

**BY-LAWS
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HEATHERWOOD AND ROBINSON HOLLOW ASSOCIATION**

ARTICLE I
MEMBERSHIP

SECTION 1 - MEMBERSHIP ELIGIBILITY

All Heatherwood and Robinson Hollow property owners shall be eligible for active membership in the Association. A person becomes an active member upon receipt of his dues by the Treasurer of the Association. Dues are not refundable.

SECTION 2 - ACTIVE MEMBERSHIP

Active membership includes the right to enjoy all benefits provided by the Association.

SECTION 3 - HONORARY MEMBERSHIP

Honorary membership may be given to any person who is rendering particular service to the Association and will be granted upon approval of two-thirds of the Board of Directors present and voting. Membership will be given these persons without yearly dues.

SECTION 4 - NOTICE OF MEMBERSHIP

Notice of membership will be given by the Secretary to the applicant. A copy of the Charter and By-Laws of the Association, as well as a copy of all the Association's rules shall be given by the Secretary to each new Association member.

SECTION 5- PRIVILEGES OF DEPENDENTS

A person holding an active membership in the Association has the right to extend the privileges of the Association to which the member is entitled, without any additional fee, to "all of his or her dependents. (A dependent is a spouse, a legal dependent or an unmarried person, who resides in the member's household and receives more than one-half of his or her support from the member.)

SECTION 6 - GUEST PRIVILEGES

A person holding an active membership in the Association has the right to extend the privileges of the Association to a guest or guests who are accompanied by the member or who are using the member's

residence. These privileges may be modified or extended at the discretion of the Board of Directors, but said guests cannot be persons eligible for active membership. At all times, the property owner is responsible for the actions of their guests.

ARTICLE II DUES / MEMBERSHIP FEE

The membership fee and the yearly dues for active memberships shall be determined by the Board of Directors, which amounts shall be set aside for capital improvements and operating expenses. The fiscal year of the Association ends December 31st each year. *11/9/2009 Upon a properly made and seconded motion it was unanimously resolved to adopt to change fiscal year from June 1st - May 31st to January 1st - December 31^s by Executive Committee*

- (a) An initial membership fee for members shall be \$50.00.
- (b) Dues for members shall be \$25.00 paid annually by June 15 of each year. *11/9/2009 Upon a properly made and seconded motion it was unanimously resolved to adopt an increase in membership dues from \$10 per lot to \$25 by Executive Committee*
- (c) The treasurer will prorate the dues by collecting for a full year for the first six months and by collecting for a half-year for the second six months of the fiscal year.

In the event a member owns more than one lot, in return for only one vote, he shall pay his dues and assessments only once.

ARTICLE III ASSESSMENTS

Assessments can be made against the membership of the Association by a majority vote of the membership at the Annual Meeting or any Special Meeting called for said purpose.

ARTICLE IV OFFICERS

SECTION 1- NUMBER OF DIRECTORS

The Board of Directors of the Heatherwood and Robinson Hollow Association shall consist of Seven members. The four officers of the Association, together with the President of the Preceding year, shall automatically be members of the Board of Directors. The other members of the Board shall be owners elected by ballot at the Annual Meeting of the Association and All Directors shall hold office for one year from the

first day of June of the year they are elected.

SECTION 2 - BOARD MEETINGS

The Board shall meet two times yearly. Special meetings may be held upon the call of the President or upon the request in writing of at least three members of the Board of Directors addressed to the President. Any member of the Association may attend a Board Meeting but will have no vote in the meeting.

SECTION 3 - QUORUM

A majority of the Board shall constitute a quorum.

SECTION 4 - VACANCIES IN BOARD

In case a vacancy occurs in the membership of the Board of Directors during the year, the Board shall appoint by a majority vote a person in accordance with Section 1 from the Association Membership to fill the vacancy for the unexpired term. Should a vacancy occur in any officer position, except President, the Board shall appoint a person by a majority vote, in accordance with Section 1, from the Association membership to fill the vacancy for the unexpired term. Should a vacancy occur in the office of the President, the Vice President shall assume that position.

SECTION 5 - AUTHORITY OF THE BOARD

The Board of Directors shall have the power to expel or suspend any member at any meeting of the Board by a majority vote of the members of the Board present, for a violation on the part of such member of the provision of the Charter, By-Laws or Rules, for non-payment of dues, or for any conduct which though it may not constitute a named violation, shall be deemed improper and prejudicial to the interest of the Association.

