

**BY- LAWS**  
**SUMMER GLEN HOMEOWNERS ASSOCIATION**

**ARTICLE I**

**NAME AND LOCATION:** The name of the corporation is Summer Glen Homeowners Association. Meetings of members and directors may be held at such place within the State of South Carolina, County of Dorchester, as may be designated by the Board of Directors.

**ARTICLE II**

Section 1 "Association" shall mean and refer to Summer Glen Homeowners Association, Inc., its successors and assigns (SGHOA)

Section 2 "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions as may be brought within the jurisdiction of the Association.

Section 3 "Common Area" shall mean all real property owned by the Association for the use and enjoyment of the Owners.

Section 4 "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties with the exception of the Common Area.

Section 5 "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contracted sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6 "Declarant" shall mean and refer to Summerville Investment Group, LLC, its successor and assigns and ultimately on completion of development, to Summer Glen Homeowners Association where appropriate.

Section 7 "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the ROD for Dorchester County, South Carolina.

Section 8 "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

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## ARTICLE III

### MEETINGS OF MEMBERS

Section 1 Annual Meeting The first annual meeting of the members shall be called by the Declarant or its assigns. Each subsequent annual meeting shall be held between January 31st and December 1st at a time date and location to be determined by the Board.

Section 2 Special Meeting Special meetings' of the members may be called at any time by the president or by the Board of Directors, upon written request of the members who are entitled to cast one fourth of the votes, or as the Board may consider necessary.

Section 3 Notice of Meetings Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting to each member entitled to vote thereat, addressed to the member's; at the address appearing on the books of the Association, or supplied **by** such member to the Association for the purpose of notice. Such notice shall be supplied no earlier than thirty (30) days and no later than ten (10) days prior to such meeting, and shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose of the meeting.

Section 4 Quorum At any called meeting, the presence of members or of proxies entitled to cast a majority of all the votes shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum shall be one half of the required quorum for the previous at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 5 Proxies At all meetings of members, each member may vote in person or **by** proxy. All proxies shall be in writing and filed with the secretary prior to the meeting. A proxy shall be revocable upon receipt of written notice by the secretary from the member, and shall automatically cease upon conveyance by the member of his lot.

## ARTICLE IV

### BOARD OF DIRECTORS: SELECTION, TERM OF OFFICE

Section 1 Number Upon the expiration of the Declarant right to act as or designate a Director as set forth in the Declaration, the affairs of this Association shall be managed by a board ("Board") of three (3) minimum to maximum of five (5) directors who shall be members of the Association.

Section 2 Term of Office At the meeting set forth in Article III, Section 1 above, the members shall elect two (2) directors for a term of one year, two (2) directors for a term of two years and one (1) director for a term of three years; and at each annual meeting thereafter the members

shall elect such number of directors as necessary to replace those directors whose terms have expired. Each of those directors so elected shall serve a term of three (3) years. No director shall be elected to more than two successive three year terms.

Section 3 Removal Any director may be removed from the Board with or without cause, by a majority vote of the members of the Association. A director elected by the members may be removed only at a meeting called for the purpose of removing the director and the notice for such meeting must state that one of the purposes of the meeting is to remove the director. Any director who loses his membership by virtue of selling his Lot shall no longer be a director. In the event of a vacancy on the Board, such vacancy shall be filled by the remaining members of the Board and shall serve out the remainder of such term of office.

Section 4 Compensation No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5 Action Taken without a Meeting The directors shall have the right to take any action in the absence of a meeting by obtaining the written approval of a majority of the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

## ARTICLE V NOMINATION AND Election OF DIRECTORS

Section 1 Nomination Nominations shall be permitted from the floor at the Annual Meeting. Individuals may nominate themselves. The Board may nominate candidates. All candidates shall have a reasonable opportunity to communicate their qualifications to the Members and to solicit votes.

Section 2 Election Election to the Board of Directors shall be by secret ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

## ARTICLE VI MEETINGS OF DIRECTORS

Section 1 Regular Meeting Regular Meetings of the Board of Directors shall be held not less than annually, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, the meeting shall be held at the same time on the next day which 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 three (3) directors, after not less than three (3) days notice to each director.

