

BYLAWS  
of  
THE AVALON FOREST COMMUNITY ASSOCIATION, INC.

Article I  
NAME

The name of the Group shall be the Avalon Forest Community Association, Inc.

Article II  
PURPOSE

The Avalon Forest Community Association, Inc. shall be a non-profit organization dedicated to the continued development, improvement and enjoyment of the Avalon Forest Community Association, Inc. membership area through the promotion of cultural, social and community activities.

Article III  
OFFICERS

- 3.1 The officers of this organization shall be President, Vice President, Secretary, Treasurer and Parliamentarian.
- 3.2 The officers shall be elected at the April meeting for a term of one year beginning May 1 following the election. No officer shall be eligible for the same office for more than three consecutive years.

3.3 DUTIES OF OFFICERS

- A. President. The President shall preside over all meetings of the association, the Board of Directors, and the Executive Committee. He/She shall appoint the Parliamentarian, the chairmen of the standing committees and special committees, excepting those assigned to the Vice Presidents. He/She shall be a member ex-officio of all standing committees and special committees and should be notified of their meetings, with the exception of the nominating committee. When necessary he/she shall call special meetings of the Association, the Board of Directors, and the Executive Committee. He/She shall present a written report of the year's work, including that of the Board of Directors, at the annual meeting, and perform all other duties pertaining to his/her office. The President shall, with the Secretary sign all written contracts of the Avalon Forest Community Association, Inc. He/she shall serve as a member ex-officio of the Board of Directors for the year following his/her term of office.
- B. Vice President. The Vice President shall, in the absence of the President or in case of his/her inability to act, perform his/her duties. He/she shall be in

charge of hospitality and membership and shall publish the directory. He/she shall maintain a complete list of the membership. He/she shall head the hospitality committee with a co-chairman, whom he/she will appoint, to assist. Block Representatives shall greet new residents and extend a welcome from the Association by inviting every new resident to a newcomer's coffee, held periodically. At that time new residents are informed of the history, purpose, and activities of the Association and are invited to join. The Vice President shall be chairman of the Projects and Programs Committee which arranges programs for the regular meetings and shall plan and coordinate Association related projects. The Vice President shall also be in charge of Civic Affairs, the newsletter and publicity.

- C. Secretary. The Secretary shall keep accurate minutes of the meeting of the Association meetings, the Board of Directors, and the Executive Committee. He/she shall prepare a memorandum of the business to be transacted for the use of the President at each business meeting. He/she shall keep for ready reference lists of the officers, committee chairmen, and the membership. He/she shall give notice of all meetings to the members. He/she shall answer Association correspondence under the direction of the President. He/she shall keep a continuing file of all Association papers and shall receive all annual reports. At the annual meeting he/she shall present a written report of his/her year's work.
- D. Treasurer. The Treasurer shall collect all dues, and receive and deposit all moneys belonging to the Association. He/She shall disburse Association funds by bank checks only, upon order of the President or Executive Committee. He/she shall make a quarterly financial report to the membership, and shall keep the books and pay all bills. He/she shall maintain a minimum balance of \$200.00 in the Treasury at all times. Each check must be signed by the Treasurer and either the President or the Secretary. He/She shall have the books audited by a qualified accountant or banker prior to the annual meeting. He/she, shall present a written report of his/her year's work along with the Auditor's Report at the annual meeting.
- E. Parliamentarian. The Parliamentarian shall inform himself/herself concerning the Constitution, Bylaws, and Standing Rules of the Association and shall be prepared, when called upon by the President, to give opinions concerning Parliamentary procedure according to the authority adopted by the Association. He/she shall also act as the Association's Historian, being responsible for the care of all old Association records and papers not in current use. He/She shall keep a scrapbook containing copies of the newsletters, notices, newspaper articles, pictures, and any other material of historical interest to the Association. The Parliamentarian shall also be the designated assistant to the President.

- 3.4 Officers agree to serve the association without remuneration, although their reasonable expenses may be reimbursed.

