

Bylaws of the Moorings Homeowners Association, Inc.
A Non-Profit Corporation
Revised May 7, 2003

Article I

Title and Purposes

Section 1. Title

The name of this Association shall be The Moorings Homeowners Association, Inc., hereafter referred to as the Association, Or MHOA.

Section 2. Purposes

The purposes of the Association shall be to:

- a. Own, manage, operate, and maintain recreational properties and facilities for the pleasure and recreation of its members, and others as approved by the MHOA Board.
- b. Insure the development of the Moorings I Subdivision, Riverfront at the Moorings Subdivision, and River Manor Subdivision (the three hereafter referred to as "the subdivisions"), Gwinnett County, Georgia, in accordance with the covenants currently in effect and general standards of the existing dwellings.
- c. Provide a forum for the formation and expression of the homeowners' opinions concerning any matter related to the subdivisions.
- d. Insure that the general maintenance and upkeep of community properties are provided to enhance the appearance of the subdivisions. Community properties entranceways, pool, tennis and playground facilities.
- e. Insure that the subdivisions recreational properties are properly developed and managed for the benefit of the residents.
- f. Provide for the enforcement of restrictions and regulations imposed by the Association regarding the general maintenance of individual properties affecting the general appearance of the subdivisions.

Article II

Membership

Section 1. Definitions

- a. The members of this Association are those persons having membership rights in accordance with the provisions of these bylaws with only one certificate per household.

Section 2. Qualifications

- a. Members must be residents of the community of The Moorings, Riverfront At the Moorings, or River Manor Subdivisions, Gwinnett County, Georgia as homeowners in title.
- b. Membership shall be granted only upon the submission of a written application to the Membership Committee and upon payment of the initial membership fee.
- c. A member “in good standing” is defined as a MHOA member whose MHOA initial fee has been paid, and who is current on payment of neighborhood maintenance assessment fees.

Section 3. Transferability of Membership

- a. Membership in this Association is transferable to buyers of homes of members in good standing if seller agrees to waive refund of initial membership fee.

Section 4. Termination of Membership

Membership can be terminated for any of the following reasons:

- a. Receipt by the board of Directors of a written resignation of membership
- b. The failure of a member to pay fines, or assessments within 90 days after their due date.

Article III

Maintenance Fees

Section 1. Initial Maintenance Fee

- a. The initial maintenance fee shall be \$360.00

Section 2. Reimbursement of Initial Fee

- a. When a membership is terminated by the reasons of the resignation of a member when such member establishes residency outside the subdivision or upon the death of the member, the initial Membership fee may be reimbursed to the member, provided the Association is not unduly financially encumbered. Such reimbursement shall be at the sole discretion of the Board of Directors.
- b. In the event of the death of a member, membership automatically goes to the surviving spouse. In the event both member and spouse die, membership reverts to the oldest surviving heir residing in the residence, provided the heir is at least 18 years of age.

- c. A member in good standing may elect to waive reimbursement of the initial membership fee, and transfer MHOA membership to a buyer of the residence.
- d. When a membership terminates by reason of the resignation of the member where the member intends to remain a resident of the subdivisions, or by reason of failure to pay fines or assessments within 90 days of due date, the initial membership fee and all dues paid to date by such member shall be forfeited to the Association.

Article IV

Officers and Duties of Officers

Section 1. The officers of this Association shall be: President, Vice-President, Secretary, Treasurer, Director-at-Large, Tennis Director, and Pool Director.

Section 2. Qualifications for becoming and remaining an officer of this Association:

- a. An officer must be a homeowner residing in the subdivisions.
- b. An officer must be a member in good standing of this Association.
- c. During their term, an officer must attend two-thirds of the regular Board meetings and one-half of the regular Association meetings.

Section 3. Officers of this Association shall perform the duties usually performed by such officers, together with duties specified by the bylaws of the Association, by the Board of Directors and in conformance with the latest edition of *Robert's Rules of Order, Newly Revised*, when not in conflict with the bylaws of this Association.

