

Bylaws

Forest Beach Owners Association, Inc.

Effective: January 1, 2027

The Forest Beach Owners' Association, Inc., hereafter referred to as the Association, being a 502 C 4 Corporation formed under the laws of the State of South Carolina applicable to a non-profit Homeowners Association, shall at all times be operated in conformity with the laws of the State of South Carolina applicable to such corporations. If any By Laws herein set forth shall at any time conflict with any law of the State of South Carolina applicable to such corporation, the law of South Carolina shall take precedence over By Law(s) and such By Law(s) shall be deemed to be automatically and appropriately amended to confirm to such State Law.

The Forest Beach Community is defined as including all of the areas within the following platted subdivisions, regardless of lot line changes:

Hilton Head Beach Subdivision Number 1

Hilton Head Beach Subdivision Number 1A

Hilton Head Beach Subdivision Number 2

Hilton Head Beach Subdivision Number 2A

Hilton Head Beach Subdivision Number 3

Central Forest Beach Subdivision

Palm Forest Subdivision

Lawton Beach Subdivision

Article I – Purposes

The purposes of the Association shall be as established by the Constitution of the Association and as hereafter added by the membership of the Association.

To these ends the Association will:

- 1) Provide a forum for discussion of concerns of mutual interest to all property owners, residents and businesses located in Forest Beach, thereby encouraging the formulation and advancement of ideas and projects which will inure to the general benefit of the Forest Beach community.
- 2) Provide a vehicle for expressing opinions and objections to public authorities at the Town, County and State levels.
- 3) Cooperate with other Hilton Head Island property owners and civic associations in achieving common goals.
- 4) Receive title to, improve and maintain such real property as is dedicated to the public use of the community. To supply certain common services to its members and assess and collect assessments and dues as proposed by the Board of Directors.
- 5) Perform Architectural Reviews to insure construction compliance with the applicable covenants and administer the restrictive deed covenants as applicable to each property within the Forest Beach community.
- 6) Perform Natural Resources Reviews in conjunction with the Town for individual properties and administer any Federal Conservation Easements as may be held by the Association for the benefit of all property owners.
- 7) The Association is a non-partisan organization and will, at its discretion, provide forums for political candidates relative to the Forest Beach Community to present their views on topics applicable to the membership, but at no time shall the Association endorse any candidate.

Article II – Membership

(a) Eligibility for Membership & Classifications

Any person or entity owning real property within a Forest Beach Subdivision, also defined as the Forest Beach Community, as identified above, is automatically a member of the Association. In the case of in-common owners of property, all of the co-owners or joint owners shall be considered members of the Association. Unless otherwise specified in this document, all real properties within the Forest Beach Community that may be developed in to either a residential occupancy structure or commercial structure, shall be eligible for membership in the Association as a single member per property.

A voting member is defined as a real property that has fully paid their annual dues, at least 5 business days prior to any meeting in which a membership vote is to be taken. Unless otherwise specified in these By Laws, only one vote per voting member property may be cast. In the event of more than one vote being cast for a voting member property, then neither vote shall be considered valid or counted.

(b) Applicable Annual Dues

All eligible member properties within the Forest Beach Community shall be assessed an Annual Dues amount equal to the current dues schedule as set by the Board of Directors annually for each classification of membership. Such Dues Schedule being set by the Board of Directors and published on the Association's Web Site to be effective January 1st of each year.

To be eligible to vote on any Association business, a member property must have paid the full dues based upon their classification established by the Board of Directors at least 5 business days prior to any such vote. In addition, all subsequent annual dues for the term(s) of office for any Association Member Property who is also an elected or appointed member of the Board of Directors, must also be paid annually by the 15th of January of each year. All membership dues will be billed annually on January 1st of each year, or upon notice of property transfer being received by the Association, and being due upon receipt. Membership dues shall not be prorated for any calendar year. Membership in the Association may not transfer automatically from one person or entity to another by change in ownership. Each person or entity owning qualifying real property in the Forest Beach Community is required to pay the applicable annual dues to become a voting member. Each person or entity not owning qualifying real property within the Forest Beach Community that has been approved for membership by the Board of Directors must pay annual dues equal to the amount established for a similar entity by the Board of Directors who does own real property before they may vote on any Association business.

