

Sans Famille
By-laws



Sans Famille By-laws

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SANS FAMILLE HOMEOWNERS
ASSOCIATION
BY-LAWS

ARTICLE I — NAME & LOCATION

NAME AND LOCATION. The name of the corporation is Sans Famille Homeowners Association herein referred to as the "Association". The principal office of the corporation shall be located at Raleigh, North Carolina, but meetings of members and directors may be held at such places within the State of North Carolina, County of Wake, as may be designated by the Board of Directors.

ARTICLE II — DEFINITIONS

Section 1. "Association" shall mean and refer to Sans Famille Homeowners Association, 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 affecting Property now within the jurisdiction of the Association and such additions thereto 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 members, or designated classes of members, of the Association.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Lot in Use" shall mean and refer to any lot on which a dwelling unit has been fully constructed and occupied as a dwelling unit.

Section 6. "Member" shall mean and refer to every person or entity who holds a membership in the Association.

Section 7. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part of the Properties, including contract sellers but excluding those having such interest merely for the performance of an obligation.

Section 8. "Declarant" shall mean and refer to The Adams-Bilt Company and its successors and assigns to whom the rights of Declarant are expressly transferred, in whole or in part, as set forth in the Declarations.

Section 9. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the Register of Deeds of Wake County, North Carolina.

ARTICLE III — MEMBERSHIP

Section 1 — Membership Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants or record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership. As evidence of each Owner's membership, each Owner shall deliver to the office of the Association a photocopy of the page(s) of his deed(s) which contains the name of the member and the Lot(s) owned by such member.

Section 2 — Suspension of Membership During any period in which a member shall be in default in the payment of any annual or special assessment levied by the Association the voting rights and right to use of the Common Areas (or portions thereof) , other than private streets, such member may be suspended by the Board of Directors until such assessment has been paid. Such rights of a member may also be suspended, after notice and hearing, for a period not to exceed 30 days, for violation of any rules and regulations established by the Board of Directors governing the use of the Common Area and facilities.

ARTICLE IV —

PROPERTY RIGHTS: RIGHTS OF ENJOYMENT

Section 1 — Each member shall be entitled to the use and enjoyment of the Common Area and facilities as provided in the Declaration.

Any member may delegate his rights of enjoyment of the Common Area and facilities to the members of his family, his tenants or contract purchasers, who reside on the property. Such member shall notify the secretary in writing of the name of any such delegee.

The rights and privileges of such delegee are subject to suspension to the same extent as those of the member.

ARTICLE V —

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1 — Number ~~The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association.~~

Note:

Section 1 was amended, and new Sections 4 & 5 added, by the Membership on April 15, 1985. See details below.

Section 2 — Election At the first annual meeting the members shall elect one-third of the directors for a term of one year, one-third of the directors for a term of two years and one-third of the directors for a term of three years; and at each annual meeting thereafter the members shall elect one-third of the directors for a term of three years, and thereafter until their successors are elected and qualified.

Section 3 — Removal Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

ARTICLE V (AMENDED) —

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1 — Number The affairs of this Association shall be managed by a Board of nine (9) directors, all of whom shall be members of the Association.

Section 4 — Compensation No director shall receive compensation for any service he may render to the Association in the capacity of director. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5 — Action Taken without a Meeting The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

Note:

This amendment to the “By-laws of Sans Famille Homeowners’ Association” was approved by a greater than two-thirds vote of the members attending the Annual Meeting of April 15, 1985

*Signed K. L. Knight
(Secretary)*

ARTICLE VI —

MEETINGS OF DIRECTORS

Section 1 — Regular Meetings Regular meetings of the Board of Directors shall be held annually, without notice, after the annual meeting of members as provided in Article X, Section 1. In addition, the Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings. Should said meetings fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2 — Special Meetings Special meetings of the Board shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days notice to each director. Such notice may be waived by the unanimous agreement of the Directors; but in the event of emergency, notice may be waived by agreement of two-thirds of the 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 a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII —

NOMINATION AND ELECTION OF DIRECTORS

Section 1 — Nomination Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be 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, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting.

