

**BY-LAWS OF**  
**THE DEERFIELD PROPERTY OWNERS ASSOCIATION, INC.**

**ARTICLE I**

**NAME AND OBJECTIVE OF CORPORATION**

**Section 1. Name.** This Corporation shall be known as The Deerfield Property Owners Association, Inc, hereinafter called the "Association".

**Section 2. Objectives.** The objectives of the Association shall be to maintain the roads and "The Common Properties" situated in The Deerfield subdivision for the benefit of the property owners in the subdivision. Further, the Association shall act in accordance with Articles of Incorporation of The Deerfield Property Owners Association, Inc.

**ARTICLE II**

**MEMBERSHIP**

**Section 1. Membership.** The membership of the Association shall be limited to all persons or entities who are record owner in The Deerfield subdivision.

**Section 2. Interest Owner.** Each owner, or joint or common owner, of record in any lot in The Deerfield subdivision shall be a member of the Association.

**Section 3. Annual Assessments.** The owner(s) of each interest shall pay to the Association an annual assessment which owners of lots in The Deerfield subdivision are required to pay in accordance with the provisions of the Declaration of Restrictions and Covenants applicable to the subdivision. The annual charge shall include, but not be limited to, the costs of maintaining the association, the costs of maintaining the roads, common areas, road signage and utilities in the subdivision, and matters set forth in the Declaration of Restrictions and Covenants, as adjusted pursuant to the covenants and restrictions.

**Section 4. Establishing Assessments.** The Annual Association assessments shall be established pursuant to Article IV of the Declaration of Restrictions and Covenants.

**Section 5. Assessment Default.** In the event of default by any member in paying to the Association the annual assessments, such charges shall become a lien upon the member's property as provided in the Declaration of Restrictions and Covenants, Article IV, for the subdivision. Each lot owner in default shall be obligated to pay statutory interest together with all expenses, including reasonable attorney fees, incurred by the Association in any proceedings brought to collect such unpaid assessments.

**Section 6. Voting Rights.** The Association shall have two classes of voting memberships:

Class A Class A members shall be all Owners with the exception of the Developer and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote of each lot shall be exercised as all of the owners of said lot among themselves determine, but in no event shall more than one vote be cast with respect to any lot. Class A members shall be further subdivided into three tiers based on road usage.

Class B. Class B member shall be the Developer, who shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease when the Developer no longer owns any lots in the Properties. Nothing herein shall be construed to require assessment payments by the Developer regardless of the number of lots owned, in accordance with the Declaration of Restriction and Covenants above-mentioned. The designation of any proxy shall be made in writing to the Secretary of the Association, and shall be revocable at any time by written notice to the Secretary by the member or members so designated. As of January 1<sup>st</sup>, 2005, Class B has ceased.

### ARTICLE III

#### OFFICERS AND DIRECTORS

**Section 1. Officers as Directors.** The affairs of the Corporation shall be managed by a Board of three (3) directors, who must be members of the Association. The officers of the corporation shall serve as the three (3) directors on the Board of Directors.

**Section 2. Officers.** The officers of the Association shall consist of a President, Vice-President, Secretary/Treasurer, elected as provided in Section 1 of Article V of these By-Laws and in the Articles of Incorporation of The Deerfield Property Owners Association, Inc.

**Section 3. President as Committee Member.** The President shall be a member, ex officio, of all committees.

**Section 4. Officers Term.** The officers of the Association must be members of the Association and shall be elected at the annual meeting of the members of said Association. The term of each officer and the Directors shall be for two years.

## ARTICLE IV

### MEETINGS

**Section 1. Annual Meeting of Members.** The annual meeting of members of the Association shall be held at a date as selected by the membership at a previous annual meeting or determined by the Board of Directors. Notice of the annual meeting will be sent to the membership at least 30 days prior to the meeting.

**Section 2. Special Meeting of the Association.** Special meetings of the Association members may be called by the President, or upon request of 51 percent of the members to the President made in writing. Notice of the meeting shall be mailed to each member at least fifteen (15) days prior to the date of the said special meeting. Said notice shall state the time and place of the meeting and shall also state the purpose of said special meeting. At such special meeting there shall only be considered such business as is specific in the notice of meeting.

