Elliott Landing HomeOwners Association

By - Laws

Dennis R. Edwards
919 - 656 - 0328

Bylaws of Elliott Landing Homeowners Association, Inc.

a North Carolina Nonprofit Corporation

ARTICLE I

MEETINGS OF MEMBERS

Section 1: The first annual meeting of the members shall be held within one year from the date of formation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day and the same month of each year thereafter.

Section 2: Special meetings of the members may be called at any time by the president or the Executive Board, or upon written request of ten (10%) of the members pursuant to G.S. § 47F-3-108.

Section 3: Written notice of each meeting shall be given by, or at the direction of, the secretary or person(s) authorized to call the meeting, by hand delivering or mailing a copy of such notice, postage prepaid, at least 15 days and not more than 60 days before such meeting to each member as provided in G.S. § 47F-3-108

Section 4: The Executive Board shall develop a budget and present it to all the Unit Owners for approval and adoption. The budget shall be considered at a meeting of the Unit Owners as set forth in G.S. § 47F-3-108.

85 lbs * .30% = 7 = 26

Section 5: The presence at the meeting of members or proxies entitled to cast thirty percent (30%) of the votes shall constitute a quorum for any action except as otherwise provided by law. In the event a quorum is not present a second meeting will be called wherein the presence at the meeting of members or proxies entitled to cast one-half (1/2) of the quorum requirement applicable to the meeting adjourned for lack of quorum.

Section 6: Every Owner shall be entitled to cast one vote. Jointly owned units must act as a single voting unit.

Section 7: Pursuant to G.S. § 47F-3-110, votes allocated to a Unit may be cast pursuant to a dated written proxy signed by a Unit Owner. A Unit Owner may not revoke a proxy except by written notice delivered to the person presiding over a meeting of the Association. A proxy terminates one year after its date, unless it specifies a shorter term.

ARTICLE II
OFFICERS AND EXECUTIVE BOARD: SELECTION: TERM OF OFFICE

Section 1: The affairs of the Association shall be managed by an Executive Board of not fewer than

three (3) and not more than five (5) members, who shall be entitled to act on behalf of the Association. Subject to the initial Period of Declarant control as set forth in Article I of the Declaration, nomination for election of the Executive Board shall be made from the floor at the annual meeting. Election shall be by ballot and by a majority of the Unit Owners when a quorum is present. Cumulative voting is not permitted.

Section 2: At the first annual meeting following the termination of Declarant control, a minimum of three (3) and a maximum of five (5) Executive Board members shall be elected to serve until the following annual meeting.

Section 3: Any Executive Board member, except those appointed by the Declarant, may be removed in accordance with G.S. § 47F-3-102 & § 55-8-43. In the event of death, resignation or removal of a director, his successor shall be selected by a majority of the members voting at a meeting when a quorum is present. The successor shall serve the remainder of the term.

Section 4: No Executive Board member shall receive compensation for any service he may render to the Association. However, with the prior approval of the Executive Board, any Executive Board member may be reimbursed for actual expenses incurred in the performance of his duties.

Section 5: The Executive Board shall have the right to take any action in the absence of a meeting which they could take at a duly held meeting by obtaining the written consent of all the Executive Board members to the action. Any action so approved shall be filed in the corporate books and records and shall have the same effect as though taken at a meeting of the Executive Board.

ARTICLE III
MEETINGS OF EXECUTIVE BOARD

Section 1: Meetings of the Executive Board shall be held quarterly, or as deemed necessary by the Board, without notice, or as determined by the Board, at such place and hour as may be fixed from time to time by resolution of the board. Special meetings of the Executive Board may be called by any member of the Executive Board, after not less than five (5) days notice to each Executive Board member.

Section 2: A majority of the Executive Board members shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Executive Board members present at a duly held meeting shall be regarded as the act of the board. (3)

ARTICLE IV
POWERS AND DUTIES OF THE EXECUTIVE BOARD

Section 1: Subject to the provisions contained herein and applicable law, the Executive Board shall have the power and authority to exercise all the rights of the Association, including, but not limited to:

(a) Adopt rules and regulations governing the use of the common area and facilities, the personal conduct of the members and their guests thereon, and establish penalties for the infraction thereof;

(b) Suspend the voting rights of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(c) Declare the office of a member of the Executive Board to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Executive Board;

(d) Employ a professional property manager, an independent contractor, or other employees as they deem necessary, and prescribe their duties; provided always, any contract for professional management must contain a clause requiring not more than 90 days termination notice;

(e) Procure, maintain and pay premiums on an insurance master policy(s) and equitably assess the Owners of the same for their prorata portion of such expense, and to procure and maintain liability insurance for the Board of Directors.

(f) Impose and receive any payments, fees, or charges for the use, rental, or operation of the Common Elements other than for service provided to Unit Owners; and

(g) Exercise all other powers that may be exercised in this state by legal entities of the same type as the Association;

(h) Exercise any other power necessary and proper for the governance and operation of the Association; and

(i) Have and to exercise any and all powers, right and privileges which a corporation organized under the Non-Profit Corporation Law of the State of North Carolina by law may now or hereafter have or exercise.

Section 2: It shall be the duty of the Executive Board to:

(a) Cause the Common Elements to be maintained, repaired, and replaced as necessary, and to assess the Unit Owners to recover the cost of the upkeep of the Common elements.

(b) Serve as the architectural committee;

(c) Keep a complete record of all its acts and corporate affairs and present a statement thereof to the members at the annual meeting, or at any special meeting when such statement is requested in a writing signed by fifty one percent (51%) of the members;

(d) Supervise all officers, agents and employees of the Association, and see that their duties are properly performed;

(e) Fix the amount of the annual assessment at least thirty (30) days in advance of each annual assessment period pursuant to the provisions set forth in the Declaration and North Carolina General Statutes.;

(f) Send written notice of each assessment to every Owner at least thirty (30) days in advance of each annual assessment period;

(g) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the Owner personally obligated to pay the same.

