

BYLAWS OF  
MOUNTAIN VIEW IMPROVEMENT ASSOCIATION, INC.

ARTICLE I. OFFICES

The registered office of the Corporation shall be located at 6373 Challis Road, Brighton, Michigan. The registered office location may be changed by the board of directors.

ARTICLE II. MEMBERS

Section 1. Voting Rights. Purchasers of lots in the MOUNTAIN VIEW SUBDIVISION, whether by deed or under land contract, shall automatically become members of said corporation, and each lot so held shall be entitled to one vote at regular and special meetings of members. The vendor or seller of a certain lot or lots under a land contract is excluded from membership with respect to said particular lot or lots.

Section 2. Annual Meeting. The annual meeting of members shall be held on the second Thursday of September each year at 8 o'clock P.M. for the purpose of electing directors and transacting any other business which may lawfully come before the meeting. Written notice, stating the time, place and purpose of the meeting, signed by the Secretary, shall be given to each member of record entitled to vote at the meeting on or before the fourth Thursday of August each year.

Section 3. Special Meetings. Special meetings of members may be convened by the demand of the President or a majority of the members entitled to vote, as defined above, on matters to be considered at the meeting. Such demand must be made by mail to the Secretary. On receipt of such demand, the Secretary shall fix a time and date, not exceeding thirty days from the time of the receipt of the demand. Written notice by mail, stating the time, place and purpose of the meeting, signed by the Secretary, shall be given each member of record entitled to vote at least ten days prior to such meeting.

Section 4. Quorum. At all annual and special meetings, the presence of members who are purchasers and/or owners, as defined above, of the majority of the lots shall constitute a quorum, unless otherwise provided by law.

Section 5. Place of Meeting. All annual and special meetings of members shall be held at the registered office of the Corporation unless the board of directors or the majority of the members decide otherwise.

Section 6. Record Date. Members of record on the twentieth day immediately preceding an annual meeting shall be considered the members entitled to notice of and to vote at said annual meeting. Members of record on the fifteenth day immediately preceding a special meeting shall be considered the members entitled to notice of and to vote at said special meeting.

ARTICLE III. BOARD OF DIRECTORS

Section 1. General Powers. The business and affairs of the Corporation shall be managed by its board of directors.

Section 2. Number, Tenure and Qualifications. The number of directors of the Corporation shall be three. The term of office of each director shall be three years, excepting the first board of directors, in which one member shall be elected for a one year term, a second member for a two year term and a third member for a three year term. This provides for the staggered election of directors, and thereafter, at each annual meeting of the members of the Corporation only one director shall be elected for a term of

three years to succeed the director whose term expires. However, nothing herein shall be construed to prevent the election of a director to succeed himself.

Section 3. Regular Meetings. The regular meeting of the board of directors shall be held on the second Thursday of March and September of each year at 9:00 P.M. for the purpose of transacting business which may lawfully come before the meeting. Written notice by mail, stating the time, place and purpose of the meeting, signed by the Secretary, shall be given each director at least five days prior to such meeting.

Section 4. Special Meetings. The special meetings of the board of directors may be convened by the oral demand of the President or two of the directors. Such demand must be given to the Secretary of the corporation. Upon receipt of such demand, the Secretary must fix a time and date, not exceeding ten days from the time of demand. Written notice by mail, stating the time, place and purpose of the meeting, signed by the Secretary, shall be given each director at least five days prior to such meeting.

Section 5. Quorum. A majority of the board of directors shall constitute a quorum, and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the board of directors.

Section 6. Place of Meetings. All regular and special meetings of the board of directors shall be held at the registered office of the corporation unless the board of directors decides otherwise.

Section 7. Vacancies. Any vacancy occurring in the board of directors shall be filled by the remaining members of the board, and each person so elected shall be a director until his successor is elected by the members who may make an election at the next annual meeting of the members.