**Section 3. Quorum for Members of Meeting.** At all meetings of the Association, either special or regular, the representation, in person by owners or by proxy, of 33 percent of the total number of votes eligible in the subdivision at any annual meeting shall constitute a quorum for the conduct of business.

**Section 4. Proxy Use Absent Meeting.** In consideration of the scattered residences of the membership and the difficulties inherent in organizing meetings, nothing herein or in any other document creating, prepared or utilized by the Association shall be construed so as to prevent a vote of the membership upon duly specified issue(s) solely by return-mail proxy without a scheduled meeting, unless this provision is amended by a majority vote of a quorum of the Association. Such a proxy vote shall permit members no less than 15 days from initial mailings to the membership to respond.

**Section 5. Lack of Quorum.** If a quorum is not present, the presiding officer may adjourn the meeting to a day and hour set by him. The members present at a duly called or held meeting at which quorum was once present may continue to do business at the meeting notwithstanding the withdrawal of enough members to leave less than a quorum. The required quorum at any subsequent meeting set by the President shall be one-half (1/2) of the required quorum at the preceding meeting.

**Section 6. Order of Business.** At all meetings of the Association, the order of business shall be as follows:

- (a) Reading of Minutes of immediate prior meeting for information and approval.
- (b) Unfinished Business.
- (c) New Business.
- (d) Reading and approval of Minutes of meeting just had, if requested.

**Section 7. Specific Location.** Meetings of the Association shall be held at a suitable place convenient to the members and such a place shall be specified in the notice of meeting.

## ARTICLE V

### ELECTION OF OFFICERS AND DIRECTORS

**Section 1. Elections.** The term of an officer and directors of the Association shall be two (2) years and they shall be elected by majority vote at the annual meeting of the Association.

**Section 2. Vacancies.** If a vacancy occurs amongst an officer or director, the Board of Directors shall fill said vacancy for the remainder of said term.

**Section 3. Removal.** Any officer or director may be removed from office for cause, by the vote of members of the Association constituting 75% of the votes represented at a regular or special meeting of the Association.

**Section 4. Nomination.** At least one (1) month before the election meeting, at his/her option, the President may appoint a Nominating Committee of three (3) members of the Association whose duty it will be to nominate the officers. Sole or additional nominations may be made by any member of the Association at the election meeting.

## ARTICLE VI

### DUTIES OF OFFICERS

**Section 1. President.** The President shall preside at all meetings of the Association and shall appoint such committees as he or the Association shall consider expedient or necessary.

**Section 2. Vice-President.** In the absence of the President, the Vice-President shall perform his duties, and in the absence of both the President and Vice-President, the Treasurer shall preside and assume the duties of President. The Vice-President shall also generally assist the President and exercise such other powers and perform such other duties as shall be prescribed by the Association.

**Section 3. Secretary/Treasurer.** The Secretary/Treasurer shall keep the Minutes of all meetings of the Association and shall, if requested, read such Minutes at the close of each meeting for approval if possible, and shall mail out all notices and proxies for meetings of the Association. He/she shall perform such other duties as may be required of him/her by the By-Laws, the President or the Association. The Secretary/Treasurer shall have the charge of all receipts and monies of the Association, deposit them in the name of

the Association in a bank approved by the Association, and disburse funds as ordered or authorized by the Association. He/she shall keep regular accounts of his/her receipts and disbursements, submit his/her record when requested, and give an itemized statement at regular meetings of the Association. Any two of the four officers, may sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts.

**Section 4. Execution of Instruments.** The President, Secretary/Treasurer, shall, on being so directed by the Association, sign all leases, contracts or other instruments in writing, provided, however, that these powers are subject to the provisions of the Articles of Incorporation.

## ARTICLE VII

### DUTIES AND POWERS OF THE BOARD OF DIRECTORS

**Section 1. Management of the Association.** The officers and other Director of the Association, acting in the form of a Board of Directors, shall have general charge and management of affairs, funds, and property of the Association. Said Board of Directors shall have full power, and it shall be their duty to carry out the purposes of the Association according to its Articles of Incorporation and By-Laws.

**Section 2. Rules.** The Board of Directors may make reasonable rules for the conduct of the members and their guests for the use of Association property and facilities not provided for in these By-Laws, the Declaration of Restrictions and Covenants the Articles of-Incorporation, or the individual deeds of owners in The Deerfield Property Owners Association subdivision.

