

**RAVENWOOD FOREST  
ASSOCIATION  
BYLAWS**

ARTICLE 1 NAME

Section 1.01: NAME. The name of this Association shall be Ravenwood Forest Association, hereafter referred to as the Association, located in Ravenwood Forest subdivision in the County of Henderson, Horse Shoe, North Carolina.

ARTICLE 2 PURPOSE

Section 2.01: PURPOSE. The purpose of this Association shall be as follows:

- 1) To promote cooperation in all matters of interest to property owners in said subdivision and to facilitate and expedite their interest in developing a better community and individual relationship.
- 2) To do all things necessary and within its scope of authority for the advancement and welfare of its members.
- 3) To receive, on behalf of the Association, any money, contribution, grant, gift, bequest or devise for any general purpose or for any special purpose of the Association.

ARTICLE 3 MEMBERSHIP

Section 3.01: ELIGIBILITY FOR MEMBERSHIP. Membership and conditions of membership in this Association are fully established as follows:

- 1) The owner or renters of any lot or lot and home in Ravenwood Forest subdivision or Ravenwood Meadows subdivisions by an individual, partnership, corporation.
- 2) Any person, partnership, corporation, or other entity shall have ( 1 ) one membership, whether one or more lots are owned. Execution of the deed conveying a lot in this subdivision by a member, or divesting his title (whether by foreclosure for taxes, execution of sale, or otherwise) shall constitute the consent and conveyance of this membership in the Association by the member without further compensation by this Association.

ARTICLE 4 ELECTION OF DIRECTORS

Section 4.01: PURPOSE AND NUMBER. The business and affairs of the Association shall be managed by a Board of Directors. There shall be not less than five (5) nor more than nine (9) directors of this Association, each of whom shall be a lot owner *and a paid member of the Association.*

Section 4.02: NOMINATION BY NOMINATING COMMITTEE. Directors shall be nominated by a committee appointed by the President.

Section 4.03: NOMINATIONS FROM THE FLOOR. Once a quorum is established, and at the appointed time, the President will open the floor for nominations. Paid members in good standing may nominate any qualified individual (including self-nominations) as a candidate for election to the board. A member need not be recognized by the chair of the meeting in order to make a nomination and no second is required. The nomination is valid provided the nominee is qualified for election to the board. Nominees must be present to accept or decline the nomination.

Nominees may remain in the meeting during floor nominations, voting, and counting. Care should be taken that floor nominees meet the requirements stated in the bylaws. To prevent the problem of a nominee being elected who is not eligible, it's a good practice to present members with an eligibility list prior to taking floor nominations.

Section 4.04: ELECTION AND TERM. Directors shall be nominated by a committee appointed by the President. A majority vote of the paid membership present at the annual meeting shall then decide the directors from this group of nominees. Terms shall be for three (3) years and until their successors in office are duly elected. Directors may be elected to succeed themselves in office.

Section 4.05: REMOVAL: Any director may be removed at any time with or without cause by a vote of the members at a meeting held in accordance with these Bylaws.

Section 4.06: VACANCIES: Any vacancy occurring in the Board of Directors because an elected or appointed Director surrenders their directorship, shall be filled by the Board of Directors. A Director thus appointed shall serve for the unexpired term of their predecessor.

Section 4.07: POWERS AND DUTIES: All of the powers and duties of the Association shall be exercised by the Board subject to the annual vote of the membership and these Bylaws.

## ARTICLE 5 OFFICERS

Section 5.01: OFFICERS. The Association shall have the following officers:

- 1) President,
- 2) Vice-President,
- 3) Secretary, and
- 4) Treasurer.

Section 5.02: ELECTION OF OFFICERS. The election of Officers shall be made by and from the Board of Directors, by a majority vote of the Directors. They must be owners in the subdivision with all dues and assessments paid.

Section 5.03: TERM OF OFFICER. The Officers shall serve a one-year term, with no limitations on future terms.

Section 5.04: DUTIES. The duties of the Officers are as follows:

- 1) The PRESIDENT shall preside over all meetings the Association and of the Board, represent the Association on public occasions, and make such committee appointments from the membership as shall be deemed advisable for the effective conduct of the work of the Association.
- 2) The VICE-PRESIDENT shall assist the President as the President requests, and represent the Association on appropriate occasions. The Vice-President shall also, in the absence or disability of the President, perform the duties and exercise the powers of the President of the Association.
- 3) The SECRETARY shall keep attendance records and record the proceedings of all meetings, maintain adequate records of the Association activities, and conduct such official correspondence as shall be required.
- 4) The TREASURER shall collect, safeguard, disburse and make periodic reports of all funds collected in the name of the Association. Maintain records needed to accurately complete and submit on a timely basis the annual Form 1120-H to the IRS.
- 5) The duties of the officers shall not be limited as enumerated above, but they may discharge in addition such duties as are assigned by the Association membership.

Section 5.06: EXECUTION OF AGREEMENTS. Unless so authorized, no officer shall have the power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render if liable pecuniarily for any purpose or in any amount.

Section 5.07: COMPENSATION. No Officer shall be compensated for their service in such capacity, but may be reimbursed for out-of-pocket expenses incurred in performing their duties.

Section 5.08: VACANCIES AND REMOVAL FROM OFFICE: Any Officer may be removed by a majority vote of the Board of Directors (excluding the Officer to be removed). Upon the death, removal, resignation, or incapacity of an Officer, a majority of the Board of Directors shall elect a successor.

