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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.

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 insure their proper maintenance within said district; to promote the interests, welfare, education, safety, and advancement of the property and residents of said district.

ARTICLE 3 - MEMBERSHIP

Section 1. Membership in the Association shall be confined to property owners and their families within said area.

Section 2. The annual dues for membership in the Association shall be \$1.00 per family, payable in advance.

ARTICLE 4 - MANAGEMENT

Section 1. The affairs of the Association shall be in charge of a Board of Directors, consisting of fifteen members, not more than one of whom shall be from any one block on each street in said district.

Section 2. The officers of the Association shall be a President, Vice-President and 2nd Vice-President, a Secretary and Treasurer, who shall be ex-officio members of the Board, who shall all be elected by the members of the Association from the Members of the Association. The immediate Past-President shall be an ex-officio member of the Board for one year, following his/her vacating the office of President.

Section 3. Directors and Officers of the Association shall be elected by the Members at an annual meeting. Officers shall continue in office for one year, or until the next annual meeting. The Board of Directors shall appoint a nominating committee to nominate candidates for Directors and Officers and to report to the Association at the first regular meeting of the Association prior to the annual meeting for election of Officers. Nominations may also be made from the floor at such 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 to act on his/her behalf. Each director wishing to vacate his/her position shall nominate his/her replacement to the Board of Directors.

Section 4. Majority of votes cast shall be necessary to constitute an election. In the event of tie, the President shall cast the deciding vote.

Section 5. Vacancies in office shall be filled until the next annual meeting by the Board of Directors.

ARTICLE 5 - MEETINGS

Section 1. The annual meeting of the Association shall be held in the month of March, each year. The Board of Directors shall notify the Members of the Association at least three days in advance of a general meeting. Meetings shall be held as deemed necessary, with a minimum of two per year (including the annual meeting).

Section 2. Special meetings of the Association may be called by the President or by any three members of the Board of Directors.

ARTICLE 6 - VOTING

Each family member of the Association, in good standing, shall have the right to cast two votes in all matters which are up for discussion.

ARTICLE 7 - QUORUM

Section 1. Twenty members shall constitute a quorum at any general meeting of the Association.

Section 2. A majority of block directors and officers shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE 8 - AMENDMENTS

Section 1. The Constitution of the Association may be amended in the following manner: Any member may file with the Secretary such amendment or amendments which he/she may think advisable. The Secretary shall submit this amendment to the Board of Directors, who, after due consideration thereof shall report to the Association at its next meeting with a recommendation for or against adoption, or the Board may recommend alterations, additions, or omissions. The amendment, or amendments, in its or their original form, must, however, be read at the meeting of the Association and may be adopted by the Association without the alteration, addition, or omission recommended by the Board. A two-third vote of the members of the Association present and voting shall be required for the adoption of any amendment.

Section 2. The by-laws may be amended by a majority vote of the Board of Directors.