(h) Issue, or have issued, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(i) Procure and maintain, at all times, adequate replacement coverage hazard insurance on the property owned by the Association and all property for which the Association has the duty to maintain, and sufficient liability insurance to adequately protect the Association as provided in North Carolina General Statutes; and

(j) Cause all officers or employees, including officers and employees of professional management, having fiscal responsibilities to be bonded, as it may deem appropriate.

ARTICLE V
OFFICERS AND THEIR DUTIES

Section 1: The officers of this Association shall be a president, vice-president, and secretary/treasurer. The officers shall be appointed by the Executive Board from among the members of the Executive Board.

(a) The president shall preside at all meetings of the Executive Board; see that orders and resolutions of the Executive Board are carried out; sign all leases, mortgages, deeds and other written instruments and may co-sign all checks and promissory notes. However, the president may elect to have a property manager be responsible for daily operation and for the manager to have periodic meetings to correctly oversee the Association.

(b) The vice-president shall act in the place of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Executive Board.

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Executive Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Executive Board and of the members; keep appropriate current records showing the members of the Association together with their addresses; prepare, execute, certify, and record amendments to the Declaration on behalf of the Association; and perform such other duties as required by the Executive Board.

(d) The treasurer shall receive and deposit or oversee the property manager in the receipt and deposit in appropriate bank accounts all monies of the Association and disburse such funds as directed by the Executive Board, may sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant or other person suitable to the Executive Board at the completion of each fiscal year; and prepare an annual budget and a statement of income and expenditures to be presented to the membership at its annual meeting, and deliver a copy to each member. The treasurer with the consent of the Board may assign any of these activities to a property manager.

ARTICLE VI
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member or a mortgagee of any member. The Articles of Incorporation and the Declaration and Bylaws of the Association shall be available for inspection by any member at the principal office of the property manager or president of the Association, where copies may be purchased at reasonable cost.

ARTICLE VII
SEAL

The Association shall have a seal in circular form having within its circumference the words: "Elliott Landing Homeowners Association, Inc." and the words: "SEAL" in the center thereof.

ARTICLE VIII
AMENDMENTS TO BYLAWS

These Bylaws may be amended, at a regular or special meeting of the members, by a vote of the majority of the members.

IN WITNESS WHEREOF, we, being all of the members of the Executive Board of Elliott Landing Homeowners Association, Inc. have hereunto set our hands this ____ day of _____, 2005.

_____

_____

_____

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of the Elliott Landing Homeowners Association, Inc. a North Carolina Nonprofit Corporation, and

THAT the foregoing Bylaws constitute the original Bylaws of such Association and were duly adopted at a meeting of the Board of Directors thereof, held on the ___ day of _____, 2005.

IN WITNESS THEREOF, I have hereunto subscribed my name and affixed the seal of the Association this ____ day of _____, 2005.

_____
Secretary

FAX TRANSMISSION

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DATE: **2/12/09** **PAGES:** 8 (INCLUDING THIS ONE)

TO: PAM RABLE 380-7255

FROM: MURNEY RINHOLM, NCCP

RE: Elliott Landing

See attached copy of bylaws. The original signed copy is located in the black notebook that was turned over to Douglas. He will look for it. Call if you need anything else.

Murney

CONFIDENTIAL AND PRIVILEGED

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WAKE COUNTY
NORTH CAROLINA

AMENDMENT TO BY-LAWS
ELLIOTT LANDING HOA

THIS AMENDMENT TO THE BY-LAWS, made this 20th day of March 2010 by Elliott Landing Homeowner's Association hereinafter referred to as "Association".

WITNESSETH:

WHEREAS, Association desires to amend the By-laws of Elliott Landing Homeowner's Association, Inc. with reference to Article II OFFICERS AND EXECUTIVE BOARD:SELECTION: TERM OF OFFICE

Section 1 that states as follows:

"The affairs of the Association shall be managed by an Executive Board of not fewer than three (3) and not more than five (5) members, who shall be entitled to act on behalf of the Association...."

Section 2 states as follows:

"At the first meeting following the termination of Declarant control, a minimum of three (3) and maximum of five (5) Executive Board Members shall be elected to serve until the following annual meeting."

WHEREAS, Association desires to amend the terms of the Executive Board Members to insure stability in the management of the business of the Association as follows:

Executive Board Members shall serve a term of two (2) consecutive years each beginning at the March 21, 2009 Annual meeting until the March 2011 Annual meeting. Executive Board Member positions will be based on a 3:2; 2:3 rotation (3 members on; 2 members off; 2 members on; 3 members off) each year thereafter. Elections will be held at the annual meeting of members.

NOW THEREFORE, in the exercise of its option as authorized in the By-laws of this Association and by a majority vote of the membership, ARTICLE VIII AMENDMENTS TO BYLAWS, the Association hereby renders Article II Section 2 Amended whereby each Board Director will serve on the Executive Board of the Association for two consecutive years beginning March 21, 2009 and stagger the terms of the Executive Board of Directors on a 3:2; 2:3 rotation beginning March 2011. This Amendment shall replace the applicable section(s) of the current Bylaws and make them a part of the Declaration of Restrictive Covenants of this Association from this day forward.

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of the Elliott Landing Homeowners Association, Inc., a North Carolina Nonprofit Corporation, and

THAT the foregoing By-Laws constitute the Amendment to the original By-Laws of such Association and was duly adopted at the annual meeting of the Association held on the 20th day of March 2010.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Association this 20th day of Mach 2010.

_____

James Sauls, Secretary