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**CONSTITUTION OF**  
**THE WOODLAND PARK IMPROVEMENT ASSOCIATION**  
**Ferndale, Michigan 48220**

**ARTICLE I - NAME**

The name of the Association shall be Woodland Park Improvement Association, Inc., a Michigan non-profit corporation ("Association").

**ARTICLE 2 - PURPOSE**

The purpose of this Association shall be to enforce the building restrictions in the Woodland Park Sub., Ferndale, Michigan: to procure the construction of necessary public improvements and to ensure their proper maintenance within the district; to promote the interests, welfare, education, safety, and advancement of the residents and property of the district.

**ARTICLE 3 - GEOGRAPHIC AREA**

The geographic area ("District") of this Association is The Woodland Park Subdivision of Royal Oak Township, Oakland County, Michigan, as platted in 1914 and revised in 1927. Specifically: All of Oakridge, Drayton, Woodland, and Maplehurst between Woodward Ave. and Pinecrest; and the north side of Lewiston between Woodward Ave. and Livernois.

**ARTICLE 4 - MEMBERSHIP**

**Section 1.** Membership in the Association shall be confined to property owners or their tenants, whomever pays the dues, within the district.

**Section 2.** The annual membership dues in the Association shall be \$1 per household. Additional assessments may be requested following an affirmative vote of the general membership at a duly constituted meeting.

**Section 3.** A member in good standing is defined as one who has paid dues for the current year.

**ARTICLE 5 - MANAGEMENT**

**Section 1.** A board of directors ("Board") shall be in charge of the affairs of the Association, consisting of nine (9) members, not more than one of whom shall be from any one (1) block in the district, and four (4) officers elected at-large, for a total of up to thirteen (13). A block is defined as that portion of a street between either Woodward Ave. and Livernois, or between Livernois and Pinecrest.

**Section 2.** The officers of the Association shall be a President, Vice-President, Secretary, and Treasurer, who shall be elected by the members of the Association from within the membership of the Association.

**Section 3.** Directors and officers of the Association shall be elected at the annual meeting, using anonymous paper ballots provided by the secretary. Officers shall continue in office until the next annual meeting. The Board shall appoint a nominating committee to recruit and nominate candidates for directors and officers and to report to the Board prior to the annual meeting. Nominations may also be made from the floor at the annual meeting. Directors shall be elected for a term of two years. Directors from Oakridge, Woodland and Lewiston Aves., shall be elected in odd-numbered years. Those from Drayton and Maplehurst Aves., shall be elected in even-numbered years. Each Director shall be authorized to appoint an alternate or assistant to act on his/her behalf. Each director wishing to vacate his/her position shall attempt to recruit a replacement.

**Section 4.** The Board is authorized to enter into contracts for services such as, but not limited to, legal and maintenance.

**Section 5.** The Board is authorized to expend Association funds such as they deem necessary for carrying out the purpose of the Association. The Board may not incur any debt without approval of two-thirds (2/3) of the Association membership.

**Section 6.** The Board of Directors is authorized to formulate policies and positions and to create committees to further the purpose of the Association as stated in Article 2.

**Section 7.** A majority of votes cast shall be necessary to constitute an election. In the event of a tie, the President shall cast the deciding vote.

**Section 8.** Vacancies in office may be filled until the next annual meeting by the Board.

**Section 9.** The President shall serve as the official spokesperson for the Association, or, in his/her absence, the Vice-President.

**ARTICLE 6 - MEETINGS**

**Section 1.** The annual meeting of the Association shall be held in the month of March. The Board shall notify the members of the Association at least seven (7) days in advance of any general meeting, and the agenda shall be part of the notification. The Board shall prepare the agenda.

**Section 2.** Board meetings shall be held as deemed necessary, with a minimum of two per year (including the annual meeting) and must be noticed to the membership as stated above.

**Section 3.** Special meetings of the Association may be called by the President or by any three members of the Board.

**ARTICLE 7 - VOTING**

Each household of the Association in good standing shall have the right to cast two (2) votes on motions made at any meeting of the general membership. There shall be no voting electronically or by proxy. All voting must be done in person.

**ARTICLE 8 - QUORUM**

**Section 1.** Twenty (20) members shall constitute a quorum at any general meeting of the Association. Without a quorum, no business requiring votes can be conducted.

**Section 2.** A majority of block directors and officers shall constitute a quorum at any meeting of the Board. Without a quorum, no business requiring votes can be conducted.

**ARTICLE 9 - AMENDMENTS AND REVISIONS**

**Section 1.** This Constitution may be amended at a meeting of the general membership only. The Board may appoint, from time-to-time, a Constitution Committee as deemed necessary to review this document and suggest revisions or amendments. Any member in good standing may also propose an amendment. These must be given in writing to the Secretary in time for distribution to the membership before the general membership meeting at which they will be considered. The secretary shall attach the proposed amendment to the agenda.

**Section 2.** An amendment or revision shall be offered to the membership in the form of a motion. Printed copies shall be made available at the meeting, and the full text of the amendment(s) or revision(s) must be read aloud as part of the discussion and prior to a vote. Copies of the original language to be changed shall also be made available. A two-third vote of the members of the Association present and voting shall be required for the adoption of any amendment.