

BY - - LAWS

NORTH COUNTRY HOMEOWNERS ASSOCIATION

ARTICLE I MANAGEMENT

SECTION 1. The management of the Association shall be vested in the Board of Directors, as provided by and subject to Article V of the Constitution of this Association and subject to Section 23 of Article XI of these By-Laws.

ARTICLE II MEETINGS

SECTION 2. The regular meetings of this Association shall be held quarterly at a time and place as designated by the general membership. (Adopted March 11, 1986)

SECTION 3. The fiscal year of the Association shall begin on January 1 of every calendar year and run through December 31st of the same year.

SECTION 4. At a quarterly meeting held on the date of the last regular quarterly meeting of the Fiscal year for the purpose of electing officers will be on an odd year. The officers term will be for two years. (Adopted May 1, 1997)

ARTICLE III

QUALIFICATION OF OFFICERS & DIRECTORS

SECTION 5. No person shall be eligible to be an officer, a director or a committeeman unless he or she is a member in good standing.

ARTICLE IV

BOARD MEETING & ELECTION OF CHAIRMAN

SECTION 6. The board shall hold quarterly meetings. (Adopted March 11, 1986)

SECTION 7. The President of the Association shall preside at all meetings of the Board. It shall be his duty to generally perform all the duties pertaining to his office and he shall decide all questions of procedure and order at the meetings of the Board.

SECTION 8. In the absence of the duly elected Chairman of the Board, the Vice President of the Association shall perform the duties of such position and in the absence of the Chairman and the Vice President, the remaining members of the Board by a majority vote may elect one of their members as temporary Chairman to act in their stead.

SECTION 9. If any director shall fail to attend the regular monthly meetings of the Board for three (3) successive meeting without good and valid reasons and without having given notice for his or her

absence in the judgment of the Board, such director shall automatically cease to be member of the Board and the vacancy created shall be filled as provided in Section 11, Article V of these By-Laws.

SECTION 10. Special meetings of the Board may be called by the following persons and in the following manner:

- (a) The Chairman of the Board may in case of any emergency, to be determined by him, call a meeting of the Board.
- (b) It shall be the duty of the Chairman of the Board to call a meeting of the Board when requested to do so in writing by three (3) members thereof, stating the purpose of the meeting.
- (c) Notice of any special meeting of the Board may be given to all members thereof by telephone, in person, or by written notice.

ARTICLE V VACANCIES

SECTION 11. All vacancies occurring on the Board between annual meetings shall be filled by appointment by the Board of Directors.

SECTION 12. All unexpired terms or vacancies in the officers of the President, Vice President, Secretary, and Treasurer shall be filled by election of the membership, however, the Board of Directors may appoint a successor until such time as an election may be held by the membership.

ARTICLE VI REMOVAL OF OFFICERS

SECTION 13. Any director or officer of the Association may be removed from office by a three-fourths vote of the members in good standing present at a meeting called for such purpose, at which a quorum, as defined by the Constitution is present.

ARTICLE VII DUTIES AND/OR POWERS OF OFFICERS & BOARD

SECTION 14. Duties of the President. It shall be the duty of the President to preside at all meetings of the Association; to enforce the By-Laws; to preserve order and decorum; to require all officers and members of the committees to perform their duties; to appoint all committees not otherwise provided for; to sign all official documents and countersign checks with the Vice President or Treasurer. He shall be an ex-officio member of all committees and generally perform all the duties appertaining to his office, and shall decide all questions of procedure and order. He shall not be required to vote at meetings of the Association, except in case of a tie vote.

SECTION 15. Duties of the Vice President. It shall be the duty of the Vice President to perform all the duties of the President in the absence of the President.

SECTION 16. Duties of the Secretary. It shall be the duty of the Secretary to keep full and impartial records of the Association, and the Board; to perform such duties as may be prescribed by the Board. Records at all times be open for inspection by any member in good standing or the President and the Board of Directors. The Secretary shall handle general association correspondence.

SECTION 17. Duties of the Treasurer. It shall be the duty of the Treasurer to be the custodian of the Association's funds, and to keep a correct and faithful account of all receipts and expenditures; to prepare and sign checks with the President or Vice President, and keep all books belonging to his office, which shall at all times be open to inspection by the President and the Board of Directors.

