

**BYLAWS AND CONSTITUTION OF THE
SUMMER HALL HOA, INC.
(Revised 4.27.2010)**

Article I:

NAME, OFFICE, DATE OF INCORPORATION

Section 1. The name of this organization shall be Summer Hall HOA, Inc. It is a nonprofit corporation.

Section 2. The principal office of this association shall be located at the home of the President, Summer Hall Subdivision, Knox County, Tennessee, and the official mailing address is: P.O. Box 71123, Knoxville, TN 37938-1123.

Section 3. Summer Hall Homeowners' Association is incorporated under the laws of the State of Tennessee.

Article II:

PURPOSE

The Summer Hall Homeowners' Association is organized as a volunteer nonprofit association. The purpose of this Association shall be to promote community improvement, environmental enhancement, the general welfare, and community pride of the Summer Hall Subdivision and its residents.

The Association will not lend its name or that of its Board of Directors in support of or in opposition to the candidacy of any person for political office.

Article III:

MEMBERSHIP

Section 1. Any adult (18 years of age or older) who retains an ownership interest in a residential lot with a completed dwelling in Summer Hall Subdivision, Knox County, Tennessee, is a member of this Association. In the event there are more than two (2) adults eligible for Association membership for one residential lot with a completed dwelling, these adults shall notify the Membership Chairman which two adults will be designated as voting members, but as such there shall be only one vote per household.

Section 2. Membership requirements include paying an annual membership fee that has been determined by the Board of Directors per residential lot with completed

dwelling. Dues are payable in installments—one-half by February 1st of each year and the remaining balance by June 1st of each year.

Section 3. Failure to pay the annual dues by July 31st will result in individuals' names to be removed from the active membership roll and suspension of all voting rights associated with membership. Late fees and penalties will accrue to the maximum allowed by Tennessee law. A lien will also be placed on the property until all dues and associated fees as outlined are brought current and homeowner will be responsible for all court costs, attorney fees and any other associated fees resulting from said action.

Section 4. Each voting household that is in attendance at an Association meeting shall have the right to one (1) vote. Proxy votes shall be allowed provided written evidence of proxy for the particular meeting is presented to the Secretary at the meeting. The Secretary shall maintain the official roll of voting members of the Association.

Section 5. Membership requirements include adhering to the bylaws and any rules and regulations adopted by the Association.

Section 6. All disputes or questions involving membership eligibility or voting rights in this association will be settled by a simple majority decision of the Board of Directors.

Article IV

OFFICERS AND ELECTION

Section 1. (a) The Association shall be governed by a Board of Directors comprised of five (5) officers (President, Vice President, Secretary, Treasurer, and Immediate Past President) and a minimum of four (4) and a maximum of ten (10) At-Large Members. Total membership of the Board must be an odd number and must not exceed 15.

(b) Offices of the President, Vice President, and Secretary shall be elected for a term of one (1) year. The office of Treasurer will be elected for a term of two (2) consecutive years. At-Large Board Members shall be divided equally into one (1) year and two (2) year terms.

The immediate past President of the Association shall serve a one (1) year term as a member of the Board of Directors in the year following their term as President.

Officers of the Association shall not be eligible for reelection to the same office after having served two (2) consecutive terms of one (1) year until after the expiration of one (1) year. Any officer or At-Large member of the Board who has served more than half a term shall be considered to have served that term.

(c) Any member of the association in good standing who has not served as President during the previous two (2) years shall be eligible for the office of President.

(d) Only one (1) member of the same dwelling is eligible for an elected office.

(e) Board members who are not in good standing according to article 3 section 3 shall be automatically terminated from board of directors.

(f) In order for board members to remain in good standing, they shall be present at least 2/3 of all board meetings.

Section 2. Elections of the Board of Directors shall be elected at the fall general meeting.

Section 3. Nominations shall be made from the floor at the fall general meeting.

Section 4. (a) The elections shall take place at the fall general meeting, and the new electees will take office at the first Board meeting of the following calendar year.

(b) Elections shall be by a show of hands; the highest plurality of votes cast for a particular office shall designate each elected officer. Nominations may be made from the floor at the fall general meeting.

(c) The number of votes cast for each nominee will not be announced.

(d) The Secretary, assisted by one other association member appointed by the President, shall tabulate the votes and certify the results.

Section 5. The Board of Directors reserves the right to fill any At-Large positions as needed and must fill any Officer positions to run until the next fall general election.

Article V

DUTIES OF OFFICERS

Section 1. It shall be the duty of the President:

(a) To preside at all meetings of the Association and of the Board of Directors. He/she shall be considered a voting member of the Board of Directors.

(b) To appoint all special representatives and committees with the concurrence of the Board of Directors.

(c) To be an ex-officio member of all committees.

(d) To present the annual budget to the Board of Directors for approval, and to the Association at the fall meeting for approval; and to present budget changes for the Board of Directors and Association approval.

(e) To perform such other duties as pertain to this office.

Section 2. It shall be the duty of the Vice President

- (a) To preside at all meetings in the absence of the President.
- (b) To serve as a voting member of the Board of Directors.
- (c) To perform such other duties as the President directs.

