



**BY-LAWS OF
WOODCREEK CIVIC ASSOCIATION, INC.**

**ARTICLE I
NAME**

Section A

The name of the organization shall be WoodCreek Civic Association, Inc., hereinafter called WoodCreek.

Section B

WoodCreek is a Michigan non-profit corporation, ID number 741268.

**ARTICLE II
PURPOSE**

The purposes of WoodCreek shall be:

- 1. To promote social interaction and further a sense of community among WoodCreek residents;**
- 2. To encourage the preservation and improvement of the natural beauty and other desirable attributes of WoodCreek;**
- 3. To promote the interests of the residents of WoodCreek as a community within the City of Farmington Hills;**
- 4. To organize and maintain an architectural review committee as called for in the deed restrictions of WoodCreek Hills;**
- 5. To contract for services of mutual benefit to residents of Woodcreek such as snowplowing of the public roads within WoodCreek;**
- 6. To organize and promote social events for WoodCreek residents; and**
- 7. To monitor local government and provide information to residents on matters pertinent to the particular interests of WoodCreek as a community such as zoning, land use, city and county services, transportation and community development and to represent the interests of WoodCreek before local government on such matters.**

ARTICLE III
MEMBERSHIP

Section A

Membership in WoodCreek shall include all dues-paying adult residents of residential property within the boundaries of 13 Mile Road, Inkster Road, 12 Mile Road, and Middle Belt Road in the City of Farmington Hills, County of Oakland in the State of Michigan, including but not limited to Woodcreek Farms and Woodcreek Hills No. 1 and No. 2 Subdivisions, except that residents of condominium associations within the boundaries described above shall not be included in WoodCreek membership.

Section B

A member shall be entitled to one vote at all WoodCreek meetings.

ARTICLE IV
MEETINGS OF MEMBERS

Section A

WoodCreek shall hold an Annual Meeting of members once a year at a time and place in the City of Farmington Hills to be determined by the Board of Directors.

Section B

At the Annual Meeting, officers of WoodCreek shall report to the membership concerning activities of WoodCreek for the past year, plans for the coming year; and full financial report of income, expenses, and account balances. A member may request discussion and consideration of any neighborhood issue.

Section C

The Board of Directors may convene additional meetings of the membership.

Section D

In all cases of meetings, the Secretary, or other person designated by the President, shall notify the entire membership of WoodCreek not less than seven days before the time set for such meeting, of the fact of the calling of such meeting, of the time and place thereof and of the purpose of any such meeting. Notice may be made by mail, flyers, posting on neighborhood bulletin boards, or email.

ARTICLE V **BOARD OF DIRECTORS**

Section A

WoodCreek shall have a Board of Directors consisting of from seven (7) to thirteen (13) Directors, each elected by the members for a term of three (3) years, unless the election is to fill a vacancy on the Board for which the term, in that instance, shall be the number of years remaining with respect to that vacancy. A Director must be a member as defined in Article III.

Section B

The Board of Directors is authorized and empowered to fill any vacancy which may occur on the Board with the appointment of a member to the Board, by majority vote of the Board.

Section C

The Board of Directors, by a vote of two-thirds of all Directors, may remove any Director for cause or for failure to participate in Board activity, whereupon the Director so removed shall immediately cease to be a Director.

Section D

A Director shall hold office for the period of his or her election or appointment or until his or her successor is elected or appointed, unless previously removed according to Section C.

ARTICLE VI
DUTIES AND POWERS OF DIRECTORS AND OFFICERS

Section A

The Board of Directors shall meet within the City of Farmington Hills, Michigan and may meet as often and at such times, places and for such purposes as the Board or the President may deem advisable. The Board of Directors must meet at least four times annually.

Section B

It shall be the duty of the Board of Directors to care for the property and interests of WoodCreek and to establish policies for the conduct of its affairs. The Board of Directors shall have the power to raise and expend funds, to promote the purposes and general welfare of WoodCreek and to employ any and all lawful means it may deem proper and expedient to secure the objects for which WoodCreek is organized.

