

**ARTICLE I.
NAME**

The name of the corporation is the JAYNO HEIGHTS LANDOWNERS' ASSOCIATION .

**ARTICLE II.
PURPOSE**

The purposes of this organization shall be as follows:

Section 1: Preservation of rights, privileges and opportunities attendant to the ownership of property in JAYNO HEIGHTS SUBDIVISION 1, 2 and 3, Township of Waterford, County of Oakland, State of Michigan, as recorded on the applicable section of Oakland County records.

Section 2: To establish, preserve, maintain and enhance for the benefit of the community at large and the several members, the social and general welfare, community consciousness, the educational opportunities, the recreational resources, the developed and natural beauty of the community and any other worthwhile purposes that shall be in the best interests of the membership in the support of the common good .

**ARTICLE III.
MEMBERSHIP**

Section 1: Eligibility: Any person who shall be an owner of property or is in possession of property under a valid agreement in the Jayno Heights Subdivisions, Township of Waterford, County of Oakland, State of Michigan, shall be a member of this organization and be subject to the requirements for the continued enjoyment of the rights and privileges of said membership as promulgated by the Jayno Heights Board of Directors herein stated, as follows in Section 2.

Section 2: Requirements:

- Paragraph 1. Members' charges and assessments must be paid within thirty (30) days of the invoice date.
- Paragraph 2. Members must abide by the bylaws and restrictions as stated in the applicable Oakland County Restriction of Deeds for Jayno Heights
- Subdivisions.
- Paragraph 3. Members who do not meet the above requirements after consideration by the Board of Directors, shall be denied their rights and privileges as members, including but not limited to recreation area access. Nonpayment of maintenance charges and/or assessments shall result in a lien attached to their property at 6% per annum. Reinstatement may be accomplished by full payment of all delinquent maintenance charges, special assessments, Oakland County fees, interest, and a lien processing fee of \$75.00 per lien.

Section 3:

- Paragraph 1. Annual maintenance charges shall be determined by the Board of Directors and then approved by the membership. These charges shall be paid one year in advance of the fiscal year, April 1 to March 31.
- Paragraph 2. Special assessments may be voted on at any regular or special meeting provided that the entire membership be notified at least seven (7) days in advance of such meeting and passed by fifty-one percent (51%) of a total of the members voting including written proxies .
- Paragraph 3. All invoices for maintenance fees and special assessments will be delivered by the U. S. Postal Service, 1st Class.

**ARTICLE IV.
MEETINGS**

Section 1: Semi-annual meetings of the members of the Association shall be held in March and September.

Section 2: Special meetings of the members may be called by a seven-day notice to the entire membership by a resolution of the Board of Directors or by a signed petition from a majority of voting members.

Section 3: Notice of membership meetings shall be given to each member stating date, time, place and objectives at least seven days before the date of such meeting. All membership meeting notices must be delivered by the U. S. Postal Service, First Class or by electronic mail (email) if the member has supplied their email address to the treasurer or the financial secretary for such purposes.

Section 4: Voting, Quorum and Proxies:

- Paragraph 1. Voting: Each lot, whose owner or resident has fulfilled the membership requirements of the Association, shall have one vote in person or by written proxy.
- Paragraph 2. Quorum: Members having been duly notified and present at any general membership meeting shall constitute a quorum. An affirmative vote of a simple majority of voting members in attendance and proxies shall be necessary for the transaction of business.

- Paragraph 3. Proxies: The use of proxies at any meeting of the members shall not be valid except that a voting member may appoint another voting member to attend a specified meeting and to vote on specified matters, with any desired instructions on the exact votes to be cast on any particular matters, provided: that the appointment be made by a proper written instrument dated and signed by the appointor, and that the appointee file the said instrument with the secretary before the final vote is counted .

ARTICLE V. BOARD OF DIRECTORS

Section 1: Within the limitations stated in these bylaws, the Board of Directors shall be the managing body of this Association and shall be authorized to grant to committees and other agents as it deems advisable, the authority to conduct specific activities.