Any person or entity who pays an amount less than the dues established by the Board of Directors for a calendar year, unless otherwise defined in these Bylaws, for that type of business or property shall be considered to have made a contribution to the Association and not having paid dues for the current year, unless and until the balance of the dues established by the Board of Directors for that type of membership have been paid for the current year.

(c) Voting Rights – Membership Classifications

Only those qualifying members who have fully paid their annual dues in full at least 5 business days prior to the announced time of any meeting in which a membership vote will be taken shall be classified as a Voting Member and may cast a vote on Association business. For the purpose of voting, unless otherwise herein specified, a qualifying member is defined as an individual qualifying real property, residential or commercial, regardless of the number of owners on title, the manner in which the property title is held, or the size or use of the property. Each eligible voting member will have one vote per qualifying real property owned that is qualified as a voting member unless otherwise defined below.

All eligible members who have not paid their annual dues in full within the timeframe stated above shall be classified as Non-Voting Members. Non-Voting Members may attend all Association meetings, but may not make any motions, seconds or cast any votes or be nominated to hold any office or Director positions within the Association.

Each voting member is entitled to cast one (1) vote, per qualifying real property that they hold a valid voting membership for, on each item submitted to the membership for a vote.

(d) Annual Dues

Annual Membership Dues shall be determined by the Board of Directors. The Board of Directors shall review the membership dues schedule and make adjustments and post a current dues schedule on the Association's Web Site by the 1st of January each year. Membership dues will be billed and notices mailed each year to all Forest Beach Community property owners of record beginning the 1st day of January, but will be no later than the 10th of January of each year. Membership dues will be due upon receipt. Membership dues will not be prorated for any reason.

(e) Architectural Review Fees, Natural Resource Review Fees and Compliance Deposits

The Board of Directors shall set the fees to be charged for the services of Architectural Review, Natural Resources Review along with the applicable compliance deposit required. The Board shall periodically, but not less than yearly, review such fee schedules and adopt them for use by the Association and publication to the membership. Publication will be in the form of a downloadable document posted on the Association's Web Site.

Every real property within the Forest Beach Community is subject to specific restrictive deed covenants and restrictions. The Association provides the architectural review and natural resource review services for such covenants and restrictions and every property owner, whether a voting or non-voting member, is subject to such covenants and restrictions.

Each real property owner undertaking any addition, change or modification to their property as defined by the applicable restrictive deed covenants is required to submit to the Association and application for review along with the applicable review and compliance deposit fees and supporting documentation to adequately explain and diagram the scope and extent of such work to be performed.

The Association shall administer the architectural review process in accordance with the applicable restrictive deed covenants and shall approve or disapprove any project on its own merits based upon the information submitted with the application.

Article III – Membership Meetings

(a) Membership Meetings - Meeting Etiquette

All Association Meetings shall be conducted according to Robert's Rules of Order. All meetings shall be conducted in a professional manner with respect being given to all Association Members by everyone present at any meeting. The President may, upon determination by two (2) or more Board of Directors Members present, that any individual(s), in any meeting, who are disruptive, abusive, profane or not conducting themselves in an appropriate, businesslike manner, or bringing up topics unrelated to the issues at hand before the meeting attendees, may request that such individual(s) leave the meeting. Failure to comply with the request to leave or to observe proper etiquette, the President may summon appropriate Law Enforcement to assist in restoring order and removing the offending individual(s).

(b) Membership Meetings - Annual Meeting of Membership

The annual membership meeting shall occur each year on the 3rd Saturday of October at a place and time to be established by the Board of Directors and published to the membership on the Association's Web Site, and by email to all members who have provided a valid email address to the Association to receive such notices, along with an agenda of the items to be covered during the Annual Meeting along with any handout materials (e.g.: Board of Directors candidate biographies, annual budget, Year to Date financial statements and voting materials). In addition to providing the membership with such materials by email, all applicable documents will be posted on the Association's Web Site. Such notice and posting shall be given to the membership by the 1st of October of each year.

At such meeting the membership shall elect, from the candidates on the ballot, the person(s) who shall hold office for the number of open director positions available for the following calendar year. There shall also be conducted at the annual meeting any such other business as may be appropriate as determined and by the Board of Directors.

