

# Magothy Forest Association By-Laws

**Edited 8/02**

**Definition:** For the purpose of this document, a community "member" is defined as the owner of a property or family member residing at the property

**1 Purpose:** The purpose of the Magothy Forest Association Inc. is to: Provide a forum for the exchange of information; provide a forum to consider the desires of the residents and execute the common goals of the community; protect the value and desirability of the community as a whole and the individual properties; provide a vehicle for the development of social activities; maintain the common grounds; and encourage the general well being of it's members.

**2 Board of Directors:** The Board of Directors shall consist of four (4) officers; President, Vice President, Treasurer and Secretary, and the immediate Past President. Board members must be community members in good standing.

**2.1 Meetings:** The Board shall meet not less than nine (9) times each year at a time and place of their convenience and choosing. The date, time, and place of each Board meeting shall be announced to the Association in writing. Members of the Association may attend any Board meeting.

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**2.2 Minutes:** The Secretary shall record the official minutes of each meeting. The Secretary shall provide a synopsis of each meeting to the Association via the next published newsletter.

**2.3 Financial Compensation:** No member of the Board shall be compensated for their services by the Association except for reasonable expenses incurred in the performance of Association duties. All non-budgeted expenses shall be approved by the Board prior to reimbursement.

**2.4 Owner Requirement:** Only members of Magothy Forest properties shall be qualified for election to, or to serve on the Board, only one member per household can serve on the Board during any given administration.

**2.5 Powers and Duties:** The Board shall serve on behalf of the Magothy Forest Association Owners. The powers and duties of the Board shall be: A. Operation, maintenance and improvement of the common ground and property. B. Propose and annual budget and annual

owner assessments. Execute the annual operating budget and annual owner assessments when approved by the Association. C. Enforce the Magothy Forest Association Covenants. Arbitrate between owners should there arise an unresolvable issue related to these articles. D. Engage and dismiss employees or agents necessary for the management of the Association. E. Enter into agreements and contracts in order to carry out Association business. F. Maintain and operating checking account and interest bearing reserve account for the Association, and designate signatories. G. Obtain necessary insurance for the Association. H. Bring prosecute, defend, and settle litigation for, and against the Association. I. Maintain standard accounting procedures and ensure that an annual review of the Association funds is accomplished. J. Report to the Association a regular intervals. K. Maintain adequate records of procedures and actions of the Association. L. Ensure that no vehicle, building, fence, wall or other structure encroaches on the common ground.

## **2.6 Responsibilities of Officers**

**2.6.1 President:** The President shall have general charge and supervision over and responsibility for the business and affairs of the Association. All other officers shall be subject to the authority and supervision of the President. The President may enter into and execute, in the name of the Association, contracts or other instruments in the regular course of business when approved by the Board

**2.6.2 Vice-President:** The Vice-President shall perform such duties and have such authority as delegated by the President or by the Board. In the event of the absence of the President, the Vice-President shall perform the duties and be vested with the authority of the President.

**2.6.3 Secretary:** The Secretary shall cause notice of all meetings to be served and shall keep or cause to be kept the minutes of all meetings (Board, General, Special, and Emergency). The secretary shall perform such duties and have other authority as delegated by the President or by the Board. Refer to the "Secretarial Guidelines".

**2.6.4 Treasurer:** The Treasurer shall have custody of the funds and securities of the Association and shall keep of cause to be kept regular books of account for the Association. The Treasurer shall prepare and annual budget for the Association. The annual budget will be discussed and approved by the Board of Directors and will be presented to the Association membership at a general or special meeting of the Association membership. Any single expenditure or project in excess of 50% of the annual budget must be approved by 25% of the membership. The Treasurer and one other Board member will have authority to sign Association checks and have access to Association accounts. A signature card at the bank or financial institution of record will reflect the names of authorized individuals. The financial record shall be reviewed annually, at the end of every Board term by a 3-person committee composed of Association members exclusive of Board members. The Treasurer shall perform such other duties and have such other authority as delegated by the President of the Board.

