

**BYLAWS  
OF  
SILVER LEAF PROPERTY OWNER'S ASSOCIATION, INC.**

**ARTICLE I  
NAME AND PURPOSE OF CORPORATION**

Section 1. Name. This corporation shall be known as Silver Leaf Property Owner's Association, Inc., hereinafter referred to as the Association.

Section 2. Purposes. The purpose of the association is to maintain roads within the Silver Leaf Development, make necessary improvements to roads including snow removal, enforce restrictions, to promote cooperation among the lot owners and property owners and other persons interested in and who may use any roads or facilities within the Silver Leaf Development in Watauga County, North Carolina, and generally to provide for the mutual assistance, enjoyment, entertainment, and improvement of all such persons.

**Article II  
Membership**

Section 1. Present Property Owners. The membership of the Association shall consist of those persons who presently own property within Section 1 of the Silver Leaf Development and others along the main Silver Leaf Road, all of whom have agreed to become members according to deeded restrictions. Owners of each parcel of land shall be counted as one member. If a particular owner has more than one parcel of land, he/she is still considered one member and will be responsible for only one dues assessment each year. If a husband and wife jointly own a parcel, they are considered as one owner, they receive one vote between them, and they are billed for only one assessment each year.

Section 2. New Members. If any tract of parcel of land is subdivided or if any property owner who owns more than one lot within Section 1 of Silver Leaf Development sells one or more lots to other parties, those parties purchasing the lots shall become members. Any other property owner along the Silver Leaf Road not required to become a member, may become a member upon the approval of the Board of Directors.

Section 3. Vote. Each member shall have one vote only at a meeting of the members.

**Article III  
Government**

Section 1. Board of Directors. The general management of the affairs of the association shall be vested in the Board of Directors, who shall be elected as provided in Section 1 of Article V of these Bylaws. The number of directors shall be 5, which number may be changed by amendment.

Section 2. Officers. The officers of the Association shall consist of a president, a vice president, a secretary, a treasurer, and a member at large selected from the Board of Directors, as provided in Section 3 of Article V of these Bylaws.

## **Article IV Meetings**

Section 1. Annual Meeting of Members. The annual meeting of members of the Association shall be held on the first Saturday evening of July of each year. Notice of the time and place of holding the annual meeting shall be mailed to each member at least ten days previous thereto.

Section 2. Special meetings of members. Special meetings of members may be called by the President any time on his or her own initiative or by the President or Secretary upon request of five members to such officer made in writing. Notice of the meeting shall be mailed to each member at least ten days previous to the meeting, and at such special meeting there shall only be considered such business as is specified in the notice of meeting.

Section 3. Quorum for members' meeting. At all meetings of the association, either regular or special, at least 30% of all members in good standing shall constitute a quorum. Members who have not paid their dues are considered to be not in good standing. Votes may be obtained by mail for those not in attendance and those members who communicate either by mail or telephone during the meeting shall be counted as part of the quorum.

Section 4. Lack of quorum. If a quorum is not present, the presiding officer must adjourn the meeting to a day and hour fixed by that officer. If a quorum is not met, the quorum required for the follow-on meeting shall be set at 30% of members in good standing. If desired, a follow-on meeting may be scheduled and advertised in the same notice as the annual or special meeting. If the required quorum is met during the first meeting, the follow-on meeting need not be held. Proxies used for the annual meeting may not be used for the follow-on meeting. Separate proxies are required.

Section 5. Order of Business. At all meetings of the Association, the order of business shall be as follows:

- (a) Reading of minutes of immediate prior meeting for information and approval.
- (b) Reports of officers.
- (c) Reports of committees.
- (d) Election of directors.
- (e) Unfinished business.
- (f) New business.
- (g) Reading and approval of minutes of meeting just held, if requested.

Section 6. Meetings of the board. Meetings of the Board of Directors shall be called by the President on his or her own initiative whenever in his/her judgment it may be deemed necessary, or by the Secretary upon request of any three members of the Board of Directors. Five days' notice of meetings of the board shall be sent by mail to all directors, and shall be deemed sufficient notice of such meetings.

Section 7. Quorum for Board meeting. A majority of the Board of Directors shall constitute a quorum.

## **Article V**

### **Election of Directors and Officers**

Section 1. Election of directors. The directors of the Association shall be elected at the annual meeting. Each active member shall be entitled to one vote for each director to be elected and the candidates receiving the **most** votes cast shall be declared elected.

