

T_G Taylor Glenn



**BYLAWS OF THE
TAYLOR GLENN OF INDIAN TRAIL HOMEOWNER'S ASSOCIATION**

**Indian Trail, North Carolina
28079-4224
www.taylorglenn.org**

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BYLAWS OF THE TAYLOR GLENN OF INDIAN TRAIL HOMEOWNER'S ASSOCIATION

ARTICLE I. – NAME

The name of this organization shall be the **Taylor Glenn of Indian Trail Homeowner's Association** ("ASSOCIATION" for short). The Association shall maintain a registered office with the majority shareholder developer Southeastern Property Management, c/o Taylor Glenn HOA, P.O. Box 2277, Indian Trail, NC 28079 until control is relinquished to the elected body representing the homeowners. At that time, the Association shall establish and publish to association homeowners its own contact address. Also at that time the Association shall be registered as a non-profit organization organized and existing under the laws of the State of North Carolina.

ARTICLE II. - PURPOSES

Section 1. The Association shall promote the safety, welfare and interests of the Taylor Glenn community by providing its residents with a means of participating in their neighborhood and speaking with a unified voice of their collective concerns to the majority shareholder developer as well as the Town of Indian Trail and Union County, and serve as a source of information.

Section 2. The Association shall be a non-profit organization. It shall take no part in support of, or in opposition to, any candidate for political office. The Association may take a position and express its views on any governmental activity, or the action of any person or group, which affect the welfare of Taylor Glenn of Indian Trail, North Carolina.

ARTICLE III. - MEMBERS

Section 1. Each and every owner of a lot, house or town home (homeowner) shall automatically become and be a member of the Association. The Association may make reasonable rules relating to the proof of ownership of a lot or dwelling unit.

Section 2. All members of the Association are subject to annual and special dues as approved by the Association members.

Section 3. The Taylor Glenn boundaries are described on the map ("Phase 1B, Map 1 Property Map") of Taylor Glenn recorded in Plat Cabinet G, Page 932 of the Union County Public Registry.

ARTICLE IV. - MEETINGS OF MEMBERS

Section 1. Annual Meeting.

The annual meeting of the members shall be held in the month of January in each year at a date and time to be decided by the Board of Directors for the purpose of electing new directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a Saturday, Sunday or legal holiday in the State of North Carolina, such meeting shall be held on the next succeeding business day.

Section 2. Substitute Annual Meeting.

If the annual meeting for members shall not be held on the day designated above, or any adjournment thereof, then a substitute annual meeting may be called in accordance with Section 3 of this Article and the meeting so called may be designated as the annual meeting.

Section 3. Special Meetings.

The President or the Board of Directors may call special meetings of the members.

Section 4. Place of Meeting.

The Board of Directors may designate any place within the State of North Carolina as the place of meeting for any annual meeting of members called by the Board of Directors.

Section 5. Notice of Meeting.

Notice of the time and place of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be made not less than ten (10) nor more than fifty (50) days before the date of the meeting at the direction of the President, the Secretary, or the officer or persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at the address as it appears on the record of members of the association, with postage thereon prepaid.

Section 6. Voting Lists.

The Secretary shall make, at least ten (10) days before each meeting of members, a complete list of the members entitled to vote at such meeting, or any adjournment thereof. The list shall be arranged in alphabetical order, with the address of each member and shall be kept on file for a period of ten (10) days prior to such meeting, at the registered office of the association and shall be subject to inspection. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting.

Section 7. Quorum.

A quorum for business conducted by this association will be 10 percent of eligible members.

Section 8. Proxies.

Votes of a member may be voted either in person or by a person authorized to act for the member. The agent or substitute shall be specified by a written proxy and executed by the member or by the member's duly authorized attorney-in-fact. A proxy is not valid after the expiration of eleven months from the date of its execution, unless the person executing it specified therein the length of time for which it is to continue in force, or limits its use to continue in force, or limits its use to a particular meeting, but no proxy shall be valid after ten years from the date of its execution.

Section 9. Voting of Members.

One owner of each lot in the Taylor Glenn Subdivision, if in good standing with the association, shall be entitled to voting rights. An owner in good standing is current in respect to monetary collections of dues and monies owed.

Section 10. Votes Registered.

The vote of a majority of the eligible voting members voting at a meeting of members shall be sufficient to take or authorize action upon any matter which may properly come before the meeting except as otherwise provided by law or by these bylaws.

