

This instrument prepared by: Rick J. Bearfield, Attorney at Law
Wesley Plaza, Suite 1
2513 Wesley Street
P.O. Box 4210 CRS
Johnson City, TN 37602
(423) 282-1006

STRAWBERRY FIELD HOMEOWNERS ASSOCIATION, INC.

BYLAWS

Article 1

Officers

Section 1.1. *Executive officers.* The Executive Officers of the Corporation shall be a President, a Vice President, a Secretary, an Assistant Secretary, and a Treasurer. The first President shall hold office for two years, after which time the President shall be elected annually by the Board of Governors. All other officers shall be elected annually by the Board of Governors (the "Board"). They shall take office immediately after election. The officers of the Corporation for the first two years need not be members of the Corporation. Thereafter, they shall be both members of the Board of Governors and members of the Corporation.

Section 1.2. *President.* Subject to the direction of the Board of Governors, the President shall be the chief executive officer of the Corporation, and shall perform such other duties as from time to time may be assigned to him by the Board. The President shall be ex officio a member of all committees.

Section 1.3. *Vice president.* The Vice President shall have such power and perform such duties as may be assigned to him by the Board of Governors or the President. In case of the absence or disability of the President, the duties of that officer shall be performed by the Vice President.

Section 1.4 *Secretary.* The Secretary shall keep the minutes of all proceedings of the Board of Governors and of all committees and the minutes of the members' meetings in books provided for that purpose; he shall have custody of the corporate seal and such books and papers as the Board may direct, and he shall in general perform all the duties incident to the office of Secretary, subject to the control of the Board of Governors and the President; and he shall also perform such other duties as may be assigned to him by the President or by the Board.

Section 1.5 Treasurer. The Treasurer shall have the custody of all the receipts, disbursements, funds, and securities of the corporation and shall perform all duties incident to the office of Treasurer, subject to the control of the Board of Governors and the President. He shall perform such other duties as may from time to time be assigned to him by the Board or the President. If required by the Board, he shall give a bond for the faithful discharge of his duties in such sum as the Board may require.

Section 1.6. *Subordinate officers.* The President, with the approval of the Board of Governors,

may appoint such other officers and agents as the Board may deem necessary, who shall hold office during the pleasure of the Board, and who shall have such authority and perform such duties as from time to time may be prescribed by the President or by the Board.

Article II

Board of Governors

Section 2.1. *Number of members.* The business and affairs of this Corporation shall be managed by a Board of Governors which shall consist of not less than four nor more than 10 members. The first Board of Governors need not be members of the corporation. Thereafter, all of the Board shall consist of members of the Corporation. At the inception of the Corporation, the Board shall consist of the undersigned, and thereafter the number of Governors shall be fixed by the Board.

Section 2.2. *Executive committee.* The Board of Governors may elect from their number an Executive Committee consisting of not less than three members of the Board, which committee shall have all the powers of the Board of Governors between meetings, regular of special. The President of the corporation shall be a member of and shall be chairman of the Executive Committee.

Section 2.3. *Regular meetings.* The Board shall meet for the transaction of business at such place as may be designated from time to time.

Section 2.4. *Special meetings.* Special Meetings of the Board of Governors may be called by the President or by three members of the Board for any time and place, provided reasonable notice of the meeting shall be given to each member of the Board before the time appointed for the meeting.

Section 2.5. *Quorum.* The Governors shall act only as a Board, and the individual Governors shall have no power as such. A majority of the Governors at the time being in office shall constitute a quorum for the transaction of business, but a majority of those present at the time and place of a regular or special meeting although less than a quorum, may adjourn the meeting from time to time without notice until a quorum be a hand. The act of a majority of Governors present at any meeting at which there is a quorum shall be the act of the Board of Governors, except as may be otherwise provide by law.

Section 2.6. *Order of business.* The Board of Governors may from time to time determine the order of business at its meeting.

Section 2.7. *Chairman.* At all meetings of the Board of Governors the President, or, in his absence, the Vice President, or in the absences of both, a Chairman chosen by the Governors present, shall preside.

Section 2.8. *Terms of member of the board.* The first Board of Governors named in the Charter of the corporation shall serve for two years. Thereafter, they shall be elected by the members of the corporation.

Section 2.9. *Annual report.* The Board of Governors, after the close of the fiscal year, shall submit to the members of the Corporation a report as to the condition of the Corporation and its property and shall submit also an account of the financial transactions of the past year.

Section 2.10. *Vacancies in board.* Whenever a vacancy in the membership of the Board shall occur, the remaining members of the Board shall have the power, by a majority vote, to select a member of the Corporation to serve the unexpired term of the vacancy.