Section 4. The President shall:

- a. Be the chief Executive Officer of this Association shall, subject to the control of the Board of Directors, supervise and manage the affairs of the Association.
- b. Preside at all meetings of the Association and the Board of Directors.
- c. Co-sign with the secretary all contracts approved by the Association Board of Directors.
- d. Appoint standing and special committees as necessary.
- e. Be an ex-officio member of all committees except the Nominating Committee.
- f. Call special meetings of the Board of the Association.
- g. Appoint a Nominating Committee at the August meeting of the Association.
- h. Appoint an Election Committee at the November meeting of the Association.

Section 5. The Vice-President shall:

- a. Perform all duties and exercise all powers of the President when the President is absent or otherwise unable to act.

- b. In case of a vacancy in the office of President, the Vice-President shall succeed to that office for the remainder of that term.

Section 6. The Secretary shall:

- a. Keep the minutes of all meetings of the Association and Board of Directors.
- b. Be the custodian of all papers, letters, records, and transactions of the Association and have custody of the Corporate Seal.
- c. Co-sign with the president all contracts approved by the Association or Board of Directors.
- d. Send notices of all meetings and other notices when requested by the President.
- e. Prepare the general correspondence of the Association as directed by the President.
- f. Keep copies of the bylaws and have them available at all meetings of the Association.

Section 7. The Treasurer shall:

- a. Receive and have charge of all funds of the Association, deposit such funds in a bank designated by the Board of Directors, and pay bills promptly.
- b. Keep an itemized account of all receipts and disbursements.
- c. Submit a report at each Board of Directors meeting.
- d. Submit a written financial report at each regular business meeting and annual report properly audited, as directed by the Board, at the annual meeting.
- e. Maintain separate records of MHOA, maintenance of common grounds, and Pool and Tennis club activities such that each is clearly identifiable.
- f. Report to the Board of Directors the names of those members who are ninety ((90) days in arrears with their assessments and maintain a current list of members in good standing.

Section 8. The Director-at-Large shall:

- a. Perform such duties as requested by the Association or Board of Directors.
- b. Coordinate all activities regarding the care and maintenance of community properties.

Section 9. The Pool Director shall:

- a. Oversee entire operation of pool and swim facilities year round.
- b. Oversee pool management contractor.
- c. Implement pool regulations established by MHOA. This includes confronting members and guest who fail to abide by the MHOA Swim and Tennis regulations.
- d. Propose annual budget for total operations of pool and swim facilities to MHOA Board of Directors.

- e. Attend MHOA Board of Directors meetings.
- f. Suggest needed changes to Swim and Tennis regulations.
- g. Suggest needed changes to pool and swim facilities.
- h. Keep posted an up to date list of Swim and Tennis membership at the pool.

Section 10. The Tennis Director shall:

- a. Oversee entire operation of tennis area facilities and activities in accordance with MHOA Swim and Tennis regulations. Where matters arise that are not addressed by set policies, use his or her own judgment to insure quality tennis recreation for all Swim and Tennis members.
- b. Implement tennis regulations established by the MHOA. This includes confronting members, guests, and non-members who fail to abide by the MHOA Swim and Tennis Regulations.
- c. Propose an annual budget for total operation of tennis facilities to MHOA Board of Directors.
- d. Attend MHOA Board of Directors meetings.
- e. Suggest needed changes to Swim and Tennis Regulations.
- f. Suggest needed changes to tennis facilities.
- g. Keep posted an up to date list of Swim and Tennis membership at the tennis sign up board.
- h. Approve and regulate all ALTA and USTA teams on a season-to-season basis.

Section 11. An officer may be removed from office when such action shall serve in the best interest of this Association. Such removal shall require a two-thirds vote of the members present at any regular or special meeting.

Article V

Nominations and Elections

Section 1. Nominations

- a. At the August regular meeting of the Association, the President shall appoint a Nominating Committee.
- b. The Nominating Committee shall prepare a slate of nominees, one nominee for each elective office.
- c. At the November regular meeting of the Association, the Nominating Committee shall present the slate of nominees. Additions may be made by nominations from the floor
- d. Write-in nominations are not permitted.