Section 2: The Board of Directors, ten (10) in number, shall consist of the five (5) officers and five (5) trustees. All officers and trustees shall serve without remuneration.

Section 3: The Board of Directors shall hold not less than six (6) monthly meetings each year, at times and places determined by such Board. Board meetings to be held outside Waterford Township shall have the consent of all ten (10) members of the Board. Five (5) days' notice of each Board meeting shall be given to each member of the Board.

Section 4: The President of the Association shall be the presiding officer of the Board of Directors, and the Secretary of the Association shall act as Secretary of the Board.

Section 5. Each board member shall have one (1) vote on each question at the board meetings. Proxies, and action other than at a scheduled meeting, shall not be valid. Five (5) Board members shall constitute a quorum at any board meeting and an affirmative vote of the majority of those present shall be necessary for the transaction of business.

ARTICLE VI. OFFICERS

Section 1: The officers of this Association shall be a President, a First Vice President, a Second Vice President, a Treasurer, and a Secretary.

Section 2: Regular Term: The officers of the Association shall serve one year from October 1st to September 30th, following their election at the September semi-annual meeting or until their successors are elected and qualify, whichever is later.

Section 3: Partial Term: In the case of a President's inability or unwillingness to complete a term, the First Vice President shall succeed to the office of President and an appointee of the Board of Directors shall succeed to the office of First Vice President. In the case of Vice-President's, a Treasurer's or a Secretary's inability or unwillingness to complete a term, an appointee of the Board of Directors shall succeed to such vacated office.

Section 4: Succession: All officers and trustees except the treasurer and secretary shall be eligible to serve consecutively for two terms in accordance with the provisions of Section VIII - Elections. The treasurer and secretary have no term limits.

Section 5: The President shall be the chief executive officer of the Association and shall preside at all meetings.

Section 6: The First Vice-President shall preside at meetings in the absence of the President and shall perform such other duties as may be assigned to him by the President.

Section 7: The Treasurer shall collect all monies of the Association. He shall have custody of the funds of the Association in a bank approved by the Board of Directors and shall account for all receipts and disbursements. He shall maintain complete records for proper durations of time. Expenditures shall be made solely for expenses of the Association and its purposes as outlined in Article II of the Articles of Incorporation. At the end of each fiscal year the Treasurer will submit a written financial report to the Board of Directors. All receipt and disbursement information must be available for Board of Director's meetings. The Treasurer's report shall include the receipts for all taxes paid including taxes paid to Waterford Township. The property tax receipts shall be filed with the corporate records.

Section 8: The Secretary shall make and keep accurate records of actions taken at all meetings of members and directors, shall give a written report of the same at the next meeting, shall handle the correspondence of the Association and shall issue the notices of meetings . In the absence of the Secretary at any meeting, a Secretary Pro tem shall be appointed by the presiding officer.

ARTICLE VII. FINANCES

Section 1: General Fund: All maintenance charges shall be kept in an account to be known as a General Fund. No expenditure from the general fund of this corporation shall be authorized by the Board of Directors in excess of the sum of four hundred dollars (\$400.00) in any one month unless such authorization is approved by the membership of this organization.

Section 2: Other Monies: Any other monies derived from any other sources shall be placed in the General Fund. These monies may be used in any manner as authorized by the Board of Directors unless such monies are obtained specifically for a designated purpose, in which case the monies shall be set aside for that purpose and shall be so noted in the Treasurer's ledger and in the annual budget accounting .

Section 3: Special Charges or Assessments: In the event that special charges or assessments are placed upon the membership by the members themselves, in accordance with these bylaws, such monies shall be placed in a special fund and must be used for such special purposes for which such special funds were collected .

Section 4. All funds shall be placed in an Oakland County bank, and withdrawals, therefrom, shall be made only by check, and all checks shall be signed by two of the following officers: President, Vice-President, and Treasurer.