#### Article IV BOARD OF DIRECTORS

- 4.1 The Board of Directors shall consist of the four elected officers, the Parliamentarian, the Chairmen of Standing Committees, and the Special Committees, The retiring President shall be a member ex-officio of the Board of Directors. Excepting those committees assigned to the Vice President, the chairmen shall be appointed by the newly elected President and ratified by the Executive Committee, No chairman shall serve more than two consecutive years in the same position.
- 4.2 The duties of the Board of Directors shall be to transact the business of the Association, to fill all vacancies arising between elections in the list of officers, to pass upon all expenditures, and to be responsible for the care of Association property. The Board shall pass upon the Association programs in advance, and shall approve the budget before it is presented to the Association.
- 4.3 The Executive Committee of the Board of Directors shall consist of the four elected officers and the Parliamentarian. The duties of the Executive Committee shall be to act in an advisory capacity to the President and to decide matters of immediate importance along with matters of the Board. The Executive Committee shall give a full report of its acts at the next meeting of the Board of Directors.
- 4.4 Members of the Board of Directors must attend all Board Meetings. For misconduct or neglect of duty, any member of the Board of Directors may be expelled from office by a majority vote of the Board of Directors at any meeting of the Board called for that purpose. Notice of such meeting shall state the purpose for which it was called.

#### Article V AMENDMENTS

This Constitution may be amended by a majority vote of the members present at the annual meeting, provided that written notice of the proposed amendment is submitted at least thirty days prior to the annual meeting.

#### Article VI NOMINATING COMMITTEE

- 6.1 The Nominating Committee shall consist of three members appointed by the President, two elected by the general membership at the October meeting, (a total of five), and two alternates.

6.2 The responsibilities of the Nominating Committee are to secure one officer each for President, Vice President, Secretary, and Treasurer. Previous consent from the nominee is mandatory

6.3 Nominations from the floor with prior consent of the nominee.

## Article VII MEETINGS

### 7.1. Association Meetings

- A. General meetings of the Association shall be held twice a year in October and April.
- B. The April meeting shall be the annual meeting. The purpose of the meeting shall be for the election and installation of officers, the presentation of annual reports, adoption of proposed budget, and voting on any proposed amendments to the Bylaws and/or Constitution.
- C. In the month of October, the President shall appoint a nominating committee consisting of three members, and the membership shall elect two members and two alternates from the floor. At the April meeting, the nominating committee shall submit a slate of officers to be elected and installed for the ensuing year.
- D. Special meeting may be called by the President or majority of the Board of Directors on giving no less than 24 hours notice.

### 7.2 Board of Directors Meetings

- A. A minimum of six regular meetings of the Board of Directors shall be held yearly from May through April. Regular meeting dates shall be agreed upon by the Board of Directors at its' first meeting.
- B. Special meetings of Directors may be called by the President or by a majority of the Board on giving not less than 24 hours notice.

### 7.3 Executive Committee Meetings

- A. The Executive Committee shall not hold regular meetings unless it is so provided by the Board of Directors.
- B. Special meetings of the Executive Committee may be called by the President.

Article VIII  
QUORUMS

A quorum for the meetings of the Association, the Board of Directors, and the Executive Committee shall consist of the majority of members present.

Article IX  
APPROPRIATION OF FUNDS UPON DISSOLUTION OF A.F.C.A., INC.

Upon dissolution of the Avalon Forest Community Association, Inc., all remaining assets after bills have been paid shall be given to charity or used for community projects as voted upon by the membership at a General Meeting called by the President for the purpose of appropriating said funds.

Article X  
PARLIAMENTARY AUTHORITY

Meetings of the Association and of the Board of Directors shall be conducted by the rules of parliamentary procedure and Robert's Rules of Order Revised shall be authority for the Association in all questions of parliamentary law not covered by the Association's Bylaws,

Article XI  
AMENDMENTS

The Bylaws of the Avalon Forest Community Association, Inc. may be amended by a majority vote of the members present at the April or October meeting, provided that written notice of the proposed amendment is submitted at least thirty days prior to the meeting.