Section 3. It shall be the duty of the Secretary:

- (a) To keep an accurate record of all general and Board of Directors' meetings by means of written minutes.
- (b) To read, if requested, the minutes of the previous meeting.
- (c) To serve as a voting member of the Board of Directors.
- (d) To perform such other duties as the President directs.
- (e) To keep the directory of association members.
- (f) To maintain the official membership role.
- (g) To conduct all necessary correspondence of the Association.

Section 4. It shall be the duty of the Treasurer:

- (a) To collect dues.
- (b) To notify members who are late in payment of dues.
- (c) To keep a record account in detail of all monies received and expended.
- (d) To receive, collect, deposit, and disburse Association funds, subject to the order of the Association.
- (e) To make a report of the Association funds on hand and in the bank to the credit of the Association when so requested by the President. To issue a financial report no less than annually.
- (f) To coordinate preparation of the annual budget.
- (g) To file any necessary income tax returns.
- (h) To serve as a voting member of the Board of Directors
- (i) To perform such other duties as the President may direct.

Article VI

BOARD OF DIRECTORS

Section 1. The officers of the Association and the At-Large Members in good standing shall constitute the Board of Directors of the non-profit corporation.

Section 2. Meetings of the Board of Directors can be called by the President and can be called upon request to the President of any member of the Board of Directors.

Section 3. Fifty-one percent (51%) of the Board of Directors present shall constitute a quorum for the transaction of business.

Section 4. It shall be the duty of the Board of Directors:

- (a) To prepare the annual budget for submission to and approval by the Association.
- (b) To prepare the agenda of the general Association meetings.
- (c) To authorize the use of Association funds as advance working capital for Association activities.
- (d) To have general supervision and management of the affairs of the Association between its business meetings.
- (e) To fix the hour and place of meetings.
- (f) To make recommendations to the Association.
- (g) To fill vacancies in office from among themselves by a majority vote.
- (h) To perform such other duties as are specified in these bylaws.

Section 5. The Board of Directors shall be subject to the orders and resolutions of the Association and none of its acts shall conflict with such orders or resolutions. All business shall be conducted in accordance with Robert's Rules of Order and Parliamentary Procedure.

Article VII

STANDING COMMITTEES

Section 1. The standing committees of the corporation will be Neighborhood Activity, Community Improvement (aka Planning Committee), Civic Affairs, and Public Relations.

Section 2. After the general election and at the first Board of Directors meetings, the members of the Board of Directors, except the President, Vice President, Secretary, and

Treasurer, will organize themselves as Chairman of one of the standing committees and serve until the next general election.

Section 3. It shall be the duty of the Neighborhood Activity Committee:

- (a) To arrange the location of the general meeting.
- (b) To organize neighborhood activities.
- (c) To greet new families.

Section 4. It shall be the duty of the Community Improvement/Planning Committee:

- (a) To promote community improvement and beautification.
- (b) To obtain information concerning matters within the Summer Hall Subdivision.
- (c) To organize projects concerning matters within the Summer Hall Subdivision which are not within the duties of another committee.

Section 5. It shall be the duty of the Civic Affairs Committee:

- (a) To be the Association's contact concerning matters of zoning, Sheriff's Department, Fire Department, Rescue Squad, and Highway Department.

Section 6. It shall be the duty of the Public Relations Committee;

- (a) To publish a newsletter when required and as appropriate.
- (b) To notify the Association of public meetings of interest to the Association.

Article VIII

MEETINGS:

Section 1. The Association shall have no less than two regular general meetings as close to the following schedule as they can be arranged.

- (a) A spring meeting to be held in April.
- (b) A fall meeting to be held in October.

Section 2. Written notice before meetings shall be delivered to each member at least seven (7) days in advance of meeting dates.

Section 3. Special meetings may be called by President, by the Board of Directors, or upon request of six (6) households. Such a request stating the purpose of the proposed

meeting shall be presented to any member of the Board of Directors. The Board of Directors must then set the time and place of the special meeting to be held within two (2) weeks time after receiving notification. General membership to be notified via U.S. Mail.

Article IX

AMENDMENT TO BYLAWS

Section 1. Any member of the Association may suggest an amendment to the bylaws by submitting a proposed amendment to any member of the Board of Directors.

Section 2. The Board of Directors shall review the proposed amendment.

Section 3. Upon receiving approval of the Board of Directors, the proposed amendment shall be presented at the next meeting of the Association.

Section 5. It shall be the duty of the Board of Directors to publicize the proposed amendment at least seven (7) days prior to the meeting of the Association.

Section 6. Amendment to these bylaws shall require approval by a majority of the voting households.

Article X

ENFORCEMENT OF COVENANTS

Section 1. All complaints shall be submitted to the board of directors in writing via mail to P.O. Box 71123, Knoxville, TN 37938-1123. No anonymous letters will be accepted and all complaints shall be signed by a member in good standing with the HOA.

Section 2. (a) A late fee for nonpayment of dues shall be \$5 per month.

(b) A returned check fee shall be assessed at the prevailing bank rate for all returned checks regardless of the reason

(c) All other violations of the covenants will result in a \$2 per day penalty. Penalties shall begin to accrue from the date of notice.