Section 2. Elections

- a. At the November regular meeting of the Association, the President shall appoint an Elections Committee.
- b. Within fourteen (14) days after the November regular meeting, the Chairman of the Elections Committee shall distribute a ballot to each member of the Association.
- c. The ballot shall clearly indicate the offices to be filled and the candidates for each office. Instructions providing for return of completed ballots to the Chairman of the Elections Committee shall be included on each ballot. Ballots shall be completed and returned to the Chairman of the Elections Committee no later than thirty (30) days prior to the February Annual Meeting. The Elections Committee shall disqualify ballots received after the deadline.
- d. Candidates receiving a majority of the votes cast are declared elected.
- e. In those cases where no candidates receive a majority of the votes cast, the Elections Committee shall prepare a ballot, indicating the two leading candidates, and shall distribute a second ballot to each member of the Association. This second ballot shall be returned no later than seven (7) days prior to the February Annual Meeting. Ballots received after the deadline shall be disqualified by the Elections Committee.
- f. The Elections Committee shall retain all ballots for thirty (30) days after the February Annual Meeting.
- g. The terms of all officers shall begin at the February regular meeting of the Association, at which time they shall be installed and shall continue for a term of one (1) year or until their successors are elected.

Article VI

Meetings

- Section 1. The regular meetings of this Association shall be held quarterly on the second Tuesday in February, May, August, and November.
- Section 2. The regular Meeting on the second Tuesday in February shall be known as the Annual Meeting and shall be for the purpose of receiving annual reports of officers and committees, installing new officers, and for any other business that may arise.
- Section 3. The President, the Board of Directors or any five members in good standing may notice special meetings of the Association. The purpose of the meeting shall be stated in the notice, and except in cases of emergency, at least seven (7) days notice shall be given.
- Section 4. A vote of two-thirds of the members present shall constitute a quorum for any regular or special meeting of this Association.

(Clarification: Unless 30% or more of the total MHOA voting units are present at a regular business meeting, only business matters described in the meeting notice will be voted on.)

Article VII

Board of Directors

- Section 1. The officers of this Association shall constitute the Board of Directors.
- Section 2. Regular meetings of the Board of Directors shall be held three (3) times during the year. Dates shall be set by the Board of Directors after the Annual Meeting of the Association.
- Section 3. Special meetings of the Board of Directors may be called by the President or upon the request of at least two (2) members of the Board of Directors.
- Section 4. A majority of the members of the Board of Directors, one of whom shall be the President or Vice-President, shall constitute a quorum.
- Section 5. The Board of Directors shall:
- a. Transact the business of the Association in the interim between its regular meetings.
 - b. Appoint all committee chairmen, with the exception of the Nominating and Elections Committees chairmen.
 - c. Fill any vacancy on the Board of Directors, except a vacancy occurring in the office of President.
 - d. Establish an annual budget with approval of the membership.
 - e. Select a place for deposit of funds, provide for and authorize their investment.
 - f. Provide for the annual auditing of all books.
 - g. Call special meetings of the Association.
 - h. Establish fees, assessments and fines.
 - i. Appoint directors for Pool and Tennis activities. These directors shall have equal voting rights as other MHOA officers in all MHOA Board activities.
 - j. Provide for payment of unbudgeted expenses, which shall not exceed a total of \$1000.00 annually without the approval of the membership. The \$1000.00 annual maximum may be extended in increments of \$500.00 by two-thirds vote of the membership present at a regular meeting. Notice of such extension vote must be published in the notice prior to such regular meeting.

Article VIII

Committees

Section 1. The Board of Directors shall determine those standing and special committees deemed necessary.

Article IX

Fiscal Year

Section 1. The fiscal year of this Association shall be from February 1 to January 31.

Article X

Parliamentary Authority

Section 1. The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the meetings of this Association and in which cases to which they are applicable and in which they are not inconsistent with these bylaws.

Article XI

Amendments

Section 1. These bylaws may be amended at any regular meeting of this Association by a two-thirds vote of members present, provided that the amendment has been submitted in writing at a previous regular meeting. Or, these bylaws may be revised by providing the membership with a written copy of proposed changes at least seven (7) days prior to a special called meeting, called by the President or Board of Directors, and revisions carried by a two-thirds vote of the members present at the special meeting.