

NORTHVILLE PARK ASSOCIATION BY-LAWS

These by-laws were reviewed at the October 8, 2015 Board Meeting and are subject to approval at the General Membership Meeting on Monday October 19, 2015.

PREAMBLE

“Northville Plats” is hereby defined as being that certain land described as follows:

- a. Northville Plat and Northville Plat Numbers one (1) to ten (10) inclusive
- b. Other lands in vicinity of (a) to be platted as hereafter designated by the Board of Directors

The recreational park property and facilities known as Northville Park shall be owned, controlled and maintained by Northville Park Association members, who possess a valid “Certificate of Ownership”, and who have paid all dues and fees to date. These members will be further referred to as “Co-Owner” members.

The purpose for which this association is formed are:

1. To promote community benefits and to establish rules and regulation encouraging and promoting the mutual interests of the membership.
2. To promote, develop, operate and maintain a recreational park and recreational facilities in Northville Plats.
3. To do such other things as may be deemed beneficial and in the mutual interests of the members thereof.

ARTICLE I

Name and Location

This association shall be known as Northville Park Association.

The registered office and place of business of the Association shall be 2800 Leelanau NE,
Grand Rapids, MI 49525

These locations shall continue until otherwise designated by the Board of Directors.

ARTICLE II

Membership

- Section 1: Membership Limit: Memberships shall be limited to a total of 275 memberships. Once that total is reached, the Board of Directors may establish a waiting list.
- Section 2: Eligibility: Any person shall be eligible to apply for an association membership provided that memberships are available. All memberships are subject to approval by the Board of Directors.
- Section 3: Application: All prospective new members shall submit to the Board of Directors a written application for membership in the form prescribed by the Board of Directors. No prospective new member shall receive membership privileges unless their application has been approved by the Board of Directors.
- Section 4: Certificate of Ownership: A Certificate of Ownership fee shall be determined by the Board of Directors. Any Certificate of Ownership shall be valid only if all dues and fees are paid to date. The Board of Directors may review and revise the procedures for purchase or transfer of certificates of ownership, as they become available.
- Section 5: Membership Categories: Membership Categories in the Association shall be established and approved by the current Board of Directors.
- Section 6: Extension of Membership Privileges: The privilege of using the facilities of this Association as defined as "Certificate Owners" shall extend to no more than 2 adults, and all dependant children 24 years of age and under. Regular members of a household shall be defined as any one of the following:
- a. Children who are living at home or are otherwise considered a dependant per the US tax code.
 - b. Grandchildren who are visiting the member household and are accompanied by a regular member of the household.
- An additional charge for each additional adult in the household shall be \$25.
- Section 7: Guests: All members in good standing may invite their guests to use the park facilities in accordance with their membership and upon payment of daily guest fees as determined by the Board of Directors. Any 'family', be it an entire family or one or more members of such family, may be a guest up to 5 times, where after such family will be asked to become a member, at pro-rated dues for the remaining part of the summer.
- At its discretion, the Board may reduce or increase the number of allowed pool uses for guests, at any one time, upon a 10-day notice to members.

ARTICLE III

Rights and Privileges

- Section 1: Conveyance, Lease or Rent: The right to lease or rent all or part of the land owned by the Association is vested in "Co-Owner" members as defined in the preamble of these by-laws. The monies and all other benefits derived from leasing or renting are to be used for defrayment of park and pool expenses.
- Section 2: Officers and Voting: The right to hold office and the privilege to vote for directors, or on any matter before this association, is vested in "Co-Owner" memberships as defined in the preamble. Only one vote may be cast by one adult within a family membership unit. Only "Co-Owner" members, who have paid all currently applicable dues and fees, may vote.
- Section 3: Additional Rights: All members shall be accorded the use of facilities of the Association, subject to the By-laws and Rules and Regulation. Such rules and regulations shall be posted in close proximity of the applicable facilities.
- Section 4: Regulations: The Board of Directors shall have the authority to make rules and regulations as the Board shall deem expedient and consistent with the purpose of the Association set forth in the Preamble. In addition, the following regulations shall apply:
- a. A membership card and/or identification tags, or any other board approved proof of membership mechanism may be issued by the Treasurer upon payment of all dues and fees.
 - b. The Board of Directors shall, by rule, fix the terms and conditions upon which guests of members may use the facilities of the Association.
 - c. Property of the Association, broken or damaged by a member or their guest shall be promptly paid for by such member, with reasonable wear and tear excluded.
 - d. The Association assumes no responsibility, and members or their guest can have no claim against the Association, for the property of members or and guest which may be brought into or left in the Association buildings or on the Association grounds.
 - e. No intoxicating beverages shall be served or sold on the Association grounds by anyone, except by special approval of the board.
 - f. The Association assumes no responsibility and members or their guests can have no claim against the Association for any accident or injury to any person on their property.
- Section 5: Delinquent Dues: Any member, whose dues are delinquent, nor anyone in such member's household, nor any guest of such member may use the Association facilities, until such member has paid all currently applicable dues and fees. Any

