

**BY-LAWS
OF THE
FAIRWAY ESTATES COMMUNITY ASSOCIATION, INC.**

ARTICLE I - NAME, OBJECTIVES AND DEFINITIONS

- Sec 1.01 The name of this organization shall be FAIRWAY ESTATES COMMUNITY ASSOCIATION, a non-profit organization.
- Sec 1.02 The objectives of the corporation shall be the protection and advancement of the mutual interests of its members, the encouragement of friendly relations between its members, the aiding and assisting of the Association's members in the guarding and protection of their respective properties, and the maintenance, improvement and beautification of all common areas in Fairway Estates Subdivision including all entry monuments & Lake Saundra Park.
- Sec 1.03 As used herein, unless the context clearly indicates otherwise, the terms:
- 1.031 "Association" shall mean Fairway Estates Community Association.
- 1.032 "Members", "Officers", "Committees", and subjects treated generally refer to those concerning Fairway Estates Community Association.

ARTICLE II - MEMBERSHIP, DUES, ASSESSMENTS & VOTING

- Sec 2.01 Membership in the Association shall consist of two (2) classes
- 2.011 "Active Members", person(s) or entity who are record title owners of real property within Fairway Estates and have paid the current-dues required for membership.
- 2.012 "Associate Members", person(s) or entity who are record title owners of real property in Fairway Estates who have not paid dues for the current year or other nonowner residents. Associate members shall have all the privileges of Active Members except for that of voting in the Association.
- 2.013 The Membership may by resolution of not less than 2/3 of the Membership present and voting at any regular or special meeting, extend the privilege of Active Membership to owners of real property in subdivisions adjacent to Fairway Estates, if the Membership shall determine that the development of such subdivision is harmonious with the objectives and aims of both the current and prospective membership and that these objectives and aims would be advanced by such extension.
- Sec 2.02 A person's membership shall immediately and automatically be terminated when they are no longer a record title owner of real property or a resident within Fairway Estates, or an adjacent subdivision if privilege to membership has been extended in accordance with Sec. 2.013.

- Sec 2.03 Dues - Membership dues shall be for the period of one calendar year payable no later than February 1st. The amount of such dues shall be determined by a vote of not less than 2/3 of the Board of Directors. New owners acquiring title to homes of Associate Members shall have 90 days from acquisition to pay dues for the current year if they wish to become Active Members. New owners acquiring title to homes of Active Members will be considered Active Members for the remainder of the year of acquisition.
- Sec 2.04 SPECIAL ASSESSMENTS - In case additional funds are required for legal action of the Association, or any other action required to fulfill the duties and objectives of the Association, a Special Assessment may be approved by affirmative action of 2/3 of the Active members present and voting at any regular or special meeting of the Association.
- Sec 2.05 VOTING - Each Active Member shall be entitled to one vote at any membership meeting of the Association; however, in a joint ownership situation, there shall be only one vote per household and the owners shall declare which member shall vote. Any Active Member who shall be unable to attend an Association meeting may apply for a proxy from the Secretary of the Association. The President or a designee of the Board of Directors shall determine the bona fides of all proxies prior to the meeting.

ARTICLE III - MEETINGS NOTICES AND QUORUM

- Sec 3.01 ANNUAL MEETING - The annual meeting of the Association shall be held each year during the month of February for the purpose of electing Directors and the transaction of such other business as may be properly brought before such meeting. The Board of Directors are authorized to change the date of the Annual Meeting if such change is necessary due to non-availability of a proper meeting place or such other reasons as the Board of Directors may determine. The President will notify each Active Member at his or her last address reflected in the records of the Board of Directors of the date, time, and place of the annual meeting by First Class Mail at least one week prior to the date of the meeting.
- Sec 3.02 SPECIAL MEETINGS - Special meetings of the Association may be held upon the call of the President, by a call passed by a majority of the Board of Directors, or by petition of not less than 5% of the Active Membership. The President will notify each Active Member at his or her last address reflected in the records of the Board of Directors of the date, time, and place of the meeting by First Class Mail at least one week prior to the date of the meeting. The notice shall also set forth the purpose of the meeting and include the date, time and place of the meeting.
- Sec 3.03 The Board of Directors shall hold regular meetings once monthly with the exception of the months of July and August. The date, time and place of such

meetings will be established by the Board of Directors. All meetings of the Board of Directors are open to the Membership. Any member of the Board of Directors who shall be unable to personally attend a meeting of the Board of Directors may attend the meeting by other available electronic means.

Sec 3.04 Special meetings of the Board of Directors may be called by the President upon forty-eight (48) hours' notice to the Board of Directors. A special meeting of the Board of Directors may be called by petition of any three members of the Board of Directors, provided the petition will allow forty-eight (48) hour notification to all on the Board of Directors. Any member of the Board of Directors who shall be unable to personally attend a meeting of the Board of Directors may attend the meeting by other available electronic means.

Sec 3.05 QUORUM

3.051 The quorum for a meeting of the membership shall be ten percent (10%) of the Active Members.

3.052 The quorum for a meeting of the Board of Directors shall be fifty percent (50%) of its current members.

Sec 3.06 Any member of the Board of Directors who shall absent themselves from three (3) consecutive meetings of the Board of Directors, unless they have previously notified an officer of the board, shall be deemed to have resigned and will cease to be a member thereof.

Sec 3.07 Should the President and the Vice President both be absent from a meeting of the Board of Directors, a majority of the Directors, present shall elect a President pro tempore from amongst those Directors present.

