

BY-LAWS OF THE RESERVE AT HOLLY RIDGE HOMEOWNERS ASSOCIATION

These By-Laws of The Reserve at Holly Ridge Homeowners Association are made and effective March 28, 2013.

1. ORGANIZATION

- A. The name of the organization shall be The Reserve at Holly Ridge Homeowners Association.
- B. The organization may at its pleasure by a vote of the membership body change its name.

2. PURPOSES

The following are the purposes for which this organization has been organized: to maintain common areas and common area facilities. Common areas and facilities shall include the portion of the property owned, in undivided interest, by all the owners as set forth in the Declaration of Covenants Conditions and Restrictions and map of the project referred to herein below, and any and all real property, together with improvements, fixtures and appurtenances thereto, all fixtures and personal property, all rights and privileges, and such other possessory or use interests in land or facilities owned by or available for use by the association.

3. MEMBERSHIP

Membership in this organization shall mean and refer to every person or entity who is an owner of a lot in The Reserve at Holly Ridge as shown in Map Book 64 Page 2 of the Onslow County, NC Registry and all successive phases as defined in the Declaration of Restrictions recorded in the Office of Register of Deeds Onslow County North Carolina, and membership in the association shall be limited to the owners of those lots.

4. MEETINGS

- A. The annual membership meeting of this organization shall be held on the 15th of November of each year unless otherwise determined by the board of directors.
- B. The Association shall cause to be mailed to every member in good standing at his address as it appears in the membership roll book in this organization a notice telling the time and place of such annual meeting. Notice shall be delivered to all members no less than (14) fourteen nor more than (30) thirty days before the date of any members meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the officers or persons calling the meeting, to each member 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.
- C. In the case of a Special Meeting, the notice of meeting shall specifically state the purpose or purposes for which the meeting is called.
- D. Regular meetings of this organization shall be held at a location determined by the President of the Board of Directors.
- E. The presence of not less than 10% of the members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting for a

period of not more than (3) three weeks from the date scheduled by these By-Laws and the Association shall cause a notice of this re-scheduled meeting to be sent to all members. A quorum as herein before set forth shall be required at any adjourned meeting.

- F. Special meetings of this organization may be called by the president when he deems it for the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least (14) fourteen days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called and the business to be transacted at such meeting. At the request of a majority of the members of the Board of Directors or a majority of the members of the organization, the president shall cause a special meeting to be called but such request must be made in writing at least (14) fourteen days before the requested scheduled date.
- G. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

5. VOTING

- A. There shall be appurtenant to each lot a total of one vote for the members who are owners of that lot. It is the intent that each lot will have only one vote regardless of the number of members who claim an ownership interest in that lot. If more than one person owns a lot, they shall file a certificate with the Secretary naming the person authorized to cast votes for that lot. If the same is not on file with the Secretary, the vote of any co-owner present at the meeting shall be accepted as the vote of all co-owners of each lot.
- B. At any meeting of the members, every member having the right to vote shall be entitled to vote in person or by proxy. A proxy must be in writing and filed with the Association not later than the time that meeting is called to order. Every proxy shall be revocable and shall automatically be revoked when the person who appointed the proxy attends the meeting or ceases to have voting privileges in the association. Votes represented by proxy shall be counted in determining the presence or absence of a quorum at any meeting.

6. BOARD OF DIRECTORS

- A. The business of this organization shall be managed by a Board of Directors consisting of (3) three members, together with the officers of this organization. All of the directors elected shall be a resident of the State of North Carolina and a citizen of United States.
- B. The directors shall be elected at the annual meeting of this organization beginning after the declarant control has expired. Each director shall serve for a term of (3) years, except the first board of directors shall have staggered terms, one for 1 year, one for 2 years, and one for 3 years.
- C. The Board of Directors shall have the control and management of the affairs and business of the association.
- D. A majority of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held periodically at times and dates to be determined by the directors.
- E. Each director shall have one vote and such voting may not be done by proxy.
- F. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
- G. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the vacant term.

- H. The President of the organization by virtue of his office shall be Chairman of the Board of Directors.
- I. The Board of Directors shall select from one of their members a secretary.
- J. A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.
- K. The first Board of Directors shall consist of one Director, who shall be **Lionel Mark Yow** who shall hold office and exercise all powers of the Board.
- L. Not later than the termination of Declarant control, the lot owners shall elect an Executive Board of at least (3) three members, all of whom must be lot owners.

7. OFFICERS

- A. The initial officers of the organization shall be as follows:

PRESIDENT – LIONEL MARK YOW
VICE PRESIDENT – CY ALEXANDER

[SECRETARY]
TO BE DETERMINED

[TREASURER]
TO BE DETERMINED

- B. The President shall preside at all membership meetings. He shall by virtue of his office be Chairman of the Board of Directors and shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.
- C. The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.
- D. The Secretary shall keep the minutes and records of the organization in appropriate books. Unless delegated to a professional agent, it shall be his duty to file any certificate required by any statute, federal or state, give and serve all notices to members of this organization, be the official custodian of the records and seal, present to the membership at any meetings any communication addressed to him as Secretary of the organization, submit to the Board any communications which shall be addressed to him as Secretary of the organization and attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.
- E. The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause to be deposited in a regular business bank or trust company a sum not exceeding (\$ amount to be determined) and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state. He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting. He shall exercise all duties incident to the office of Treasurer and may assign some of all of the duties described herein to a professional managing agent.

F. Officers shall by virtue of their office be members of the Board of Directors.

G. Neither officer nor any member of the board shall for reason of his office be entitled to re salary or compensation. However, any officer or board member may be reimbursed expenses as long as such expense receives approval of the Board and is within the Association budget.

8. COMMITTEES

All committees of this organization shall be appointed by the Board of Directors and their term of office s a period of one year or less if sooner terminated by the action of the Board of Directors.

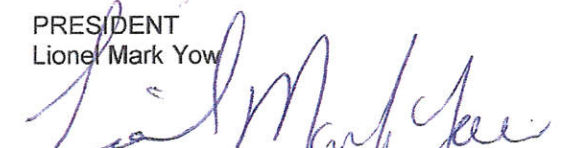
The permanent committees shall be: TO BE DETERMINED

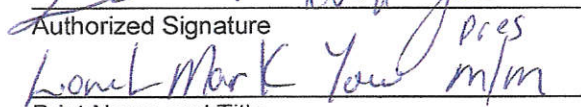
9. AMENDMENTS

These By-Laws may be amended by a majority vote of the members at meeting called for that purpo which a quorum is present.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the date first above writte

PRESIDENT
Lionel Mark Yow

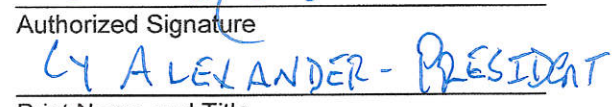


Authorized Signature


Print Name and Title

VICE PRESIDENT
Cy Alexander



Authorized Signature


Print Name and Title

SECRETARY

Authorized Signature

Print Name and Title

TREASURER

Authorized Signature

Print Name and Title