SECTION 18. Duties and Powers of the Board. The Board shall have, subject to Section 23, Article XI of these By-Laws, the entire charge, control, administration and management of the affairs of the Association. It shall execute all measures and proceedings necessary to advance the purposes of the Association. It shall keep a correct record of its proceedings and submit a report of the same to the members at the regular meetings hereinafter provided for. It shall have the power to authorize expenditures of the Association as described hereinafter in Article XI, Section 22 of the By-Laws.

SECTION 19. The Board may require any officer and/or employee of the Association who shall have custody of funds to give a proper Surety Bond for the faithful accounting of such funds, with surety or sureties satisfactory to the Board and with the premium paid by the Association.

ARTICLE IX DUES

~~SECTION 20. The annual Homeowners Association Civic membership dues for each household shall be determined by a majority of the Homeowners Association Civic members and may be payable annually. These Homeowners Association Civic Membership dues are separate and distinct from the Maintenance fee charge provided for in Part 3 of the Deed Restrictions, are collected for the purpose of providing a fund through which the officers of the Homeowners Association may perform their duties which are set forth in these By-Laws.~~

~~Note: These dues are collected strictly on a volunteer basis and in NO WAY affects your right to vote. Dues are not used for maintenance but rather CIVIC projects, i.e. information distribution costs, flowers, extra's not provided for in the Restrictions specifications of maintenance expenditures.~~

The annual dues for each household membership shall be determined by the general membership and may be payable by-annually. Any member delinquent for sixty days in payment of dues or of special assessments may be suspended by a majority vote of the Board at any meeting of the Board. (No record of when Section 20 was changed by a homeowners community vote.)

ARTICLE X EXPENDITURES

SECTION 21. All expenditures of the Association funds shall be authorized by the Board who may direct the Treasurer to pay all bills incurred or to be incurred by the Association; provided, however, that any Board may, at the beginning of its term, authorize the Treasurer to pay for the necessary stationary, stamps, and the cost of holding meetings, and no further authorization therefore shall be necessary during the remaining term of such Board, however, no expenditure shall exceed the sum of \$25.00. All checks shall be signed by any two of the three officers: the President, Vice President, or Treasurer.

ARTICLE XI RIGHTS OF MEMBERS

SECTION 22. The members of the Association shall have the right to initiate resolutions, plans, policies, and projects and to enter into and approve Contracts involving the expenditures in an amount in excess of \$25.00 when passed by a majority of those present and voting at any regular or special meeting at which a quorum is present, shall be binding upon the Association and upon the Board.

SECTION 23. Every member in good standing shall have the all the rights and privileges of membership including the right to vote and hold office in the Association; provided, however, that husband and wife shall not hold office at the same time.

SECTION 24. No member shall be considered in good standing who is in arrears in payment of maintenance fees; nor shall he or she be eligible to be an office or director in this Association until such fee is no longer delinquents.

ARTICLES XII COMMITTEES

SECTION 25. The Chairman of committees shall be appointed from the Association membership by the President with approval of the Board.

ARTICLE XIII ORDER OF BUSINESS

SECTION 26. Roberts Rule of Order shall determine the conduct of business in all meetings of the Association, its government bodies and committees, except where inconsistent with the Constitution and these By-Laws.

ARTICLE XIV AMENDMENTS

SECTION 27. These By-Laws may be amended from time to time, by resolution in writing, presented by a regular meeting of the Association, read and approved by a two-thirds majority vote at a regular meeting at which a quorum is present.

ARTICLE XV MAINTENANCE FUND BOARD

~~SECTION 28. The Maintenance Fund Board is a separate and distinct entity of the Homeowners Association, created as an enforcement agency of the Association. The duties of the Maintenance Board shall consist of the following:~~ The maintenance board hereafter will be officers of the Homeowners Association duly elected by the community at large. Duties of these officers will include those as set forth in Section 28, A thru F. **(Adopted December 29, 1983)**