ARTICLE IV - OFFICERS AND COMMITTEES

Sec 4.01 All officers and members of the Board of Directors shall be Active Members of the Association in good standing. Only one Active Member per household may serve on the Board of Directors. In the event that any Officer or Director cease to be an Active Member of the Association, regardless of the reason therefore, he or she shall automatically cease to be an Officer or Director of the Association. If a vacancy occurs for any reason amongst the Officers or Directors, the remaining members of the Board of Directors by majority vote, shall elect a successor for the unexpired term.

Sec 4.02 **BOARD OF DIRECTORS** - The business of the Association shall be conducted by a Board of Directors consisting of the four (4) Officers of the Association and a maximum of five (5) other Directors. The Officers shall be elected for a term of one year, from and by the Directors of the Association. The Directors shall be elected for a term of three (3) years. Each Officer and

Director shall continue to hold office for the term specified and until their successors are duly elected and qualified.

Sec 4.03 **PRESIDENT** - The President shall be the chief executive officer of the Association and shall preside at all meetings of the Association and Board of Directors; shall be an ex-officio member of all committees, except the Nominating Committee; shall appoint or remove all committee chairpersons; and shall approve all standing committee members and define their duties.

Sec 4.04 **VICE PRESIDENT** - The Vice President, in the absence of the President, shall perform the duties of the President, and any other duties as assigned by the President.

Sec 4.05 **SECRETARY** - The secretary shall keep a true record of all meetings of the Association and the Board of Directors, issue notices of Association and Board of Director meetings. The Secretary shall maintain a file of all official correspondence and perform such other duties as may be assigned by the President and the Board of Directors.

4.051 In the absence of the Secretary, the President shall appoint a Secretary pro tempore to discharge the duties of the Secretary.

Sec 4.06 **TREASURER** - The Treasurer shall have custody of and be responsible for the funds of the Association. The Treasurer shall keep books of account and render statements of the financial condition of the Association to the Board of Directors at their monthly meetings and shall perform such other duties as may be prescribed by the Board of Directors. The Treasurer shall prepare a statement of the financial condition of the Association for the fiscal year to be presented at the Annual Meeting of the Association.

4.061 The Treasurer shall maintain a bank account for the Association. Any monies not required for current operations should be maintained in an interest-bearing account or Certificate of Deposit.

4.062 The Treasurer, President, and /or Vice President shall be authorized to sign checks or other monetary instruments for the Association.

4.0621 In the event of an emergency, members of the Board of Directors may spend up to \$300 on unbudgeted items when authorized and approved by two officers of the Board of Directors. Any amount over that will require majority approval by the Board of Directors.

4.063 The President may appoint a committee, to include and be chaired by the Treasurer, to prepare a budget for the association. Such budget prepared by the committee or by the Treasurer shall be presented to the Board of Directors at its regular meeting in January. An approved budget shall be adopted by a majority vote of the members of the Board of Directors present and voting.

4.064 The Directors and Officers of the Board of Directors shall be indemnified by bond for the faithful discharge of their duties, and said Directors and Officers shall also be protected by a standard insurance policy especially designed to protect the Directors and Officers of a Board of Directors of a non-profit homeowners association, which insurance policy shall include, but not be limited to, property insurance (premises insurance) to cover the common areas in Fairway Estates, insurance for errors and omissions, and any other insurance necessary to protect the Directors and Officers from personal liability for carrying out their duties to the Association. The expense of said bond and said insurance shall be borne by the Association.

Sec 4.07 AUDIT - The financial records of the Association may be audited each year by a qualified person or persons appointed by the Board of Directors, which audit shall be conducted upon a vote of the majority of the Board of Directors or upon vote of a majority of the Active Membership.

Sec 4.08 NOMINATING COMMITTEE - A nominating committee shall be appointed by the President to present a slate of nominees for the positions of Directors of the Association. Such slate of nominees shall be forwarded to the Active membership along with the call to the annual meeting.

4.082 Members of the Nominating Committee shall not serve more than two (2) consecutive terms. They shall not nominate one of their members to a position on the Board of Directors.

4.084 STANDING COMMITTEE CHAIRS - The President shall annually appoint such standing chairs as deemed pertinent which may include:

Directory
Beautification
City Liaison

Membership
Newsletter
Special Events

ARTICLE V - ORDER OF BUSINESS & RULES OF ORDER

Sec 5.01 The following order of business shall be observed at all regular meetings unless changed by a vote of the majority of the members and voting at the outset of the meeting:

- (a) Call to Order
- (b) Reading of the minutes of the previous meeting
- (c) Report of Officers
- (d) Report of Committees
- (e) Communications
- (f) Unfinished business
- (g) New business

- Sec 5.02 Parliamentary procedures shall govern all meetings.
- Sec 5.03 Robert's Rules of Order (Revised) shall govern meetings of the Association and the Board of Directors when not inconsistent with these By-Laws.

ARTICLE VI - AMENDMENTS

- Sec 6.01 These By-Laws may be rescinded, replaced, amended or revised by a 2/3 vote of the Active Membership present and voting at any regular or special meeting of the Membership, provided that such intention is included in the notice of the meeting along with the substance of the proposed change or amendment of the By-Laws.

ARTICLE VII - STANDING RULES

- Sec 7.01 The Board of Directors shall establish such Standing Rules as they deem necessary, from time to time, for the orderly operation of the Association.

ARTICLE VIII - FISCAL YEAR

- Section 8.01 The fiscal year of the Association shall be from 1 January to 31 December.

Adopted January 31, 1970
Amended February 13, 1978
Amended February 4, 1985
Amended February 7, 1994
Amended February 5, 2018