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ARTICLE V. - BOARD OF DIRECTORS

Section 1. Specific Responsibilities:

The Board of Directors shall organize homeowners and communicate effectively on behalf of the whole for all matters and concerns affecting the residents and owners of properties in the Taylor Glenn Neighborhood in Indian Trail, NC.

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Section 2. Number, Tenure, and Qualifications.

~~All members of the Board of Directors shall be members of the Taylor Glenn of Indian Trail Home Owners Association. In the event a member of the Board of Directors is no longer a member of the Taylor Glenn of Indian Trail Home Owners Association the member will relinquish the seat.~~ The number constituting the Board of Directors shall not be less than three and not more than twelve. The Board of Directors, before each annual meeting of members, shall determine the number constituting the Board of Directors for the ensuing year. Directors shall be elected at the first annual meeting of the members to 2-year staggered terms and at each subsequent annual meeting or adjourned meeting of members (except as herein otherwise provided) for the filling of vacancies, and each director shall hold office until their death, resignation, retirement, removal, disqualification, or a successor shall have been elected and qualified. Directors shall be elected by a plurality of the votes cast at each election for directors.

Section 3. Vacancies.

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors even though less than a quorum or by the sole remaining director. Any vacancy created by an increase in the authorized number of directors shall be filled only by election at an annual meeting of members or at a special meeting of members called for that purpose. Any director elected to fill a vacancy shall be elected for the unexpired term of their predecessor in office. At a special meeting of members the members may elect a director to fill any vacancy not filled by the directors. "Any appointment to fill the unexpired term of a director shall be limited to one time." Approved by Board action, 2-8-08.

Section 4. Removal.

Any director may be removed at any time with or without cause by a vote of a majority of the members entitled to vote at an election of directors. In addition, any director may be dismissed for failure to perform by a majority vote of the Board of directors.

ARTICLE VI. - MEETINGS OF DIRECTORS

Section 1. Organization Meeting.

An organization meeting of the Board of Directors shall be held either within or without the State of North Carolina, at a call of majority of the directors, for the purpose of adopting bylaws, electing officers and the transaction of such other business as may come before the meeting. The directors calling the meeting shall give at least three (3) day's notice thereof by mail to each director so named, which notice shall state the time and place of the meeting, unless notice is waived as herein provided.

Section 2. Regular Meetings.

A regular meeting of the Board of Directors shall be held without other notice than this bylaw immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide, by resolution, the time and place within the State of North Carolina for the holding of additional regular meetings without other notice than such resolution.

Section 3. Special Meetings.

The President or any two directors may call special meetings of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place within the State of North Carolina as the place for holding any special meeting of the Board of Directors called by them.

Section 4. Notice of Special Meetings.

Notice of special meetings of the Board of Directors shall be given to each director not less than two (2) days before the date of the meeting and by any usual means of communication. Neither the business transaction at, nor the purposes of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 5. Waiver of Notice.

Attendance of a director at a meeting of the Board of Directors shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6. Quorum.

A majority of the number of directors fixed by these bylaws shall constitute a quorum for the transaction of business.

Section 7. Manner of Acting.

Except as otherwise provided in these bylaws, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 8. Presumption of Assent.

A director of the association who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless the contrary vote is recorded or the dissent is otherwise entered in the minutes of the meeting or unless the member shall file a written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof shall forward such dissent by registered mail to the Secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 9. Rules

Except as otherwise provided in the bylaws, meetings of the association and the executive board shall be conducted in accordance with the most recent edition of Robert's Rules of Order.

ARTICLE VII. – OFFICERS

Section 1. Election

Immediately after the annual meeting, the Board of Directors shall meet and elect a President, a Vice President and Secretary and a Treasurer and such other officer or officers as they may see fit to elect. Such officers shall hold offices until their successors are elected and qualified. The Board of Directors will, at all times, have and retain the right to declare any office vacant and elect a successor to hold office until the next annual meeting and thereafter until a successor is elected and qualified. The Board of Directors shall also, at all times, have the right to fill for the un-expired term any vacancy on the Board.

Section 2. Officers of the Association.

The officers of the association shall consist of a President, a Secretary, Treasurer, and such Vice Presidents, Assistant Secretaries, Assistant Treasures, and other officers as the Board of Directors may from time to time elect. The same person may at the same time hold any two of the above-named offices except the offices of President and Treasurer, President and Secretary ~~or, President and Assistant Treasurer or~~ President and Assistant Secretary.

