

BY-LAWS
OF
CANTON COUNTRY ACRES CIVIC
Association

ARTICLE I

NAME. The name of the corporation is Canton Country Acres Civic Association, hereinafter referred to as the "Association."

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to Canton Country Acres Civic Association, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the title to any Lot which is a part of the Properties.

Section 6. "Declarant" shall mean and refer to Frank J. Winton its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of Register of Deeds. Wayne County. Michigan.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III

Section 1. General Meeting. Biannual meetings of the Association shall be held during the months of March and October in each year. The time and place of such meetings shall be determined by the Board of Directors and specified in the notice thereof.

Section 2. Special Meeting. Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon written request of 1 of the Members who are entitled to vote.

Section 3. Notice of Meeting. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies and Absentee Ballots. At all meetings of members, each member entitled to cast, may vote in person or by proxy, or by absentee ballot. All proxies and absentee ballots shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

ARTICLE IV
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of five (5) directors, who shall be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each March meeting thereafter the members shall elect directors for a term of two years as follows:

- a. Three directors to be elected in even numbered calendar years.
- b. Two directors to be elected in odd numbered calendar years.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve until the next March or October meeting at which time a special election will elect a person for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V
NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. The Nominating Committee shall be appointed by

the Board of Directors prior to each March meeting of member, to serve from the close of such March meeting until the close of the next March meeting and such appointment shall be announced at each March meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Nominations may also be made from the floor at the March meeting. All nominations shall be made from among members only.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted. The election shall be administered by the Nominating Committee. All ballots shall be on file for 90 days.

ARTICLE VI MEETING OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held during the first week of each month without notice, at such place and hour as may be fixed from time to time by resolution of the Board

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

- a. adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish fealties for the infraction thereof
- b. suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;
- c. exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of incorporation, or the Declaration:
- d. declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- e. employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- a. cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the March meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;
- b. supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- c. as more fully provided in the Declaration, to:
 1. fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period; reference Declaration, page 4, Section 3a.
 2. send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

3. foreclose the lien against any property for which assessments are not paid within thirty (50) days after due date or to bring an action at law against the owner personally obligated to pay the same.
- d. issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- e. procure and maintain adequate liability and hazard insurance on property owned by the Association;
- f. cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- g. cause the Common Area to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president, vice-president, second vice-president, secretary, and treasurer who shall at all times be members of the Board of Directors.

Section 2. Election of Officer. The election of officers shall take place at the first meeting of the Board of Director following each March meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may appoint such other committee officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may from time to time, determine. These committee officers shall not have board rights.

Section 5. Resignation and Removal. Any officer may be removed from office

with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve until the March or October meeting, whichever comes first

Section 7. Multiple Offices. No person shall simultaneously hold more than one of any of the offices.

Section 8. Duties. The duties of the officers are as follows:

PRESIDENT

- a. The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes,

FIRST VICE-PRESIDENT

- b. The first vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

SECOND VICE-PRESIDENT

- c. The second vice-president shall act in the place and stead of the first vice-president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

The second vice-president is responsible for seeing that all homeowners have a copy of By-laws, Articles of Incorporation, and Declaration of this Association.

SECRETARY

- d. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the

Association and affix it on all papers requiring said seal; serve notice of meeting of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

TREASURER

- e. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; At the close of each fiscal year, cause an annual compilation and review of the Association books by an accountant, or by a committee of three (3) people not including the Association Treasurer or Assistant Treasurer, and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular meeting, and deliver a copy of each to the members with the notification of the March annual meeting.

ARTICLE IX COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X BOOKS AND RECORDS

The books, records and papers of the Association shall be subject to inspection by any member with an appointment. All ballots shall be on file for 90 days. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member by contacting any Board member. Copies may be purchased at reasonable cost.

ARTICLE XI
ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at a rate of six percent per annum; and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and the interest, costs, a penalty fee in the amount of four (4) times the outstanding annual and special assessments delinquent after May 31, 1986, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided herein by nonuse of the Common Area or abandonment of his lot.

ARTICLE XII
CORPORATE SEAL

The association shall have a seal in circular form having within its circumference the words: Canton Country Acres Civic Association, State of Michigan, Wayne County.

ARTICLE XII
AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of conflict between Declaration and these By-Laws, the Declaration shall control.

ARTICLE X.V

MISCELLANEOUS

The fiscal year of the association shall begin on the first day of April and end on the 31st day of March every year, beginning with the April 2006-March 2007 fiscal year.

IN WITNESS WHEREOF, we, being all of the directors of the Canton Country Acres Civic Association have hereunto set our bands this _____ day of _____ 19____.

Betty Splatt _____
Al Pfeiffer _____
Barbara Sanders _____

Revise 03-2006

Amendment to Canton Country Acres Civic Association's By-Laws.

In regards to Article XIV, Miscellaneous.

The original document reads:

"The fiscal year of the Association Shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation."

The amended Article reads:

"The fiscal year of the association shall begin on the first day of April and end on the 31st day of March every year, beginning with the April 2006-March 2007 fiscal year."

The By-laws were amended by two-thirds (2/3) of the voting households, March 2006.

Amendment to Canton Country Acres Civic Association's By-Laws

In regard to Article VIII. Officers and Their Duties, Section 8. Duties, Subsection e.

Treasurer.

The original document reads:

Cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year,

The amended article reads:

At the close of each fiscal year, cause an annual compilation and review of the Association books by an accountant, or by a committee of three (3) people not including the Association Treasurer or Assistant Treasurer.