**Section 3. Annual Property Maintenance Charge Fee.** The Board of Directors shall have the power to collect the annual property maintenance charge fee for which owners of lots in subdivision are required to pay in accordance with the provisions of the Declaration of Restrictions and Covenants applicable to the subdivision, and to impose and enforce any lien or encumbrance provided for in said Declaration of Restrictions and Covenants.

**Section 4. Board Meetings.** The Board of Directors, at their discretion, shall set times and dates for meetings of the Board as agreed by a majority of the Board. There shall be no need for formal written notice of the meetings, but rather, it will be left to the President of the Association, who shall be the Chairman of the Board of Directors, to schedule meetings of the Board when necessary.

## **ARTICLE VIII**

### **COMPENSATION OF DIRECTORS**

Neither the officers, directors nor members serving on Committees shall receive any salary or compensation for services rendered to the Association.

## **ARTICLE IX**

### **NOTICES**

All notices to members shall be mailed to their addresses as given on the books of the Association, and such mailing shall constitute presumptive evidence of service thereof.

## **ARTICLE X**

### **LIABILITY OF OFFICERS**

The officers and directors of the Association shall not be liable to the members of the Association for any mistake of judgment, negligent or otherwise, except for their own individual willful misconduct or bad faith. The members of the Association shall indemnify and hold harmless each of the officers and directors against any contractual liability to others arising out of contracts made by the officers or directors on behalf of the Association unless any such contract shall have been made in bad faith or contrary to the provisions of the Articles of Incorporation or of these By-Laws. It is intended that the officers and directors shall have no personal liability with respect to any contract made by them on behalf of the Association. It is also intended that any liability of any member of the Association arising out of any contract made by said officers or directors either individually, pursuant to authority provided hereunder, or acting as a group in the form of the Board of Directors, or out of the aforesaid indemnity in favor of such officers and directors, shall be limited to such proportion of the total liability there under as this membership bears to the entire membership in the Association.

## **ARTICLE XI**

### **CORPORATE BUSINESS RECORDS**

The corporate business records of the Association shall at all times, during reasonable business hours, be subject to the inspection of any members.

## **ARTICLE XII**

### **PARLIAMENTARY RULES**

Roberts Rules of Order shall govern the conduct of the Association meetings when not in conflict with these By-Laws.

## **ARTICLE XIII**

### **AMENDMENTS TO BY-LAWS**

Section 1. Proposal. Amendments to these By-Laws may be proposed by any member of the Deerfield Property Owners Association, Inc. subject to the review and discretion of the Board of Directors.

Section 2. Adoption. Amendment to these By-Laws maybe adopted only by a majority of the votes a regular or special meeting of the Association provided that notice of the proposed amendment has been stated in the call for the meeting.

I, the below signed, President of The Deerfield Property Owners Associations, Inc. hereby certify these Bylaws were adopted by the Corporation effective April 1st, 2005.

John Case  
President – Deerfield Property Owners Association, Inc.

## **AMENDMENTS TO BY-LAWS**

Amended on October 2005

Establishment of late fees for members who fail to pay their association dues in a timely manner. The attendees of the meeting voted to establish a \$10 late for all accounts that are past due on August 1<sup>st</sup>. Furthermore and additional \$10 late fee will be added for those same accounts that are past due as of October 1<sup>st</sup> in the same billing year. The late fees will go into effect for the 2006 billing cycle.

Amended on October 2006

The members voted to increase the available funds to continue to provide upkeep for the roads and to obtain enough money to eventually hire a property management company, that the annual dues should be raised to \$100.00, this new annual fee will become effective on the 2007 billing.

Establishment of fees for violation of the association's covenants or by-laws. The first violation would invoke a warning letter sent to the property owner to correct the violation within 30 days of receiving notice. The second violation would be based on the failure to correct the first violation or a repeat second violation (i.e. repeat noise) and will cost the property owner \$25. The third or further violation will cost the property owner \$50.

Amended on October 2008

Establishment of late fees for payments received after August 1<sup>st</sup>. Starting with 2009 invoices, a fee will be charged on the following year's invoice for any payment received after August 1<sup>st</sup> (determined by postmark date).