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Prepared By: Association Members **BYLAWS**

**OF**  
**WINDOVER FARMS PROPERTY OWNERS**  
**ASSOCIATION**

**ARTICLE I - NAME AND LOCATION**

Section 1. The name of this Association shall be the Windover Farms Property Owners Association.

Section 2. It's principal office shall be located at:

Windover Farms Property Owners Association  
c/o Laroy Nolte  
3 Hillcrest Circle  
Brevard, NC 28712

and it's mailing address shall be:

3 Hillcrest Circle  
Brevard, NC 28712

**ARTICLE II - MEMBERSHIP**

The members of this Association shall be the owners of real property lying and being within Windover Farms Subdivision; and purchase of a parcel of tract or real property therein makes the owner thereof a member upon recordation of the deed therefor.

**ARTICLE III - MEMBERS' MEETING**

Section 1. A meeting of the members shall be held annually at such place as designated by the President of the Association at 7:30 P. M. on the first Monday of October for the purpose of electing officers and transacting any other business authorized to be transacted by the members. If that day is a legal holiday, the meeting shall be held the same hour on the next day.

Section 2. Special members' meetings shall be held whenever called by the President or Vice-President, and must be called by such upon receipt of a written request from members entitled to cast two-thirds of the votes of the entire membership.

Section 3. It shall be the duty of each member of the Association to inform the Secretary of his current mailing address and place of residence annually and immediately upon any change of the same.

Section 4. Notice of all members' meetings, stating the time and place of the objects for which the meeting is called, shall be given by the President or Vice-President or Secretary unless waived in writing. Such notice shall be in writing to each member at his address as it appears on the books of the Association and shall be mailed not less than fourteen (14) days nor more than sixty (60) days prior to the date of the meeting. Proof of such mailing shall be given by the affidavit of the person giving the notice.

Section 5. A quorum at members' meetings shall consist of twenty-five percent (25%) physically present of the property owners entitled to cast a majority of the votes of the entire membership. If any meeting of the members cannot be organized because a quorum has not attended, the members who are present may adjourn the meeting for at least ten (10) days, and adequate notice of the new date shall be given as described in paragraph (4) of this Article.

Section 6. The record owner(s) of each tract or parcel of real property shall be entitled to one (1) vote for said tract or parcel. A proxy vote with signature of record owner certified by Notary Public may be submitted when the record owner cannot attend a members' meeting to vote on announced objects.

Section 7. The President or, in his absence, the Vice-President shall preside at all meetings.

Section 8. The Secretary of the Association shall serve as Secretary of all such meetings and shall keep the minute book wherein the resolutions adopted and other items transacted at such meetings shall be recorded.

Section 9. The order of business at members' meetings shall follow standards for the conduct of meetings established through Roberts's Rules of Order, and such order shall generally be:

- (a) calling of the roll and certifying of proxies;
- (b) proof of notice of meeting or waiver of notice;
- (c) reading and disposal of any unapproved minutes;
- (d) reports of officers;
- (e) report of committees;
- (f) election of officers; and Architectural Control Committee;
- (g) unfinished business;
- (h) new business; and
- (i) adjournment.

#### ARTICLE IV - OFFICERS

Section 1. The principal officers of the Association shall be a President, a Vice-President, Treasurer, and a Secretary. Assistants may be appointed as necessary. Neither the officers nor their assistants shall be entitled to any compensation for services related to this association.

Section 2. The officers of the Association shall be elected annually by a majority of the voting membership (including proxy votes) at its October meeting and shall hold office for one year and until their successors are elected and qualified. Any vacancy occurring in an office shall be filled by election at a general membership meeting to be held within three (3) months of the vacancy. The replacement term of office shall run until the next regular election. The Architectural Control Committee will be elected in conformance with par B-1 of the Restrictive Covenants.

Section 3. Upon an affirmative vote of a majority of the voting membership (including proxy votes) any officer may be removed with cause, and his successor elected at any regular meeting or at any special meeting called for such purpose.

Section 4. The President shall be the chief executive officer of the Association. He shall preside at all meetings of the Association, and shall have all of the general powers and duties which are usually vested in the office of President of an Association including but not limited to the power to appoint committees from among the owners from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the Association. In no case shall the President and/or the principal officers commit the Association to financial obligations exceeding the approved annual budget. The President shall not serve on the Architectural Committee.

Section 5. The Vice-President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. The Vice-President shall also perform such other duties as shall from time to time be imposed upon him by the principal officers.

Section 6. The Secretary shall keep the minutes of all meetings of all meetings of the Association. He shall have charge of such books and papers as the principal officers may direct, and he shall in general, perform all the duties incident to the office of Secretary.