“Co-Owner” member, who fails to pay all currently applicable dues and fees before July 31 of any given year, cancels the “Certificate of Ownership,” and forfeits the right to use the facilities. The Board of Directors may establish late fees.

Section 6: Suspension, Etc.

- a. The Board of Directors may delegate to an employee or agent of the Association the power to suspend individual pool privileges for the violation of Association rules and regulations, provided such suspension does not exceed seven (7) days.
- b. Any member may, for just cause and after having been given an opportunity for hearing, be suspended for a period not exceeding thirty (30) days by a two thirds vote of the members of the Board of Directors present at any meeting thereof. Cause for suspension shall, in general, consist of violation of these By-Laws or the rules of the Association.
- c. The Board, by a three-fourths vote of the entire membership of the Board, reserves the right to decline, to accept or retain any “Co-Owner” member at any time, should such member’s health, mental condition, physical infirmity, or general deportment impede, in the Board’s judgement the operation of Pool and Park or the rights, welfare or enjoyment of other members, and all resulting costs will be the responsibility of the member.

Section 7: Termination of Membership: No refund shall be given upon termination of any membership.

Section 8: Transfer of the “Certificate of Ownership”: If a residence is sold which holds a “Certificate of Ownership,” the “Certificate of Ownership” may be sold with the property or retained by the seller.

ARTICLE IV

Meetings

Section 1: Annual and Budget Meeting: The annual meeting of “Co-Owner” members and the budget meeting of “Co-Owner” members shall be held in the Township of Plainfield at such place as may be designated by the Board of Directors, on the fourth Monday in the month of October of each year at 7 o’clock in the evening. The purpose of the meeting shall be the election of Directors, approval of the budget, approval of the upcoming year’s dues, and the transaction of such other business as may be indicated in the notice of properly brought before it.

Section 2: Special Meetings: Special Membership Meetings may be held at such time and place as may be fixed by the Board of Directors, or the President of the Association, upon written request of ten (10) percent of the membership entitled to vote, or upon the requests of any three (3) Directors, in writing.

Section 3: Notice of Meetings: The Secretary shall give seven (7) days written notice of the time and place of all membership meetings, except that no such notice shall be necessary for meetings that are merely adjournments of previous meetings. The notice of any special meeting shall state the purpose of such meeting.

Section 4: Quorum: At all meetings of the Association, a majority of those “Co-Owner”

members present and entitled to vote, including written proxies of those entitled to vote, shall constitute a quorum.

Section 5: Order of Business at Annual Meeting: The order of business at the annual meeting shall be determined by the President or the presiding officer.

Section 6: Waiver of Notice: Any member or Director may waive in writing any notice to which he may be entitled under these By-laws.

Section 7: Meeting of the Board: The Board of Directors shall hold regular monthly meetings at a time, place and date specified by the Board of Directors.

The annual meeting of the Board of Directors shall be held immediately after the annual meeting of the membership; unless another later time and place are agreed upon by simple and majority of Directors (which later time shall be not more than seven (7) days after such annual meeting of the membership.) The purpose of such meeting shall be for the election of the officers and for such

other

business as may be indicated in the notice or properly brought before it. Special meetings of the Board may be called at any time by order of the President or

upon

request of any two (2) members of the Board.