(c) Membership Meetings - Special Meetings

Special meetings of the membership may be called by the Board of Directors, or shall be called by the Secretary of the Association on the petition of twenty-five (25) individual voting members of the Association stating the item(s) of business which such members desire to submit for consideration of the membership. Such special meetings must be attended in person by the voting members petitioning such meeting and the use of proxy votes to call such meetings or to vote at such special meetings shall not be permitted.

In the event such special meeting is called by petition, all costs associated with the notice to the membership, meeting location, etc., shall be borne in full, and pre-paid to the Association, by the members petitioning such meeting. Such costs must be paid by certified funds to the Association before any meeting date is set and any notice of said meeting shall be given by the Association to the membership.

Once the applicable costs have been paid to the Association, written notice shall be given to the membership of the special meeting which will include the time, date and location of the special meeting along with an agenda of the business to be submitted to the membership.

Notice of any special meeting shall be mailed at least thirty (30) days in advance of the scheduled meeting date. The Board of Directors may not delay the holding of any special meeting petitioned by the membership for more than thirty (30) days after the petition and payment for the mailing and associated meeting costs have been received by the Secretary.

(d) Membership Meetings - Board of Directors Meetings

- (1) The Board of Directors shall meet monthly (with the exception of October). The meeting shall take place on either the second Monday or Tuesday of the month, depending on the availability of a quorum being present at the meeting. Meeting dates that fall on a Federal Holiday will be postponed automatically to the following week.
- (2) All Board of Directors meetings shall be in person meetings for the Board. An electronic (ZOOM) option shall be offered to the membership, if available, for inclusion of the membership in the activities of the Board.
- (3) Notice of the day and date of each monthly meeting shall be posted on the Association's Web Site and shall also be included in an electronic (email) notification to all members of the Association who have provided to the Association a valid email address for receiving such notices.

- (4) Proxies may be given by any Board Member in good standing to any other Board Member in good standing for the purpose of any vote to be taken at a Board Meeting, whether regular or special, so long as the proxy has been provided in writing by being emailed to the Association's email, the Board Member who will be holding the proxy and the Association's Secretary at least three (3) hours prior to the scheduled start of the meeting. In the event that the Board Member who is providing a proxy is the Secretary, then in lieu of the email that would go to the Secretary, the email should go to the President of the Association.
- (5) In the event that a Board of Directors Member misses a scheduled Board of Directors Meeting and has not otherwise provided a proxy to another Board of Directors Member, the Board of Directors Member who is absent from the meeting shall have forfeited their proxy vote to the Association President. In the event that the President is the Board of Directors Member who misses a scheduled Board of Directors Meeting or Executive Session and has not otherwise provide a proxy to another Board of Directors Member, the proxy vote for the President shall reside with the Vice President. In the aforementioned situation, if the Vice President is also absent, then the proxy vote shall reside with the Secretary-Treasurer and so on down the list of Board of Directors Members present at the meeting based upon their years of service on the Board of Directors
- (6) A quorum of Board Members for the purpose of any vote taken at a Board Meeting or Executive Session, shall be a minimum of four (4) of the seven (7) Board Members, whether in person or represented by proxy. Any four (4) or more Board Members who meet at a place or time not specified as either a scheduled, special or Executive Session meeting of the Board of Directors shall not be considered a voting quorum for the purpose of conducting Association business at such gathering.

(e) Membership Meetings - Quorum

The presence at any Annual Membership Meeting of at least fifteen (15) Voting Members in good standing, in person, shall constitute a quorum of the Voting Membership.

(f) Membership Meetings - Membership Voting

Each voting member in good standing shall be entitled to cast as many votes as they are qualified to cast based upon their membership classification as defined in Article II Section (c) of these Bylaws above, on any item submitted to the membership by the Board of Directors for a vote.