Section 8. Action without a Meeting. In the event that all directors shall severally and/or collectively consent in writing to any action to be taken by the corporation, such action shall be as valid a corporate action as though it has been authorized at a meeting of the directors.

#### ARTICLE IV. OFFICERS

Section 1. Number. The officers of the corporation shall be a President, Vice-President and Secretary-Treasurer, each of whom shall be elected by the board of directors.

Section 2. Election and Term of Office. The officers of the corporation to be elected by the board of directors shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of the members. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Section 3. Removal. Any officer may be removed by the board of directors whenever in its judgment the best interests of the corporation will be served thereby.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the board of directors for the unexpired portion of the term.

Section 5. President. The President shall be the principal executive officer of the corporation and, subject to the control of the board of directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the members and of the board of directors.

Section 6. Vice-President. In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. He shall perform such other duties as from time to time may be assigned to him by the President or by the board of directors.

#### Section 7. Secretary-Treasurer.

A. As Secretary, shall: (a) keep the minutes of the proceedings of the members and of the board of directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized; (d) keep a register of the postoffice address of each member; (e) have general charge of the membership books of the corporation; and (f) in general perform all the duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the board of directors.

B. As Treasurer, shall: (a) have charge and custody of and be responsible for all funds of the corporation; (b) receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, or other depositories as the board of directors may select; and (c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the board of directors. If required by the board of directors, the Treasurer shall give bond for the faithful discharge of his duties in such sum and with such surety as the board of directors shall determine.

### ARTICLE V. CONTRACTS, CHECKS, AND DEPOSITS

Section 1. Contracts. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or may be confined to specific instances.

Section 2. Checks, Drafts, or Orders. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.

Section 3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, or other depositories as the board of directors may select.

#### ARTICLE VI. CERTIFICATES OF MEMBERSHIP

Section 1. Certificates of Membership. The board of directors shall provide for the issuance of certificates evidencing membership in the corporation, which certificates shall be in such form as may be determined by the board. Such certificates shall be signed by the President or Vice-President and by the Secretary and sealed with the corporate seal or a facsimile thereof. All certificates evidencing membership shall be consecutively numbered or otherwise identified. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate is lost, mutilated, or destroyed, a new certificate may be issued therefor.

Section 2. Issuance of Certificates. Certificates of membership shall be issued to purchasers of a lot or lots in the Mountain View Subdivision, whether by deed or under land contract, said purchasers shall automatically become members of said corporation, and each lot so held shall be issued a membership certificate in his/her/their/its name and delivered to said party by the Secretary.

#### ARTICLE VII. FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of October in each year and end at midnight on the last day of September of the following year.

#### ARTICLE VIII. DUES

Section 1. Annual Dues. The amount of dues, initiation fees or other sums that may be required for the activities of the corporation or the maintenance of the park area shall be determined by the board of directors, but before becoming effective they must be submitted to the membership for approval with respect thereto, at a general or special meeting. Members having a majority of the votes (one vote per lot) must assent to or ratify the proposed amounts before they can become effective.

Section 2. Payment of Dues. If approved by a majority of the voting membership, dues, initiation fees or other sums recommended by the board of directors shall be paid by the members of the corporation on a pro-rata basis, with one forty-fifth ( $1/45$ ) ( $1/5$  lots in MOUNTAIN VIEW SUBDIVISION) being allocated to each member for each lot being purchased, and the same shall be a lien upon each such lot enforceable by said corporation until the same shall be paid.

#### ARTICLE IX. CORPORATE SEAL

The board of directors shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Corporation and the state of incorporation and the words, "Corporate Seal".

#### ARTICLE X. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of Act No. 327 of the Public Acts of 1931, as amended, or under the provisions of the articles of incorporation or the bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

#### ARTICLE XI. AMENDMENT OF BYLAWS

These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a majority vote of the membership (23 votes or more) at any regular or special meeting, if at least 21 days written notice is given of the intention to alter, amend, or repeal or to adopt new bylaws at such meeting.