ARTICLE VIII. ELECTIONS

Section 1: At each September semi-annual meeting, a President, two Vice Presidents, Treasurer, and Secretary shall be elected by a written ballot or by roll call for a term of one year.

Section 2: At each September semi-annual meeting, two trustees shall be elected by written ballot or by roll call for a term of two years and one or more trustees shall be elected by written ballot or by roll call for a term of one year to provide for five trustees .

ARTICLE IX. RECALL

The holder of any elective office, whether or not succeeding thereto by appointment or otherwise, may be removed from office at a special meeting of the members after a seven (7) day written notice of intention to remove is given to all members, upon an affirmative vote, by roll call of the majority of the voting members entitled to vote on said office who are present or represented by proxy as herein above provided .

ARTICLE X. COMMITTEES

Section 1: The President shall, with the approval of the Board of Directors, appoint the following standing committees and their chairmen and such other committees and their chairmen as may be necessary to carry out the objectives of the Association:

- Restriction Committee: Whose principal duties shall be to review building plans and recommend enforcement of the buildings and use restriction clauses as set forth in the "Restrictions and Regulations for Jayno Heights Subdivision" recorded with the Register of Deeds of Oakland County to the Board of Directors . The Restriction Committee shall have a minimum of three members
- Recreation Committee: whose principle duties shall be to improve and maintain the recreation area (Outlot "F") and playground properties owned by the Association.
- Auditing Committee: Whose duty it shall be to audit the Treasurer's annual report. The Auditing Committee shall have a minimum of two members.
- Nominating Committee: Whose duty it shall be to offer nominees for Association officers and trustees. Members of the nominating committee should consist of the four or more current officers, trustees and at large members appointed by the Board of Directors. The president shall not be on this committee. The membership meeting notice for the September meeting should list the slate of nominees who have accepted nomination. Should a slate not be presented prior to the meeting or if there is any objection to the recommended slate, nominations will be accepted from the floor.
- Public Safety Committee: Whose duties shall be:
 - To establish rules and regulations for behavior on the association property and a means for enforcement thereof.
 - To maintain liaison with law enforcement agencies for proper policing of the Subdivision.
- Bylaws, Rules and Regulations Committee: Whose duties are to establish procedures and records systems pertaining to the duties of the officers, Board of Directors, and committees. These procedures, when adopted and approved by the Board of Directors, shall become an extension of the association bylaws.
- Financial Secretary: The Board of Directors may appoint a Financial Secretary to assist and/or maintain the financial records. Compensation for the Financial Secretary is not to exceed eight percent (8%) of all monies collected.
- Resident Agent: The Board of Directors shall appoint a Resident Agent for the Corporation that prepares and files the necessary reports to the State of Michigan. The resident agent shall maintain a file containing copies of the following documents: The Articles of Incorporation, changes to the corporate records, the yearly corporate report, tax receipts, and property deed. The Resident Agent's address is the official address for the Jayno Heights Landowners' Association.

Section 2: Appointed committees shall make reports at semi-annual meetings and at such time as directed by the President. The Chairman, or any member, may be removed from a committee by appointment of another person as a replacement.

**ARTICLE XI.
RULES OF ORDER**

Robert's Rules of Order shall be the parliamentary authority governing matters of procedure.

**ARTICLE XII.
AMENDMENTS**

These Bylaws may be amended at any meeting of the members after a thirty (30) day written notice of intention to amend. The written notice must contain the wording of the proposed amendment or amendments. An affirmative vote of the majority of the voting members present or represented by proxy is required to amend the bylaws.

AGREEMENT WITH OWNERS OF LOTS 29 THROUGH 42

The agreement between the Jayno Heights Landowners Association, JHLA, and owners of Jayno Heights Subdivision, Lots 29 through 42 that desire to participate in the Lake Angelus Golfview Improvement Association, LAGIA, was approved at the April 9, 1997 JHLA semiannual meeting. The agreement was effective in the 1997 fiscal year. This agreement was terminated by the Jayno Heights Board of Directors, March 11, 2009

Revised and approved September 26, 2019