

**By-Laws of The Savannah Green Homeowners' Association, Inc.**  
(version 6.0)

**Article I**

The administration of The Savannah Green Homeowner's Association Inc. (SGHA), by the Board of Directors of 'a not-for-profit corporation', hereinafter called, "Board of Directors", shall be governed by the following By-Laws:

**Article II**

Board of Directors – Term of Office, Removal

Section 1. At each annual meeting, the Association shall elect a minimum of 3 members as Board of Directors to serve for 2 years and until successors are elected. The Board of Directors shall serve without compensation; expenses may be reimbursed.

- a. The total number of Board of Directors shall equal 7.
- b. At each annual meeting, a minimum of 3 of the positions shall be elected.
- c. The following two groups shall be elected every other annual meeting-
  - i. President – Communications – Safety – Finance (even years)
  - ii. Operations – Social - Logistics - Architecture (odd years)

Section 2. All members of the Board are expected to attend the Board Meetings. After missing three consecutive Board Meetings, a majority vote by the remaining members will be required for removal from the Board. In the event of death, resignation, or removal of a director, a successor shall be selected by the remaining members of the board and shall serve for the unexpired term of the predecessor.

**Article III**

Board of Directors – Meetings

Section 1. Regular Meetings – Regular meetings of the board of directors shall be held monthly or at the discretion of the board, without notice, at such place and hour as may be fixed from time to time by resolution of the board. In the event the regular date for a meeting falls on a legal holiday, such meeting shall be held at the same time on the next following day that is not a legal holiday.

Section 2. Special Meetings. Special meetings of the board of directors shall be held when called by the president of the association, or by any two directors, after not less than 3 days' notice to each director.

Section 3. Quorum. A Majority of the directors shall constitute a quorum for the transaction of business. Every act performed or decision made by a majority of directors present at a duly held meeting in which a quorum is present shall constitute the act or decision of the board.

## Article IV

### Board of Directors – Powers and Duties

#### Section 1. Powers. The board shall have power to:

- a. Have all powers and duties granted or imposed by law, except such powers and duties reserved by the law, the Declaration of these By-Laws, to members of the Association.
- b. Adopt and publish rules and regulations governing the use of the common areas and facilities including the personal conduct of the members and their guests thereon; and to establish penalties for infractions of such rules and regulations.
- c. Suspend the voting rights and right to use of the recreational facilities of any member during any period in which such a member is in default in the payment of any assessment levied by the association. Such rights may also be suspended after notice and hearing, for a period not to exceed 30 days, for infractions of published rules and regulations.
- d. Exercise on behalf of the association all powers, duties, and authority vested in or delegated to the association and not specifically reserved to the membership by the declaration, articles of incorporation, or by other provisions of these bylaws.
- e. Declare the office of a member of the board of directors to be vacant in the event that such a member is absent from three consecutive regular meetings, without cause, of the board of directors.
- f. Declare the office of a member of the board of directors to be vacant in the event that such a member is in default in the payment of any assessment levied by the association for 30 days.
- g. Any officer may resign at any time by giving written notice to the board, or the president. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

#### Section 2. Duties. It shall be the duty of the board of directors to:

- a. Cause to be kept a complete record of all its acts and corporate affairs and to present a statement to the members at each annual meeting, or at any special meeting at which a statement is requested in writing by one fourth of the members entitled to a vote:
- b. Supervise all officers, agents, and employees of the association and see to it that their duties are properly performed.

- c. When given an advance on money for purchases made on behalf of the association, receipts for those purchases must be provided to the VP of Finance within two weeks of purchases.
- d. Meeting of the Board of Directors shall be open to any Lot Owner, except for the portion of any meeting held to discuss but not vote upon:
  - A. Litigation when an action against or on behalf of the Association has been filed and is pending in a court or administrative tribunal or when the Board of Directors finds that such an action is probable or imminent.
  - B. To consider violations of the rules and regulations of the Association or a Lot Owners unpaid share of common expenses.
- e. The Board of Directors shall be responsible for the designation and removal of personnel necessary for the maintenance, repair and replacement of the community property and to carry out the functions and responsibilities of the Association.
- f. The Board of Directors shall determine a method of adopting or amending administrative rules and regulations governing the operation and use of the community property.
- g. The affirmative vote of all of the Board shall be required to modify or amend the By-laws, unless a higher vote is required by law or other document.
- h. The Association shall have no authority to forbear the payment of assessment by any Lot Owner.

## **Article V**

### **Officers and Their Duties**

#### **Section 1. Duties**

- a. President – The president shall preside at all meetings of the board of directors; shall see that orders and resolutions of the board are carried out; shall sign all leases, mortgages, deeds, and other instruments, and shall co-sign all checks and promissory notes (except for special circumstance the board deems necessary and approves by majority vote).
- b. Vice President of Operations – The VP of Operations shall act in place of the president in the event of the President's absence, inability, or refusal to act, and shall oversee the maintenance and operations of the common facilities and grounds and in general perform the duties of the office of VP of Operations.
- c. Vice President of Finance- The VP of Finance shall keep the financial records and books of account and approve payment vouchers for maintenance, repair, and replacement of the Association property,

shall preside over a financial committee, and shall, in general, perform the duties of the office of VP of Finance.

d. Vice President of Communications – The VP of Communications shall keep the minutes of all meetings of the Board of Directors and of the Associations, shall preside over the Communications Committee, and shall, in general perform the duties of the office of VP of Communications.

e. Vice President of Architecture – The VP of Architecture shall insure Lot Owners are in compliance with the Declaration, reside over the Architecture Committee and, in general, perform the duties of the office of VP of Architecture.

f. Vice President of Safety – The VP of Safety shall ensure the safety of all Association members, reside over the Safety Committee, and in general, perform the duties of the office of VP of Safety.

g. Vice President of Social – The VP of Social shall plan and carry out events for the Association to help promote neighborhood socialization, shall preside over the Social Committee, and in general, perform the duties of the office of VP of Social.

h. Vice President of Logistics – The VP of Logistics shall manage the reservations of the Clubhouse, and in general, perform the duties of the office of VP of Logistics.

## **Article VI**

### **General**

Section 1. In the event of any inconsistency between these By-Laws and the Declaration of Covenants for Savannah Green then the latter shall prevail.