- (1) Voting shall be cast only on a form supplied by the Association, whether in person at the Annual Meeting or by mail-in or email from the Association's Web Site. Only fully completed forms with all required information will be counted. Any form that is not legible will not be counted. Any voting forms received by the Executive Director less than one day before the start of the in-person Annual Meeting, whether by mail-in or email, will not be counted. No proxy voting shall be allowed.
- (2) Voting forms shall be posted on the Association's Web Site, available for download, no later than October 1st of each year and must be received by the Association prior to the scheduled start of the in-person Annual Meeting.
- (3) No vote may be cast by any qualified member whose membership dues and assessments have not been paid in full at least 5 business days prior to the Annual Membership Meeting.
- (4) Voting for the election of Board of Directors candidate(s) shall be by written ballot. In the event that there are an equal number of qualified candidates on the ballot as there are positions to be filled, the President, at their sole discretion, may call for a verbal vote of the membership in lieu of a written ballot.
- (5) All written ballots shall contain the Forest Beach property address of the voting person or entity, but shall not contain the name of the person casting the ballot. The Executive Director shall review the written ballots to verify that the property address listed on each individual ballot is a qualified Voting Member in good standing. In the event that any ballots cast are not able to be verified as a Voting Member in good standing, or any property address is listed on more than one ballot, or any ballot has been cast with more nominees voted for than as stated in the ballot directions, such ballot(s) shall be considered invalid and not counted. Only one written ballot may be cast by any Voting Member. In the event that a qualified Voting Member in good standing holds more than one qualified vote, each vote shall be cast on a separate ballot identifying the Voting Member property for which the ballot is being cast.
- (6) In the event of a tie vote which is material to the election of any person being elected to the Board of Directors, the final decision as to the winner(s) of such election shall be determined by a majority vote of the Board of Directors in Executive Session at the November Board of Directors Meeting.
- (7) Any vote cast by the majority of Voting Members in good standing, as validated by the Executive Director, shall be considered the vote of the entire Voting Membership.

Article IV – Board of Directors

(a) Board of Directors - Number and Term

- (1) The Association shall be managed by a Board of Directors elected by the Voting Membership at the Annual Membership Meeting. The Board shall consist of seven (7) qualified Voting Members in good standing.
- (2) The Board of Directors shall elect, from among those Directors whose terms begin on January 1st of the following calendar year the following Board Officers: one (1) Board Member shall be elected by the Board of Directors at the November Board Meeting to serve as the President of the Association for the following calendar year, one (1) Board Member shall be elected by the Board of Directors at the November Board Meeting to serve as the Vice-President of the Association for the following calendar year and one (1) Board Member shall be elected by the Board of Directors at the November Board Meeting to serve as the Secretary/Treasurer for the following calendar year.
- (3) No elected Board Member who has not served on the Associations Board of Directors in the past for at least one (1) year, or at least one (1) year of their current term may be elected to the position of any Board Officer.
- (4) Directors shall be elected at the Annual Membership Meeting for a term of four (4) years on a rotating basis with no more than 2 positions being elected in any one (1) year.
- (5) All newly elected Board of Directors Members must begin attending Board Meetings immediately after they have been elected by the Voting Membership, but may not vote on any Board item until the beginning of their term of office on the Board of Directors begins on January 1st of the next year.
- (6) There shall be no term limit to the number of elected terms on the Board of Directors for any qualified Voting Member in good standing.
- (7) There shall be no term limit to the number of consecutive terms an elected Board of Directors member may hold any office as an Officer of the Association.
- (8) All individuals elected to the Board of Directors shall be qualifying property owners and Voting Members in good standing as of the date of the Annual Membership Meeting in which an election is held and they are elected to the Board of Directors.
- (9) Residency in the Forest Beach Community is not a requirement to be a Voting Member of the Association, or to hold a position on the Board of Directors, however, qualifying property ownership and payment of annual dues, is a requirement to hold a position on the Board of Directors.

