



BRIARCLIFF HOMEOWNERS ASSOCIATION

BYLAWS

As of February, 2022

BRIARCLIFF HOMEOWNERS ASSOCIATION BY-LAWS

ARTICLE I – PURPOSES AND OBJECTS

It shall be the purpose of the Briarcliff Homeowners Association, West Bloomfield Township, to protect the property values within and promote the general health, welfare and safety of the residents of Franklin Knolls Subdivision No. 3 (Briarcliff).

Section 1. In amplification of the purposes for which the Association has been formed as set forth in the Articles of Incorporation, the purposes and objects are as follows:

- a. To develop a community designed for safe, healthful and harmonious living;
- b. To promote the collective and individual property and civic interests and rights of all members within this Association;
- c. To care for the improvements and maintenance of the gateways, public easements, parkways, ornamental features, water system, and any facilities and/or services of any kind for the community use of Franklin Knolls No. 3, of West Bloomfield Township, County of Oakland, State of Michigan, which now exists or which may hereafter be installed or constructed herein;
- d. To co-operate with the members of this Association and property owners in Franklin Knolls Subdivision No. 3, in the enforcement of such conditions, covenants and restrictions on and appurtenant to their property as are now in existence, as well as any conditions, covenants and restrictions as shall hereafter be approved by a 60% vote of the members of this Association;
- e. To acquire, own, or lease such real and personal property as may be necessary or convenient for the transaction of its business and fulfillment of its purposes and objects and to exercise all rights, powers, and privileges of ownership to the same extent as natural persons might or could do;
- f. To arrange social, educational, and recreational functions for its members;
- g. To exercise any and all powers that might be delegated to it from time to time by the owners of real property within the Franklin Knolls Subdivision No. 3;
- h. To disseminate information to its members on matters of common interest;
- i. This Association shall not engage in political activity or pursue political purposes of any kind or character.

Section 2. The powers above described shall in no manner or way be construed as limiting or restricting the Association to perform any and all acts necessary or desirous for the general health, safety and welfare of its members.

ARTICLE II – ORGANIZATION

The general organization of the Briarcliff Homeowners Association, West Bloomfield Township, shall comprise a membership, a Board of Directors, including certain administrative officers and certain standing and temporary committees as necessary to conduct the business and social affairs of this Association.

ARTICLE III – MEMBERSHIP

Section 1. Class of Members: the Association shall have one class of members. The qualifications and rights shall be as follows:

- a. No more than 2 memberships and 2 votes shall be allowed to the owner (or owners) of each numbered lot in Franklin Knolls Subdivision No. 3.
- b. Membership is based upon payment, per lot, of annual dues in advance for the then current year and arrearages and/or any service charges to promote public health, welfare and general good as established by the Association. Voting rights are contingent upon payment of annual dues and votes may be exercised either in the person of the member at scheduled meetings, or may be cast by mailing the vote(s) to a designated officer in time to be received prior to or upon the date of the scheduled meeting.
- c. Membership shall require compliance with these articles and amendments thereto, and the policies, rules, and regulations at any time adopted by the Association in accordance with these articles.
- d. Membership shall terminate upon such member's ceasing to be a beneficial owner of a residential unit in Franklin Knolls Subdivision No. 3; for purposes herein, a land contract vendee is such an owner.
- e. Membership shall be suspended upon such member's failure to pay to the Association in full annual dues, assessments and/or service charges, or any part thereof established by the Association. A member in default, as set out above, for ninety (90) days shall not be entitled to vote at any meeting of the Association as long as the default continues.
- f. Membership once suspended under Article III Section 1(e) may be reinstated upon such member's payment together with interest of seven (7) percent per annum plus a three (3) percent penalty charge from the first date of default.

Section 2. Voting Rights: On all issues coming before a general meeting, each member in attendance shall have one vote. However, there shall be no more than two votes per lot and any one member in attendance from a given lot is to be permitted to cast both votes allocated to such lot.

