WEE-MA-TUK HILLS LANDOWNERS ASSOCIATION, INC.

BYLAWS

Article I – <u>Name</u>

1. The name of this corporation shall be the Wee-Ma-Tuk Hills Landowners Association, Inc.

2. The Corporation is a legally constituted corporation chartered by the State of Illinois to conduct business related to the establishment and development of the common interests of lot owners in Wee-Ma-Tuk Hills subdivisions located in Fulton County.

Article II – <u>Purpose and Objectives</u>

1. The Corporation is formed for the purpose of taking the necessary action to enhance and develop the Wee-Ma-Tuk area to the benefit of the majority of landowners.

2. All regulations have been formulated with one foremost aim, to establish orderly and reasonable procedures for governing activities and for maintaining the integrity of the area while restricting individual freedom as little as possible.

Article III – <u>Membership and Voting Rights</u>

1. All owners of one or more lots, or residents of homes in Wee-Ma-Tuk Hills, shall be considered members of the Association. The classes of membership shall be:

   a. Voting Membership - a landowner whose dues for the current year are paid to the association.
   b. Nonvoting Membership - all other residents or owners of property in Wee-Ma-Tuk Hills.

2. Each landowner of one or more lots shall be entitled to one vote only in any matter brought to a vote by the general membership.

Article IV- <u>Governance: Policy of the Corporation</u>

1. The Board of Directors shall formulate and implement policies it deems necessary or advisable to carry out the functions of the Corporation, and, as are necessary, to insure the fulfillment of the objectives of the Corporation.

2. The Corporation shall not discriminate against anyone on the basis of race, color, creed, religion, sex, age, or handicapping condition. The Corporation will be governed in accordance with applicable Federal, State and local laws.

3. The Corporation will make every effort to be responsible to the needs of the individual landowners. Any individual landowner may communicate with the Board of Directors or any officer of the Corporation regarding the operation and functioning of the Corporation services.

Article V- Board of Directors

1. Membership. The Board will be composed of not less than five nor more than nine members to be elected by the general membership in good standing of the association at its annual meeting.

   a. *Board Members shall be elected for a three-year term of office.*

   b. *No more than one-third of the Board membership shall be elected yearly, with the exception of interim appointments to fill vacancies.*

2. Qualifications. Each member of the Board must own, either individually or with a spouse or blood relative, one or more lots in Wee-Ma-Tuk Hills or contiguous properties and have paid their dues to this association before being eligible to be elected to be a member of the Board of Directors.

3. Newly elected Board members shall assume their duties at the close of the general meeting at which they are elected.

4. Any member of the Board may be removed by a majority of the Board of Directors for any cause deemed sufficient by the Board after being given a written statement of the charges and an opportunity to be heard by the Board.

5. All vacancies on the Board may be filled by a majority vote of the Board of Directors until the next annual meeting.

Article VI – Offices: Election Terms of Office

1. Offices of the Board shall be members of the Board and shall consist of a President, Vice President, Secretary, and Treasurer. The officers shall be elected annually by the Board.

2. The term of office for all officers shall be one year. No officer may serve more than three terms in succession in any one office.

Article VII – Meetings

1. The Board shall meet as often as necessary to conduct the business of the Corporation. Such general meetings shall be called by the President.

2. Special meetings of the Board may be called by the President of the Board, or upon written request to the Secretary by three Board members.

3. The Secretary shall give written notice of such general or special meeting to all Board members, giving at least seven days advance notice of the time and place, and also the purpose of the special meeting.

4. A majority of the membership of the Board shall constitute a quorum for the transaction of business.

5. An annual membership meeting shall be held at least once per year between October 15 and November 15 to elect Board members and conduct other necessary business. Other general meetings may be called at the discretion of the Board.

Article VIII – Committees

1. Ad Hoc Committees: The President, with confirmation of and in consultation with the Board, shall be empowered to appoint ad hoc committees as deemed necessary.

Article IX – Files and Records

1. The Corporation shall keep correct and complete accounting records and shall keep minutes of the proceedings of its meetings. All records may be inspected by any voting member of the association in good standing.

Article X – <u>Finances</u>

1. Compensation: No compensation shall be paid to Directors for their services as Directors. No remuneration shall be paid to a Director for services performed by him for the Corporation in any other capacity unless a resolution authorizing such remuneration is adopted by the Board before the services are undertaken.

2. Inurement of Benefits: No part of the Corporation's property or the proceeds, income or avails thereof shall be distributed to or inure to the benefit of any individual, whether by loan, purchase, exchange, or otherwise directly or indirectly.

3. Dues to the Association for the year following the annual meeting shall be set by a recommendation of the Board of Directors.

Article XI – <u>Amendments</u>

1. The Board may amend the Bylaws by a majority vote of the members of the Board provided a written notice of proposed changes is sent to each Board member at least fourteen calendar days before the meeting of the Board at which the amendment is voted upon.

Article XII – <u>Authority</u>

1. Robert's Rules of Order (latest revision) shall govern the meetings of the Board, the Executive Committee and all committees in all cases in which they are applicable and in which they are not inconsistent with these Bylaws.

Article XIII – <u>Liquidation</u>

1. In the event of final liquidation of the Corporation, any assets remaining after the discharge of all obligations shall be distributed to not-for-profit corporations, charitable associations or organizations engaged in the same or similar projects as this Corporation.

Last amended and issued 9/15/99
RGS