Section C

The officers of WoodCreek shall be selected by a vote of the Board of Directors from among the Directors and shall consist of a President, a Vice President, a Secretary and a Treasurer. Officers shall hold their respective offices for one year or until their successor or successors in office have been elected or appointed and have qualified by taking office.

Section D

The President shall preside at all meetings of the membership and of the Board of Directors. The President shall appoint all standing and special committees, subject to the approval of the Board of Directors, and shall be an ex-officio member of such committees. The President shall call meetings of the Board of Directors at such times as deemed advisable, and shall call a special meeting of the Board of Directors on the written request of not fewer than three members of the Board. It shall be the duty of the President to carry out the will of the Board of Directors and of the membership as expressed at their respective meetings and in general to conduct the affairs of the Association in a manner consistent with the authority and responsibility pertaining to the office.

Section E

In the absence of the President, or in the event of the President's inability to act, the Vice President shall discharge the duties of the President.

Section F

The Secretary shall give notice of all meetings of the Board of Directors and of the membership and shall attend all such meetings and keep an accurate record of all proceedings. The Secretary shall keep a complete list of the names and addresses of all members of WoodCreek, and shall carry on the correspondence of WoodCreek as instructed by the Board of Directors or by the President.

Section G

The Treasurer shall collect all monies due to WoodCreek and shall keep account of all monies received by and expended by or on behalf of WoodCreek and shall make disbursements only by checks drawn on WoodCreek funds and signed by himself or another duly authorized officer. No expenditures of WoodCreek funds shall be made, or obligations incurred, in excess of the amount established at a duly called meeting of the Board of Directors. On leaving office, the Treasurer shall deliver to the next Treasurer all monies, books, papers and any other property belonging to WoodCreek which may then be in the Treasurer's possession, custody or control, and in the absence of or for want of such successor, shall deliver the same to the President. All monies of the WoodCreek shall be deposited in the bank approved by the Board of Directors. The Treasurer shall present a detailed report of all income and expenses at the Annual Meeting and at each meeting of the Board of Directors.

ARTICLE VII **DUES AND ASSESSMENTS**

Section A

The Board of Directors shall determine all dues and assessments to members of WoodCreek each year. Requests for funds may include, but are not limited to: general operating expenses; support of social events; snow plowing of neighborhood streets; beautification and ecology; and anticipated legal expense; all to promote the purposes of WoodCreek as described in Article II.

Section B

Members who are not current in their obligation to pay dues shall not be eligible for benefits afforded to members, such as participation in social events, or may be subject to higher admission fees to such events, as determined by the Board of Directors.

**ARTICLE VIII
QUORUMS AND PROXIES**

Section A

Following the issuance of proper notice, ten members of WoodCreek shall constitute a quorum for the transaction of business at any meeting of WoodCreek. Votes by written proxy shall be permitted provided that such proxy shall specify the subject of the matter to be voted upon.

Section B

Following the issuance of proper notice, five members of the Board of Directors shall constitute a quorum for the transaction of any business at any meeting of the Board of Directors.

**ARTICLE IX
SALARIES AND EXPENSES**

All Officers and Directors shall serve without compensation but the Board of Directors may provide from WoodCreek funds for the reimbursement of expenses as may be properly incurred by Officers or Directors in the transaction of WoodCreek business.

ARTICLE X

MISCELLANEOUS

Section A

All meetings of the membership and of the Board of Directors shall be conducted in accordance with the latest revised edition of Roberts Rules of Order.

Section B

The fiscal year of the WoodCreek shall end on December 31.

Section C

These by-laws were approved by the board of directors on April 23, 2013 for a vote at the 2013 annual meeting and were adopted by a vote of members at the Annual Meeting on May 15, 2013.