- (a) Enforcement of the Deed Restrictions, as provided for in the Deed Restrictions.
- (b) Collection of the annual maintenance fee charge pursuant to Part 3 of the Deed Restrictions.
- (c) Approval of submitted plans for the construction of any structure on any lot, or the development of any lot, subject to the Deed Restrictions. The Board is to review such plans for development to make certain that they are in conformance with the Deed Restriction, although reasonable variances may be granted with approval of the Board.
- (d) Contract work for improvements to North Country as provided in Part 3 of the Deed Restrictions. Improvements requiring expenditures under three hundred dollars (\$300.00) may be contracted for with the unanimous consent of the Maintenance Fund Board.
~~Improvements requiring expenditures in excess of three hundred dollars (\$300.00) must be approved by at least one member of the Maintenance Fund Board and a majority of the Officers of the Homeowners Association prior to the requisitioning of such improvements. All homeowners shall be notified of any and all expenditures made for improvements. **(Adopted December 29, 1983)** (Instead of making the lined out corrections A through F were completely removed from the version of the By-Laws being handed out for several years.)~~
- (e) ~~The Maintenance Fund Board shall, each quarter, compile a quarterly report stating it's expenditures for that quarter, the balance of the maintenance fund as of the date of the report, and all proposed projects which would require an expenditure of the maintenance fund. This monthly report shall be submitted at the quarterly Homeowners Association Officers Meeting as provided for an Article IV, Section 6 of these By-Laws. **(Adopted March 11, 1986)**~~
- (f) Assist the officers of the Homeowners Association with necessary record-keeping and correspondence.

SECTION 29. (Removal - Adopted December 29, 1983) ~~The Maintenance Fund Board shall consist of a duly elected Chairman and a duly elected Vice Chairman, both of who shall be North Country Residents. It is the responsibility of these two officers to enforce the duties of the Maintenance Fund Board as set forth in Article XV, Section 29 of these By Laws. The term of office for both the chairman and vice-chairman shall be two (2) years, both serving together for their full two year term. Both the Chairman~~

and Vice Chairman positions shall be filled by an election, each second year, to be held on the date of the last regular meeting of the Fiscal Year as provided in Article II, Section 4 of these By-Laws.

SECTION 30. (Removal - Adopted December 29, 1983) ~~A Bookkeeper/Treasurer shall be appointed by the Maintenance Fund Board Officers and Homeowners Association Officers for the purpose of maintaining good accounting records of maintenance funds, to maintain current billings and collections of the fund, and to make regular reports available as required and provided for in Article XV, Section 29, Subsection (e).~~

~~SECTION 31. A yearly budget shall be prepared by the joint effort of the officers of the Maintenance Fund Board and the officers of the Homeowners Association. This yearly budget shall be presented for approval to the Homeowners Association at the first quarterly meeting of each fiscal year. at the second regular meeting held in February of each fiscal year, as provided in Article II, Section 4 of the these By-Laws. The yearly budget must be approved by the majority of Homeowners Association members present at such meeting, provided there is a quorum present; if there be no quorum present, then such budget shall submitted to the members by mail or hand delivery for approval.~~ **(Adopted March 11, 1986)**

~~SECTION 32. North Country residents who own lots adjacent to their house lot will not be subject to the maintenance fee charge of those vacant lots. North Country Homeowner who own lots adjacent to their house lot must pay the maintenance fee charge on such lots as provided for in Part 3 of the Deed Restrictions; provided, however, that if such adjacent lot is not used or developed in any manner as a part of the homeowners house lot, including for purely aesthetic reasons, then such is not subject to the maintenance fee charge. NOTE:::: A 2/3 MAJORITY OF THE HOMEOWNERS ASSOCIATION MEMBERSHIP (those paying maintenance fees) SHALL DETERMINE THE AMOUNT OF \$0.00 to \$5.00 PER MONTH PER YEAR BY BALLOT!~~ **(No record of when this change was approved)**

The preceding document null and voids any and all documents pertaining to the North Country Homeowners Association Constitution and By-Laws not dated or dated prior to June 30, 1982, by right of Article VII, Section 9, of the Constitution and Article XIV, Section 28 of the By-Laws.

AMENDMENTS TO BY-LAWS

- AMENDMENT 1 (Adopted December 29, 1983)
 - SECTION 28 The maintenance board hereafter will be officers of the Homeowners Association duly elected by the community at large. Duties of these officers will include those as set forth in Section 28, A thru F.

- AMENDMENT 2 (Adopted December 29, 1983)
 - SECTION 29 Regarding election of a Maintenance Board and terms shall be deleted entirely.
 - SECTION 30 Regarding appointment by Maintenance Board and terms shall be deleted entirely.

- AMENDMENT 3 (Adopted March 11, 1986)
SECTION 2 The regular meetings of this Association shall be held quarterly.
- AMENDMENT 4 (Adopted March 11, 1986)
SECTION 6 The board shall hold quarterly meetings.
- AMENDMENT 5 (Adopted March 11, 1986)
SECTION 31 This yearly budget shall be presented for approval to the HOA at the first quarterly meeting of each fiscal year.
- AMENDMENT 6 (Adopted May 1, 1997)
SECTION 4 Election of officers will be held on odd years. The officers term will be for two years.