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AMENDMENT TO BY-LAWS OF  
MOUNTAIN VIEW IMPROVEMENT ASSOCIATION, INC.

ARTICLE XII

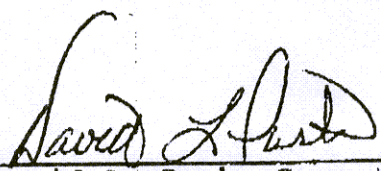
AUTHORITY OF CORPORATION

SECTION 1. SCOPE OF AUTHORITY OF CORPORATION -

The corporation shall act and perform for the benefit of the lot owners as an incorporated homeowners organization for Mountain View Subdivision which is a platted subdivision located in Genoa Township, Livingston County, Michigan and recorded in Liber 15 of Plats, page 38-49, Livingston County Records. The corporation shall have all powers and authority that may be granted by a requisite vote of its members including but not limited to the enforcement of the subdivision Deed Restrictions, Corporate By-Laws of Mountain View Improvement Association, Inc. and any other necessary business or activity consistent with the welfare of the subdivision which is not contrary to the Laws of the State of Michigan.

This Amendment to the By-Laws of Mountain View Improvement Association, Inc., adopting a new By-Law entitled Article XII, Authority of the Corporation, was approved by requisite vote of the members of Mountain View Improvement Association, Inc. at a Special Meeting of Members on May 18, 1987.

Dated: May 18, 1987

  
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David L. Park, Secretary of  
Mountain View Improvement  
Association, Inc.

# MOUNTAIN VIEW IMPROVEMENT ASSOCIATION , INC. AMENDMENT to BY-LAWS

## ARTICLE XIII

### PROPERTY MAINTENANCE GUIDELINES AND COMPLAINT PROCEDURE

It is the intent of the association to encourage all residents to maintain their property to keep up the aesthetic value of our neighborhood. It is not the intent of these bylaws to single out any family/families for lack of maintenance, but to insure that all members comply with the generally accepted and common values for the upkeep of our properties.

#### Property Maintenance Complaint and Notification Procedure

Residents who feel that a property is deficient in maintenance should send a signed and dated letter to an association board member detailing the maintenance problem. Upon receipt of two or more letters, the association will contact the authors of the letters to formulate an exact definition of the maintenance problem. With this information the association will send a letter to the resident informing the property owner of the maintenance problem. This letter will request a response within two weeks by the Property owner defining a plan or time line for the correction of the problem.

The Mountain View neighborhood has many skilled and talented residents. If the property owners would like help correcting their problem the association would be happy to publicize this request for assistance in the next newsletter.

Typical maintenance problems, covered by this procedure, include but are not limited to:

- Chipped and peeling paint
- Overgrown landscaping
- Dead Trees
- Lawn maintenance
- Excessive weeds
- Broken windows
- Litter, debris, construction materials
- Material piles (piles of gravel, wood chips, lumber, landscaping materials, etc., which remain for an extended period of time).

All Resident complaints will be kept in confidence.

Adopted at and recorded with the September 13, 2001 Annual Meeting Minutes

Sara E. Thomas  
Secretary/Treasurer

Dated: May September 13, 2001

# **MOUNTAIN VIEW IMPROVEMENT ASSOCIATION**

## **AMENDMENT to BY-LAWS**

### **ARTICLE II - MEMBERS SECTION 2 - ANNUAL MEETING**

**Adopted at the October 13, 2005 Annual Meeting**

Section 2 of the by-laws to read as follows:

Section 2. Annual Meeting. The annual meeting of members shall be held in the month of October each year with the required 21-day notice to members for the purpose of electing directors and transacting any other business which may lawfully come before the meeting. Written notice, stating the date, time, place and purpose of the meetings, signed by the Secretary, shall be given to each member of record entitled to vote at the meeting at least 21 days before the meeting date.

Sara E. Thomas  
Secretary/Treasurer  
October 13, 2005