Section 3 Quorum A majority of the number of directors shall constitute a quorum for the transaction of business. Each act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII  
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1 Powers: The Board of Directors shall have the power to:

(a) adopt, amend and publish rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guest thereon, and to establish penalties and fines for the infraction thereof. The association shall have the right to enforce all Covenants, Conditions, Restrictions and to levy fines against owners for the infraction thereof.

(b) end the voting rights and right to use the recreational facilities of a member during any period in which such member shall be 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 sixty (60) days for infraction published rules and regulations;

(c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(d) declare the office of a member of the board of directors to be vacant in the event such member may be absent from three (3) consecutive regular meetings of the Board or in the event they no longer qualify as members of the Association; and

(e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties;

(f) and propose additional rules for conduct to supplement those set forth in the Declaration.

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 thereof to the members at the annual meeting of the members, or at any special meeting;

(b) supervise all officers, agents, and employees of this Association, and to see that their duties are properly performed;

(c) as more fully provided in the Declaration, to:

- 1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period, such assessment not to be increased in excess of 10% without approval of 2/3 of the votes cast at the annual meeting;

2) send written notice of each assessment to every Owner subject thereto as prescribed by the Declaration: and send written notice of each assessment to every Owner subject thereto as prescribed by the Declaration: and

3) if, in the Board's discretion, to foreclose the lien against any property for which assessments are not paid within thirty (30) days after the due date or to bring an action at law against the owner personally obligated to pay the same. .

(d) issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid A reasonable charge may be made by the board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) require that all checks written against funds of the Association be signed after completion by two duly authorized persons;

(h) cause the Common Areas to be maintained.

## ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1 Enumeration of Officers The officers of the Association shall be a president and vice – president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2 Election of Officers The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3 Term The officers of the Association shall be elected annually by the Board and each shall hold office for (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. No person shall serve in any given office for more than three consecutive terms.

Section 4 Special Appointments The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such a period, have such authority, and perform such duties as the board may, from time to time, determine.

Section 5 Resignation and Removal Any officer may be removed from office, with or without cause, by the board. Any officer may resign at any time giving written notice to the board, the president or the secretary. 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 6 Vacancies A vacancy in any office may be filled by appointment by the board. The person appointed to such vacancy shall serve the remainder of the term of the officer he replaces.

Section 7 Multiple Office The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8 Duties The duties of the officers are as follows:

#### President

(a) 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 written instruments and may cosign all checks and promissory notes.

#### Vice President

(b) The vice-president shall act in the place of the president in the event of his absence, inability or refusal to act, and, shall exercise and discharge such other duties as may be required of him by the Board.

#### Secretary

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses and shall perform such other duties as required by the Board.

#### Treasurer

(d) The Treasurer may receive and deposit in appropriate bank accounts all monies of the Association and may disburse such funds as directed by resolution of the Board of Directors; may sign all checks and promissory notes of the Association; keep proper books of account; may cause an annual tax return and reconciliation of the Association books to be made by a public accountant selected by the Board at the end of each fiscal year; and may prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members upon their request.

## ARTICLE IX COMMITTEES

The Board of Directors shall appoint an Architectural Control Committee as provided in the Declaration, which may include members of the board. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purposes

## ARTICLE X BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any member at the principal office of the Association. Copies may be purchased from the Association at reasonable cost.

## ARTICLE XI ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. The annual assessment shall not be increased in excess of ten percent without approval of two thirds (2/3) of those votes cast at the annual meeting. Assessments shall be considered past due if not received by the Association on the due date. A late charge in an amount to be determined by the Board shall be added to any assessment not paid within thirty (30) days after the due date. If the assessment is not paid within sixty (60) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of sixteen (16 %) percent per annul, and the Association may bring an action of law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waiver or otherwise escape liability for the assessments provided for herein by non use of the common area or abandonment of his lot.

## ARTICLE XII AMENDMENTS

Section 1 The By-laws may be amended at a regular or special meeting of the members by a majority of a quorum of members present in person or by proxy.

Section 2 In the case of any conflict between the Articles of Incorporation and these By-laws, the Articles shall control; and in case of any conflict between the Declaration and these By-laws, the Declaration shall control.

## MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

## ADDITIONAL POWERS and DUTIES

To carry insurance for the protection of the members of the associations Board of Directors, and the Association, against casualty, liability and other risks.

Procure and maintain hazard and other liability insurance on property owned by the Association.

Procure and maintain officers and directors liability insurance as deemed appropriate.