

# **STEPHENS POINTE HOME OWNER ASSOCIATION, INC. BY-LAWS**

## **NAME**

The name of the association shall be Stephens Pointe Home Owner Association, Inc.

## **PURPOSE**

The purpose of the Association shall be to promote a better community through group action. Specific goals may be established as decided by the membership.

## **MEMBERSHIP**

Membership is mandatory to any and all persons residing within the Stephens Pointe Subdivision.

## **BOARD OF DIRECTORS (BOD)**

Any homeowner whose dues are current shall be eligible to hold an office. Not more than one office may be held by the same person. There is a maximum of one Board Member per household. Officers shall be elected by the entire qualified membership each year at the annual meeting.

The Board of Directors shall consist of no less than three (3) and no more than five (5) members and shall include the President, Secretary, Treasurer and such other officers as the membership shall elect at large at any regular meeting. The Board of Directors may call special meetings, take action between regular meetings on behalf of the membership and deal with emergency problems. Effort must be made to inform and seek input from the entire membership in matters of major importance to the community.

## **NOMINATION AND ELECTION OF OFFICERS**

- ***Nomination.***

Nomination of officers for election to the Board of Directors shall be made by members on before February 28th. Nomination forms will be distributed by the BOD. Nominations may also be made from the floor at the annual meeting which will be held no later than March 31st.

- ***Election.***

Election to the Board of Directors shall be by written ballot. At the election, the Members may cast, in respect to each vacancy, one (1) vote per address. Absentee ballots may be submitted to current Secretary by 5:00 p.m. the day before the meeting in which elections are to occur. The persons receiving the largest number of votes shall be elected. In the case of a tie, a run-off vote will be held immediately at the annual meeting. No absentee ballots will be counted for a run-off vote.

- ***Term of Office.***  
The terms of each director shall be for one (1) year or until a successor is elected. There is no limit of the number of terms an officer may hold. However, an officer must be re-nominated and elected each year.
- ***Removal.***  
Any director may be removed from the Board, with or without cause, by the affirmative vote of two-thirds (2/3rds) of the Members of the Association entitled to vote. In the event of a resignation, removal of an officer or for any reason an officer is not able to serve out their term, pursuant to these Bylaws, a successor shall be selected by the remaining Members of the Board and shall serve for the unexpired term of the predecessor.
- ***Compensation.***  
No Director shall receive compensation for any service he or she may render to the Association; however, any Director may be reimbursed for actual documented and confirmed expenses incurred in the performance of his or her duties. All Director expenses must be approved by two (2) other directors before payment may be issued.

### **MEETINGS OF THE BOARD OF DIRECTORS**

- ***Regular Meetings***  
Regular meetings of the Board of Directors shall be held at least semi annually at such place and hour as may be fixed by resolution of the Board, without the necessity of further notice.
- ***Special Meetings***  
Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two Directors, after not less than three (3) days notice to each Director, unless notice of such meeting is waived as evidenced by a written waiver of notice signed by all of the Directors.
- ***Quorum.***  
A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

### **POWERS OF THE BOARD OF DIRECTORS**

The Board of Directors shall have the power and responsibility to:

- adopt and publish rules and regulations governing the use of the Common Areas and Reserve Areas including any improvements and amenities located thereon, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof.
- exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the Members by other provisions of these Bylaws.

- to hire independent contractors, or other employees or contractors as they deem necessary in execution of the approved budget or other approved action of the membership, and to prescribe their duties.
- declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from two (2) consecutive meetings of the Board of Directors without prior notification and approved absence by the Board.
- enter into contracts and agreements with other persons, firms and corporations for the maintenance of utilities, landscaping and other facilities within; Stephen's Pointe as approved in the budget. (Note: All contractors and firms must be licensed, insured and bonded.)
- monitor and enforce the protective covenants of subdivision as recorded with the Wake County Register of Deeds.

## **OFFICERS AND THEIR DUTIES**

### **President**

- The president is the leader and manager of the association.
- The president is the spokesperson for the association and is looked at to establish the association's goals and priorities in collaboration with board members.
- The president must be familiar with the governing documents of the association, and is considered an authority on issues and procedures that are pertinent to the association.
- The president is expected to see that the bylaws and covenants of the association are enforced.
- The president is expected to run association meetings, be courteous and keep meetings on track.

### **Treasurer**

- The treasurer is the chief financial officer of the association and as such must understand their fiduciary duty to the association.
- The treasurer prepares annual budget for review by the BOD and then approval by the membership and then is responsible for the execution of approved budget.
- The treasurer collects dues, pays all bills, and oversees the association accounts.
- The treasurer is responsible for making financial reports at association meetings, reconciling the accounts and preparing the financial statements and association books.
- The incumbent treasurer needs to insure that the books are audited prior to turning the records over to a new treasurer.