- a. Voting rights shall be exercised by members in attendance at membership meetings or members who have otherwise made special arrangements with an officer of this Association.
- b. The general membership shall not vote on assessment issues except by ballot available to all members.
- c. A plurality vote shall be necessary on all issues of a general nature. A 60% favorable vote shall be required to pass any motion related to assessments and amendments to these By-Laws.

Section 3. Membership Meetings:

- a. General membership meetings shall be held at least two times a year at a date, time and place prescribed by the Association Board of Directors and of which the membership is given due notice.
- b. Robert's Rule of Parliamentary Procedures shall be followed at each membership meeting.

Section 4. Liens: The Association may enforce collection of delinquencies by suit at law for money judgment or by foreclosure of the lien securing payment in the same manner that real estate mortgages

may be foreclosed by action under Michigan law. The expenses incurred in collecting unpaid assessments, including interest, costs and attorney's fees or any other liens paid by the Association to protect its lien, shall be chargeable to the co-owner in default, and shall be secured by a lien on the subject property.

The Board of Directors shall have the power to instruct the Treasurer to file a lien, recorded with the Register of Deeds of Oakland County, against any lot which becomes delinquent in the payment of service fees owed to the Association 120 calendar days after such service fees become due and payable; however, judgments may be secured immediately.

The Treasurer shall also file a discharge of lien after any such delinquencies are paid. The recording fees for filing the liens, and the discharge of liens, shall be added to the amount of the delinquency.

Section 5. Dues and Service Charges: Dues and service charges shall be recommended by the Board of Directors and approved by a two-thirds (2/3) vote at a properly constituted meeting of the membership with prior notice.

ARTICLE IV – BOARD OF DIRECTORS

There shall be provided a Board of Directors for establishing the general policy to be followed by this Association in furthering its intended purpose.

Section 1. Composition: The Board of Directors of this Association shall be comprised of a minimum of 7 and a maximum of 15 trustees elected from the general membership including the immediate past president. A Quorum shall consist of 51% of the number of members on the Board of Directors. A majority (51%) of the members present at a Board of Directors meeting must vote in favor of any motion in order for that motion to be passed.

Section 2. Administrative Officers: A President, Vice President, Secretary and Treasurer shall be elected to the Board of Directors by the general membership.

- a. President – the President of this Association shall preside at all membership meetings and Board of Directors meetings and shall appoint such committees as the general membership and/or the Board of Directors shall order. The President shall be the speaking voice to this Association.
- b. Vice President – The Vice President of this Association shall, in the absence of the President, act as presiding officer at all membership and Board of Directors meetings and shall further act as coordinator of all committees and be a standing member of each committee.
- c. Secretary – The Secretary shall see that a digested summary of all business conducted at the general membership meetings be maintained and shall report on the same at the beginning of each next succeeding meeting.
- d. Treasurer – The Treasurer shall see that a statement of disbursements and accounts shall be maintained and shall be authorized to make normal expenditures incident to membership meetings and within the funds available. An annual budget shall be prepared and approved by the general membership. The Treasurer shall be authorized to make disbursements by check, countersigned by any two administrative officers, as authorized by the budget when due. The Treasurer shall also be

authorized to make all expenditures not exceeding \$500.00, having the approval of the President. All other expenditures shall require a membership vote of approval.

Section 3. Election of Trustees: persons considered capable and qualified for the position of trustee of this Association shall be nominated by a special nominating committee approved by the general membership and shall be elected to office by the vote of the general membership. Nomination shall also be accepted from the floor.

Section 4. Terms of Office of Trustee: The normal term of office of the 15 Board of Directors or Trustees shall vary from one to three years and generally five new members will be elected each year, after the first year, for a term of three years.

Section 5. Term of Office of Officers: The term of each administrative office of the association shall be one year.

Section 6. Commissioners: The Board may elect Commissioners for special activities of the Association. Commissioners shall be nonvoting members of the Board, and shall not be counted in determining quorum of the Board. Commissioners' compensation shall be approved with a majority vote at a meeting of the membership.

