

# **BERINGER POINTE HOMEOWNERS ASSOCIATION BYLAWS**

## **ARTICLE I**

### **NAME, LOCATION, PURPOSE AND GOVERNING INSTRUMENTS**

- 1.1 Name: The name of this Association is “Beringer Pointe Homeowners Association”.
- 1.2 Location: The principle office of this Association shall be located in the city of Hoschton, Georgia, Barrow County. The Association may have other locations for conducting meetings and other business of said Association as deemed necessary by the Board of Directors or as the affairs of the Association may require or deem desirable.
- 1.3 Purpose:
- (a) Nonprofit Association: The Association shall be organized and operated as a nonprofit entity under the provisions of the Federal Tax Code and Georgia Statutes regulating non-profit organizations.
- (b) Maintenance of Common Area: The Association shall provide for the on-going maintenance of the common entrance area of the subdivision in a manner consistent with the good of the neighborhood.
- (c) Collection of Maintenance Fees: The Association shall levy and collect annual maintenance fees as determined necessary to perform the purpose set forth in Article I.3.b and other purposes approved by the Association membership.
- (d) Covenants, Conditions and Restrictions: The Association, through it’s board of directors, shall perform the duties of the “Architectural Control Committee” as set forth within the articles of the “Declaration of Covenants, Conditions and Restrictions”.
- 1.4 Governing Instruments. The Association shall be governed by the articles of its bylaws and the articles of the “Declaration of Covenants, Conditions and Restrictions”.

## **ARTICLE II**

### **MEMBERS, MAINTENANCE FEES and VOTING**

- 2.1 Members: Membership will be limited to the homeowner(s) of Beringer Pointe Subdivision. All homeowners residing within the subdivision identified as Beringer Pointe, Barrow County, State of Georgia are eligible to become members of the Association without

regard to race, sex, creed, color, religion, national origin, age, marital status or sexual orientation. Members whose maintenance fees are not current, will not be eligible to vote on Association activities and functions until such fees are made current.

- 2.2 Maintenance Fees: The Association board of directors shall set and collect maintenance fees annually. Annual fees will be based upon the costs related to approved Association functions and activities. The membership shall affirm, by vote, Association functions and activities each year at the “General Meeting”.
- 2.3 Voting: Each homeowner of record is limited to one vote, with a maximum of two votes per household.

### **ARTICLE III**

#### **MEETINGS**

- 3.1 Meetings:
- (a) The Association board shall schedule and publish a meeting schedule annually.
  - (b) All meetings of members shall be held at a place designated by the board president.
  - (c) Meetings shall be open to all members of the subdivision Association.
  - (d) Association members may present items of concern or interest before the board at any meeting.
- 3.2 Annual General Membership Meeting:
- (a) The annual meeting will be held no later than November 30<sup>th</sup> of each year.
  - (b) The annual meeting of the Association membership shall be held for the purpose of electing directors to succeed those whose term of office shall expire at the end of the calendar year. Such newly elected director shall assume the duties of his/her office on January 1<sup>st</sup> of the next calendar year.
  - (c) At the annual meeting membership will affirm by vote the functions and activities of the Association that affect the annual fees.
- 3.3 Board of Director Business Meetings:
- (a) Meetings of the board of directors may be called as necessary to conduct required business of the Association.
  - (b) Attendance at these meetings by general Association members is not required.
- 3.4 Special Meetings:
- (a) Special meetings of the Association members may be called at any time for any purpose or purposes by the board President, Vice President or a majority of the board of directors.

- (b) Special meeting shall be called by the President, Vice President or any director of the Association upon request in writing of a quorum of the members entitled to vote on the business to be transacted at such meeting. Such request shall state the purpose or purposes of the meeting.
- (c) Business transacted at all special meetings of members shall be confined to the purpose or purposes stated in the notice of the meeting.