Section 2. Election of officers. The Board of Directors shall elect from among their number a President, a **Vice President**, a Secretary, a Treasurer, **and a Member at Large**. The meeting of the Board of Directors to elect officers shall be held within one month following the annual meeting of members. Officers elected shall hold office until new officers are elected.

## **Article VI**

### **Vacancies in Office**

If a vacancy occurs among the officers or in the Board of Directors, the vacancy shall be filled for the unexpired term by the Board of Directors.

## **Article VII**

### **Duties of Officers**

Section 1. President. The President shall preside at all meetings of the Association and of the Board of Directors and shall appoint such committees as he/she or the Association shall consider expedient or necessary.

**Section 2. Vice President. The Vice President shall preside at any meetings of the Association and of the Board of Directors in which the President is unavailable.**

Section 3. Secretary. The Secretary shall keep the minutes of all meetings of the Association and of the Board of Directors; shall, if requested, read such minutes at the close of each meeting for approval; and shall mail out all notices for meetings of the Association or the Board of Directors. He/she shall keep accurate account and collect all application fees, dues, and charges due from members, and perform such other duties as may be required of him/her by the Bylaws, the President, or the Board of Directors. **The Secretary shall remit all funds collected to the Treasurer and/or the association management company (if used).**

Section 4. Treasurer. The Treasurer shall have charge of all receipts and moneys of the Association, deposit them in the name of the Association in a bank approved by the Board of Directors, and disburse funds as ordered or authorized by the Board of Directors. He/she shall keep regular accounts of all receipts and disbursements, submit those records when requested, and give an itemized statement at regular meetings of the association. He/she shall sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts, and the same shall be honored on his/her signature alone. **If an association management company is used, the Treasurer is responsible for oversight of the company operations on behalf of the association. All payments must be approved by the Treasurer before the management company can release association funds.**

Section 5. Member at Large. The Member at Large may or may not have assigned duties, subject to the desires of the Board of Directors. Possible duties might include Chairman of the Road Committee and/or management of the Silverleaf website. The Member at Large is a full voting member of the Board.

Section 6. Execution of instruments. The President, along with the Secretary or the Treasurer, shall sign all leases, contracts, or other instruments in writing on being so directed by the Board.

## **Article VIII**

### **Duties and Powers of Board of Directors**

Section 1. Management of Association. The Board of Directors shall have general charge and management of the affairs, funds, and property of the Association. The Board shall have full power and it shall be the Board's duty to carry out the purposes of the Association according to its Articles of Incorporation and Bylaws; to determine whether the conduct of any member is detrimental to the welfare of the association; and to fix the penalty for such misconduct or any violation of the bylaws or rules.

Section 2. Authority to impose liability on members. The Board of Directors shall have the right to impose a lien upon property owner's land to enforce payment of annual dues or other fees.

Section 3. Place of director's meetings. The meetings of the directors may be held in the Town of Boone, North Carolina or any other closer location as determined and set by the President.

Section 4. Authority to Insure the Association. The Board of Directors shall have the right to obtain insurance to protect the association and to protect the Board members from potential liability.

## **Article IX**

### **Compensation of Directors and Officers**

Neither the officers, directors, nor members serving on committees shall receive any salary or compensation for services rendered to the Association, except the Secretary and Treasurer who shall receive such sum per annum payable quarterly as may be fixed the Board of Directors.

## **Article X**

### **Origination Fee and Dues**

Section 1. Origination Fee. In order to make immediate repairs to roads within the development, and to pay the origination costs, an origination fee of one hundred dollars (\$100.00) per member shall be assessed payable and due by October 20, 1978. Payments may be made in two equal payments of \$50.00 due October 20, 1978 and November 20, 1978 at the option of the members.

Section 2. Annual Dues. The annual dues of members for each calendar year commencing with the year 1979 shall be one hundred dollars (\$100.00) and shall be payable by March 1 of each year. Effective in 2013, annual dues were increased to \$350.00 per annum for each member.

Section 3. Nonpayment of Dues. The Board of Directors shall at their option, enforce payment of annual dues by imposing a lien upon the delinquent member's property held within the development through a

court of law. Said lien may later be foreclosed upon for satisfaction of lien.

## **Article XI**

### **Notices**

All notices to members shall be mailed to their addresses as given on the books of the association, and such mailing shall constitute presumptive evidence of service thereof.

## **Article XII**

### **Amendments**

The Bylaws made may be amended only by a majority vote of the members present at a regular or special meeting of the association, provided notice of the purport of proposed amendment has been stated in the call for the meeting.