakland County Records. Its formal address is Park, Clarkston, Michigan 48346, having a Tax ID No. of 08-29-181-012. The Register of Deeds Office, Oakland County, Michigan further notes: "Park is dedicated to the exclusive use of the property owners in this subdivision."

Section 1.03: PURPOSE:

In recognition that the Park is designated for the exclusive use by Clarkston Estates I property owners, the goal is to provide an opportunity for all property owners to be represented in decisions affecting the Park and to preserve its scenic beauty, cleanliness and protect said property against vandalism, trespassers, and vagrancy. The Bylaws shall govern the Corporation and its members and facilitate the maintenance and security of Park, Clarkston, Michigan 48346.

Article II, MEMBERSHIP

SECTION 2.01: ELIGIBILITY FOR MEMBERSHIP:

Membership in the Association is reserved for Clarkston Estates I property owners. Clarkston Estates I owners are recipients of the rights and privileges conferred as a result of the dedication of the land noted in Section 1.02.

The status of an "Active Voting Member" is bestowed to a Clarkston Estates I property owner who has paid their voluntary annual dues for the current year and is therefore entitled to vote on operation matters including budget and Park property improvements. An active membership period is June 1 through May 31.

Section 2.02: ANNUAL DUES FOR ACTIVE VOTING MEMBERS:

Annual dues shall be reviewed and established by the Board of Directors each year. Full

payment of the annual dues will entitle "Active Voting Member" and their guests to full membership privileges for one year from June 1 through May 31.

Annual Dues are to be used primarily by the Association to fund its annual maintenance and security of the Park. Dues may, on occasion, be paid by donation of products or services to the Association, by prior approval of the Officers of the Association.

Section 2.03: MEMBERSHIP PRIVILEGES FOR ACTIVE VOTING MEMBERS:

By payment of Annual Dues, each Active Voting Member will receive an identification tag and a key (or other means of access) that will provide the Member and their property residents or guests with physical access to the Park.

ARTICLE III, OFFICERS

Section 3.01: OFFICERS:

The Association shall have a Board of Directors made up of the following Officers:

- 1) President;
- 2) Vice-President;
- 3) Treasurer;
- 4) Assistant Treasurer;
- 5) Secretary;

Section 3.02: ELECTION OF OFFICERS:

Officers shall be elected by majority vote of Active Voting Members submitting ballots.

Section 3.03: TERM OF OFFICE:

Generally, Officers shall serve alternating two-year terms as approved by the Board of Directors.

Section 3.04: DUTIES:

The duties of the Officers are as follows:

- 1) The **PRESIDENT** shall be the principal executive officer of the Association and shall preside over all meetings, represent the Association on public occasions, and make such Committee appointments from the membership as shall be deemed advisable for the effective conduct of the work of the Association.
- 2) The **VICE-PRESIDENT** shall assist the President as the President requests and represent the Association on appropriate occasions. The Vice-President shall also, in the absence or disability of the President, perform the duties and exercise the powers of the President of the Association.
- 3) The **TREASURER** shall collect, safeguard, disburse and make periodic reports of all funds collected in the name of the Association.

4) The **ASSISTANT TREASURER** shall function as a support and oversight role to the **TREASURER**.

5) The **SECRETARY** shall keep attendance records and record the proceedings of all meetings, maintain adequate records of the Association activities, and conduct such official correspondence as shall be required.

Unless so authorized by the Board of Directors, no Officer shall have any power or authority to bind the Association by any contract or engagement for any purpose or in any amount.

Section 3.05: VACANCIES AND REMOVAL FROM OFFICE:

Any Officer may be removed by a majority vote of the Active Voting Members submitting a ballot (excluding the Officer to be removed). Upon the death, removal, resignation, or incapacity of an Officer of the Association, a majority of Active Voting Members submitting a ballot shall elect a successor. The Board of Directors may appoint an interim assignment as necessary.

