

# Bylaws of the Brady Landing Airpark (BLA) Property Owners Association, Inc. (BLA POA)

Revised January 25, 2025

The Brady Landing Airpark, hereinafter called the **Airpark**, is a flying, residential airpark community. The Airpark was formed, and is operated for the benefit of, resident aviators flying from the adjacent Currituck County Regional Airport.

The BLA POA is hereinafter referred to as the **Association** and the Executive Board is hereinafter referred to as the Board of Directors or the **Board**.

## Article 1 - Board of Directors

1.1 - The Board of Directors shall be composed of five (5) Directors chosen from the BLA membership at large. The Board shall consist of three (3) officers, specifically a President, Secretary and Treasurer plus two (2) Members at Large. The Directors shall be determined by election. A person shall only fill one Board position at a time. Each Board member shall have one vote on issues brought before the board. In the absence of any Board member at a Board or General meeting, the remaining Board members shall assume the missing member's duties for that meeting, notwithstanding any voting proxy in place for the absent Board member. If the President is absent for a meeting the Secretary shall fulfill the duties of the President for that meeting. If the Secretary is absent for a meeting the Treasurer shall fulfill the duties of the Secretary for that meeting. If the Treasurer is absent for a meeting one of the Members at Large (chosen by the officer presiding) shall fulfill the duties of the Treasurer for that meeting. If Members at Large are absent at meetings, their duties, except for voting by proxy, shall not be performed by other Board members at those meetings.

1.2 - The President shall be a BLA POA member in good standing, shall schedule general membership and Board meetings and shall preside over general membership and Board meetings in accordance with the Robert's Rules of Order in use at the time.

1.3 - The Secretary shall be a BLA POA member in good standing and shall maintain accurate, thorough records (minutes) of Board meetings, general membership meetings and other official meetings as directed by the President. The Secretary shall also notify members and Board members of annual, quarterly or other meetings scheduled by the Board, in accordance with the Bylaws. The Secretary shall also handle the external correspondence of the Board and the Association.

1.4 - The Treasurer shall be a BLA POA member in good standing and shall pay the association's bills and maintain accurate, thorough financial records of dues paid and expenditures. The Treasurer shall also lead efforts to collect membership dues, including annual reminders of dues, and shall maintain an accurate listing of lot owners, their addresses and phone numbers, as available, for official business of the BLA POA and Board of Directors.

1.5 - Each of the two Members at Large shall be BLA POA members in good standing and shall represent the interests of the Association general membership. They shall listen to the BLA POA members, anticipate problems, and offer solutions to the Board and to the general membership, as appropriate. The President, at the first Board meeting of his/her term, shall appoint one Member at Large to establish, if needed, and to maintain the Association's website in an attractive, accurate status for the membership.

1.6 - Notwithstanding substituting for each other at Board and general meetings as permitted elsewhere in the bylaws, members of the Board may not delegate to other persons or to a managing agent any duties or responsibilities, without the permission of the community expressed by a vote of the membership.

1.7 - The Board of Directors, as directed by vote of the membership, may prepare, execute, certify, and record amendments to the declaration on behalf of the association.

1.8 - Members of the Board of Directors can be removed, for any reason or no reason at all, by a vote of the membership. Board members may also resign their positions for any reason. Board members so removed or resigned can be replaced with any member in good standing, by a majority vote of remaining Board members. The new Board member shall then serve out the remainder of the departed member's term. The Board may decide, alternatively, to wait until the annual meeting to nominate an eligible Association member who will serve out the remainder of the departed member's term. In that case, upon receiving the vote of the membership, the new Board member shall take his/her position for the remainder of the original term.

1.9 – Election of the Board: Nominations may be made by any member of the association. Nominations should be communicated to the Board of Directors who shall create the ballot and manage the election. Any member in good standing, may serve as a Director. Each person so nominated shall be afforded the opportunity to speak about their qualifications and to answer questions from the Association membership and Board members. At every Board election there must be at least the number of nominees for the positions being filled. If a nominated member does not receive at least 5 votes they are not eligible to serve on the Board and another election must be held. The board may adjust serving positions within the board as needed to accommodate the strength of the board. This shall be done through a board meeting and a majority vote of the board.