**2.6.5 Past President:** The Past-President shall perform such duties and have such authority as delegated by the President or by the Board. The Past-President shall serve in an advisory capacity and shall have no vote in Board matters.

## **2.7. Election**

**2.7.1 Notification:** The Nominating Committee (see Section 4.2.1) shall identify and solicit not less than one candidate for each of the office of President, Vice-President, Secretary, and Treasurer. Geographic representation of the membership shall be considered. The Nominating Committee shall provide written notification of a slate to the membership not less than fifteen (15) days prior to the election. Nominations shall be accepted from the general membership at the Association meeting designated for elections. Before their names are placed on the ballot, persons nominated shall give their approval and agree to serve the term of office if elected.

**2.7.2 Election of Officers:** Officers, with the exception of the Past-President, shall be elected by the general membership in attendance or by proxy at the election meeting. The President of the current Board shall become Past-President for the next term. Officers shall serve a term of one year, from January 1 to December 31. Officers may succeed themselves in their elected office for one additional term; if insufficient candidates are nominated, this restriction may be waived by the Board. The President shall conduct the election. Ballots shall be counted by two volunteers from the membership.

**2.8 Removal:** At any general or special meeting of the Association, any one or more of the Board members shall be removed with or without cause by a majority vote of not less than 25 percent of the owners. Any member or the Board whose removal has been proposed shall be given and opportunity to address the owners in attendance prior to a removal vote. The vote shall be taken by closed ballot.

**2.9 Vacancies:** Members of the Board may resign their office via written notice to the Board. When a vacancy occurs for any reason, the Board shall solicit nominations from the general membership. The Board shall appoint a successor from these nominations. An appointed Board member shall fill the unexpired term, and may then be nominated and elected for a subsequent term.

## **3. Membership**

**3.1 General Membership:** Every owner of a lot in Magothy Forest shall be a member of the Association. There shall be one owner vote per lot.

**3.2 Meetings of General Membership:** Meetings of the Association shall be held not less than twice annually. The date, time, and place of a General Meeting shall be announced via written notice to each owner not later than thirty days prior to the meeting. Elections shall be held during the last quarter of the calendar year.

**3.3 Special Meetings:** It shall be the duty of the President to call Special Meetings of the general membership as directed by resolution of the Board or upon a petition signed by a majority of the

owners. The date, time, place, and purpose of a Special Meeting should be announced via written notice to each owner not later than thirty days prior to the meeting. No business shall be transacted at a Special Meeting excepted as stated in the notice.

**3.4 Emergency Meetings:** It shall be the duty of the President to call an Emergency Meeting of the general membership for any activity requiring immediate Association action. The date, time, place, and purpose of the Emergency Meeting shall be announced via the most expeditious manner to each owner. No business shall be transacted at an Emergency Meeting except as stated in the notice.

**3.5 Quorum:** For General or Special Meetings a quorum is constituted when not less than 25 percent of the membership, by either presence or proxy is represented. If the required quorum is not present, another meeting may be called subject to the same notice requirement and the required quorum at the subsequent meeting shall be one half of the required quorum of the previous meeting. No subsequent meeting shall be held more than 60 days following the preceding meeting. For any action authorized under Article IV, Section 2 of the Covenants, including the approval of the annual operating budget and annual owner assessments, the requirement for quorum stated in Article IV, Section 3 shall apply. In any vote of the membership, a simple majority vote, the necessary quorum shall constitute approval.