The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

Section 2 — Election Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VIII —

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1 — Powers The Board of Directors shall have power:

- (a) To adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) To exercise for the Association all powers, duties and authority vested in or delegated to this Association not reserved to the membership by other provisions of these By-laws, the Articles of Incorporation or the Declaration;
- (c) To declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- (d) To employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2 — Duties It shall be the duty of the Board of Directors:

- (a) To cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting, when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;
 - (b) To supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
 - (c) As more fully provided herein and in the Declaration;
- (1) To fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period, as hereinafter provided in Article XII, and

(2) To send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period;

(d) To issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. Such certificate shall be conclusive evidence of any assessment therein stated to have been paid;

(e) To procure and maintain adequate liability insurance, and to procure adequate hazard insurance on property owned by the Association;

(f) To cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) To cause the Common Area to be maintained;

(h) To comply with all ordinances of the City of Raleigh.

ARTICLE IX — COMMITTEES

Section 1 The Association may appoint an Architectural Control Committee provided in the Declaration and a Nominating Committee as provided in these By-laws. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purposes, such as:

1 — A Maintenance Committee which shall advise the Board of Directors on all matters pertaining to the maintenance, repair or improvement of the Properties, and shall perform such other functions as the Board in its discretion, determines;

2 — An Audit Committee which shall supervise the annual audit of the Association's books and approve the annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting as provided in Article XI, Section 8(d). The Treasurer shall be an ex-officio member of the Committee.

Section 2 It shall be the duty of each committee to receive complaints from members on any matter involving Association functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committee, director or officer of the Association as is further concerned with the matter presented.

ARTICLE X — MEETINGS OF MEMBERS

Section 1 — Annual Meetings The annual meeting of the members shall be held on the fourth Wednesday in the month of April of each year at the hour of 7:30 o'clock p.m., and at such place as is fixed by the Board of Directors.

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 the members who are entitled to vote one-fourth (1/4) of all of the votes of the entire membership or who are entitled to vote one-fourth (1/4) of the votes of the Class A membership.

Section 3 — Notice of Meetings Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by hand delivery or by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice.

Such 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 at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum 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 thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

ARTICLE XI —

OFFICERS AND THEIR DUTIES.

Section 1 — Enumeration of Offices The officers of this Association shall be a President and Vice-President, who shall at all times be members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create.

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 this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4 — Special Appointments The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5 — Resignation and Removal Any officer may be removed from office with or without cause by the Board. Any officer may resign at such time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6 — Vacancies A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7 — Multiple Offices Any two offices may be held by one person, except for the offices of President and Secretary. No officer shall be allowed to sign any document in more than one capacity.

Section 8 — Duties The duties of the officers are as follows:

President

(a) The President shall preside at all meetings of the Board of Directors and all meetings of the members; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

Vice President

(b) The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

Treasurer

(d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall co-sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a certified public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

ARTICLE XII — ASSESSMENTS

Section 1 — Creation of the Lien and Personal Obligation of Assessments. All Lots shall be subject to assessments as provided in the Declaration.

ARTICLE XIII — BOOKS AND RECORDS.

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at a reasonable cost.

ARTICLE XIV — CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words “Sans Famille Association” and in its center the words, “Corporate Seal”.

ARTICLE XV — MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

ARTICLE XVI- AMENDMENTS

Section 1 - Changes in these By-laws may be made by a two-thirds majority of members voting at a business session of the annual meeting of the Association or by a two-thirds majority of all votes cast in a mail ballot; provided that notice in writing of the proposed amendment shall have been sent to every member at least one month before the date of the meeting at which it is to be considered, or at least one month before the last date for the return of the ballots in the case of a mail ballot.

Section 2 - An amendment to the By-laws of the Association may be proposed either collectively by the Board of Directors, or individually by members of the Association.

Board-developed amendments are required to be approved, before submission to the membership, at a meeting of the Board at which two-thirds of its members are present and voting "aye".

Member-proposed amendments shall be submitted in writing to the President of the Board in a document bearing the signatures of five members of the Association who are entitled to vote.

Note:

The above amendment to the "By-laws of Sans Famille Homeowners' Association" was approved by a greater than two-thirds vote of the members attending the Annual Meeting of April 15, 1985.

*Signed: K. L Knight
Secretary*

IN WITNESS WHEREOF, we, being all of the directors of SANS FAMILLE HOMEOWNERS ASSOCIATION, have hereunto set our hands, this ___ day of _____ 19 ___.

(Signed)