Section 7. The Treasurer shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. He shall be responsible for the deposit of all monies and other valuable effects in the name, and to the credit, of the Association, in such depositories as may from time to time be designated by the principal officers.

Section 8. No checks may be issued on any account of the Association without the signatures of the Treasurer and either the President or Vice-President.

Section 9. The order of business at meetings of the principal officers shall follow standards for the conduct of meetings established through Roberts's Rules of Order, and such order shall generally be:

- (a) calling of the roll;
- (b) reading and disposal of any unapproved minutes;
- (c) reports of officers;
- (d) report of committees;
- (e) unfinished business;
- (f) new business; and
- (g) adjournment.

#### ARTICLE V - OBLIGATIONS OF THE MEMBERS

Section 1. All present or future owners, tenants, future tenants, or their employees, or any other person who might use the roads or common areas of Windover Farms Subdivision in any manner, are subject to the regulations set forth in these Bylaws, and to rules, and regulations adopted pursuant hereto as necessary to the general health and safety of the residents and the public.

Section 2. The acquisition of any tract or parcel of real property within Windover Farms Subdivision shall signify that these Bylaws and the provisions of the Covenants attached hereto are accepted, ratified and will be complied with.

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Section 3. Every member shall observe as rules of conduct established within the Covenants which are attached hereto, and incorporated herein by reference.

Section 4. These Bylaws shall become effective and binding when adopted by a two-thirds vote of property owners present at a meeting called for this purpose.

Section 5. Any perceived conflict between the provisions of the Bylaws and the Covenants will be resolved by the principal officers in favor of the Covenants.

#### ARTICLE VI - ASSESSMENTS

Section 1. Members are bound to contribute toward the expenses of maintenance and repairs of the general roads and common areas of Windover Farms Subdivision and toward any other necessary and related expenses, as determined by the principal officers, and conferred annually by vote of the members. No member may exempt himself from contributing toward such expense by waiver of the use of enjoyment of said roads or common areas.

Section 2. All members are obligated to promptly pay assessments imposed by the Association to meet all expenses necessary for the proper care, maintenance and upkeep of all roads as required by the Restrictive Covenants for Windover Farms. Such assessments may also include a general operating reserve for the purpose of providing a measure of financial stability during periods of special stress/emergencies.

Section 3. An owner shall reimburse the Association for any expenditure incurred in repairing or replacing any common area and facility damaged through his fault. No member should expect or be granted deferential treatment and/or services beyond that accorded all owners, as agreed to by a majority vote of the members.

Section 4. Delinquent assessments shall become a lien upon the tract or parcel of real property of each member provided by the relevant provisions of the General Statutes of North Carolina, which is incorporated herein by reference. Assessments will be considered delinquent if not paid within sixty (60) days from the notice of assessment.

Section 5. The depository of the Association shall be such bank or financial institutions as shall be designated from time to time by the principal officers, and in which the monies of the Association shall be deposited. Withdrawal of monies from such accounts shall be only by checks signed by the Treasurer and either the President or Vice-President.

#### ARTICLE VII - AMENDMENTS

Upon an affirmative vote of a majority of the voting membership (including proxy votes) at a regular meeting or duly called special meeting, the Association may modify, alter, amend, add to or revoke said Bylaws, rules and regulations in whole or in part.

I, Garry R. Nolte, do hereby certify that the foregoing is a true and exact copy of the Bylaws of Windover Farms Property Owners Association, which were duly adopted at the first meeting of the Principal Officers thereof, and that the same have not been amended, altered or rescinded are are still in full force and effect.

This the 6 day of July, 1995.

Garry R. Nolte  
President  
Windover Farms Property Owners  
Association

Attest: Lais E. Hughes  
Secretary  
Windover Farms Property Owners  
Association

STATE OF NORTH CAROLINA  
COUNTY OF TRANSYLVANIA

I, Betty A. Bryson, a Notary Public, do hereby certify that Garry R. Nolte & Lais E. Hughes, personally appeared before me this day and acknowledged that She is Secretary of Windover Farms Property Owners Association, and that by authority duly given, the foregoing instrument was signed in it's name by it's President, and attested by Lais E. Hughes as it's Secretary.  
Witness my hand and official stamp or seal, this 6 day of July, 1995.

My Commission Expires:

2/28/99

Betty A. Bryson  
Notary Public



STATE OF NORTH CAROLINA  
COUNTY OF TRANSYLVANIA

The foregoing certificate of Betty A. Bryson, Notary Public, are certified to be correct. This instrument was presented for registration and duly recorded in this office in Book 389, Page 471, Records of Deeds. This the 6 day of July, 1995, at 10:05 o'clock A.m.

Vickie L. Edwards  
Register of Deeds

By: Cindy M. Dunkley  
Deputy Register of Deeds