

Board of Directors – Powers and Duties

Powers. The board of directors shall have power to:

- (a) Exercise on behalf of the Association all powers, duties and authority vested in or delegated to the Association and not specifically reserved to the membership by the Declaration, Articles of Incorporation, or by other provision of these Bylaws.
- (b) Declare the office of a Member of the board of directors to be vacant in the event that such Member is absent from three (3) consecutive regular meetings or the board of directors.

Duties. It shall be the duty of the board of directors to:

- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at each annual meeting, or at any special meeting at which such a statement is requested in writing by one-fourth of the Class A members entitled to vote thereat.
- (b) Supervise all officers, agents, and employees of the Association and see to it that their duties are properly performed;

Officers and their Duties

President. The president shall preside at all meeting of the board of directors; shall see that orders and resolutions of the board are carried out; and shall sign all leases, mortgages, deeds and other instruments.

Vice president. The Vice President shall act in the place 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. The secretary shall record the votes and keep the minutes of all meeting and proceedings of the board and of the Members' keep the corporates seal of the Association and affix it to all papers to requiring; serve notice of meetings of the board and of Members; keep appropriate current records showing the members of the Association together with their address; and perform such other duties as may be required by the board or by law.

Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all funds of the Association, and shall disburse such funds as directed by resolution of the board of directors; shall keep proper books of account; and shall prepare an annual budget and statement of income and expenditures, a copy of which documents shall be delivered to each member, and a report on which shall be given at the regular annual meeting of Members.

Board of Directors Election: Election to the board of directors shall be by secret written ballot unless dispensed by unanimous consent of those voting. At such election the members then entitled to vote therefor or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provision of the Declaration and Articles of Incorporation. Persons receiving the largest number of votes shall be elected. Cumulative voting shall not be permitted.

Election of Officers: The election of officers shall take place at the first meeting of the board of directors following the annual meeting of members.

Term: The **Officers of the Associations** shall be elected annually by the board. Each shall hold office for a term of one (1) year unless he shall sooner resign or shall be removed or otherwise disqualified. The **Board of Directors** shall be elected at annual meeting, the members entitled to vote shall elect three Directors for a term of one year and until their respective successors shall be elected.

Quorum: The presence at the meeting, in person or by proxy, members entitled to cast a majority of the votes of each class of the membership then entitled to vote shall constitute a quorum for authorization of any action by such class, except as may otherwise be provided in the Declaration, the Articles of Incorporation, or these bylaws. If a quorum is not present at any meeting, the members entitled to vote there at shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

Vacancies: A vacancy in any office may be filled by appointment of the board. The officer appointed to such vacancy shall serve for the unexpired term of the officer he replaces.