Section 3. Election and Term.

The Board of Directors shall elect the officers of the association annually. Each officer shall hold office until death, resignation, retirement, removal, disqualification, or a successor shall have been elected and qualified. No person shall hold the office of President for more than two terms. When a Vice President assumes the presidency due to the president leaving the office before the expiration of the term the total number of months served as President shall not exceed 30 consecutive months. A person having served two consecutive terms as President will become eligible to serve as President after 12 consecutive months.

Section 4. Removal of Officers and Agents.

Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the association will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 5. Bonds.

The Board of Directors may by resolution require any officer, agent or employee of the association to give bond to the association, with sufficient sureties, conditioned on the faithful performance of the duties of their respective office or position, and to comply with such other conditions as may from time to time be required by the Board of Directors.

Section 6. Control of the Association.

Control of the association and powers related to the neighborhood remain with the majority shareholder/developer of the Taylor Glenn Subdivision/Neighborhood. The duties set forth are for the functions adopted and granted to the association board by consent of the majority shareholder/developer. The majority shareholder/developer maintains the right to negate and/or nullify decisions rendered by the board until the control of the association has been relinquished to the homeowners. This section shall cease to have effect at the time the majority shareholder/developer relinquishes control of the Association.

ARTICLE VIII. – DUTIES OF OFFICERS OF THE ASSOCIATION

Section 1. President.

- a) The President shall preside at all meetings of the members and the Directors and shall have general charge and control over the affairs of the association subject to such regulations and restrictions, as the Board of Directors shall, from time to time, determine.
- b) The President shall be the principal executive officer of the association and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the association. The President shall, when present, preside at all meetings of the association. The President shall sign, with the Secretary, Assistant Secretary, or any other proper officer of the association thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws to some other officer or agent of the association, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Section 2. Vice-President.

- a) The Vice-President shall perform such duties as may, from time to time, be assigned by the Board of Directors and in the case of the death, disability or absence of the President, shall be vested with all the powers and perform all of the duties of the President, including presiding at meetings of the members and at meetings of the Board of Directors.
- b) In the absence of the President or in the event of the President's death, inability or refusal to act, the Vice Presidents in the order of their length of service as Vice Presidents, unless otherwise determined by the Board of Directors, shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned by the President or Board of Directors.

Section 3. Secretary.

- a) The Secretary will countersign all documents of the association, shall keep a record of the meetings of the members and of the Board of Directors, shall have custody of all books, records and papers of the association, except such as shall be in the charge of the Treasurer or such other person authorized to have charge thereof by the Board of Directors and shall perform such other duties as may, from time to time, be assigned by the Board of Directors.
- b) The Secretary shall: (a) keep the minutes of the meetings of shareholders, of the Board of Directors and of all Executive Committee; in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (c) be custodian of the association records; (d) keep a register containing the name and the post office address of each member which shall be furnished to the Secretary by such member; and (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors.
- c) In the absence of the Secretary or in the event of the Secretary's death, inability or refusal to act, the Assistant Secretaries in the order of their length of service as Assistant Secretary, unless otherwise determined by the Board of Directors, shall perform the duties of the Secretary, and

when so acting shall have all the powers of and be subject to all the restrictions upon the Secretary. They shall perform such other duties as may be assigned to them by the Secretary, by the President, or by the Board of Directors.

Section 4. Treasurer.

- a) The Treasurer shall serve as the board's primary contact with the property management company regarding financial matters/process and shall review related financial documents. Specific responsibilities include a monthly review of financial statements; a quarterly review of the all bank reconciliations; a quarterly review of all disbursements; and, a quarterly review of all bank statements.
- b) The Treasurer shall submit a quarterly report of findings to the Board with recommendations as appropriate.
- c) The Treasurer shall perform such other duties as may be assigned to them by the President or by the Board of Directors.

ARTICLE IX. - GENERAL PROVISIONS

Section 1. Amendments.

