

# **PROPOSED BYLAWS – MOUNT HOLLY PRESERVE COMMUNITY ASSOCIATION**

## **PREAMBLE**

The Mount Holly Preserve Community Association fully acknowledges the existence of the Declaration of Covenants and Restrictions (C & R) for Mt. Holly Preserve and the mandate for compliance of each home/property owner. Since the document language allows for interpretation, the Mount Holly Preserve Community Association intends to utilize common sense, special needs of the residents, and other factors determined by the extent of the offense's impact in the application and enforcement of the C & R.

## **ARTICLE I NAME**

This organization shall be known as the Mount Holly Preserve Community Association ("Community" or "MHPC" for short), a non-profit organization organized and existing under the laws of the State of Ohio.

## **ARTICLE II OBJECTIVES**

The objectives of this Community shall be:

**Section 1:** To maintain an attractive and appealing neighborhood through regular maintenance and improvement of areas visually impacting on the entire community;

**Section 2:** To foster and encourage the beautification of individual property;

**Section 3:** To actively promote and improve safety within the Community;

**Section 4:** To foster effective measures and communications in order to ensure public services (street maintenance, utility service, et al) within the Community are high quality; and

**Section 5:** To promote harmony within the Community and sponsor efforts and activities in order to achieve this.

## **ARTICLE III ELIGIBILITY**

Each home/property owner in Mount Holly Preserve is an automatic member of the Community with the payment of dues being a determining factor in the extent of membership status and the Community participation permitted.

## **ARTICLE IV MEMBERSHIP**

**Section 1:** All members of MPHC are subject to annual and/or any special dues as approved by the Community members.

**Section 2:** The following are the tiers of membership in MPHC:

**Active Members:** All home/lot owners whose dues are paid in full. These members are eligible to vote (One vote per household or lot with a maximum of five votes if owner of more than one lot). Active members will be afforded full privileges of participation in all MPHC functions.

**Inactive Members:** Members whose current or past dues have not been paid. These members are not eligible to vote, hold office or participate in any MPHC functions.

## **ARTICLE V NOMINATION/ELECTION OF OFFICIALS**

**Section 1:** The officials of MPHC will consist of a five member Board of Directors (board); three member Supervisory Committee; and a three member Review Committee. These officials will be elected annually.

**Section 2:** Thirty days prior to the Annual Membership meeting, the board shall appoint a Nominating Committee consisting of three members of the Community. The purpose of the Committee is to obtain and submit at least one nomination for each of the elected board and committee membership vacancies.

**Section 3:** The term of office for each official is one year, commencing on the first day following the annual membership election.

**Section 4:** Vacancies on the board or committee shall be filled by the remaining board members with the appointee holding office for the remainder of the unexpired term.

**Section 5:** No more than two members of a household may serve as an official for any given term.

## **ARTICLE VI MEETINGS**

**Section 1:** Annual meeting of the membership of the Community will be held in September for the purpose of receiving reports from the board and committees; for establishing programs and inputting ideas for the furtherance of the objectives of MHPC; for conducting any other business that may arise; and for the election of the MHPC officials. A simple majority of voting members present shall be considered sufficient to transact business at this meeting.

**Section 2:** Special meetings of the Community shall be called by the board upon receipt of a written request of twenty active members of the MHPC. At least one week notice shall be given of the special meeting and only that business specified in the call may be transacted. The board shall have the authorization to call special meetings of the Community whenever it deems necessary.

**Section 3:** Regular and special meetings of the Board of Directors shall be held as needed. The president of the board shall call a meeting after providing at least seven days notice of time and place.

**Section 4:** The majority of the Board of Directors or Committees shall constitute a quorum at any meeting.

## **ARTICLE VII FEES AND DUES**

**Section 1:** The fiscal year of the Community shall be October 1 through September 30. The annual budget shall cover the fiscal year and shall be prepared on the projection of dues collected for the coming fiscal year.

**Section 2:** The initial annual dues shall be ten (\$10.00) per home/lot owner with a maximum assessment \$50.00 where multiple properties are owned. Henceforth, future dues shall be established by the members at the annual meeting. All dues are payable within 30 days of notice. Delinquent dues shall be assessed interest at a 12 percent annual rate.

**Section 3:** The MHPC may assess special dues as the occasion merits with the approval of the voting members present at a meeting.

## **ARTICLE VIII BOARD OF DIRECTORS**

**Section 1:** The board shall perform the duties prescribed in these bylaws and in other related documents. The board shall consist of five members (president, vice-president, treasurer, secretary, and director).

**Section 2:** The president shall be the chief executive officer and the official spokesperson of the MHPC and shall have general supervision of the affairs of the Community. The president shall preside at all meetings of the board and members. He/she shall have the power to appoint committees to address matters involving the affairs of the Community. The president shall cosign with the treasurer all checks, notes, and other written instruments, except for meeting minutes. All minutes will be signed by the president and secretary. The vice-president will fulfill the duties and responsibilities of the president in her/his absence.