ARTICLE V

Board of Directors

Section 1: Management: The control and management of the property and affairs of this Association shall be vested in a Board of (9) Directors to be exercised under and in accordance with these By-laws. Each Director must be a "Co-Owner" Member, as defined in the preamble, of this Association in good standing. A Director may be an individual "Co-Owner" member and/or spouse; however, in no event shall a Director have more than one (1) vote.

Section 2: Term of Directors: At each annual meeting of the Association, three (3) of the total members of the Board of Directors shall be elected each year for a three year term. Three consecutive years is the maximum time any "Co-Owner" member and/or spouse may serve on the Board. After a period of one year off the Board, a "Co-Owner" member and/or spouse is eligible for re-election. Any member of the Board may serve as an officer, except that the President shall have served for one year on the Board before assuming that office.

Section 3: Voting: Each "Co-Owner" membership on the Association shall have one (1) vote for each Director. Cumulative voting is prohibited.

Section 4: Vacancies: Any vacancies on the Board of Directors shall be filled by the remaining Directors, appointing a substitute to fill the vacancy until the next Annual Meeting.

Section 5: Quorum: A majority of the Directors shall be a quorum for the transaction of business.

Section 6: Removal: Any Director or Directors may be removed at any time by majority vote of the "Co-Owner" members present or by written proxy, at a special meeting of

the "Co-Owner" members called for that purpose.

Section 7: Powers of the Board of Directors: The Board of Directors shall exercise all of the powers of the Association except such as are by law, or by the Articles in Incorporation of The Association, or by these By-laws, conferred upon or reserved to the membership of the Association.

Section 8: Election of Officers: The Board of Directors shall choose from its membership The following officers, whose terms of office shall continue for one (1) year or until successors are elected or appointed and have qualified: A President, Vice President, a Secretary and a Treasurer. No two (2) offices shall be held by the same person.

Section 9: Membership Chairman: The Board shall also select one "Co-Owner" member of the Association to act a Membership Chairman. That person may or may not serve on the Board of Directors. His duties shall be to promote membership, maintain membership rolls, post a copy of that list at the park, and notify members of late membership fees.

ARTICLE VI

Officers

Section 1: Officers: The Officers of this Association shall be a President, a Vice President, a Secretary and a Treasurer, who shall be chosen by the Board of Directors and designated in Article V.

Section 2: President: The President, or in his/her absence, the Vice President, shall preside at all meetings of the Association and of the Board of Directors. The President shall have the duty to see that all orders and resolutions of the Board of Directors are properly executed, and in so doing shall have the general supervision of the affairs of the Association and its property. He/she shall execute all contracts and agreements authorized by the board of Directors, and shall perform such other duties as are generally delegated to him/her by the Board of Directors.

He/she shall be a member, ex-officio, of all standing committees appointed by the Board of Directors and he/she shall also be a member of the Finance Committee

Section 3: Vice President: The Vice President shall have the duties as may be delegated to him/her by the Board of Directors, and shall act in the absence or inability of the President to act. He/she shall also acquire and maintain a record of building and use restrictions record.

Section 4: Secretary: The Secretary shall keep the records of the meetings of the members and of the Board of Directors, the corporate seal of the Association, and the list of members and applicants. He/she shall mail all notices provided for in the By-laws or by statute, and shall attend to the making and filing of all corporate reports, which are now, or hereafter required by public authority. He/she shall perform such other duties pertaining to this office as may be fixed by the Board of Directors.

Section 5: Treasurer: The Treasurer shall have general supervision and control of the accounts of the Association and over its fiscal affairs, including keeping of the books of the Association; the collection, receipt, deposit and disbursements of its monies; and payment of its bills when properly approved by the appropriate officer or Director on the specified vouchers, and when in conformity with the approved budget.

The Treasurer, at each monthly meeting of the Board of Directors, shall make available to the Board the books which show the balance left in each budgeted classification of funds as yet unexpected therein.

He/she shall also perform such other duties pertaining to the office of Treasurer as may from time to time be fixed by the board of Directors. The accounting of the Association shall segregate membership fees and general expenses for the Association separately from the assessments and expenses for the swimming pool, park and other special events. Three (3) members of the Board of Directors, other than the Treasurer, will audit the comparative financial statement each year for the prior fiscal year as defined in Article XI below, prior to publication. The audit shall consist of confirming the bank balance of uncollected receivables, testing transactions for vouchers and for budgeted amounts; and reconciling all income and disbursements; and a copy of this audit shall be filed with the Secretary by the January Board meeting.