### **Secretary**

- The secretary is the association record keeper.
- The secretary is responsible for general correspondence, sending out meeting notices, distributing ballots for elections and preparing agendas for the president.

- The secretary should have at every meeting a minute book, the association bylaws, rules, member list, agenda, ballots and any other supplies that may be needed to run the meeting.
- The secretary is responsible for recording and seeking approval of previous meetings minutes at next official meeting.
- The secretary is responsible for notifying officers and committee members of their election or appointment.
- The secretary furnishes the committees with the necessary information to perform their duties.

**It is the duty of all officers to deliver all files and records of the association to their successor when new officers are elected**

### **COMMITTEES**

The Association may establish committees for any specific purpose to act in the best interest of the Association. Said committees may be appointed by the Board of Directors or elected by the group.

#### **Committee Chairperson's Role**

- The committee chairperson is responsible for the task assigned to them.
- The committee chairperson is responsible for determining the budgetary and manpower needs to fulfill their assignment. Any expenses deemed necessary by the committee must be approved in the association budget or pursuant to these by-laws by the BOD.
- The committee chairperson reports to the board and membership at-large as directed in the bylaws.
- The committee chairperson is responsible for insuring that the association secretary receives copies of the minutes of committee meetings for the association's minute book.

### **DUES/ ANNUAL ASSESSMENTS**

Annual dues shall be \$100.00 per household and may be adjusted each year by vote of the membership to reflect the financial need of the Association. Additional special dues may be assessed to accomplish specific projects if approved by the membership. See covenants for additional details.

### **PAYMENT OF DUES**

- The BOD will set the amount of the annual assessment against each Lot not later than January 1st of each year. If a change in the dues is being proposed, the BOD will follow the procedures outlined in article IV, section 3 of the association's covenants.
- The Directors will send written notice of each annual assessment to every Lot Owner not later than March 1<sup>st</sup> of each year, and of each special assessment, at least sixty (60) days in advance of its due date; and

- After sixty (60) days of non payment past assessment due date, the BOD may determine to bring an action at law (lien) against the Lot Owner personally obligated to pay. The lot owner will be responsible for paying any court costs and legal fees incurred to obtain payment as well as the annual assessment. (Note: If a lien is placed on your property, the courts will not allow you to sell your house until it is cleared.)

### **HOME OWNER ASSOCIATION MEETINGS**

The annual meeting shall be held no later than March 31<sup>st</sup>. Other meetings shall be held on a regular basis and at a time and place of convenience to the largest number of members. Meetings shall be called and members notified at least two weeks in advance. Each current dues paying household shall have the right to cast a maximum of one (1) vote at the annual and all regular meetings. Items to be voted on at meetings shall be announced at least one week in advance of meeting. In the event a member is absent from a meeting, an absentee ballot will be accepted by the secretary, no later than 5:00 p.m. the day before the meeting. Members shall also have the privilege of attending any committee or Board of Directors meeting.

### **VOTING QUORUM**

At least twenty-five (25) percent of persons qualified to vote, as defined in the Meetings section of the By-Laws, must be present to vote on official business. A majority of those persons present and qualified to vote can approve any action pursuant to these by-laws and the covenants. If quorum is not reached, discussion can continue but official business would need to be tabled until the next officially called meeting at which time quorum shall be one-half (1/2) of the required quorum at the preceding meeting.

(Note: According to the covenants for Stephens Pointe, article IV, section 5, quorum for voting on annual or special assessments (dues) is 60% of all members.)

### **FINANCE**

Association funds shall be deposited with a certified financial institution in accounts in the name of the Stephens Pointe Home Owner Association, Inc.

- The elected Treasurer shall be responsible for preparing an annual budget for approval at the annual meeting and executing this budget as approved including recording receipts, disbursements and presenting a financial report at each meeting of the Association.
- Withdrawal of funds will require the signature of either the President or Treasurer of the Association.
- No commitment for expenditure of funds shall be made without the approval of an officer, pursuant to these by-laws.
- All requests for reimbursements must be submitted with a request form and all supporting documentation.

- No officer may withdrawal funds to him/herself. In the event an approved reimbursement is due to the treasurer, the President's signature is required.

### **AMENDMENTS**

The By-Laws may be amended at any regular scheduled meeting. Members must be notified at least two weeks in advance of the proposed amendment and a majority of those present and voting must approve the change.

*Note: The Protective Covenants of Stephens Pointe Subdivision supercedes these by-laws and as such will be the governing document to decide any conflicts between the two documents.*