

**By-Laws of Berkeley Homeowners
Incorporated
As Amended October 28, 1989
And Revised March 4, 1991**

**ARTICLE I
Name and Location**

The name of this Corporation shall be Berkeley Homeowners Incorporated and shall be located in Charlotte, North Carolina.

**ARTICLE II
Purpose**

The purpose and objectives of this Corporation shall not be for business or profit, but shall be the establishment of an organization to promote the general welfare and interest of Berkeley homeowners. To realize these ends the Corporation will hold social activities, enforce the covenants, promote cooperative action in areas of mutual concern and take action in any matter have an impact on the homeowners in Berkeley subdivision.

**ARTICLE III
Government**

SECTION 1:

The Corporation shall be governed by a Board of Directors, eleven in number, each of whom shall serve without compensation until his successor is selected and shall qualify as provided in these By-Laws.

SECTION 2:

At the first membership meeting held in October 1987 and at each succeeding October election meeting, four (4) officers shall be elected. These officers, plus the past President, shall become members of the new Board and shall appoint six (6) additional Directors who shall also become chairmen of the six (6) standing committees, namely (1) Social, (2) Civic, (3) Membership, (4) Rules/Safety, (5) Beautification, (6) Communications.

SECTION 3:

When any Director shall have three (3) consecutive unexcused absences from the meetings of the Board of Directors, his office may be declared vacant by a majority vote of the Board. Also, any Director who shall cease to hold active membership in the Corporation, automatically shall cease to be a member of the Board of Directors.

**ARTICLE IV
Board of Directors**

SECTION 1:

Consistent with these By-Laws, the Board of Directors shall:

Transact all Corporation business and make and amend rules and regulations for the use of Corporation property. It may appoint and removes such officers, clerks, agents, servants, or employees as it may deem necessary and may fix their duties and compensation.

Fix, impose and remit penalties for violations of these By-Laws and rules of the Corporation.

Fill any vacancy in the membership of the Board of Directors until his successor is selected and shall qualify as provided by these By-Laws.

SECTION 2:

The Board of Directors shall select one or more banks to act as depositories of the funds of the Corporation and shall determine the manner of receiving, depositing and disbursing the funds of the Corporation and the form of checks to be used.

SECTION 3:

Nothing in these By-Laws shall be construed to permit the Board of Directors to borrow or pledge the credit of the Corporation without the specific approval of a majority of the members attending and voting at a duly held meeting.

SECTION 4:

The Board of Directors shall take office January 1 and hold its first meeting during the month of January. Thereafter, the Board shall meet bimonthly on the dates set at the first meeting and announced and open to the members. The November Board meeting shall be a joint meeting of the Directors and their duly elected or appointed successors. The Board may also meet on call of the president, or upon five days notice given by a majority of the Board to each individual Director.

At all Directors' meetings a quorum shall consist of a majority of members of the Board of Directors and a majority of such quorum may decide any questions that may come before the meeting which is not otherwise limited by these By-Laws.

SECTION 5:

All non-officers of the Board of Directors shall constitute the nominating committee. The nominating committee shall present a roster of nominees for the four (4) officerships to the membership at the October meeting.

ARTICLE V

Duties of Officers and Standing Committees

SECTION 1:

The officers of the Corporation shall be a President, Vice President, Secretary, and Treasurer. They shall be elected in October by the general membership and shall hold office from the first day of January following their election.

SECTION 2:

The President shall preside at the meetings of the Corporation and of the Board of Directors. He shall be the executive head of the Corporation and shall appoint, subject to confirmation by the Board of Directors, all standing committees designating the chairman thereof, and all special committees as may be directed. He shall be, ex officio, a member of all committees.

SECTION 3:

The Vice President, in the absence or disability of the President, shall act in his stead. He shall be, ex officio, a member of all committees.

SECTION 4:

The Secretary shall send out the notices of the meetings of the Corporation and the Board of Directors, keep the minutes and attend to the correspondence pertaining to his office. He shall be the custodian of the corporate seal, membership book, minute book and papers of the Corporation and shall perform all duties pertaining to his office as may be asked of him by the Board of Directors.

SECTION 5:

The Treasurer shall attend to keeping the accounts of the Corporation, collecting its revenues and paying its bills as approved by the Board of Directors, or other agency authorized by the Board to incur them. He shall deposit funds of the Corporation received by him in the name of the Corporation in such depository as may be authorized by the Board. He may be bonded.