Section 3.06: MANAGEMENT:

The Association shall be managed by the Officers so elected, with powers consistent with the Articles of Incorporation and these Bylaws of the Association.

ARTICLE IV, MEETINGS OF MEMBERS

Section 4.01: PLACE OF MEETINGS:

Association meetings shall be held at the Park or at any other place the President or Board of Directors may from time to time select.

Section 4.02: REGULAR MEETINGS:

Regular Association meetings shall be held at least annually, at a time and place designated by the President.

Section 4.03: ANNUAL MEETING:

An annual Association meeting shall be held before June 1st of each year, if possible. Any eligible Association Member or Active Voting Member may attend the meeting. The purpose of the meeting is to involve property owners, share information, and transact business such as identifying objectives and priorities and setting annual dues and budget.

Section 4.04: SPECIAL MEETINGS:

Special meetings may be called by the President, or by a majority of the Officers of the Association, or by five percent (5%) or more of Active Voting Members.

Section 4.05: NOTICE OF MEETINGS:

A notice of each meeting, stating the place, day, and hour of the meeting, shall be prepared by the Secretary of the Association, or by the person authorized to call the meeting. Method of delivery shall be any method determined reasonable by the Board of Directors such as by mail and/or email and/or by public posting in the subdivision.

This notice shall be given at least fifteen (15) days prior to the date named for the meeting.

Section 4.06: QUORUM:

The Members present at any properly announced meeting of three (3) or greater shall constitute a quorum at such meeting.

ARTICLE V, VOTING

Section 5.01: VOTING:

A simple majority vote of Active Voting Members (one vote per property owner) submitting ballots will be required for election of Officers, removal of Officers, changes to organization documents, changes to bylaws, and certain special meetings.

Section 5.02: VOTING BY MAIL:

Any situation whereby a count of the votes of Active Voting Members may be desired, such election may be conducted by mail or by distribution of a ballot in such manner as the Officers of the Association shall deem appropriate such as through an electronic method.

ARTICLE VI, COMMITTEES

Section 6.01: AUTHORIZATION TO ESTABLISH COMMITTEES:

The Board of Directors may establish Committees as deemed necessary to pursue its stated objectives. Committee members shall be appointed by the President.

ARTICLE VII, FINANCES

Section 7.01: Budget and Member Approved Expenditures:

An annual budget will be developed by the Board of Directors that will define the approved amounts and types of expenditures to be allowed for each year's activities. The budget will be based on total revenue received from all sources. Expenditures identified in this budget will be considered approved at the time of approval of the budget by the Board.

To the extent that savings can be achieved between the total revenue collected by the Association and the total approved, budgetary expenditures, Active Voting Members shall vote to identify specific projects or capital expenditures that are considered necessary to achieve the Associations long-term objectives. For example, the purchase of a fence – a capital expenditure – may require two years of savings and a special assessment (a one-time request for a specific dollar amount over and above the annual dues amount) in order to complete the purchase.

Section 7.02: FINANCIAL REPORTS:

Quarterly and Annual Financial Reports shall be prepared by the Treasurer and presented to the Board of Directors at Regular Meetings and Members at the Annual Meeting. These financial reports shall consist of the following reports, at a minimum:

Copy of most recent quarter's bank statement and a profit & loss statement that includes actual expenses with budgeted expenses.

ARTICLE VIII, ACCEPTANCE OF BYLAWS

Section 8.01: VOTING:

The initial adoption of the Bylaws will require a majority vote of eligible Association members (property owners) submitting a ballot. After initial acceptance, only Active Voting Members will be eligible to vote on any proposed amendments to the Bylaws.

ARTICLE IX, AMENDMENTS

Section 9.01: PROCEDURE:

These Bylaws may be amended from time to time as recommended by the Board of Directors by a majority vote of Active Voting Members submitting a ballot at an Annual Meeting provided fifteen (15) days written notice of the proposed amendment and of the meeting is given.

ATTACHMENT A **Current Property Parcels**