## ARTICLE 6 MEETINGS

Section 6.01: PLACE OF MEETINGS: Meetings of the members shall be held at such place within Henderson County, North Carolina as may be designated from time to time by the Board. In the event of any emergency that might preclude face-to-face meetings of the Association (e.g., pandemic, flood), the Association Board may call for a virtual meeting of the association. Videoconferencing/phone/internet or like meeting acquisition links and clear instructions shall be provided by internet, email, text or like means at no cost to the members in a timely manner of at least one month in advance of the meeting date. *Members “opt in” by providing the Association with their electronic contact information. Members may also appoint a proxy via electronic record that includes the member’s electronic signature or is sent through their designated email address.*

Section 6.02: ANNUAL MEETING: An annual meeting of the Association shall be held in the month of

April of each year, if possible, for the purpose of electing directors, establishing dues, and approving the budget for the ensuing year.

**Section 6.03: SPECIAL MEETINGS:**

1) “Called” meetings of the members may be initiated by the Board of Directors or by written request signed by at least twenty (20) percent of the resident members in good standing. Such written request shall be delivered to the President and shall state the purpose for which the “called” meeting is requested. (1994 Bylaws)

2) A Special Meeting of the Board of Directors, may be called at anytime by the President. A simple Majority will constitute a quorum of the Board.

**Section 6.04: A QUORUM** shall consist of fifty (50) percent of the RESIDENT voting membership at the time of the meeting, provided that the existence of a proxy vote by an absent Resident member shall be considered as present in determining the quorum. (1994 Bylaws)

**Section 6.05: NOTICE OF MEETINGS:** An electronic e-mail, text, or like internet communication concerning each meeting, stating the place, day, and hour of the meeting, shall be sent to the alternative (other than postal mail) means to the member’s contact information by the Secretary or other Board member as designated of the Association, or by the person authorized to call the meeting at least seven (7) days before the date named for the meeting. Members who wish to receive a physical mailing must “opt in” by selecting that option annually via email, text or like communication to the Association Secretary by January 1 of each year. Only those items on the published notice may be voted on at the meeting. Any topic may be raised for discussion during the “For the Good of the Order” segment of the agenda.

**Section 6.06: PARLIAMENTARY AUTHORITY:** Robert’s Rules of Order shall govern the conduct of the association proceedings when not in conflict with the Declaration of Restrictive Covenants, these Bylaws or any statutes of the state of North Carolina applicable thereto. The President shall have the authority to appoint a parliamentarian.

## ARTICLE 7 RULES AND REGULATIONS

**Article 7.01: RULES:** The Association shall adopt such rules and regulations as may be necessary to accomplish its purposes, provided that they may be amended at any meeting without previous notice by a MAJORITY VOTE.

**Article 7.02: AUTHORIZATION TO ESTABLISH COMMITTEES:** The President shall appoint such committees as deemed necessary for the proper and efficient function of the Association. Each such committee shall include at least one Director who shall act as chairman.

## ARTICLE 8 FINANCES

Section 8.01: DUES AND ASSESSMENTS: Annual dues and assessments (as necessary) shall be determined by the Board of Directors and approved by the members at the annual meeting. Each member shall pay dues and assessments (as necessary) annually. Dues and assessments shall be charged to members in April and due by May 1 of each year. Such dues and assessments shall be paid to the Treasurer until dispersed as properly provided by the Association.

Section 8.02: FAILURE TO PAY DUES OR ASSESSMENTS: Failure to pay dues or assessments within thirty (30) days after they become payable shall automatically suspend voting privileges of the member owning the lot or lots on which such dues are not paid.

Section 8.03: AUDIT COMMITTEE: All books and records of the Treasurer shall be audited preceding the annual meeting of the members by a committee appointed by the President. The audit committee shall make its report at the annual meeting and such report shall be recorded in the minutes of the meeting.

Section 8.04: FISCAL YEAR: The fiscal year of the Association shall be the calendar year. The Board may, from time to time, by resolution, change the fiscal year to some other designated period.

#### ARTICLE 9 VOTING

Section 9.01: VOTES: The full payment of the annual dues will entitle each lot owner to one vote apiece in all Association elections,

Section 9.02: MANNER OF CASTING VOTES: Votes may be cast in person or by proxy. A proxy must be in writing, be signed by the lot owner, and be filed either directly with the Secretary or be given to a voting member to submit on their behalf to the Secretary at the meeting in question. A proxy shall be valid until revoked by the lot owner.

Section 9.03: REQUIRED VOTES: All questions shall be decided by a majority of the votes cast on the question unless the provisions of the Bylaws or Declaration of Restrictive Covenants require a greater vote.

#### ARTICLE 10 - AMENDMENTS TO THE BYLAWS

Section 10.01: PROCEDURE: The Bylaws may be altered, amended or repealed, and new Bylaws adopted by affirmative vote of a majority of all the members entitled to vote under the terms and conditions of the by-laws existing.

Section 10.02: NOTIFICATION AND VOTE: The President of the Association shall send to each member, at least ten (10) days prior to any meeting where a vote is to be taken, a copy of any amendments, deletions, additions, or corrections.

Bylaws updated and approved April 22, 2018,

Sections 6.03(1) and 6.04 approved May 1994. Sections 4.03, 6.01 and 6.05 approved May 5, 2024