



River Oaks  
Homeowners' Association

# Bylaws

**River Oaks Homeowners Association, Inc.  
Brentwood, Tennessee  
Bylaws  
May, 1975  
(Amended October, 1996)  
(Further Amended December, 1999)**

## **ARTICLE I -Name and Legal Status:**

The name of this organization shall be the River Oaks Homeowners Association, Inc. ("Association"). It shall be chartered as a non-profit Corporation as provided by the Tennessee General Corporation Act.

## **ARTICLE II -Purpose of the Association:**

General Purpose. The Association has been organized for the purpose of administering the Declaration of Covenants, Conditions, and Restrictions for the Brentwood, Williamson and Davidson County, Tennessee residential development known generally as River Oaks, for the purposes of exercising the powers set out in and carrying out the purposes of the Declaration, and for the purposes of engaging in such other functions and activities as are consistent with the general benefit of the owners of any lot, part, or parcel of the River Oaks residential subdivision.

## **ARTICLE III -Objectives:**

**Section 1.** To promote good government at all levels, and to represent the membership before duly constituted government authorities in matters of common interest and concern.

**Section 2.** To promote a good public school system and to represent the membership before school authorities in matters of common interest and concern.

**Section 3.** To publicize to the membership, all matters of common interest and concern including, but not limited to. elections, referendums, voter registrations, and public utility services.

**Section 4.** To promote and enhance the attractiveness and beauty of the area by

improving and maintaining certain public areas and providing public facilities and services which would not otherwise be available.

**Section 5.** To educate residents on any and all legal restrictions and requirements pertaining to the five River Oaks sections and to encourage or enforce (when necessary), compliance with such provisions.

**Section 6.** To promote the social life of the area by sponsoring and promoting appropriate activities for the membership.

**Section 7.** To welcome all new residents and to acquaint them with the Association and to facilitate their meeting with other residents.

**Section 8.** To facilitate area interaction, information, and enjoyment by the publication of a directory of all area residents, at least annually, and by the issuance of periodic newsletters. These may include any information of common concern or benefit.

#### **ARTICLE IV -Membership:**

**Section 1.** Any resident of the five sections of the River Oaks area may become an active member by paying the annual dues as hereinafter provided.

**Section 2.** Any new resident as of November 1 to June 30 of the following year shall be provided with a complimentary active membership until the following July 1.

**Section 3.** Any person, either a resident or non-resident, of the area may be elected to Honorary Membership for outstanding services which in any way enhances the objectives of this Association. Such individuals are to be elected by the membership upon the recommendation of the Board of Directors. If the individual holds public office, such membership shall be for the duration of the current and any subsequent terms. If the individual does not hold public office, such membership shall be for a period of five years. Honorary members are not required to pay dues and are not eligible to vote, hold office, or a committee appointment.

**Section 4.** Automatic Termination of Membership. Membership in the Association shall be automatically terminated if:

- a) A member, at any time, fails to satisfy the requirements for membership in the Association, or
- b) A member fails to pay annual dues in accordance with the provisions of the Declarations or these By-laws.

**Section 5.** Termination by Board Action. The Board of Directors, by an affirmative vote of two-thirds of all of the members of the Board, may censure, suspend, expel or otherwise discipline a member for the violation of these By-laws or such other causes deemed sufficient by the Board.

**Section 6.** Resignation of Membership. Any member may resign after fulfilling all obligations to the Association and by filing a written notice of resignation with the Secretary. Such resignation shall not relieve the Member so resigning of the obligation

to pay any dues, assessments or other charges theretofore accrued and unpaid.

**Section 7.** Reinstatement. A member who forfeits membership for non-payment of dues may be reinstated:

- a) During the year of forfeiture by payment of current dues.
- b) After the year of forfeiture, by application as a new member and payment of current dues, and satisfaction of all requirements for membership then in force.

**Section 8.** Reinstatement Procedure. A member who resigns or who forfeits membership for any other reason must apply for membership as a new member, pay the current dues and otherwise satisfy all of the requirements for membership in the Association then in force. A member who is expelled may be reinstated only upon written request and approval by the affirmative vote of two-thirds of the members of the Board of Directors, and compliance with such other terms as the Board of Directors may deem appropriate.

**Section 9.** Transfer of Membership. Membership in the Association is not transferable or assignable.

**Section 10.** Voting Rights of Members. A Lot Owner shall have the right to cast one (1) vote for each Lot owned. If a Lot is owned by more than one Lot Owner, only one Lot Owner shall be eligible to cast a vote on any matter submitted to a vote of the Membership in the Association.

## **ARTICLE V -Governance:**

**Section 1.** This Association shall be governed by a nine member Board of Directors, six of whom shall be elected by the active membership, and three who shall be selected for specific duties by the six elected directors.

**Section 2.** The elected directors shall serve terms of two years each with one-half (three) of the terms expiring each June 30. An elected director shall not be eligible for election to a second consecutive term unless he was named to fill an unexpired term of less than one year.

**Section 3.** The elected directors shall select from within its group, a President, and a Vice-President for the Association.

**Section 4.** The elected directors shall select, active members from outside its group, a Secretary and a Treasurer for the Association. These terms of office shall be for one year and shall coincide with the Association year. In addition, the elected directors shall select a Chairman of the Gate Maintenance Committee who shall serve a term of one year which coincides with the Association year. These three appointed directors shall be regular voting members of the Board of Directors on all matters unless otherwise provided.

**Section 5.** The President shall be the presiding officer at all Association meetings and shall be its official representative in matters generally handled by this officer. If the

President is unable to serve on a short term basis, then the Vice-President will act in his behalf during such period of time. If the President is unable to serve during the balance of the term, then the Vice-President shall assume the Presidency for the balance of the term. The elected directors in turn, will name a new Vice President from within its group and fill the resulting unexpired director term (if one).

**Section 6.** If any other position of the Board of Directors becomes vacant during the term, then the elected directors shall select an active member to fill the position for the entire unexpired portion of the term.

**Section 7.** The Board of Directors shall act in behalf of the active membership on all matters, within the scope of these By-laws, unless otherwise provided, or unless voted by the membership at any regular or special meeting. An affirmative vote of a minimum of five directors is required to adopt any proposed action except those which are limited to the elected directors in which case four affirmative votes are required.

**Section 8.** The President shall schedule at least one meeting of the Board of Directors between each regular membership meeting and more often as he deems indicated in order to facilitate the objectives and activities of the Association.

**Section 9.** The President must schedule a meeting of the Board of Directors upon the request of any three members of the Board. Such meeting must be held within one week of such request.

**Section 10.** The Secretary shall prepare minutes of all Board meetings and file them in a permanent manner. They shall be available for inspection by any active member at all regular membership meetings. The secretary shall prepare and mail all correspondence as requested by the Board.