

St. John's Crossing Homeowners Association
By-Laws

ARTICLE I

PURPOSE

The homeowners association is organized as a non-profit organization under the laws of the State of Georgia, the County of Fulton, and any federal rules and regulations that may apply to the organization.

The primary purpose of the organization is to maintain and administer the corrected declaration of covenants, conditions and restrictions, to promote the recreational, health, safety and general welfare for the common benefit and enjoyment of the homeowners, their immediate families and guest.

ARTICLE II

LOCATION OF OFFICE

The principle office of the association shall be located in Fairburn, Georgia in the County of Fulton. The association may have such other offices as the Executive Committee may determine or as the affairs of the Executive Committee may require from time to time.

ARTICLE III

OFFICERS

The officers of the association shall be as follows: President, Vice-President, Treasurer, Secretary and Member- at -Large.

Candidates for office shall be nominated by the association membership. Candidates for office shall be members of the association. Nominations may be made from the floor at the conclusion of the association's report.

PRESIDENT: The president shall be the Chief Executive Officer of the association, and when present, shall preside over all meetings of the membership and at meetings of the executive committee; shall have general supervision of the affairs of the association; shall sign or countersign all certificates; contracts and other instruments of the association as authorized by the executive committee; shall make reports to the executive committee and the membership; and shall have all such other duties and powers as are incident to the office of president as prescribed by the executive committee. The President shall supervise the following committees: Executive, Finance, Beautification, Grievance, Social and Courtesy.

ARTICLE V

REMOVAL FROM OFFICE

Any officer may be removed from office, with just cause, by the vote or written consent of a majority of the members of the body which elected him/her to office.

ARTICLE VI

MEMBERS:

Any person who is the recorded owner of a dwelling lot shall have the right, but not the obligation, to be an active member of the association. St. John's Crossing is a "*mandatory association*" wherein all recorded owners must pay a yearly association fee as set forth in the By-laws. Each member's household shall have the privilege of casting only one (1) vote for an officer in an election or business of the association that requires voting by the association members.

ARTICLE VII

TERMINATION OF MEMBERSHIP:

The membership of a member shall automatically terminate upon the sale of the member's dwelling lot.

ARTICLE VIII

PAYMENT OF DUES:

Annual dues shall be assessed for the purpose of continuing any programs of the association and covering related incidental expenses, as well as the common area maintenance and upkeep. Dues shall be paid directly to the association annually (January 1 of each year). The dues are now assessed at \$120.00 per household. The executive committee shall be empowered to recommend from time to time changes in the dues assessment for approval by the membership.

ARTICLE IX

MEETINGS:

Meetings of the association membership shall be held every third month of each quarter (March, June, September and December).

VICE-PRESIDENT: The Vice-President shall exercise all functions and perform all the duties of the President in his/her absence. In the event the President resigns, becomes disabled or for some other reason is unable to fulfill the term of Presidency, then the Vice-President shall become President for the unexpired portion of said term. The Vice-President shall perform all other duties as may be properly required by the President.

SECRETARY: The Secretary shall keep the minutes of all meetings, shall have custody of the seal and the corporate minute book, shall sign with the President such instrument as require his/her signature, and shall record in a book kept for that purpose the names of all members of the association, together with their addresses, and make such reports and perform such other duties as are incident to the office or properly required of him/her by the executive committee. The Secretary shall be responsible for taking notes of the proceedings of all meetings; read the minutes to the association for correction and approval; enter any corrections at each meeting into the minute book; keep a copy of the Constitution and By-Laws, a list of the members; and preserve all records, and official documents of the association except those specifically assigned to the custody of others. Additionally, the Secretary shall provide the Chairperson of each special committee with a list of committee members, a copy of the motion referring the subject of the committee; and instructions and other documents that may be helpful. The Secretary shall assist in compiling and presenting information relating to the association if the association has a newsletter. The Secretary shall perform those duties of the association as directed by the President or the executive committee.

TREASURER: The Treasurer shall have custody of all the monies of the association and shall keep regular books of accounts and balances for each month, and shall cause an annual audit of the association's books to be made by a certified public accountant at the completion of each fiscal year. The Treasurer shall prepare an annual budget for the coming year and an annual balance sheet and income statement for the previous year, which shall be distributed to the members. The Treasurer shall be responsible for the collection, accounting and expenditure of all funds of the association. The Treasurer shall deposit these funds in such banking institution as shall be authorized by the executive committee. The Treasurer shall serve as a member of the Finance Committee, countersign all checks and vouchers with the President or Vice-President and assist the Secretary in maintaining an up-to-date listing of members. *If a "managing company" is retained by the association to manage the funds of the association, the Treasurer's duties and responsibilities will be redefined.*

MEMBER-AT-LARGE: The Member at Large will attend all executive committee meetings and represent the membership at large, and shall have voting rights.

