

Wingate Homeowners Association Bylaws

Article I. Name and Location

This association shall be known as the Wingate Homeowners Association. The principal office of the association shall be located at the residence of the President of the association.

Article II. Mission Statement

The purpose of this association shall be:

- Promoting and preserving the unique nature of Wingate and encouraging community interaction
- Holding an annual meeting
- Publishing a roster of homeowners
- Preparing an annual budget and sending the annual dues statement to homeowners
- Paying bills (including charges for entrance lighting and landscaping, state incorporation, liability insurance, meeting room rent and supplies, and other approved expenses)
- Publishing newsletters on a frequency determined by the Board of Directors
- Acting as the Architectural Control Committee as required by the covenants associated with each lot
- Maintaining the Wingate web site for communication of news and information to homeowners.

Article III. Membership

Voting membership shall consist of homeowners of lots in Wingate who have paid association dues for their property in that year. Voting members will be provided a printed roster upon receipt of their dues. Voting members shall have one vote per household.

Dues are seventy five dollars (\$75.00) for voting members for each association year, which is from January 1 to December 31 of each year.

Article IV. Officers

Section 1. Titles of Elected Officers

The officers who shall comprise the Board of Directors of the association are President, Vice-President, Treasurer, Secretary, and three Members-at-Large. There is no pay for officers.

Section 2. Officer Qualifications

All officers must be owners of property in Wingate and must be voting members in good standing with the association.

Section 3. Nominations and Elections

At the regular January Board meeting, a nominating committee will be established of three members of the Board or other voting members of the association. The nominating committee presents the slate of officer candidates at the annual meeting with additional nominations accepted from the floor.

Section 4. Ballot Election and Term of Office

The election shall be by ballot; however, when there is only one candidate for each open officer position, the Secretary may then cast the ballot for the association. All votes will be counted at the annual meeting. The newly elected officers will be installed as the last order of business at the annual meeting and will assume their duties at the next Board meeting. Terms are for 2 years, with 3 officers elected one year and 4 officers elected the next year.

Section 5. Board Meetings

The Board will meet monthly except July and December, at the discretion of the Board. The agenda of each meeting will be sent to Board members by email. Board meetings are open to all homeowners; contact the President in advance of a Board meeting to be added to the agenda. Minutes will be taken at the Board meeting and will be available to the membership. In some cases, minutes may have personal identifying information redacted for the sake of privacy (e.g., dispute resolution between neighbors). A quorum is one-half of the Board members. A vote to pass requires a majority of Board members present.

Section 6. Architectural Control Committee

The Board will serve as the Architectural Control Committee pursuant to the covenants associated with each lot.

Section 7. Vacancies

If an elected Board member resigns before the term expires, she/he must do so in writing. The President will then appoint a member, with approval of the Board, to take the office for the remainder of the term.

Article V. Duties of Elected Officers

Section 1. President

The President shall: preside at all meetings of the association; chair the Board meetings; appoint chairs of standing and temporary committees; be an ex-officio member of all committees except the nominating committee; and keep a record of the

paid voting membership. It is recommended that the President serve one year on the Board prior to serving as President.

Section 2. Vice President

The Vice President shall assist the President and serve in absence of the President.

Section 3. Treasurer

The Treasurer shall keep an account of all association money, and receive and pay all bills, including the annual liability insurance premium. The Treasurer will prepare an annual budget to be reviewed at the January Board meeting and presented at the March annual meeting for approval by the voting membership. The Treasurer's books will be audited annually by the President and one other Board member. The Treasurer will keep a record of all dues paid and maintain the list of eligible voting membership.

Section 4. Secretary

The Secretary shall keep the minutes of the Board meetings and the annual meeting of the association. The minutes will be forwarded to the web master for posting on the Wingate website.

Section 5. Members-at-Large

The Members-at-Large fulfill roles as needed by the Board. Preferably, Members-at-Large reside in more than one division of Wingate in order to best represent the entire community.

Article VI. Membership Meetings

Section 1. Annual Meetings

The annual membership meeting will occur each spring, generally on the second Wednesday of March. At least ten (10) days before the meeting, the agenda, location, and time will be posted at the entrances and on the Website; annual meeting information will also be included in the first newsletter of the year.

Section 2. Special Meetings.

Special meetings of the membership may be called at any time by the President or by a majority of the Board, or upon written request of at least forty (40) homeowners. At least ten (10) days before the meeting, the agenda, location, and time will be posted at the entrances and on the Website; special meeting information may also be included in a newsletter or special mailing to homeowners.

Section 3. Quorum

Twenty (20) percent of the voting membership shall constitute a quorum for transacting association business. Each eligible household with a voting member in attendance or represented by proxy will have one vote. Written and signed proxies sent prior to a

membership meeting by mail or email to the President will be counted toward the quorum count and to any vote(s) taken at the meeting. Votes are carried by a simple majority.

Article VII. Parliamentary Authority

Robert's Rules of Order (latest edition) shall be the authority and govern this association in its business procedures on all points not covered by the association's bylaws.

Article VIII. Amending the Bylaws

The association bylaws may be amended at any annual or special meeting providing that notice is given at a Board meeting and then sent to all homeowners by the Secretary no less than thirty (30) days before the meeting. Notification can be made by mail or email. A vote to pass an amendment to the bylaws requires a simple majority of all voting members present or represented by proxy.

Article IX. Books and Records

The books, records, and papers of the association shall, during reasonable business hours, be made available for inspection by any voting member at the principal office of the association.

Article X. Dissolution

Previous notice and a two-thirds vote of the membership can dissolve this association. After all outstanding bills are paid, the Board will dispose of the remaining association money by: 1) paying for continued entrance lighting and landscaping until available funds are depleted, and/or 2) making donations to charities of their choice which qualify under Section 501(C) (3) of the U.S. Internal Revenue Code of 1954 (or the code that has replaced this code).

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Notes:

- 1) These updated Wingate Homeowners Association Bylaws were approved by majority vote of the membership during the special meeting held on October 12, 2011.
- 2) Annual membership dues were increased from \$50/year to \$75/year effective January 1, 2017, as approved by majority vote of the membership during the annual meeting held on March 16, 2016.