(b) Board of Directors - Meetings

- (1) The Board of Directors shall meet monthly, except in October when the Annual Membership Meeting is held, on a date and time, and at a location to be established by the Board of Directors. Such meeting dates and location(s) shall be announced to the membership via electronic posting on the Associations Web Site and by email to all members who have provided a valid email address for the purpose of receiving such communications.
- (2) All Board meetings shall be in person meetings. An electronic (ZOOM) option shall be offered to the membership, if available, for inclusion of the membership in the activities of the Board.
- (3) The President of the Association shall preside as the Chairman of such meetings and shall set the agenda for each meeting. In the President's absence from any such meeting the Vice-President shall preside over the meeting. In the event that both the President and Vice-President are absent, then the Secretary/Treasurer shall preside over the meeting. In the event that none of the officers are able to be present to preside over the meeting, the meeting shall be re-scheduled to a date in which one of the officers will be present to preside.
- (4) The Secretary/Treasurer of the Association shall record the minutes of each meeting. In their absence, another officer present shall act as the Secretary and record the minutes of each meeting.
- (5) Meeting minutes shall be transcribed and available online, subject to review, correction and adoption by the Board of Directors. These draft minutes will be posted on the Association's Web Site in their pre-adopted state, by the 1st day of the month following the meeting in which the minutes were taken. The Board of Directors will review, change as needed, and approve the Board Minutes at the next Board of Directors meeting following the meeting in which the minutes were taken. Once approved and adopted by the Board, only the approved and adopted Board Meeting Minutes will be posted on the Association's Web Site in a permanent location for the membership to access.
- (6) Executive Sessions may be scheduled at the end of any scheduled Board Meeting or as needed based upon the decision of the Association President. The purpose of said Executive Sessions are to receive confidential advice from the Association's legal counsel, to discuss matters related to Association and Board planning activities that are not yet finalized and ready for communication to the membership and to discuss matters related to Board Members. The Executive Committee is to be comprised of the seven (7) sitting Board Members, the Executive Director and the Immediate Past President if not still a sitting Board Member.

(c) Board of Directors - Quorum

- (1) Four (4) Board of Directors, whether in person or by proxy, shall constitute a quorum of the Board of Directors for the purpose of conducting Association business. However, if a lesser number of Board of Directors are present at a scheduled meeting, they may adjourn or recess a meeting for a period not to exceed two (2) weeks.
- (2) The vote of the majority of the Board of Directors present at any meeting, whether in person or by proxy, shall be the vote of the entire Board of Directors.

(d) Board of Directors - Proxies

- (1) For the purpose of any Board of Directors meeting or any Executive Session during which a vote will be taken, or for the purpose of establishing a quorum, proxies shall be considered the same as a Board of Directors member being present. In the event that a Board of Directors Member misses a scheduled Board Meeting and has not otherwise provided a proxy to another Board of Directors Member, the Board of Directors Member who is absent from the meeting shall have forfeited their proxy vote at such meeting to the Association President. In the event that the President is the Board of Directors Member who misses a scheduled Board of Directors or Executive Session Meeting and has not otherwise provided a proxy to another Board of Directors Member, the proxy vote for the President shall reside with the Vice President. In the aforementioned situation, if the Vice President is also absent, then the proxy vote shall reside with the Secretary-Treasurer and so on down the list of Board of Directors Members present at the meeting based upon their years of service on the Board of Directors.

(e) Board of Directors – Vacancy

- (1) Should a vacancy occur on the Board of Directors, for any reason, other than the normal expiration of a Director's term, the remaining Board of Directors members shall elect a Voting Member in good standing to fill such vacancy until the next Annual Meeting of the Membership where an election of Board of Directors shall be held.
- (2) The appointed Board of Directors member may choose to run to fill any unexpired portion of the term remaining for the Director for whom they replaced. Any other qualified candidate may also run to fill the remaining unexpired portion of the term remaining at the election.

- (3) Vacancies may occur as the result of a Director's resignation, death or inability to fulfill the obligations of the position, conflict of interest from other civic obligations or the loss of eligibility due to non-ownership of property within the Forest Beach Community or no longer being the designated representative of an MFROD, CMUO or STRO member on the Board of Directors.

(f) Board of Directors - Records

- (1) The Secretary-Treasurer shall prepare and keep a written record of the minutes of all Association meetings, whether Annual Membership, Special or Board of Directors. Such minutes shall contain the names of all persons in attendance at the start of such meetings, the names of all Board of Directors present, a list of any Voting Members or Board of Directors Member present by proxy, and who holds the proxy along with any resolutions passed or other matters discussed along with any items approved by vote and the individual votes cast by the Board of Directors Members.
- (2) All meeting minutes shall be available, upon approval by the Board of Directors, for inspection by the membership by being posted on the Association's Web Site and published as an attachment to the next scheduled Board of Directors meeting agenda.
- (3) No written or electronically recorded records of anything discussed in Executive Session shall be made or kept by any individual present in such meeting.
- (4) Any decisions made during an Executive Session where a final decision and action has been decided upon by the Executive Committee shall be made a part of the official meeting record once the Executive Committee has concluded its session and returned to the scheduled Board of Directors Meeting