**4. Committees.** The general membership is encouraged to volunteer and serve on the committees of their choice. Committee Chairpersons shall ensure participation by the community on their respective committees. and should invite individuals to join their committees. Owners may attend any committee meeting, with the exception of those of the Nominating Committee. Committee Chairpersons shall provide a report at each meeting of the Board of Directors. The Board shall appoint Chairpersons of the Architectural Control, By-Laws, Common Grounds, Communications and Social Committees. The members of the Nominating Committee shall elect their Chairperson. The length of term of committee Chairpersons shall be one year to coincide with the term of office of the elected Board members

#### **4.1 Standing Committees**

**4.1.1 Architectural Control Committee:** The Architectural Control Committee shall consist of not less than three members appointed by the Board; geographic representation of the membership shall be considered. The Committee, shall review specifications for any building, fence, wall or other structure to be commenced, erected or maintained upon the Property, or any addition to or change or alteration therein, according to the requirements set forth by the Covenants. Harmony or existing design and location in relation to surrounding structures and topography shall be considered.

All requests to the Architectural Control Committee shall be submitted in writing to the Board President or designee. The request shall include the plans and specifications showing the nature, kind, shape, height, materials, exterior colors, location of the proposed structure or change, and estimated date of completion. Six copies of the request shall be submitted.

The Committee shall provide its recommendation for the approval or disapproval of each request to the Board, not later than fifteen (15) days following receipt of the request by the President. If a request is disapproved, the owner may appeal the decision at any subsequent Board meeting. A timely completion is expected of approved projects. Thirty day extensions to the estimated completion date may be requested in writing to, and are subject to approval by, the Board. Refer to the "Architectural Control Guidelines".

**4.1.2 By-Laws Committee:** The By-Laws Committee should consist of not less than three (3) members. The Committee shall review and propose necessary changes to the By-Laws. The Committee shall meet not less than once annually and at the request of the Board.

**4.1.3 Common Grounds Committee:** The Common Grounds Committee should consist of not less than three (3) members; geographic representation of the membership will be considered. The committee shall be responsible for the appearance, maintenance, and services related to the areas of Magothy Forest other than residential properties, to include the common areas and roadways & waterways serving the community. The committee shall meet as necessary to formulate plans and programs by which to accomplish its responsibilities.

**4.1.4 Communications Committee:** The Communications Committee should consist of not less than three (3) members. The committee shall, at regular intervals, gather, publish and distribute material of a general or specific nature that is of interest to the community. This may be accomplished through publication and print and/or electronic means. Refer to "Newsletter Guidelines".

**4.1.5 Social Committee:** The Social Committee shall consist of not less than three (3) members. The Committee shall plan and organize social or fundraising functions on behalf of the Association.

## **4.2 Limited Term Committees**

**4.2.1 Nominating Committee:** The Nominating Committee shall consist of not less than three (3) members appointed by the Board; geographic representation of the membership will be considered. No member of the Board shall be a member of this Committee. The Committee shall determine the qualifications required for current officer vacancies and shall nominate appropriate candidates. The slate of candidates shall be delivered to the Board not later than thirty (30) days prior to the election meeting. The Board shall verify that each candidate meets the requirements specified herein and is an owner in good standing. The Committee shall establish procedures for the conduct of elections.

**4.3 Special Committees:** The President of the Board may create any Special Committees deemed necessary to the business of the Association.

**5. Acceptance and Changes:** The By-Laws of the Magothy Forest Association shall be adopted by a majority vote at a special meeting called for that purpose. Changes to the By-Laws may be proposed by the Board, the By-Laws Committee, any owner at a General Meeting, or by an instrument signed by not less than 30 percent of the owners. The By-Laws shall then be amended by a majority vote at a General or Special Meeting. Thirty days notice of proposed changes shall be provided to all owners.

**6. Compliance of Covenants:** All owners and occupants of Magothy Forest shall abide by the Declaration of Covenants, Conditions and Restrictions. Any costs incurred by the Association in the enforcement of the Covenants wherein the homeowner is found, by a court of law, to be in violation, will be borne by the owner.

**Adopted June 16, 1987**

**Modified at the June 29, 2000 General Membership Meeting**