SECTION 6:

The social committee shall schedule events to encourage neighborhood unity and provide an opportunity for residents of Berkeley to become better acquainted.

SECTION 7:

The civic committee shall maintain contact with government officials and attend meetings of government agencies making decisions that will or

may have an impact on the Berkeley Subdivision. The committee shall maintain contact with neighboring subdivisions on matters of joint interest and take joint action if necessary.

SECTION 8:

The membership committee shall maintain a log of the members of the Corporation. The committee shall publish a minimum of one (1) neighborhood directory per year. The committee shall recruit block representatives to welcome new homeowners, assist neighbors as needed, and take other actions to promote and maintain a friendly and cohesive neighborhood.

SECTION 9:

The rules/safety committee shall enforce the By-Laws and other rules enacted by the Corporation. The committee shall assist in the enforcement of the restrictive covenants and take steps to insure that the residents of Berkeley understand the covenants. The committee shall also work with the appropriate law agencies to ensure the safety of the residents and property in Berkeley.

SECTION 10:

The beautification committee shall work with all residents and the developers of and builders in Berkeley to maintain an attractive neighborhood. The committee shall maintain the entrances to Berkeley and other common areas that are within the Berkeley subdivision. The committee shall assist the members of the Corporation in joint purchases of plants, shrubs, etc., that may be available through government agencies or businesses.

SECTION 11:

The communications committee shall publish and distribute a bimonthly newsletter. The newsletter shall be a vehicle for the Board of Directors to inform members of their plans and actions and shall also be an instrument to enhance neighborhood relations.

ARTICLE VI

Members

SECTION 1:

There shall be one class of members of the Corporation. All members shall have the same rights, privileges, duties, liabilities and restrictions.

SECTION 2:

A membership shall consist of any family who resides in and owns a home in Berkeley Subdivision, and who agrees to abide by the By-Laws of the

Corporation and all other rules and regulations adopted by the membership, including the payment of the annual membership dues.

SECTION 3:

In voting for officers, or any issue before a general or called meeting, each membership shall be entitled to two votes.

SECTION 4:

Honorary or associate memberships may be offered annually at the discretion and definition of the Board of Directors.

**ARTICLE VII
Membership Meetings**

SECTION 1:

The annual meetings of the active members of this Corporation will be held at a time and place to be designated by the President: an elections meeting in October and a financial meeting in January. Notice of such meeting will be made in writing and mailed to the last known address or delivered to each member at least five (5) days in advance of the meeting.

SECTION 2:

Special meetings of the active membership may be called upon five (5) days notice in writing to the members of record given by the President, a majority of the Board of Directors, or by the request of 20% of the active membership. The time, place, and purpose of such meeting shall be specified in the written notice thereof.

SECTION 3:

At a duly called meeting of the Corporation, those active members in attendance shall constitute a quorum to do business and a majority of those present and voting shall be sufficient for the transaction of business and representation by proxy shall not be permitted.

**ARTICLE VIII
Dues and Assessments**

SECTION 1:

The Board of Directors will establish the annual budget for the Corporation and assess dues to cover expenses.

SECTION 2:

The annual budget and dues assessment must be presented to and approved by the general membership during the January financial meeting. Dues cannot be collected until the budget is approved.

SECTION 3:

The fiscal year of the Corporation shall be January 1 to December 31.

SECTION 4:

Dues approved at the January meeting are immediately due and payable. New Members who establish residency after May 31 of that year may receive a discount as determined in the January financial meeting.

SECTION 5:

Failure to pay dues shall result in the revocation of all rights and privileges of membership in the Corporation.

SECTION 6:

Any assessments for non-budgeted items, and items which may include capital expenditures, may be presented for approval by majority vote at membership meetings as defined by Article VII. However, any emergency expense of essential maintenance necessary to the health and welfare of the members shall be set and assessed by the Board of Directors.

**ARTICLE IX
Amendments**

The By-Laws may be amended at any regular or special meeting by two-thirds majority of those members present and voting as herein provided, a quorum being present, provided the call of such meeting shall contain the By-Laws of amendments to be voted upon at such meeting. All members on record shall be given not less than five (5) days notice of any meeting called for this purpose, which notice shall include any proposed amendment to the By-Laws.