**BY-LAWS OF**

**BEAVER GLEN ASSOCIATION, INC.**

**Article I**

**Name and Location**

The name of the corporation is Beaver Glen Association, Inc., here in after referred to as the “Association”. The principal office of the corporation shall be 101 Club View Drive, Warner Robins, Georgia 31088. Meetings of members and directors may be held at such places within the state of Georgia, County of Houston, as may be designated by the Board of Directors. The Association will use a post office box for mailings and is currently PO Box 7252 Warner Robins, Georgia, 31095.

**Article II**

**Definitions**

Section 1. “Association” shall mean and refer to Beaver Glen Association, Inc., its successors and assigns.

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

Section 3. “Common Area” shall mean all real property owned by the Association for the common use and enjoyment of the property owners.

Section 4. “Lot” shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties except for the common areas.

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 part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. “Declaration” shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the office of the Clerk of Houston Superior Court.

Section 7. “Member” shall mean and refer to those persons entitled to membership as provided in the Declaration of Covenants Beaver Glen Subdivision.

**Article III**

**Meeting of Members**

Section 1. Annual Meetings. The first annual meeting of the members was held June 10, 1974. Regular annual meetings of the members shall be held in January of each year.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of one fourth of the members who are entitled to vote.

Section 3. Notice of Meeting. Written notice of each meeting of the members shall be given by or at the direction of the Secretary, Business Administrator, or person authorized to call the meeting by way of the Bever Glen Newsletter, International Blvd bulletin board, Beaver Glen Neighborhood Watch page on Facebook and or the Beaverglen.com website. The notice 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. The presence of members at the meeting are entitled to cast their votes for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as stated shall be present or be represented. The Quorum shall consist of Board of Directors and at least two (2) members/property owners.

**Article IV**

**Board of Directors/Selection/Term of Office**

Section 1. Number. The affairs of this Association shall be managed by a Board of 4 (four). Directors must be a member of the Association, which shall mean they reside in the subdivision of Beaver Glen.

Section 2. Term of Office. At the annual meeting of the members officers for the new year will be elected. All four (4) directors will serve one (1) year term.

Section 3. Removal. Any director may be removed from the Board with cause by a majority of the entire membership of the Association at a called meeting. In the event of a death, resignation or removal of a director, the successor shall be selected by the remaining members of the Board and shall serve only until the next annual meeting.

Section 4. Compensation. No director shall receive compensation for any service he or she may render to the Association. Directors may be reimbursed for his or her actual expenses incurred in performing assigned duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting. Any action approved shall have the same effect as if a meeting of directors was held. This must be agreed upon by all Directors.

**Article V**

**Nomination and Election of Directors**

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee or made from the floor at the annual meeting.

Section 2. Nominating Committee. The Nominating Committee shall consist of a Chairman, who is a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members. The Nominating Committee shall serve until the close of the annual meeting. The Nominating Committee shall make as many nominations for election as to the number of vacancies that are to be filled.

Section 3. Election. Election to the Board of Directors shall be by secret written ballot. The persons receiving the largest number of votes shall be elected. In the event of a tie vote, a re-vote will be held.

**Article VI**

**Meetings of Board of Directors**

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly at the Clubhouse at 101 Club View Drive, Warner Robins, Georgia. The dates and times may be fixed or vary from time to time.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the Association President or any of the five directors.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at the duly held meeting 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: Adopt and publish rules and regulations governing the use of the common area and facilities. The personal conduct of the members, family, and guests thereon, and to establish penalties for the infractions.

1. Suspend the voting rights and right to use recreational facilities of a member during any period in which a member shall be in default of assessments levied by the Association. Such rights may also be suspended after notice and hearing.
2. Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;
3. Declare the office of a member of the Board of Directors to be vacant in the event a member is absent without prior coordination from three consecutive regular meetings of the Board of Directors.
4. Employe a business manager, an independent contractor, a lifeguard for the pool, or other such employees as they become necessary, and to determine their job duties.
5. To perform any and all lawful acts to promote the general welfare of the Beaver Glen Association, Inc.

Section 2. Duties. The Board of Directors have the duties to:

1. Keep complete records of all its acts and corporate affairs which will be made available to members through publication of the Beaver Glen Newsletter, and or Beaver Glen Neighborhood Watch group on Facebook and on Beaverglen.com.
2. Supervise all agents, employees and other officers of the association and see all their duties and responsibilities are performed properly.
3. Fix the amount of the annual assessment for each lot at least 30 days in advance of the annual assessment period.
4. May apply a lien against any property for which assessments are not paid within thirty (30) days after the due date or bring action at law against the owner who is obligate to pay the same. All collection expenses will be paid by the delinquent homeowner in addition to the basic assessment. Further action can be taken by filing a small claims court judgement not to exceed $15,000 if homeowner becomes delinquent past one (1) year.
5. Procure and maintain adequate liability and hazard insurance on property owned by the association, including all officers and employees having fiscal responsibilities to be bonded as appropriate.
6. Common areas to be maintained however deemed necessary.

