

WILD MEADOWS HOME OWNERS' ASSOCIATION, INC.

BY-LAWS

ARTICLE 1-NAME

The name of the Corporation shall be Wild Meadows Home Owners' Association, Inc. hereinafter referred to as the Association.

ARTICLE II – DURATION

The Corporation shall have perpetual duration.

ARTICLE III – APPLICABLE STATUTE

The Corporation is organized pursuant to the provisions of 8 Del. C Chapter 1.

ARTICLE IV – PURPOSE

To provide Home Owners with an organized and unified means of communicating with management regarding maintenance, repairs, requirements of federal, state and local laws, and the lease, or other matters which affect the health, safety and well-being of home owners.

To represent Wild Meadows residents at public meetings including state, county and city legislative bodies concerning the health and well-being of the Home Owners.

ARTICLE V – MEMBERSHIP

Membership in the Association shall be limited to owners and co-owners of homes in Wild Meadows. Annual

dues per home is payable each year by March 31 or within 30 days after taking possession of the home.

Membership is not transferable or assignable.

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors shall manage the business affairs of the Association. Expenditures of more than \$350.00 must be approved by the general membership.

The Board of Directors shall consist of the (4) officers (President, Vice-President, Secretary, and Treasurer) and three (3) or five (5) Directors.

The Board of Directors shall meet a minimum of four (4) times each calendar year. A quorum shall consist of a majority of Board members.

Any member of the Board of Directors may be removed from office for just cause by a majority vote of voters attending a general or special meeting of the Association called in accordance with the by-laws. Board members and candidates for election must meet and maintain, while in office, the criteria set forth in ARTICLE V. PARAGRAPH #1.

ARTICLE VII – TERMS OF OFFICE

The newly elected officers and board members shall assume their offices immediately upon election.

The President, Vice-President, Secretary and Treasurer shall serve a term of two (2) years. The President may serve as ex-officio member of the board without voting rights for no more than six-months.

The President, Secretary and three of the Directors (one (1) if only three (3) are on the Board) would be elected in even-numbered years for terms of two (2) years.

The Vice-President, Treasurer and two of the Directors (two (2) if only three (3) are on the Board) would be elected in odd-numbered years for terms of two (2) years

In the event of a vacancy on the board, the ranking officer shall appoint a nominating committee and hold a special election to fill the vacancy.

ARTICLE VIII – DUTIES OF OFFICERS

The President shall preside at all meetings of the Association and of the Board of Directors.

S/He shall have the authority to appoint all committee chairpersons. S/He shall serve as the spokesperson/representative of the Association to management and other publics.

The Vice-President shall assume the duties of the President during the absence and/or incapacity of the President. S/He shall also aid in any responsibilities requested by the President.

The Secretary shall keep minutes of all Board and Association meetings and shall report the minutes of the previous meeting's proceedings.

The Treasurer shall be the custodian of all funds collected by the Association and its committees. S/He shall open and maintain accounts with such financial institutions as approved by the Board of Directors and keep adequate records of all receipts and disbursements. S/He shall make a financial report at all meetings of the Board of Directors and the Association. S/He shall also maintain an up-to-date membership roster of the Association for immediate reference at any time. S/He shall file federal and state income reports and other annual regulatory fees or reports as required.

An annual audit shall be conducted by a committee of home owners appointed by the Board withing thirty (30) days after election.

ARTICLE IX – MEETINGS OF THE ASSOCIATION

The Community Meetings of the Association shall be held at least three (3) times a year with elections Taking place in the October meeting.

Purpose of the Annual Meeting:

- A. Hear reports of the Officers
- B. Determine annual dues.
- C. Conduct the election
- D. Conduct any business that may come before the Association.

Voting at Association Meetings:

- A. A quorum shall consist of a minimum of 25% of paid members as specified in ARTICLE V.
- B. Voting shall be limited to one (1) vote per household whose dues are current.
- C. When ballots are used, any member who is unable to attend may use absentee ballots. These absentee ballots may be placed in the Association's box in the club house prior to the meeting. Final count of all ballots will be done during the meeting.

A special meeting of the full Association may be called at any time by the President, by a majority of the Board of Directors, or by petition of at least ten (10%) of the Association members per the criteria set

forth in ARTICLE V PARAGRAPH #1. Notice of the meetings of the Association and the Board shall be delivered to all members a minimum of two (2) weeks prior to the meeting by e-mail and/or in writing.

ARTICLE X – COMMITTEES

Committees of the Association may be formed as needed by membership upon approval by the Board of Directors.

Committees may determine their own agendas but must submit same to the Board of Directors for approval prior to taking action

The President, in July shall appoint or accept volunteers to serve on a Nominating Committee.

It shall be the Nominating Committee's responsibility to select candidates determined by their qualifications, willingness to serve and meet the paid-member criteria in ARTICLE V.

The Nominating Committee shall present to the Board in September a slate of candidates

Written notice of the slate of candidates with resume's will be given to all members at least two (2) weeks prior to the annual meeting and will be published in the community newsletter at the time.

ARTICLE XI – GENERAL POLICIES

Requests for consideration and action by the Board of Directors must be made in writing and submitted to the Secretary at least ten (10) days prior to the next regular Board meeting in order to be included on the agenda.

Any member of the Association may attend meetings of the Board of Directors and be heard on any item included on the agenda.

All meetings of the Association and Board of Directors, shall be conducted in accordance with **ROBERT'S RULES OF ORDER**.

The Secretary or another member of the Board of Directors shall accompany the President to each meeting with management.

Notice of meetings of the Association and the Board shall be delivered to all members two (2) weeks prior to the meeting date.

The President may call a Special Meeting of the Board at any time by telephone and/or by email.

ARTICLE XII -AMENDMENTS

By-Laws of the Association may be adopted, amended or repealed by a majority vote of the members attending a regular or special meeting of the Association. Such By-Laws, amendments, or proposed changes shall be delivered to the members at least two (2) weeks prior to the date set for voting.