Article XII  
VOTING

At the discretion of the Executive Committee, any substantial project of the Avalon Forest Community Association will require two thirds of the membership vote.

In the absence of an Association member from an appointed Association meeting, absent member may provide written consent for an appointed member to vote by proxy.

Article VIII  
MISCELLANEOUS

- 8.1 The Declaration. All provisions contained in the Declaration with regard to rights, powers and duties of the Association, the Members thereof (including, without limitation, classes of Members and qualifications and rights of the Members of each class), and the Board of Directors thereof, are hereby incorporated into these Bylaws by this reference, with the same effect as if such provisions were fully set forth herein.

- 8.2 Committees. The Board of Directors shall appoint committees as deemed appropriate in carrying out its purposes.
- 8.3 Books and Records. The books and records of the Association shall at all times, during reasonable business hours, be open for inspection by any Members of the Association.
- 8.4 Indemnification. The indemnification provisions of O.C.G.A. Sections 14-3-850 through 14-3-858, including subsequent amendments, are incorporated herein by reference.
- 8.5 Fiscal Year. The fiscal year of the Association shall be determined by resolution of the Board. In the absence of such resolution, the fiscal year shall be the calendar year.
- 8.6 Conflicts. If there are conflicts or inconsistencies between the provisions of Georgia law, the Articles of Incorporation, the Declaration, these Bylaws, then the provisions of Georgia law, the Declaration, the Articles of Incorporation, and the Bylaws (in that order) shall prevail.
- 8.7 Notices. Unless otherwise specified in the Declaration of Bylaws, all notices, demands, bills, statements, or other communications required or permitted to be sent under the Declaration or these Bylaws shall be in writing and shall be deemed to have been duly given if delivered personally or if sent by first class mail, postage prepaid:
- (a) if to a Member, at the address which the Member has designated in writing and filed with the Secretary or, if no such address has been designated, at the last known address of the Member, or
  - (b) if to the Association, the Board of Directors, or the managing agent, at the principal office of the Association or the managing event, if any, or at such other address as shall be designated by notice in writing to the Members.
- If there are multiple Owners of a single piece of property, notice to one (1) shall be deemed notice to all.
- 8.8 Amendment. The provisions of the Declaration applicable to amendment of that instrument shall apply to any amendment to these Bylaws, except that any requirement of recording any amendment which is contained in the Declaration shall not apply to any amendment of these Bylaws.
- 8.9 Fining Procedures. The Board shall not impose a fine (a late charge shall not constitute a fine) unless and until the following procedure is followed:
- (a) Demand. Written demand to cease and desist from an alleged violation shall be served upon the alleged violator specifying:
    - (i) the alleged violation;

- (ii) the action required to abate the violation; and
  - (iii) a time period, not less than ten (10) days, during which the violation may be abated without further sanction, if such violation is a continuing one, or a statement that any further violation of the same rule may result in the imposition of a fine, if the violation is not continuing. The Board or its designees may demand immediate abatement in such circumstances which, in the Board's determination, pose a danger to safety or property.
- (b) Notices. Within twelve (12) months of such demand, if the violation continues past the period allowed in the demand for abatement without penalty, or if the same rule is subsequently violated, the Board may, upon notice, impose a fine. The notice shall state:
  - (i) the nature of the alleged violation;
  - (ii) that the alleged violator may, within ten (10) days from the date of the notice, request a hearing regarding the fine;
  - (iii) that any statement, evidence, and witnesses may be produced by the alleged violator at the hearing; and
  - (iv) that all rights to have the fine reconsidered are waived if a hearing is not requested within ten (10) days of the date of the notice.
- (c) Hearing. If a hearing is requested, it shall be held before the Board in executive session, and the alleged violator shall be given a reasonable opportunity to be heard. The minutes of the meeting shall contain a written statement of the results of the hearing.