SECTION 6 -MANAGEMENT OF ASSETS

The Board of Directors shall control and manage the property of the Association and the appropriation of its funds. They shall have the power to create committees to assist in the management of the Association and shall define the powers and duties of these committees.

ARTICLE V

THE PRESIDENT AND VICE-PRESIDENT

The President shall preside at all meetings of the Association or

Board. The President shall appoint all committees and exercise general supervision and executive direction in carrying out the policies of the Association. In the absence of the President, the Vice-President shall assume the duties of the President.

ARTICLE VI THE SECRETARY

The Secretary shall keep the Minutes of the Meetings of the Association and of the Board. The Secretary shall give notice of all meetings of the Association to all members. The Secretary shall conduct all correspondence of the Association and shall report all applications for membership and resignations from the membership to the Board of Directors. The Secretary shall have custody of all documents of the Association except those for which the Treasurer is responsible.

ARTICLE VII THE TREASURER

SECTION 1- DUTIES

The Treasurer shall be responsible for the money of the Association and for keeping the accounts of the Association and reporting thereon to the Board when called upon to do so. The Association's accounts shall be audited annually by an independent auditor who is appointed by the Board. The Treasurer shall be responsible for collecting all fees due to the Association and for paying all bills, accompanied by invoices and approved by the Chairman of the appropriate committee. The Treasurer shall prepare an annual financial report and shall present this report at the annual meeting.

SECTION 2 - COLLECTION OF FEES

The Treasurer shall be responsible for making out accounts and other statements of indebtedness of the members to the Association and for mailing them to the members.

SECTION 3 - ANNUAL BUDGET

The Treasurer, in conjunction with the Board, shall be responsible for preparing the annual budget after receiving the necessary details from all appropriate committees and shall submit this budget to the Board of Directors for their approval at a time designated by the Board.

ARTICLE VIII

MEETINGS

SECTION 1-ANNUAL MEETING

The Annual Meeting of the Association shall be held on the last Saturday in May at 10:00 a.m., or held on another date at the discretion of the Board, upon two weeks written notice to the membership. At the Annual Meeting, ten (10) active members shall be present in person to constitute a quorum and no proxies will be allowed.

SECTION 2 - SPECIAL MEETINGS

Special meetings of the Association may be called by a majority vote of the Board or upon written request of five (5) active members, provided that all requests for and notices of special meetings shall state the business which is to be presented at such a meeting and none other shall be transacted. At any special meeting, ten (10) active members shall be present in person to constitute a quorum and no proxies will be allowed, but mail ballots will be allowed.

SECTION 3 - MAIL BALLOT

In the event a called membership meeting for the purpose of acting on special matters of business does not have a quorum present for the conduction of such business, the Board of Directors shall be empowered to present the special matter of business to the Association membership by mail ballot, and the special matter of business so presented by mail shall be declared a legal ballot of the membership on the basis of a majority vote of the returned ballots. Ten (10) ballots shall constitute a quorum.

SECTION 4 - NOTICES OF MEETINGS

Notice of any regular or special meeting of the Association membership shall be given by the Association Secretary by telephone or by depositing the same not less than one week before such meeting in the United States Post Office addressed to each member at his usual place of business or residence, as listed in the current active membership roster.

ARTICLE IX VOTING RIGHTS

Every active member owning a lot or lots is entitled to one vote per active membership on matters put before the Association. Joint ownership will constitute one vote. In the case that the owners

cannot agree, no vote shall be recorded.

ARTICLE X
MONINATIONS AND ELECTIONS

SECTION 1 - NOMINATIONS

The President, at least thirty days prior to the annual meeting, shall appoint a nominating committee of at least three (3) members. This committee shall select prior to the annual meeting the names of at least one active member to be voted on for each office. They shall also deliver the names of active members to be voted on for Directors as are required to fill the vacancies which will exist on the Board. Nominations may also be made from the floor at the time of the election.

SECTION 2 - ELECTIONS

Elections of all officers shall be made by ballot and a majority of the votes cast shall be necessary for election. In case a majority is not obtained on the first ballot for the office of President, Vice-President, Secretary or Treasurer, a second ballot must be cast between the top two candidates having the higher number of votes. Each office must be voted on separately. Election of Directors shall be by ballot and the required number of Directors having the greater number of votes shall be declared elected.

ARTICLE XI

The Charter and By-Laws may be amended by majority vote or as otherwise provided of the membership present and voting at the annual meeting or at any special meeting called for that purpose. A quorum shall consist of ten (10) active members.

ARTICLE XII

The articles contained herein constitute the By-Laws of this Association.