Section 6: Bonds: A surety bond or bonds for the treasurer and other individuals responsible for handling Association funds, to secure the Association funds handled by the, shall be required by the Board of Directors, in such amounts and with surety companies approved by it, with premiums to be paid by the Association.

ARTICLE VII

Committees

The Board of Directors may appoint such committees or individual appointees from time to time, as it shall deem necessary.

ARTICLE VIII

Dues

Section 1: Dues: Dues for the upcoming fiscal year as defined in Article XI below shall be fixed and approved at the Annual Meeting of the members in October, after the budget for such year has been adopted. Such dues shall be sufficient to provide for the necessary running expenses of the Association and the proper maintenance and improvement of its property for such year.

Section 2: Delinquency: Annual dues are delinquent after March 1. Also see Article III, Section 5.

ARTICLE IX

Expenditure of Funds

Section 1: Budget: Prior to the beginning of each fiscal year and prior to the budget meeting, the Board of Directors shall cause to be prepared a careful estimate of the total expenditures necessary for all purposes of the Association during the fiscal year, together with an estimate of the duties per member which will be required to meet the budget. These estimates shall be mailed to each "Co-Owner" member with the notice of the budget meeting. At the budget meeting of the "Co-Owner" members, said estimates shall be acted upon by the "Co-Owner" members and with such alterations therein and amendments thereto as may be voted by a majority of those present or represented at such meeting, they shall stand approved by the members. The Treasurer (on amounts less than \$500.00) shall be duly authorized to make expenditures in accordance with the budget.

Extraordinary expenditures (i.e., \$5000.00 over budgeted amount) shall require the special authority of a majority of the "Co-Owner" members voting thereon at a legal membership meeting.

Section 2: Authorities of Committees: All committees may, with the consent of the Board of Directors, contract for necessary budget expenditures in the performance of their respective duties. The Board of Directors may authorize special committees to contract indebtedness in special instances. Such authority, however, is subject to the limitations specific in Article IX, Section 1.

Section 3: Disbursement Control: No funds of the Association shall be disbursed without:
1.) Prior approval of the Board of Directors (on amounts over \$500.00.)
2.) Proper invoice or other approved voucher.

With the exception of the twenty five thousand dollar line of credit approved at the 2008 Annual Membership Meeting, no debt is to be incurred, unless approved by a majority vote of all ballots cast at a General Membership Meeting.

The Board of Directors may authorize upon request by the Treasurer, automatic electronic payments for only those items that are normal recurring operating expenses such as utilities and real estate taxes.

Section 4: Capital Repair/Improvement: Five (5%) percent of each year's income from base membership dues and all "Co-Owner" Membership Certificate Fees shall be earmarked for Capital Repairs and Improvements. The funds so earmarked may be utilized only for major repairs/improvements, and only when approved by the Board of Directors.

ARTICLE X

Indemnification and Interpretation

Section 1: Indemnification: Each person who acts as a Director or officer of the Association shall be indemnified by the Association against expenses, actually incurred by

him in connection with the defense of any action, suit, or proceeding in which he is made a party by reason of his being or having been a Director or officer of the Association; except in relation to matters as to which he shall be adjudged in such action, suit, or proceedings to be liable for gross negligence or willful misconduct in performance of his duty. The right of indemnification provided herein shall insure to each Director and officer referred to in the preceding paragraph

whether

or not he is such director or officer at the time of such loss expenses are incurred and in the event of his death shall extend his legal representatives.

Section 2: Interpretation: Any questions at to the meaning or proper interpretation of any of the provisions of these By-laws shall be determined by the Board of Directors.

ARTICLE XI

Fiscal Year

The fiscal year of the Association shall begin on the first of November each year, and shall end on the 31st of October of each year.

ARTICLE XII

Amendments

These By-laws may be repealed or amended by a majority vote of the Association "Co-Owner" members present at an Annual Meeting or present at a special meeting, if notice of the proposed change, or summary thereof, or a list of alternative changes, is contained in the notice of said special meeting