Section 7. Power and Duties:

- a. The Board shall be authorized to receive and dispense monies for the Association as provided herein. Any unbudgeted expenditures that exceed \$1500.00, except emergency water system maintenance, must be approved by a majority vote at a meeting of the membership.
- b. The Board shall enact and enforce any and all rules and regulations for the purpose of promoting the health, welfare and general good of the Association, except as otherwise provided herein.
- c. The Board is herewith empowered to determine the necessity to assess and collect special assessments pertaining to the water system by a two-thirds (2/3) vote without prior authorization from the members. Any and all other special assessments shall require the approval of two-thirds (2/3) of the membership present at any general or special meeting with prior notice.

Section 8. Compensation: Directors, except the Secretary and Treasurer, may not receive compensation for their service. Secretary and Treasurer compensation is subject to a majority approval at a meeting of the membership.

Section 9. Vacancies in Office: In the event any vacancy shall occur in any of the administrative offices, the Board of Directors shall appoint a member to fill such vacancy.

Section 10. Vacancies in Board of Directors: In the event any vacancy shall occur within the Board of Directors, a new board member shall be elected for the unexpired term of the trustee vacating, at the next general meeting following notice of said vacancy.

Section 11. Removal for Cause: The Board of Directors shall have true power to replace any administrative officer or committee member for reasonable causes.

ARTICLE V – STANDING COMMITTEES

There shall be such standing committees as are necessary for conducting Association business.

Section 1. These committees may include: a Membership Committee, a Budget and Finance Committee, a Program Committee, a Publications and Publicity Committee, a Social Affairs Committee, a Community Improvement Committee, and a Civic Affairs Committee.

Section 2. The chairman of each standing committee shall be appointed by the President on the advice and approval of the Board of Directors.

Section 3. Temporary committees shall be formed as necessary to handle other affairs referred to a committee by the general membership.

ARTICLE VI – WATER SUPPLY SYSTEM AND COMMUNITY SERVICE FEES

Since 1982, the Association has owned and operated a water supply system for the benefit of the membership. The operating costs are included in the Association Community Service Fees.

The water system is connected to the Franklin Knolls Water System via a pipe under 14 Mile Road. The systems back up one another during times of emergencies and/or repairs and are equipped with a backup generator in the event of a loss of power. The Association water system includes the community wells, pumps, pump house, pump house lots, under street mains, fire hydrants, water supply pipes from the mains to stopboxes on each lot, and the stopboxes.

A Water System Manager is under contract to oversee all aspects of the system and report to the Board of Directors. The water system is continually tested by independent licensed laboratories with regard to water purity as mandated by all appropriate governmental agencies. An outside service company is under contract to provide all required service and maintenance functions regarding the operation of the water system.

In consideration of the foregoing, the Association and its Members shall be bound by the following:

Section 1. The Association shall supply a continuous supply of safe drinking water to each Member residence.

Section 2. The Association shall also provide a water line blowing program to all Member residences, the cost of which will be included in the yearly Association Community Service Fees. All member Homeowners are prohibited from blowing their own water lines while connected and open to the Association Water System. If any Member Homeowner insists on blowing their own house lines, the Water System Manager must be notified and he will shutoff the water at the stopbox, the Homeowner then can do what they wish. After the Member Homeowner is finished, the Water System Manager will re-access the Homeowner's lines to the Association Water System. This procedure is mandatory in order that the Association maintain control and responsibility for the quality, quantity, and safety of the Water System. The Water System Manager shall exercise discretionary powers over the Association Water System.

Section 3. The costs of the operation, maintenance, and repair of the water supply system shall be paid for by the Association Community Service Fees as previously stated. If a Member Homeowner refuses to pay the appropriate service fees, water service will be terminated by the Association after giving 30 days written notice.

Section 4. The Association will continue to explore ways to improve all aspects of the water system or the benefit of its members.

Section 5. A Member Homeowner shall regularly inspect and maintain his or her household system.