1.10 - The Board of Directors terms shall be determined by Class. The following Board of Directors positions and classes are as follows:

There will need to be 2 Classes:

Class 1 – 2-year term (3 member) – member at large (2), Treasurer

Class 2 – 2-year term (2 members) – President, Secretary

For implementation in the beginning:

December 2025: Class 2 stays on for an additional year through December 2026

October 2025: election for Class 1 2026-2027 board year

October 2026: election for Class 2 for 2027 & 2028 board year

October 2027: election for class 1 2028 & 2029 board year

October 2028: election for class 2 2029 & 2030 board year... and so on

1.11- The Board of Directors shall meet at least twice per calendar year. Notice of any Board meeting shall be given by the President to all Board members and to the Association general membership at least 14 (fourteen) days in advance. Association members in good standing shall be invited to bring issues before the board for consideration, including speaking in person should the member so desire, during a portion of the Board meeting. Additional Board and special meetings may be called by a majority of Board Members.

1.12- The Board of Directors shall be charged with the responsibilities of overseeing the affairs of the association in accordance with the By-Laws, Articles of Incorporation, and upholding the Covenants. Directors may appoint any person or committee to oversee any aspect of the affairs pertaining to Brady Landing Airpark Property Owners Association, Inc. Such persons and/or committees shall report directly to the Board of Directors.

1.13- A proxy may be used by any Board member and shall consist of email, facsimile, or a written, signed document. Proxy documents shall be provided to the presiding member of the Board meeting.

1.14 – No Board member shall speak on behalf of the Board or the Association, to the media, Government bodies or other entities, without first getting approval from a majority of the Board. The internal deliberations and discussions of Board members shall remain confidential unless and until released to the general membership by the Board.

## Article 2 - Association Meetings

2.1 - Meetings of the Association and the Board shall be conducted in accordance with Robert's Rules of Order.

2.2 - Annual Association meetings shall be held in October at the College of the Albemarle, Aviation Training Center, unless otherwise determined by the Board, and at a time determined by the Board of Directors. Notice of the annual meeting shall be given by the President to all association members at least fourteen (14) days prior to the meeting.

2.3 - At the annual meeting the Board shall make a report to the members concerning the state of the association, past expenditures, a proposed budget for the upcoming year, future plans, airport and airport safety, and other topics as determined by the Board.

2.4 - Special Meetings – Special Meetings shall be scheduled by the Board to accommodate timely action on any properly submitted proposal from any member(s). Timeliness can be determined by the urgency of action on the proposal or safety impact to the community.

## Article 3 - Financials

3.1- At the annual meeting the Treasurer shall review Association bank balances and present a budget for the forthcoming year. The budget shall list expected expenses and the assessment rate for the upcoming year for lots in the Association. The budget shall be approved by a vote of the membership. If the budget does not pass, the Association will continue with the same budget as the previous year, until such a time as the Board and the Association general membership can agree upon, and pass, a new budget.

3.2 - Association dues shall be paid for each lot no later than January 1st of the new fiscal year. Interest at the rate of 2% per month shall be added to all unpaid dues until they are paid in full. After the first month, interest will accrue on both the unpaid dues balance and any previous interest that has accrued. Monies received shall be applied first to any interest accrued and then to the outstanding dues balance. Collection processes, including liens against property, can be instituted by the Treasurer if the dues from any lot owner are more than 90 days past due. All legal, survey, appraisal or other fees incurred as a result of the collection process will be added to the outstanding balance of interest and dues owed the Association by the property owner. Extended arrangements for payment of Association dues can be requested in the event of a hardship by making a written request to the Board. Approval of special payment arrangements is at the sole discretion of the Board.

3.3 – Airport Access Fees shall be paid no later than June 30th. Interest at the rate of 2% per month shall be added to all unpaid fees until they are paid in full. After the first month interest will accrue on both the unpaid fee balance and any previous interest that has accrued. Monies received shall be applied first to any interest accrued and then to the outstanding dues balance. Collection processes, including liens against property, can be instituted by the Treasurer if the fees from any lot owner are more than 90 days past due.

3.4 - The Board of Directors shall appoint an auditing committee of the general membership to audit the financials kept by the Treasurer on an annual basis. This committee will report to general membership at the annual meeting.

3.5 - If a special assessment for emergency funding is required, a special assessment meeting will be called by the Board of Directors. A notice of fourteen (14) days must be given to the general membership. The special assessment amount, and the date it is to be paid to the Treasurer, shall be voted upon by a vote of the membership.