3.5 Notice of Meetings:

- (a) Notice of each regular meeting and special meeting shall be published in a manner that all Association members are aware of such meeting fourteen (14) day's prior to the scheduled meeting.
- (b) Notice of Board of Director business meetings shall be published in a manner that all Association members are aware of such meeting prior to the scheduled meeting.
- (c) Each such notice shall state the place, day and hour at which the meeting is to be held.

3.6 Quorum:

- (a) General and Special Association Membership Meetings:
- (b) The presence in person or by proxy of at least 15% of the members of the Association shall constitute a quorum at all meetings of the members except as otherwise provided by law, or by the bylaws of the Association, or as stipulated in the document of "Covenants, Conditions and Restrictions".
- (c) If less than a quorum shall be in attendance at the time for which the meeting shall have been called, the meeting may be adjourned, from time to time, by a majority vote of the members present or represented, without any notice other than by announcement at the meeting, until a quorum shall attend.
- (d) Board of Director Business Meetings:
- (e) Regular or special board of director meetings, for the purpose of conducting normal Association business, shall require only a majority of the board members to be present.
- (f) A quorum of Association members will not be required.

3.7 Conduct of Meetings:

- (a) Meetings of members shall be presided over (Chaired) by the President of the Association or if the President is not present, by the Vice President or if none of said officers are present, by a chairperson elected by members of the board of directors present.
- (b) The board members present may likewise elect a temporary meeting secretary if the regular board Secretary is not present.

3.8 Voting:

- (a) At all meetings of members every member entitled to vote thereat shall have one (1) vote.

- (b) A member may also exercise a proxy vote for an eligible member, if said member has indicated his/her voting preference in writing and has signed his/her proxy. The proxy must bear a date not more than 3 weeks prior to said meeting.
- (c) The proxy need not be sealed, witnessed or acknowledged.
- (d) All elections shall be had and all questions shall be decided by a majority of the votes cast at a duly constituted meeting, except as otherwise provided by law or by these bylaws.
- (e) If the Chairperson of the meeting shall so determine, a vote by ballot may be taken upon any election or matter, and the vote shall be so taken upon the request of ten percent (10%) or more of all of the members entitled to vote on such election or matter. In either of such events, the proxies and ballots shall be received and be taken in charge and all questions touching the qualifications of voter and the validity of proxies and the acceptance or rejection of votes, shall be decided by the tellers, which tellers shall have been appointed by the Chairperson of said meeting.
- (f) In the matter of board of director normal business meetings, each board member shall be eligible to cast a single vote except for the board member designated as the "Member at Large". The "Member at Large" will only cast a ballot in the event of a tie vote in the matter being voted upon.

## **ARTICLE IV**

### **BOARD OF DIRECTORS**

- 4.1 **General Powers:** The business of the Association and the common property maintained by the Association shall be managed under the direction of the Board of Directors of the Association.
- 4.2 **Number and Term of Office:**
  - (a) The board of directors shall consist of seven members, six regular members (two members from each street) and one member at large.
  - (b) The regular board members and the "member at large" shall have a two (2) year term of office. The terms of office shall be established whereby one board members term of office, from each street, shall expire each year.
  - (c) At the end of his/her term, the President will automatically become the "Member at Large" director for the year following his/her term as President without vote from the membership at the annual meeting.
- 4.3 **Nomination Process:**
  - (a) Each street within Beringer Pointe subdivision (except Merlot Court) shall nominate a minimum of three candidate homeowners.

- (b) Merlot Court homeowners will nominate candidates in common with Beringer Drive homeowners.
- (c) The nomination process will be conducted by a nomination ballot that shall be distributed to each homeowner prior to the annual meeting.
- (d) Nominations must be returned to the nomination committee at least one week prior to the annual meeting.
- (e) A candidate group of three homeowners from each street shall be established based upon those receiving the three highest number of nomination ballots.
- (f) It is desired that the homeowners for each street shall replace only one of their two directors each year. However, the homeowners may replace both directors if such an action is deemed necessary and desirable.
- (g) At the annual meeting of the Association members, the homeowners of each street shall elect a minimum of one new board member from their candidate group. In addition, the homeowners of each street shall elect an alternate. The alternate will serve only when and if an elected board member cannot complete his/her term of office for any reason.
- (h) Merlot Court homeowners will elect board members in common with Beringer Drive homeowners.