Section 6. Underground water sprinkling systems are NOT permitted. Present in-ground systems are grandfathered.

Section 7. During the summer months of June-July-August homeowners shall follow the odd/even rule in lawn sprinkling.

Section 8. If there is a water emergency inside the home and the water cannot be turned off inside the home, the water will have to be turned off at the stopbox in the yard, usually within the front yard. If you do not know where your stopbox is or cannot turn it off, call the Water System Manager for assistance. Neither the water main gate valves nor the pump house are accessible to Member Homeowner or their plumbers.

Section 9. Association Community Service Fees are due and shall be paid in full 30 days from the billing date. A late charge will be assessed if payment is not received by that date. If payment is not received in 90 days from the billing date the delinquent homeowner's water service will be terminated. If water service is terminated because of Service Fee delinquency, a \$150.00 shut-off charge will be imposed. Water service will not be reinstated until the delinquent Service Fee including late charges and the \$150.00 shut-off charge has been paid by money order or cashier's check.

Hardship issues may be presented to the President or Treasurer of the Association for special consideration.

ARTICLE VII – PROCESS OF AMENDMENT

These By-Laws may be amended with the approval of at least 60% of the membership in attendance following notice of the proposed amendment at the meeting preceding a vote thereon.

BRIARCLIFF HOMEOWNERS ASSOCIATION AMENDMENTS TO THE BY-LAWS

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 122, Act 327, Public Acts of 1931, as amended.

1. The name of the corporation is Briarcliff Homeowners Association. The location of the registered office is 7405 Cornwall Court West Bloomfield 48322.
2. The following amendment to the Articles of Incorporation was adopted by the members of the corporation in accordance with Subsection (2) of section 122, Act 327, Public Acts of 1931, as amended, on the 30th day of September, 1981.

Resolved that Article I, Subsection 3, of the Articles of Incorporation be amended to read as follows:

3. The term of this Association shall expire on November 16, 2005, unless otherwise amended pursuant to the laws of the State of Michigan.

Signed this ____ day of _____, 19__.

By Jacqueline Erlandson, President

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provision of Section 122, Act 327, Public Acts of 1931, as amended.

1. The name of the corporation is Briarcliff Homeowners Association. The location of the registered office is 7405 Cornwall Court West Bloomfield 48322.
2. The following amendment to the Articles of Incorporation was adopted by the members of the corporation in accordance with Subsection (2) of section 122, Act 327, Public Acts of 1931, as amended, on the 30th day of September, 1981.

Resolved the Article I-IV of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)

See Articles I-IV, as amended, attached hereto

3. The necessary number of members as required by statute were voted in favor of the amendment.

Signed this ____ day of _____, 19__

By Marilyn Hersh, President

CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provision of Section 122, Act 327, Public Acts of 1931, as amended.

1. Article IV, Section 7 of the By-Laws: “Any unbudgeted expenditures that exceed \$1500.00, except emergency water system maintenance, must be approved by a majority vote at a meeting of the membership.”

2. Article IV, Section 1 of the By-Laws: “The Board of Directors of this Association shall be comprised of a minimum of 7 and a maximum of 15 trustees elected from the general membership including the immediate Past President.”

3. Article VII of the By-Laws: “These By-Laws may be amended with the approval of at least 60% of the membership in attendance following notice of the proposed amendment at the meeting preceding a vote thereon.”

The necessary number of members as required by statute were voted in favor of the amendment.

Signed this 14th day of March, 2013
By Phyllis Weeks, President

CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provision of Section 122, Act 327, Public Acts of 1931, as amended.

Article IV, Section 1 of the ByLaws:. “Composition: The Board of Directors of this Association shall be comprised of a minimum of 7 and a maximum of 15 trustees elected from the general membership including the immediate past president. A Quorum shall consist of 51% of the number of members on the Board of Directors. A majority (51%) of the members present at a Board of Directors meeting must vote in favor of any motion in order for that mothion to be passed. “

Signed this 15th day of December, 2022
By Phyllis Weeks, President