BYLAWS

OF

CHAPEL HILL HOMEOWNERS ASSOCIATION

ARTICLE I – OFFICERS

The principal office of the corporation in the State of Alabama shall be located in the City of Mobile, County of Mobile. The corporation may have such other offices, either within or without the State of Alabama as the Board of Directors may designate or as the business of the corporation may from time to time require.

ARTICLE II – MEMBERS

1. ANNUAL MEETING.

The annual meeting of the members shall be held in the fall at a date and time decided by the Board of Directors, beginning with the year 2020, for the purpose of electing directors and for the transaction of such other business as may come before the meeting.

2. SPECIAL MEETINGS.

Special meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by the directors, and shall be called by the President at the request of the members of not less than 50 per cent of all the members entitled to vote at the meeting.

3. PLACE OF MEETING.

The Executive Committee may designate any place, within Mobile County, as the place for any annual meeting or for any special meeting.

4. NOTICE OF MEETING.

Written, printed or Email notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than 15 days before the date of the meeting, by mail, by and at the direction of the President, or the Secretary, or the officer or persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, postage thereon prepaid, or when emailed to the member's address as it appears on the books of the association.

5. ORDER OF BUSINESS.

The order of business at all meetings of the membership shall be as follows:

1. Roll Call.
2. Proof of notice of meeting or waiver of notice.
3. Reading of minutes of preceding meeting.
4. Reports of Officers.
5. Report of Committees.
6. Election of Committee members.
7. Unfinished business.
8. New business.

6. INFORMAL ACTION BY MEMBERS.

Unless otherwise provided by law, any action required to be taken at a meeting of the members, or any other action which may be taken at a meeting of the members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

ARTICLE III – BOARD OF DIRECTORS

1. GENERAL POWERS.

The business and affairs of the corporation shall be managed by its Board of Directors. The Directors shall in all cases act as a board, and they may adopt such rules and regulations for the conduct of their meetings and the management of the corporation, as they deem proper, not inconsistent with these bylaws and the laws of this State.

2. NUMBER, TENURE, AND QUALIFICATIONS.

The number of Directors of the corporation shall be six (6). Each Director shall hold office until the next annual meeting of members and until his successor shall have been elected and qualified.

3. REGULAR MEETINGS.

A regular meeting of the Directors, shall be held without other notice than this bylaw, immediately after, and at the same place as, the annual meeting of the members. The Directors may provide, by resolution, the time and place for the holding of additional regular meetings without other notice than such resolution.

4. SPECIAL MEETINGS.

Special meetings of the Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Directors may fix the place for holding any special meeting of the Directors called by them.

5. PLACE OF MEETING.

The directors may designate any place, either within or without the State of Alabama, as the place of meeting for any regular or special meeting of the Board of Directors. Members of the Board of Directors may participate in a meeting of such Board by means of a conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at the meeting.

6. NOTICE.

Notice of any special meeting shall be given at least three (3) days previous thereto by written notice delivered personally, by email telephone call, or mailed to each Director at their home or business address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon paid. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

7. QUORUM.

At any meeting of the Directors, a majority of the number of Directors fixed by Section 2 of the Article III shall constitute a quorum for the transaction of business, but if less than said number is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

8. MANNER OF ACTING.

The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors. In the event of a tie vote, the President shall cast the deciding vote.

9. NEWLY CREATED DIRECTORSHIPS AND VACANCIES.

Newly created directorships resulting from an increase in the number of Directors and vacancies occurring in the Board for any reason except the removal of Directors without cause may be filled by a vote of a majority of the directors then in office, although less than a quorum exists. Vacancies occurring by reason of the removal of Directors without cause shall be filled by vote of the members. A Director elected to fill a vacancy caused by resignation, death or removal, shall be elected to hold office for the unexpired term of his predecessor.

10. REMOVAL OF DIRECTORS.

Any or all of the Directors may be removed for cause by vote of the members or by action of the Board. Directors may be removed without cause only by vote of the members.

11. RESIGNATION.

A Director may resign at any time by giving written notice to the Board, the President, or the Secretary of the corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or such officer, and the acceptance of the resignation shall not be necessary to make it effective.

ARTICLE IV – OFFICERS

1. NUMBER.

The officers of the corporation shall be a President, a Vice-President, a Secretary, and a Treasurer, each of whom shall be elected by the members. One person may hold two offices except President and Secretary.

2. ELECTION AND TERM OF OFFICE.

Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner provided.

3. REMOVAL.

Any officer or agent elected or appointed by the Directors may be removed by the Directors whenever in their judgment the best interest of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person removed.

4. VACANCIES.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Directors for the unexpired portion of the term.

5. PRESIDENT.

The President shall be the principal executive officer of the corporation, and subject to the control of the Directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the members and of the Directors. He may sign, with the Secretary or any other proper officer of the corporation thereunto authorized by Directors, deeds, mortgages, bonds, contracts, or other instruments which the Directors have authorized to be executed, except in cases where signing and execution thereof shall be expressly delegated by the Directors or by these bylaws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Directors from time to time.

6. VICE-PRESIDENT.

In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Directors.

7. SECRETARY.

The Secretary shall keep the minutes of the members' and of the Directors' meetings in one or more books provided for that purpose., see that all notices are duly given in accordance with the provisions of these bylaws or as required, be custodian of the corporate records and of the seal of the corporation and keep a register of the post office address of each member which shall be furnished to the Secretary by such member, and in general perform all duties incident to the office of Secretary and such other duties as form time to time may be assigned to him by the president of by the Directors.

8. TREASURER.

If required by the Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with these bylaws and in

general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned him by the President or by the Directors.

ARTICLE V – LOANS, CHECKS AND DEPOSITS

1. LOANS.

No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Directors. Such authority may be general or confined to specific instances.

2. CHECKS, DRAFTS, ETC.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agents or agents or the corporation and in such manner from time to time be determined by resolution of the Directors,

3. DEPOSITS.

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Directors may select.

ARTICLE VI – DUES OF MEMBERS

The annual dues required for membership in the corporation will be determined by a majority vote of the members at the annual meeting. Dues may vary from year to year, but dues shall be the same for all active members. Any member who shall fail to pay said dues within sixty (60) days of the due date shall automatically be subject to a lien on said property.

ARTICLE VII – AMENDMENTS

These bylaws may be amended from time to time by a majority vote of Directors present at the annual meeting or any regular meeting of the Board.

I, Jim Jameson, of the Chapel Hill Homeowners Association, hereby certify that the foregoing By-Laws were duly read and each and every Article contained therein was generally discussed at a general meeting of the Board of Directors of said Chapel Hill Homeowners Association, held on the 3rd day of October, 2020, at 9:30 A. M. at Chapel Hill Court in the Chapel Hill subdivision,Mobile, Alabama, at which meeting a majority of the Directors were present and voted.

After the By-Laws were read and discussed, motion was made and duly seconded that the By-Laws be approved and adopted as read.

Witness my hand and seal this the 3rd day of October, 2020.

_____
Secretary

Approved: _____ _____
President Secretary