## **ARTICLE V**

### **ELECTION and DUTIES OF BOARD OFFICERS**

- 5.1 Officers:  
The officers of the Association shall be the President, Vice President, Secretary and Treasurer.
- 5.2 Election of Officers:
- (a) The incumbent President shall call a special meeting of the incumbent board of directors and any newly elected board members following the Association annual meeting of members.
  - (b) This meeting shall be called no later than December 15<sup>th</sup> of each year.
  - (c) This meeting shall be called for the purpose of nominating and electing the new board officers.
  - (d) At this meeting the incumbent board of directors and the newly elected directors shall have one vote each
  - (e) The first nomination and election that shall be conducted at this meeting will be for the office of President.
  - (f) The newly elected officers shall take their offices effective January 1<sup>st</sup> of the New Year. During the interim period the outgoing officers shall assist their successor in the transfer of any appropriate records and reviewing any open items of business.

### 5.3 Duties of Office – Board President

- (a) The Board President shall be the chief officer of the Association and shall have general charge and control of all its business affairs and properties.
- (b) The Board President shall preside at all meetings of the members and meetings of the board of directors.
- (c) The Board President shall be responsible for the preparation of meeting agenda's and plan the program for each meeting.
- (d) The Board President shall be the official spokesperson to the press.
- (e) The Board President may sign and execute all bonds, contracts or other obligations in the name of the Association which do not exceed \$100.00 in value and any other bonds, contracts or obligations which are authorized by the Board of Directors.
- (f) The Board President shall have the general powers and duties of supervision and management usually vested in the office of the president of a homeowners association.
- (g) The Board President shall be an ex-officio member of all standing committees.
- (h) The Board President shall do and perform such other duties as may, from time to time, be assigned to him/her by the Board of Directors.

### 5.4 Duties of Office – Board Vice President

- (a) The Board Vice President (unless otherwise provided by resolution of the Board of Directors) may sign and execute all bonds, contracts or other obligations in the name of the Association which do not exceed \$100.00 in value
- (b) The Board Vice President shall do and perform such other duties as may, from time to time, be assigned to him/her by the Board of Directors or by the Board President.
- (c) The Board Vice President shall, in the absence or disability of the Board President, the duties of the office of the President upon resolution by the Board of Directors.

### 5.5 Duties of Office – Board Secretary

- (a) The Board Secretary shall give of cause to be given, notice of all meetings of the member and board of directors and all notices required by law or by these bylaws
- (b) The Board Secretary shall record all the proceedings of the meetings of members and the board of directors in books provided for that purpose.
- (c) The Board Secretary shall perform such other duties as may be assigned to him/her by the board of directors or by the President.
- (d) The Board Secretary, in general, shall perform all the duties generally incident to the office of secretary of a homeowners association, subject to the direction and control of the Board of Directors and the President.

### 5.6 Duties of Office – Board Treasurer

- (a) The Board Treasurer shall have custody of all the funds of the Association and he/she shall keep full and accurate account of receipts and disbursements.
- (b) The Board Treasurer shall deposit all moneys and other valuables in the name and to the credit of the Association in such depository as may be designated by the Board of Directors.

- (c) The Board Treasurer shall disburse the funds of the Association as may be ordered by the Board of Directors, taking proper vouchers for such disbursements.
- (d) The Board Treasurer shall render to the President and the Board of Directors, whenever either of them so requests, an account of all his/her transactions as Board Treasurer and of the financial condition of the Association.
- (e) The Board Treasurer shall provide written and oral report of the accounts of the Association at each board of directors business meeting and annual meetings of the members of the Association.
- (f) The Board Treasurer, in general, shall perform all the duties generally incident to the office of treasurer of a homeowners association, subject to the direction and control of the Board of Directors and the President.