**Section 3:** The treasurer shall have charge of the receipt, deposit, and disbursement of all Community funds. Disbursements require a cosigner as specified in Section 2. Funds are to be maintained in the name of MHPC and disbursements shall only be made as directed by the board. The treasurer shall maintain proper accounting and records of all involved activities. The treasurer shall provide written/oral reports to the board and members as directed by the board.

**Section 4:** The secretary shall be, ex-officio, Secretary of the Board of Directors. She/he shall record the votes and keep the minutes of all board and members' meetings in a book kept for that purpose and ensure the minutes are properly signed. The secretary shall also maintain all other records, correspondence and documents of the Community. The secretary shall maintain all records pertaining to the registration of MPHPC members. He/she shall also notify officers and committee chairpersons of votes, orders and proceedings affecting or pertaining to their duties.

## **ARTICLE IX SUPERVISORY COMMITTEE**

**Section 1:** The supervisory committee shall consist of three elected officials. A chair and secretary will be established by the committee and so inform the board secretary.

**Section 2:** This committee shall act as the internal auditors of the MPHPC. Sufficient oversight shall be provided through periodic audits, reviews and investigations to ensure that all MPHPC records, funds handling, and policies are following sound practices and complying with written and unwritten mandates of the Community.

**Section 3:** By unanimous vote, the supervisory committee may suspend until the next meeting of the members any elected director or committee member. In the event of any such suspension, the supervisory committee must call a special meeting of the members to act upon the suspension which meeting must be held not fewer than seven nor more than 14 days after the suspension. The chair of the supervisory committee acts as the chair of the membership meeting unless the members select another person.

## **ARTICLE XII REVIEW COMMITTEE**

**Section 1:** The review committee shall consist of three elected officials with a chair and secretary with notice given to the board secretary.

Section 2: This committee shall address, investigate, resolve and report on formal issues of concerns in accordance with the procedures outlined in Article XIII of these bylaws.

## **ARTICLE XIII ISSUES OF CONCERNS**

It is recognized that in any neighborhood there will be diverse interests, opinions and tastes. In order to fulfill the objectives of Article II of these bylaws and the mandates in the C & R, in a minimally intrusive and cooperative manner, the procedures outlined below shall be followed. The procedures shall be utilized when a MPHC member(s) raise(s) a concern involving another neighbor's alleged noncompliance with the C & R or other concerns adversely affecting the neighborhood.

The MPHC shall not be used to settle or arbitrate normal neighbors' disputes or disagreements or legal issues involving such matters as boundary disputes. The use of outside professionals or legal counsel is recommended for these matters.

**Section 1:** To initiate a formal review by the review committee, a minimum of two Community members must cite a particular concern or violation. The two members shall amicably discuss the alleged offense with the respective party(ies). Both sides shall strive to resolve the concern in a non-threatening, cooperative and honest effort. Failure to fulfill this effort will dictate whether the next level of involvement by the review committee shall be initiated

If the individual neighbors' effort does not resolve the issue, the review committee shall become involved after receiving a request and all pertinent written/unwritten information.

**Section 2:** In addition to a specific citation in the C & R or other major adverse issue potentially affecting the neighborhood's appearance and/or safety, objective factors must be applied in determining whether the issue merits the review committee's investigation.

**Section 3:** Objective factors, such as, significant lack of “curb appeal”, “eye-sore” conditions, and serious safety concerns are worthy factors for initiating a request for a review by the review committee. Retaliatory motives, strict interpretation of verbiage in the C & R, one’s personal taste or distaste, shall not be deemed valid factors for consideration by the review committee.

**Section 4:** Each case handled by the review committee shall be dealt with on its own merits objectively without necessarily bound by a previous precedent. Confidentiality and sensitivity shall be followed in all matters involving the parties.

Section 5: The review committee will seek to resolve the issue of concern by having both parties reach an accommodation and be largely satisfied with the accepted solution. Such solution will be reached within 60 days from the receipt of the case by the review committee.

**Section 6:** If the review committee cannot have the concern acceptably resolved within the specified time frame or within an extension of time granted by the board, the case will be referred to the Board of Directors for appropriate action.

**Section 7:** The review committee or board may address individual homeowners’ concerns directly if they require immediate attention or involve violating parties outside the Community.

Section 8: Any official of MHPC involved as a homeowner initiating an issue of concern shall not participate in any role involving the matter while serving on the board or committees.

## **ARTICLE XIV PARLIAMENTARY AUTHORITY**

The rules contained in Robert’s Rules of Order Revised shall govern this organization if not specifically addressed within these bylaws.

## **ARTICLE XV AMENDMENTS**

**Section 1:** These bylaws may be amended at any annual or special meeting of the Community called for that purpose. The amendment(s) shall be approved by a simple majority of the members present at the meeting. Notice of change shall be made available to the members one week in advance of the meeting.

**Section 2:** Unless otherwise provided prior to its adoption or in the motion to adopt, an amendment shall become effective upon adjournment of the meeting at which it is adopted.