**Article VIII**

**Officers, Employees and Their Duties**

Section 1. Enumeration of offices. The officers of the association shall be a president, vice-president, secretary, and treasurer who shall always be members of the Board of Directors and such other officers as the board may create by resolution from time to time.

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’s board of Directors shall be elected annually and shall hold the office for one (1) year unless removed, resignation, or otherwise disqualified to serve.

Section 4. Resignation and Removal. Any officer may be removed from office with cause by the Board of Directors. Any officer may resign at any time by giving a written notice to the Board. Such resignation shall take effect of the date of receipt of the notice or at a later date specified by the notice. The acceptance of resignation shall not be necessary to make it effective.

Section 5. Vacancies. A vacancy in any office shall be filled by a vote of the board members.

**Article VIII**

**Officers, Employees and Their Duties (continued)**

Section 6. Multiple Offices. No person shall hold more than one office simultaneously. No person shall hold an office on the Board of Directors with their spouse.

Section 7. Duties. The duties by officer are as follows:

**President**

The President shall preside at all the meetings of the Board of Directors. The President shall see that all orders and resolutions are carried out. The President shall sign all leases, mortgages, deeds and other written instruments. The President should hire the Business Administrator if the position is open for hire. To assure continuity, the President should be elected from a member of the previous year’s Board of Directors. The President is a voting member of the board.

**Vice-President**

The Vice-President shall act in place of the President in the event of absence. The Vice-President will assist the President when deemed necessary. The Vice-President is a voting member of the board.

**Secretary**

The Secretary shall record and transcribe the minutes of all the meetings and proceedings. The Secretary will send the typed minutes by email to the Business Administrator for printing and review at the next monthly board meeting. A copy of the minutes will be maintained as a permanent record. The Secretary is a voting member of the board.

**Treasurer**

The Treasure shall assist the Business Administrator by reviewing monthly bank statements, expenditures, and receivables. The Treasure shall be given the right to sign checks when needed, and serve as back-up to the Business Administrator should there be an emergency. The Treasurer shall assist with meetings and help committee members obtain cost estimates when necessary.

**Committees**

The Board of Directors will appoint directors to the following areas: Architectural Control Green Space, Security, Swimming Pool and Grounds. Each one of these managers will be responsible for reporting the repair and maintenance needed, contract agreements, budgeting of their department, and monthly reporting at the meetings.

**Article VIII**

**Employees (Paid)**

Section 1. Business Administrator. The Business Administrator shall be responsible for the financial accounting of the Association. The Business Administrator will be paid a monthly salary approved by the Board of Directors. The duties of the Business Administrator will be as follows, but not limited to: balancing checking account and savings account monthly. Paying all bills owed by the association, compiling expense reports, revenue reports, homeowner roster, lien report, assessment dues reports and budget for the board of directors. The Business Administrator will pay the payroll for all hired employees, mostly noted the lifeguards and or pool monitors. He or she will file annual taxes to the IRS on the 1040H form. The Not-For Profit 501 C 3 forms filed every 3 years or annual option. All payroll taxes will be reviewed and filed through the payroll system Intuit QuickBooks. He/she will review and receive all payroll tax reports and balance to make sure they are correct. Will make sure all new employees have filled out proper application and tax forms for filing. He/She will maintain records of all meetings, attendance sheets, voting records, meeting minutes, invoices, bank statements and contracts and secure for safekeeping in an electronic and physical form. The Business Administrator will make sure that all assessment letters are mailed out on a timely basis and money collected. Uncollected assessments will be sent 2 notices. The BA will place liens on property, file small claims delinquencies and add, adjust assessments as necessary. The BA will send out compliance letters as given to him/her by the Board of Directors. Attendance at monthly and annual meetings is required. The Business Administrator will work with various vendors if problems arise with billing or contract issues if needed or required. He/She will monitor liability insurance and negotiate.

Section 2. Pool Monitors. The Pool Monitors are paid on an hourly basis by the amount set by the Board of Directors. The Pool Monitors are responsible for the opening and closing of the swimming pool daily. Assigned duties are explained and reviewed when hired. Pool monitors are to report any safety concerns and always have the emergency phone with them. Training for the job will be provided. Monitors will be paid bi-weekly by the Business Administrator. The monitors will write their time in on timecards and pay accordingly. Payroll will be distributed by Intuit QuickBooks Payroll System.