

BYLAWS
of
The Kimberley Association

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BYLAWS
Of
THE KIMBERLEY ASSOCIATION

ARTICLE I
ORGANIZATION

A non-profit, non-political organization to be known as The Kimberley Association (also may be referred to as TKA hereafter).

The geographical limitations covering the interests of TKA shall be the area known as the Kimberley Sub-division in the city of Farmington Hills, Michigan.

ARTICLE II
OBJECTIVES

The objectives and purpose of the TKA shall be as follows:

1. To protect and promote the welfare of the membership.
2. To advance the interests of the membership in person and property
3. To maintain a wholesome, healthy and safe environment in the area
4. To take preventive action on all items detrimental to the membership and/or community

ARTICLE III
MEMBERSHIP

Section 1.

Active Member is defined as:

1. One who is listed on a house deed within the Kimberley sub-division and
2. Dues (on said home) are current/up-to-date

Non-Active Member:

1. One who is listed on a property (house) deed, within the Kimberley Sub-division, and
2. Dues, for said Kimberley property, are not up-to-date

ARTICLE IV
VOTING RIGHTS

Section 1.

Active members shall have the right to vote on the following:

1. Election of TKA Board Members (Officers and Trustees)
2. Removal of TKA Board Members (Officers and Trustees)
3. Any amendment to these Bylaws
4. Any other TKA business that the board deems necessary for membership vote

ARTICLE V
VOTING / MEMBERSHIP MEETINGS / NOTICE

Section 1.

Voting by Kimberley Sub-division property address:

1. Each Kimberley Sub-division property address (lot) shall be allowed one (1) vote by an active member (who currently appears on said deed for that property address). If there is more than one active member, on the deed, at said Kimberley Sub-division address that household will be allowed one (1) vote.

Section 2.

Annual Membership Meetings:

1. The Annual Membership Meeting will be held at a date, time and location determined by TKA Board

President for the purpose of electing board members, updating members relative to TKA business, activities, goals, objectives as well as additional business that may come before the meeting.

2. Notice of the Annual Membership Meeting shall be provided no less than ten (10) days prior to the date of the meeting.
3. Nominations may be made by contacting either the Secretary or President, prior to the Annual Membership Meeting, and must be supported by one (1) additional active member. *Each nominee must be active member.*
4. Floor Nominations – Any *active member* wishing to run for an open board positions may indicate their intent to run by nominating himself from the floor during the Annual Membership Meeting. All floor nominations must be supported by at least one (1) active member of TKA.
5. The Annual Meeting Ballot – will be presented with the open board positions up for election. The Board may elect present the full list of nominees for one overall vote or may opt to allow for vote of each *chair* separately.
6. Reports of various Officers, Trustees and committee members for the year (just ending) shall be submitted to the membership at the Annual Membership Meeting.

Section 3.

Special Meetings:

1. Special Meetings of TKA may be called by the President or by the majority of the current TKA board whenever they shall deem a meeting necessary or advisable.
2. Special Meetings shall also be called by the President or Secretary on the written request of not less than ten (10) active members of TKA or not less than four (4) members of the Board.

Section 4.

Regular meetings,

1. Regular Meetings are attended by TKA Board members. These meetings are scheduled quarterly, minimum, but may be more frequent depending on the necessity deemed by the Board.
2. Any TKA active member wishing to attend a regular meeting must provide a written request and, at least give (5) days prior to the date of the meeting, for which the active member is requesting attendance. In addition, the active member must provide the specific reason/subject wishing to be discussed. The Board will have final approval regarding the active member's admission to the meeting. Written request must be submitted to either the TKA Secretary or President meeting the required criteria.

Section 5.

Quorum

1. A third of the total number of Board Members then in office shall constitute a quorum provided that in no event shall the required quorum be less than one-third (1/3) of Board Members or four (4) Board Members in office whichever is greater. In addition, at minimum, two (2) of the Board Members must be Officers.

Meeting Resources

2. Board Members may participate in a meeting through use of conference telephone, electronic video communication, or other communication equipment as long as all of the following apply:
 - a. The Board Member electing to participate via Telephone or Electronic means must represent him or herself and is not permitted to have anyone represent him or her at any time for any reason.

ARTICLE VI

BOARD OFFICERS & TRUSTEES

Section 1.

TKA shall consist of the four (4) Officers and eight (8) Trustees.

Officers:

- President
- Vice President
- Secretary
- Treasurer

Trustees:

- Membership
- Architecture
- Roads & Safety
- Hospitality
- Social
- Community Affairs
- Landscaping & Beautification
- Neighborhood Watch

Section 2.

Election and Term of Officers & Trustees

1. Officers & Trustees positions, for either open or term-end chairs, shall be elected by active members, present at the Annual Membership Meeting.

Term of Office (Officers)

2. Officer(s) elected shall serve a term of two (2) years

Term of Office (Trustees)

3. Trustees(s) elected shall serve a term of two (2) years

Section 3.

Roles/Responsibilities

1. President

- a. Shall preside over all meetings of TKA
- b. Shall appoint all standing and Special Committees as deemed necessary
- c. Shall call Regular and/or Special Meetings as deemed necessary
- d. Shall be his/her duty to carry out the will of TKA Board as expressed at their respective meetings and in general to conduct the affairs of TKA in a manner consistent with the authority and responsibility pertaining to his/her office.
- e. Upon leaving office, money, books, papers, access to online accounts and other property belonging to TKA in possession or under control of the outgoing officer shall be returned promptly to the Secretary within 3 days of official resignation/removal of the position.