## Article 4 – Committees

4.1 - Architectural Review Committee (ARC): The Board shall select and appoint a three-person ARC from lot owners in good standing. The ARC shall serve, unpaid, for a period of two years and shall make recommendations of approval or rejection, on a project-by-project basis, to the Board. The Board holds absolute authority over the final approval or rejection of any, and all proposed project designs, modifications, or additions to properties in the Brady Landing Airpark, as well as the authority to require maintenance and upkeep of property to the standards as set forth in the covenants. The Board shall also review building projects proposed for the common areas of the Airpark, prior to expenditure of funds from the BLA POA general fund. Property owners must receive approval for any improvement project prior to starting work. Applications may be accessed from the Association website, ARC members or the Board of Directors

4.2 - Each year, within 30 days prior to the annual meeting of the membership, the Board shall appoint an Auditing Committee of the general membership, unpaid, to audit the financials provided by the Treasurer for the previous year. This committee will report to the general membership at the annual meeting.

4.3 - Special Committees: The Board may appoint special committees, unpaid, for projects or studies as they see fit. Special committee members serve for the duration specified by the Board but no longer than a 2-year term, unless reappointed to another 2-year term.

## Article 5 - Amending the By-Laws

5.1 - The Association By-Laws may be amended by a vote of the membership.

## Article 6 - Voting

6.1 - **Voting:** In every Association election, there shall be one (1) vote, by a deeded owner, for each property (lot) in good standing. Good standing means all Association dues are paid, and any assessments are current and paid. In the event that more than one vote is received representing a single property, the Board will take reasonable steps to reconcile the multiple votes to one, single vote. If this effort fails, then all votes representing that property shall be null and void. Unless otherwise required by Chapter 47, each Association election will require a quorum of 66% of the total Association membership in good standing. All items then voted upon must pass by a majority, defined as 50% plus one members of the Association.

For elections, all voting will be done by electronic means using a secure voting service as determined by the Board. Each lot will be provided one ballot via a web-link to a single email address representing that lot. The link will have the names listed for the election, as well as any Board approved voting for issues previously raised and discussed.

Issues may be raised by any Association member to the Board. For issues that have a greater than individual impact, the member making the proposal must document support for the proposal by at least

a 25% representation of the Association by signature. In all cases, the character of the Brady Landing Airpark is to be maintained through any proposed bylaw or covenant modification. This shall be demonstrated by a statement in the supporting document, including the supporting Association signatures, referencing how the proposed modification maintains the character of the Airpark. The Board will schedule discussion of a properly submitted proposal at the next Annual Meeting, or at a Special meeting as necessary. At Annual or Special Meetings, each of the issues will be discussed. The discussion is intended to demonstrate the benefits of the proposal and to negotiate modifications to the proposals to satisfy member concerns, if any. If the discussion results in a motion and a second, the proposal will be scheduled for an election. The Board will provide each member, through an electronic voting system, a ballot including the question, an explanation and a summary of the discussion. Association members will have fourteen (14) days to vote on the issue. Outcomes of the ballot could be issue passed, issue failed, or quorum not met. A passed vote could result in a covenant resolution or bylaw modification which will be processed by the Board and could result in an assessment to the Association.

Specific instructions for voting will be provided as an appendix to these bylaws.

Other than voice votes for the conduct of meeting, all elections will normally be conducted by the described electronic means, unless the Board determines that an election at the meeting is appropriate. If an election result does not meet the minimum quorum requirements, that election will be invalid. Within two weeks, a second election, on the same issue/issues will be scheduled. As described in 47F-3-109 (c), the quorum for the second election will be one-half of the quorum requirement of the original election. If subsequent elections are required because of lack of quorum, the quorum requirement will continue to be reduced by one-half for each subsequent election until a quorum is achieved.

The Board may elect to have an election at an Annual or Special meeting if a quorum is present. If a quorum is not present the meeting will be adjourned. A second meeting, on the same issue/issues will be scheduled. As described in 47F-3-109 (c), the quorum for the second meeting will be one-half of the quorum requirement of the original meeting. If subsequent meetings are required because lack of quorum, the quorum requirement will continue to be reduced by one-half for each subsequent meeting until a quorum is achieved.