

BY-LAWS
OF
HARRELL'S FERRY LANDING SUBDIVISION HOMEOWNERS ASSOCIATION,
INC.
a Nonprofit Corporation

I. BOARD OF DIRECTORS- SELECTION AND TERM OF OFFICE

1.1 Number of Board Meetings. The Board shall consist of no less than three (3) and no more than five (5) directors, who must be Members of the Association.

1.2 Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association.

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

II. NOMINATION AND ELECTION OF DIRECTORS

2.1 Nominations. Nominations for the office of directors shall be made by voting members from the floor at the annual meeting or such other meeting at which directors are to be elected. Such nominations may be made from among Members in good standing only.

2.2 Elections. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Restrictions and the Articles of Incorporation of the Association. The person receiving the largest number of votes shall be elected.

2.3 Term. The directors of the 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 be disqualified to serve.

III. OFFICERS AND THEIR DUTIES

3.1 Election of Officers. The election of officers shall take place at the first meeting of the Board following each annual meeting of the Members.

3.2 Enumeration of Officers. The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution establish.

3.3 Term. The officers of the 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 be disqualified to serve.

3.4 Special Appointments. The Board may elect such other 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 designate.

3.5 Resignation and Removal. The Board may remove any officer from office with or

without cause. Any officer may resign at any time by 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 any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

3.6 Vacancies. A vacancy in any office may be filled by election held by the Board for that or any other purpose. The officer elected to such vacancy shall serve for the remainder of the term off the officer he replaces.

3.7 Multiple Offices. Only the offices of Secretary and Treasurer or President and Treasurer and special offices created pursuant to Section 8.4 may be held by the same person.

IV. MISCELLANEOUS

4.1 Amendments. These by-laws may be amended at a regular or special meeting of the Board by a vote of a majority of a quorum of directors present in person or by proxy.

4.2 Conflict. In the case of any conflict between the Articles of Incorporation of the Association and these By-Laws, the Articles of Incorporation of the Association shall take precedence; and in the case of any conflict between the Restrictions and these By-Laws, the Restrictions shall take precedence,

4.3 Fiscal Year. The fiscal year of the Association shall begin on the 1st day of January and end on the 31st day of December of every year.

THUS DONE AND SIGNED and these By-Laws adopted, in Denham Springs, Louisiana, on the ____ day of _____,

Trey Quirk, Director



Tommy Poirrier, Director

Brent Charlet, Director

Jesse Netterville, Director

Leeland Kilpatrick, Director