

**HONEYMOON BAY HEIGHTS  
PROPERTY OWNERS ASSOCIATION  
BYLAWS**

**ARTICLE ONE  
MEMBERSHIP**

Section 1. The membership of the Honeymoon Bay Heights Property Owners Association shall consist of a single class of members, being the owners of the twelve lots of Honeymoon Bay Heights. The owner of each of the twelve lots shall be entitled to one membership.

Section 2. The annual meeting of the membership of Honeymoon Bay Heights Property Owners Association shall be held in April in each year. Special meetings of the membership of the corporation may be called from time to time at the discretion of the Board of Directors of the corporation.

Section 3. At any meeting of the membership of the corporation, six members present in person shall constitute a quorum. Each member so present shall be entitled to one vote.

**ARTICLE TWO  
MANAGEMENT**

Section 1. The business and property of the Honeymoon Bay Heights Property Owners Association shall be managed by a board of directors.

Section 2. The Board of Directors shall consist of the President, Vice President, Secretary and Treasurer of the corporation.

Section 3. The directors of the corporation shall be elected by a majority vote of the membership of the corporation at the annual meeting of the membership, which shall also be the beginning of the corporation year.

Section 4. The term of office of the directors of the corporation shall be for one year.

Section 5. The Board of Directors of the corporation shall hold quarterly meetings and such special meetings as the President shall deem necessary for the management of the affairs of the corporation.

Section 6. Each member of the Board of Directors shall possess one vote in matters coming before the Board. All voting at meetings of the Board of Directors shall be by each member in person. Voting by proxy shall not be allowed. Two members of the Board of Directors shall constitute a quorum.

Section 7. Any director may be removed from office by a vote of 75% of the membership at any regular or special meeting of the corporation. Notice of the proposed removal of a director must be given to such director prior to the date of the meeting at which such removal is to be voted upon. Such notice to the director must state the cause of the proposed removal.

Section 8. Unexcused absence from three consecutive meetings of the Board of Directors shall be due cause for removal of a director.

Section 9. Any vacancy occurring on the Board of Directors by reason of the death, resignation, termination of membership, or removal of a director shall be filled by a member appointed by the remaining directors. Such appointee shall serve during the unexpired term of the director whose position has become vacant.

Section 10. Each director of the corporation now or hereafter serving as such shall be indemnified by the corporation against any and all claims and liabilities to which he/she has or shall become subject by reason of serving or having served as director, or by reason of any action alleged to have been taken, omitted, or neglected by such director, and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him/her in connection with such claim or liability, provided however, that no such person shall be indemnified against, or be reimbursed for any expense in connection with any claim or liability arising out of his/her own willful misconduct, gross negligence and/or criminal act. The amount paid to any director by way of indemnification shall not exceed his/her actual, reasonable, and necessary expenses incurred in connection with the matter involved. The right of indemnification herein above provided for shall not be exclusive of any rights to which any director of the corporation may otherwise be entitled by law.

**ARTICLE THREE  
DUTIES OF OFFICERS**

Section 1. President. The President of the Board of Directors shall supervise all activities of the corporation; execute all instruments in its behalf; preside at all meetings of the Board of Directors and of the membership of the corporation; call such meetings of the membership as shall be deemed necessary, other than the annual meeting of the membership; and perform such other duties usually inherent in such office.

Section 2. Vice President. The Vice President of the Board of Directors shall act for the President in his/her absence and perform such other acts as the President may direct. Th Vice President shall oversee the water system, including the annual water testing, meter readings twice a year, monthly inspections of the pump house and arranging for repairs and maintenance.

Section 3. Secretary. It shall be the duty of the secretary of the Board of Directors to keep all records of the corporation including minutes of all meetings and to perform other acts as the President may direct. The Secretary shall notify members of the annual meeting thirty days in advance of said meeting. The secretary shall send minutes of the meeting within thirty days following the meeting to all members.

Section 4. Treasurer. The treasurer shall receive and be accountable for all funds belonging to the corporation, pay all obligations incurred by the corporation when payment is authorized by the Board; to act in its place by duly adopted resolution, or the President if authorized by the Board; maintain a bank account in depositories designated by the Board of Directors; and render periodic financial reports.

Section 5. The duties of Secretary and Treasurer may be combined by majority vote of the members at any regular or special meeting.

**ARTICLE FOUR  
AMENDMENTS**

These bylaws may be amended by a majority vote of the members of the corporation at a regular meeting thereof.

DATED \_\_\_\_\_, 1994 \_\_\_\_\_  
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