

# **BY-LAWS OF THE ENGLISH MEADOWS NEIGHBORHOOD ASSOCIATION**

## **Article One** **General Purpose**

The Association is a non-profit organization and its objectives and purposes are:

- (1) To form and organize a neighborhood watch program.
- (2) To promote and encourage the friendship and fellowship of neighbors.
- (3) To collect annual dues and manage the finances of the organization thereof.

## **Article Two** **Membership and Dues**

**Section 1, Membership:** The members of the Association shall be of one class. The qualification for membership is that each be a resident within the boundaries of the English Meadows, Poplar Pike Woods, McVay Gardens, Monterrey Villa, Sunset Rd., Knoll Lane, McVay Gardens and Rolling Valley subdivisions in Germantown, Shelby County, Tennessee.

Each member of this neighborhood association shall be bound by and shall observe the terms and provisions of the by-laws of the Association.

**Section 2, Application:** Any person interested in becoming a member of the Association shall submit a signed application to the Association. After payment of required dues, the applicant shall then become a member of the Association.

**Section 3, Dues:** The Association members shall have the right to levy dues upon themselves as determined by a majority vote of the members of the Association. Dues shall be payable in advance on the first day of January of each year and have been assessed at the amount of \$15.00 per year per household. Dues of a new member shall be prorated at the discretion of the Board.

**Section 4, Voting Rights:** Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members. The majority vote of the members present shall govern all matters.

### **Section 5, Termination or Resignation:**

- (1) Membership shall be automatically terminated upon change of residency outside the Association's boundaries.
- (2) When any member is in default in the payment of dues for a period fixed by the Officers, their membership shall be terminated.
- (3) No person while a member or upon termination of membership for any cause may demand or be entitled to a return of any monies held by the Association as all funds shall be considered as the sole property of the Association.

**Section 6, Transfer of Membership:** Membership in this association is not transferable or assignable.

**Article Three**  
**Authority**

**Section 1, Officers:** The officers of the Association shall be President, Vice-President, Secretary, and Treasurer. These officers shall be elected at the annual meeting by a majority vote of the members present in good standing.

- (1) The president shall preside over the meetings, supervise the affairs and see to the discharge of its functions and coordination of its activities.
- (2) One or more vice presidents shall assume the duties of the president if the president is unable to fulfill its duties.
- (3) The secretary shall keep the minutes of all meetings and perform all the duties incident to the office of secretary.
- (4) The treasurer shall keep the financial records and books of accords.

**Section 2, Term of Office:** The term of office of the officers of the Association shall begin the transition immediately following their election and will assume their responsibilities at the first official board meeting following their election. The term of office shall continue for one year or until a successor is elected or until the office is vacated for any reason.

**Section 3, Liability:** The officers of the Association shall not be liable to the Association of any mistake of judgments or acts or omissions made in good faith while acting in their capacity as officers. The Association shall indemnify and hold harmless the officers against all contractual liability to others arising out of contracts made by them. In the event of any disagreement between members of the Association relating to the use or operation of common property or any questions of interpretation or application of the by-laws of the Association, the determination thereof by the officers shall be final and binding on each and all such members of the Association.

**Section 4, Committees:** The officers may designate one or more committees, each of which consists of one or more directors, which committees shall have and exercise the authority of the officers in the management of the Association.

**Section 5, Expenditures:** Any item of expense deemed as necessary by the officers and board of the Association up to the amount of \$250.00 may be authorized by two (2) officers of the Association. Expenditures above the amount of \$250.00 shall require the approval of a majority of members present at a meeting, and upon approval of that majority shall be considered approved by all members of the Association.

**Article Four**  
**Meetings**

**Section 1, Annual Meeting:** A quarterly meeting of the members shall be held at a location so designated by the officers in the months of April, July and October in each year, beginning with the year 2001, for the purpose of conducting such business as may come before the membership. An annual meeting of the members will be conducted in the month of January each year, beginning with the year 2001, for the purpose of electing officers and for the transaction of such other business as may come before the meeting.

**Section 2, Special Meetings:** Special meetings of the voting members may be called at any time by the president for the purpose of considering matters which by the terms of these by-laws require the approval of all or some of the voting members, or for any other reasonable purpose. In the case of an emergency meeting and upon the unavailability of the president, any elected officer of the Association may call such an emergency meeting.

Section 3, Notice of Meetings: Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meetings not less than five (5) nor more than twenty (20) days before the dates of such meetings by or at the direction of the president or the secretary or the officers calling the meeting. The purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the Association.

**Article Five**  
**Books and Records**

The Association shall keep correct and complete books and records of account and shall also keep minute books of the proceedings of its members, officers, or committees, and shall keep, at the principal office, a record giving the names and addresses of the members entitled to vote, all books and records of the Association. Such books and records of the Association may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time.

**Article Six**  
**Amendment of by-laws**

These by-laws may be altered, amended, or repealed and new by-laws may be adopted by a majority vote of the members present at any regular meeting or at any special meeting, if at least five (5) days written notice is given of intention to alter, amend, or repeal or to adopt new by-laws at such meeting.

**CERTIFICATION**

I certify that these By-Laws were amended at the organizational meeting of the Association held on the 20<sup>th</sup> day October, 2003

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Zea Knight, Corresponding Secretary