2. Vice President

- a. In the absence of the President or in the event of his/her inability to act, the Vice-President shall discharge the duties of the President.
- b. Champion special projects identified by the Board.
- c. Ensure a TKA Annual Audit is completed
- d. Upon leaving office, money, books, papers, access to online accounts and other property belonging to TKA in possession or under control of the outgoing officer shall be returned promptly to the President or Secretary within 3 days of official resignation/removal of the position.

3. Secretary

- a. Shall attend all meetings of TKA and the Association and shall keep a true and accurate record of the proceedings.
- b. Shall carry on all of the correspondence of the Association as instructed by TKA
- c. Shall give notice of all meetings of TKA and/or the Association
- d. Shall give notice, to all members of TKA the names, of the nominees to TKA Board prior to the Annual Membership Meeting.
- e. Upon leaving office, money, books, papers, access to online accounts and other property belonging to TKA in possession or under control of the outgoing officer shall be returned promptly to the Secretary within 3 days of official resignation/removal of the position.

4. Treasurer

- a. Shall keep account of all money received by and expended by or on behalf of the Association.
- b. All expenditures, over \$500.00 USD, shall be approved by TKA Board prior to purchase.
- c. Ensure that annual budget is monitored (all deviations must be approved by TKA Board in advance of alterations).
- d. Report our ongoing expenditures during regular TKA Board Meetings.
- e. Shall keep all papers, records, books, etc. relative to TKA transactions in a safe place and protected from damage.
- f. Accounts shall be audited annually and more often if deemed necessary by TKA Board. TKA

President (or designee) may call for an audit of TKA books at any time.

- g. An Annual Report shall be prepared, by the Treasurer, to be reported out after May 1st of each year and submitted to TKA Board. The report must cover the fiscal year of TKA (May 1 – April 30) and be supported by proper records, receipts, etc. and after being approved shall be made available at the Annual Membership Meeting.
 - h. Upon leaving office, money, books, papers, access to online accounts and other property belonging to TKA in possession or under control of the outgoing Treasurer shall be returned promptly to the President or Secretary within 3 days of official resignation/removal of the Treasurer Board position.
5. Trustees
- a. Shall attend TKA meetings and represent the membership in a manner suitable to their office
 - b. Shall be a Chairperson of a standing committee

Section 4.

Attendance

In order to ensure effective, cohesive and productive team – as a Board it is imperative that TKA Board Members support and attend meetings:

- 1. Board Members should attempt to attend 100% of TKA meetings.
- 2. To remain in good standing, all TKA Board Members must attend 75% of Regular Meetings (which should be pre-scheduled annually).
- 3. A TKA Board Member attending less than 75% of Regular Meetings will be subject to removal upon approval from a quorum of the remaining Board Members.

Section 5.

Vacancies

- 1. The TKA President or a vote of the Board is authorized to fill any vacancies by any active member (temporarily) as deemed necessary. Any vacancies, including those temporarily filled, must go through the election process during the Annual Membership Meeting to fill vacancies with permanent chair member(s).

Section 6.

Resignation and Removal of Board Members

- 1. Resignation shall be effective upon receipt, in writing, submitted to the Secretary or President, for any reason.
- 2. The Board Members have the right, by majority vote, to hold a Special Meeting to remove any Board Member at any time.

Section 7.

Compensation

- 1. All Officers and Trustees shall serve without compensation, but TKA may provide from TKA funds, for the reimbursement of any necessary incidental expenses as may be properly incurred by the Officers or Trustees in the transaction of TKA business.

Section 8.

Responsibility

- 1. It shall be the duty of TKA Board to care for the property and interests of the Association and to determine policies for the conduct of its affairs. TKA shall have the power to raise and expend funds to promote the welfare of the Association and to employ any and all lawful means it may deem proper and expedient to secure the objectives of the Association.

ARTICLE VII

DUES

Section 1.

Dues Amount

- 1. Kimberley Association dues must be paid annually and shall be forty dollars (\$40.00) per property address (lot) within the Kimberly Sub-division.

Section 2.

Dues Date

- 1. Annual Dues are due: May 1st of each year
Annual Dues coverage period

2. Dues, paid annually, cover membership from: May 1st – April 30th each year

Section 3.

Non-Payment

1. Members who do not pay dues will be deemed non-active members. Non-active members will not be permitted to vote, participate in functions, meetings, events, etc. that are paid for by active members.
2. Members may return to active status by bringing dues up-to-date.

ARTICLE VIII

RULES OF ORDER

Section 1.

Conduct

1. All meetings the Association and/or TKA Board shall be conducted in accordance with the latest revised edition of Robert's Rules or Order
2. Order of Business:
 - a. Call meeting to order
 - b. Read minutes of the last regular or special meeting for approval
 - c. Reports of the Officers and Committees
 - d. Elections (if annual meeting)
 - e. Unfinished business
 - f. New business
 - g. Adjournment

ARTICLE IX

MISCELLANEOUS

Section 1.

Bylaw Amendments

The TKA Bylaws may be amended or repealed at any regular meeting of the Association provided, however, that such proposed amendments are made in writing and a notice of such amendments is provided to all members by the TKA Secretary (or designee). The proposed amendment(s) shall be read and voted on at the next regular meeting. Two-thirds of the votes cast shall be required for the adoption of any such amendments.

APPENDIX A
CHANGE HISTORY

Date Approved	Description of change	Meeting Type:	Entered by:
May 16, 2018	Revision of bylaws, approved by membership	Vote at Annual Meeting	T. Rooney, secretary