(g) Board of Directors – Committees

- (1) The Board of Directors shall establish working committees for the purpose of conducting Association activities in specialized areas. Committees may change as needed and the Board of Directors shall have the sole control over which committees are established and who shall participate.
- (2) All committees shall have a minimum of two (2) Board of Directors Members, and all Board of Directors Members must serve on at least one (1) Association committee. Any number of additional Voting Members as may be deemed needed may be on any committee.
- (3) The Executive Director shall be considered a de facto member of all committees.
- (4) Any Voting Member of the Association may be a member of any committee to lend their knowledge and expertise to the Association.

(h) Board of Directors – Budget

- (1) No later than September 1st of each year the Executive Director shall prepare a budget for the next calendar year and present it to the Board of Directors at the September Board of Directors meeting for review.
- (2) Any committee wishing to request funding for any project(s) should prepare a detailed description of the scope of the project, to include all financial expenditures, timing of said expenditures, the anticipated source of funding, bids for any vendors outside of Association members or Board of Directors who will be paid for any materials and / or labor involved in the budgeted project(s). All committee budgets requested must be submitted, in writing, to the Executive Director by August 15th to be included in the next year budget calculations.
- (3) At the September Board of Directors Meeting, in Executive Session, the Board of Directors shall review the prepared budget and make any adjustments as needed to the draft budget. Once agreed upon by a majority vote in Executive Session, the Board of Directors shall return to the meeting and the appropriate motion, second and vote shall be taken to approve the agreed upon budget.
- (4) The Executive Director shall prepare a budget for distribution to the Membership at the October Annual Membership Meeting based upon the approved budget. This budget shall also be posted on the Association's Web Site with the agenda for the Annual Membership Meeting.
- (5) All Committees shall recognize that expenditures in excess of \$500.00, in the aggregate, that have been approved by the Board of Directors as part of the budget will require a Board of Directors vote to approve the expenditure prior to the execution of any contract, whether written or verbal, to ensure that the Association's financial position has not changed since the adoption of the budget and the expenditure(s) does not jeopardize the financial stability of the Association.

(i) Board of Directors - Attendance

- (1) During any calendar year, all members of the Board of Directors shall be required to attend at least eight (8) Board of Directors Meetings (plus the Annual Membership Meeting), in person, by Zoom if available or by proxy with the approval of the Association's President.
- (2) Any Director who fails to maintain the required in person attendance shall be removed from the Board of Directors upon an affirmative vote of the majority of the full Board of Directors (excluding the Director for which the removal vote is being taken).

- (3) The President of the Association may excuse a Board of Director Member from attendance if contacted prior to any scheduled meeting and the Board of Director Member who will be absent has provided a written proxy by email to the Association, the Secretary-Treasurer and the Board of Directors Member who will be present at the meeting and be holding the proxy for the absent Director.

Article V – Association Officers

(a) Association Officers – Number and Title

- (1) There shall be a minimum of three (3) Officers of the Association: A President, a Vice-President, and a Secretary-Treasurer.
- (2) The Officers of the Association shall be posted on the Association's Web Site and announced to the membership by email from the Association and as a part of the January Board of Directors meeting agenda.
- (3) All Officers of the Association shall pay their Annual Membership Dues to the Association by the 15th of January. If not paid, the Officer may be removed from office by a majority vote of the remaining six (6) Board of Directors Members.

(b) Association Officers – Election and Term

- (1) All Officers of the Association shall be elected annually at the December Board of Directors Meeting from among the elected Board of Directors members for the next calendar year.
- (2) No Board of Directors member may hold office as an Officer of the Association until they have served at least one (1) year on the Associations' Board of Directors.
- (3) There shall be no term limits imposed on any Officer of the Association.

(c) Association Officers – Authority

- (1) The President of the Association shall be the Chief Executive Officer of the Association and, if present, shall preside at all meeting the Board of Directors and of the Membership.