Except as otherwise provided in this section these bylaws may be amended or repealed and new bylaws may be adopted by the affirmative vote of a majority of the directors then holding office at any regular or special meeting of the Board of Directors. The Board of Directors shall have no power to adopt a bylaw: (1) requiring more than a majority of members for a quorum at a meeting of members or more than a majority of the votes cast to constitute action by the members, except where higher percentages might be required by law or the Declaration; (2) classifying and staggering the election of directors; (3) providing for the management of the association otherwise than by the Board of Directors. No bylaw adopted or amended by the members shall be altered or repealed by the Board of Directors.

Section 2. Funds.

All donations and bequests and income to and of this association shall at all times and forever be and remain appropriates, secured, made use of and expended in the support and for the benefit of the Taylor Glenn community neighborhood. Directors, as such, shall not receive any stated salaries for their services.

Section 3. Dissolution.

In the event of dissolution of the association, the residual assets of the association will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purpose. This section may not be amended or repealed.

ARTICLE X. - COMMITTEES AND DELEGATIONS

Section 1. The President may appoint delegates to civic organizations and may designate members to represent the Association concerning issues within its purview.

Section 2. The President shall establish such committees as are required: regular chairs shall be appointed for any committee so established. The creation of all committees and the appointment of committee chairs shall be announced at the subsequent Association meeting and in the Association's newsletter and/or web site.

Section 3. Chairs shall convene committees to investigate matters within their purview and report on them to the Association. Committee meetings are open to all members of the Association; the date and location of committee meetings shall be announced at regular Association meetings when possible.

Section 4. A member introducing any subject to the Association that is then referred to a committee shall have the right to appear before that committee before a final report is prepared and presented to the Association.

ARTICLE XI. – ADJUDICATORY PANEL

Section 1. The Board of Directors shall appoint the adjudicatory panel. The panel shall be composed of members of the association who are not officers of the Board of Directors. A homeowner under adjudication may not serve on the panel. If the Board fails to appoint an adjudicatory panel to hear such matters, hearings shall be held before the full executive board.

Section 2. The homeowner charged shall be given notice of the charge, opportunity to be heard and to present evidence, and notice of the decision.

Section 3. The adjudicatory panel shall determine if any homeowner should be fined or if community privileges or services should be suspended pursuant to the powers granted to the Association.

Section 4. The procedure for the imposition of fines or suspension of community privileges or services is delineated below:

- a) 1st notice – A notice shall be mailed to the homeowner identifying the alleged violation with a specific date of required correction (30 calendar days from date of notice).
- b) 2nd notice – If no corrective action has been taken, a second letter shall be sent that:
 - i. informs the violator of a hearing;
 - ii. states the time and date of the hearing (not less than 10 calendar days from the date of the 2nd notice);
 - iii. states that a fine or suspension of community privileges or services may be imposed.
- d) A hearing shall be held to provide the homeowner who has been given notice of the charge an opportunity to be heard and to present evidence. The Adjudicatory Panel shall decide the case after the homeowner has left the hearing and shall notify the homeowner of the decision.
 - i. If it is decided that a fine should be imposed, a fine not to exceed one hundred dollars (\$100.00) may be imposed for the violation and without further hearing, for each day more than five days after the decision that the violation occurs. Such fines shall be assessed by liens under General Statutes (G.S. 47F-3-116).
 - ii. If it is decided that a suspension of community privileges or services should be imposed, the suspension may be continued without further hearing until the violation or delinquency is cured.
- e) The homeowner may appeal the decision of an adjudicatory panel to the full executive board by delivering written notice of appeal to the executive board within 15 days after the date of the decision. The executive board may affirm, vacate, or modify the prior decision of the adjudicatory body.
- f) An assessment may be levied against a unit remaining unpaid for a period of 30 days or longer and shall constitute a lien on that unit when filed of record in the office of the clerk of superior court of the county in which the unit is located in the manner required. Except for fines assessed under G.S. 47C-3-107.1, interest on unpaid fines and attorneys' fees allowed for the collection of fines, the association's lien may be foreclosed in like manner as a mortgage on real estate under power of sale under Article 2a of Chapter 45 of the General Statutes.

- g) An association may not foreclose an association assessment lien as provided above if the debt securing the lien consists solely of fines imposed by the association, interest on unpaid fines, or attorneys' fees incurred by the association solely associate with fines imposed by the association. The association, however, may enforce the lien by judicial foreclosure as provided in Article 29A of Chapter 1 of the General Statutes.
- h) A lien for unpaid assessments is extinguished unless proceedings to enforce the lien are instituted within three years after the docketing thereof in the office of the clerk of the superior court.