ARTICLE IV

TERMS OF OFFICE

Officers shall be elected for one (1) year terms, and shall not serve more than three (3) full consecutive terms per office. Officers may be reelected to the same office with a majority of the members present voting.

All committee chairpersons shall be duly appointed by the President for a term of one (1) year. There shall be no limitation of the number of terms a person may be appointed. The President may reappoint committee chairpersons to the same office but no more than three (3) full consecutive terms.

ARTICLE XI

Executive Committee:

***Management Powers**- The affairs and business of the association shall be managed by the executive committee and the management company retained by the Association.

***Number and Term of Office**-The executive committee shall be comprised of the officers of the association and member- at- large for a period of one (1) year.

***Meetings** - The executive committee shall meet at least four (4) times annually and at such other times as may be deemed feasible by the President. Regular executive committee meetings shall be held at least five (5) days prior to the general membership meeting.

***Notice** - Notice of the time, place and purpose of every special meeting of the executive committee shall be given by the President or designee by contacting each executive committee member at his/her residence or business but no less than five (5) days before such meeting, provided, however, that such notice may be dispensed when such circumstances require.

***Quorum** – A quorum at any meeting of the executive committee shall consist of a majority of the members.

***Express Powers** – It shall be the duty of the executive committee to keep a complete record of all its acts and of the corporate affairs of the association.

***Vacancies** - In the event of a vacancy(ies) regardless of the reason, the executive committee by a majority vote, shall elect a successor or successors.

***Removal** - An executive committee member may be removed from office with just cause, by the vote or written consent of a majority of the members of the body which elected him/her into office. An executive committee member who has resigned or has three (3) unexcused absences shall be deemed to have vacated said office and the Board shall appoint a member in good standing to fill the vacated office for the remainder of that term.

***Liability** – In the absence of fraud, or bad faith, the members of the executive committee shall not be personally liable for the debts, obligations or liabilities of the association.

ARTICLE XII

COMMITTEES:

STANDING COMMITTEES – There shall be organized the following standing committees of the association: Finance, Beautification, Grievance, Social and Courtesy. All standing committee chairpersons shall be recommended by a majority of committee members, and shall be duly appointed by the President.

DUTIES OF COMMITTEES:

Finance/Treasurer – The Treasurer, working with the Finance Committee, if one is so named, shall have the responsible for establishing the annual budget of the association and to review the need for changes in the dues, structure and for the examination of other revenue sources for the association. Annual budgets will be presented at the annual meeting in March.

Beautification – The Beautification Committee shall have the responsibility for establishing activities which will encourage homeowners to maintain high standards with regards to the appearance of their home and grounds and the neighborhood as a whole. This committee will also work with the landscape vendor to ensure that the entrance to the subdivision is maintained with flowers of season, shrubbery and other greenery to maintain its beauty.

Grievance – The Grievance Committee is responsible for the resolution of disputes between homeowners and to make sure the covenants of the association are adhered to accordingly. If a management company is retained by the association to manage the association, all grievances will become the responsibility of the management company.

Social and Courtesy – The Social and Courtesy Committee is responsible for publishing the homeowner's directory and association's newsletter (if one is voted to be published). This committee serves as official ambassadors to welcome new homeowners to the neighborhood, as well as planning, promoting and implementing homeowners' special events.

Special Committee – The President, with the approval of the executive committee, may appoint special "ad hoc" committees to meet the special needs of the association.

ARTICLE XIII

REIMBURSEMENT AND INDEMNIFICATION: Any person made a party to any action, suit or proceeding, civil or criminal, by reason of the fact that he/she is or was an officer, employee or member, of the executive committee of the association shall be indemnified by the association against the reasonable expenses including attorney's fees, actually and necessarily incurred by him/her in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such officer, employee or executive committee member is liable for negligence or misconduct in the performance of his/her duty. Any amount payable by the way of indemnity shall be determined by or provided for, or permitted by statute.

The By-Laws have been approved by the St. Johns Crossing HOA and made a part of the permanent records of the Association