- (2) All Officers shall have such authorities as are normally associated with their offices and such further authority as shall be assigned to them by the Board of Directors.
- (3) In the absence of the President or Secretary-Treasurer, the Vice-President shall exercise the authority of such office.
- (4) The Board of Directors, shall, at its sole discretion, assign the duties of Architectural Review, Covenant Enforcement, Natural Resources Review and any other such duties as may be required of the Board of Directors to any Board of Directors member, Executive Director, or administrator for completion as needed.

Article VI – Board of Directors Candidates – Nomination Procedures

By the first day of June of each year the Board of Directors shall establish a Nominating Committee for the Board of Directors whose terms will be expiring at the end of the year. The Nominating Committee shall consist of three (3) Voting Members of the Association, only one (1) of which may be a Board of Directors Member whose term is not expiring, the remaining members of this committee shall be Voting Members at large who are not currently serving on the Board of Directors.

The Nominating Committee shall produce a slate of candidates for the Board to review and approve at the August Board of Directors Meeting. All candidates shall be vetted by the Board of Directors to ensure eligibility to serve on the Board of Directors under these Bylaws. After approval, the Nominating Committee shall create a biography of each candidate and these biographies shall be posted on the Association Web Site by 15th of August for the General Membership to access and review. Biographies shall include the name of the candidate, the property address that the candidate owns in Forest Beach and any special qualifications or prior experience that they may have that will be of benefit to the Association in their conducting the required duties of a Director of the Association. Biographies should be limited to 1 - 8 ½" by 11" sheet of paper (two (2) sided, if needed). These biographies shall also be included on the Associations' Annual Meeting Agenda, posted on the Association's Web Site and attached to any written ballot distributed at the Annual Meeting or available for online download, completion and submittal, for which a membership vote for Board of Directors shall be taken.

All candidates shall attend the September Board of Directors meeting to meet the Board of Directors in Person and be available to the membership present, whether in person or by electronic means (ZOOM), for questions and answers.

There shall be no nominations for the Board of Directors election made from the floor at the Annual Meeting. All candidates must be vetted for eligibility and approved by the Board prior to being announced to the membership on August 15th. Once the slate of candidates is announced to the membership, the list of candidates is considered final.

In the event that a candidate drops out of the running prior to the election, the membership shall continue with the election with the remaining candidates.

In the event that there is an unfilled Board of Director's position after the election of the Board of Directors at the Annual Membership Meeting, the Vacancy provision of these Bylaws shall apply (Article IV (e)).

Article VII – Amendment of By Laws

Any Voting Member in good standing of the Association may propose, in writing, an amendment to the Bylaws of the Association for consideration by the Board of Directors. If the majority of the Board of Directors approves the amendment, it shall be presented to the full Voting Membership at the next Annual Meeting. If passed by a two thirds vote of the Voting Members at the Annual Membership Meeting, then the Bylaws amendment so passed shall become effective the following January 1st.

No amendment to the Bylaws may be undertaken at any meeting unless the notice of such meeting sets forth the amendment(s) to be considered by the Membership.

Dissolution of the Association

The procedures outlined in Article VII for the amendment of the By Laws shall apply to any proposed amendment of the Constitution of the Association or dissolution of the Association.

Article IX – General

All meetings of the Association, regardless of nature, shall be conducted in accordance with Robert's Rules of Order, Revised.

All notices of meetings to the Membership, regardless of nature, shall be posted on the Association's Web Site at least thirty (30) days prior to such meeting, unless otherwise provided by these Bylaws. Additionally, an email notifying the membership of any such meeting shall be sent to the email address provided by the member for such purposes at least three (3) days prior to any such meeting.

All notices for membership dues shall be mailed, postage pre-paid to the last address provided to the Association based upon the property ownership information received from the Property Tax Database of Beaufort County, South Carolina. Additionally, a generic Membership Form will be posted on the Associations Web Site and available for download for anyone who wishes to apply for membership or any property owner who did not receive an annual notice in the mail.

Any legal document(s) required of the Association shall be executed by the President and Secretary-Treasurer of the Association after approval by the Board of Directors. If the President is unavailable or otherwise unable to execute any needed document, then the Vice-President may execute the document in their place.

No unbudgeted expenditure in excess of \$500.00 may be made the Association without the prior approval of the Board of Directors.