Article III

Meetings of Members

Section 3.1. *Annual meetings.* There shall be an annual meeting of the members of the Corporation at such place as may be designated, on the third Tuesday in January of each year if not a legal holiday, and if a legal holiday then on the next succeeding business day, at 11 a.m., for the transaction of such business as may come before the meeting. No notice shall be required for the annual meeting.

Section 3.2. *Special meetings.* Special meetings of the members shall be held whenever called by the Board of Governors or by the holders of at least ten memberships. Notice of each special meeting, stating the time, place, and in general terms the purpose or purposes of the special meeting, shall be sent by mail to the last know address of all members at least ten days prior to the meeting.

Section 3.3. *Quorum.* At any meeting of the members a quorum shall consist of members owning, jointly or solely, in fee simple or members representing the corporation owning in fee simple a majority of the lots in Strawberry Field Subdivision, present either in person or by proxy, and a majority in amount of such quorum shall decide any question that may come before the meeting.

Article IV

Memberships

Section 4.1. *Qualifications.* Only persons owning real property in Strawberry Field Subdivision, or owning stock in a corporation owning real property and Subdivision shall be eligible to become a member.

4.2 *Joint ownership.* If two or more persons are the joint owners of real property in Strawberry Field Subdivision, only one may become a member. If two or more persons are stockholders in a corporation owning real property in the Subdivision, only one stockholder or direct may become a member, and the corporation shall have only one vote per lot.

Section 4.3 *Voting members.* Only designated voting members shall be entitled to vote.

Section 4.4 *Membership termination.* Whenever a member shall cease to own real property in Strawberry Field Subdivision, or shall cease to own stock in a corporation that owns real property in such Section and Subdivision, such member shall automatically be dropped from the membership roll of the Corporation.

Section 4.5. *Membership rights.* A member shall have no vested right, interest, or privilege of, in, or to the assets, functions, affairs, or franchises of the corporation. A member shall have not right, interest, or privilege which may be transferable or inheritable, or which shall continue after his membership ceases, or while he is not in good standing.

Section 4.6. *Intentionally Omitted.*

Section 4.7. *Commencement of membership.* Memberships shall become final when the applicant shall become the owner of real property in Strawberry Field Subdivision.

Section 4.8 *Memberships not transferable.* No membership or certificate of membership may be sold, assigned, or transferred, voluntarily, by will, or by operation of law.

Section 4.9. *Termination of membership.* Whenever any member shall cease to have all of the qualifications necessary for admission to membership in the Association, then such membership shall terminate.

Section 4.10. *Annual dues.* Every member shall be required to pay annual dues, the amount of which shall be determined by the Board of Governors and may be changed from year to year by the Board of Governors or by the members.

Article V *Maintenance Charges*

Section 5.1. *Maintenance charges.* The Board of Governors of Strawberry Field Homeowners Association, Inc., shall have the right and power to subject the property situated in Strawberry Field Subdivision, except streets, ways, and parks, to an annual maintenance charge.

Commencing January 1, 1998, and on the same day of each year thereafter, each owner of property in the Subdivision other than the subdivider shall pay to the Strawberry Field Homeowners Association, Inc., in advance, the maintenance charges against his property. The maintenance charge payments shall be used by the Association to create and continue a Maintenance Fund. The charge will be delinquent when not paid within 30 days after it become due. In the event that an owner acquires title to property in the Subdivision after October 1 of any year, then such owner shall be given a pro rata credit for the annual maintenance charge from October 1 to the date on which such owner acquires title.

The annual charge may be adjusted or reduced from year to year by the Board of Governors of Strawberry Field Homeowners Association, Inc., as the needs of the property in its judgment may require.

Section 5.2. *Maintenance fund.* The Maintenance Fund may be used:

For lighting, improving, and maintaining the streets and dedicated right of way areas maintained for the general use of the owners and occupants of land included in the Subdivision;

For operating and maintaining any storm-water drains now or hereafter constructed in the Subdivision that are not or will not be under the direct supervision of the State or County;

For doing any other thing necessary or desirable, in the opinion of the Board of Governors of the Association, to keep the property neat and in good order, and to eliminate fire hazards, or which in the opinion of the Board of Governors may be of general benefit to the owners or occupants of the land included in the Subdivision.

Section 5.3 *Collection.* Strawberry Field Homeowners Association, Inc., shall have a lien on all the lots in Strawberry Field Subdivision to secure the payment of maintenance charges due and to become due, and the record owners of the lots shall be personally liable for all maintenance charges.

Upon demand, the Strawberry Field Homeowners Association, Inc., shall furnish to any owner or mortgagee or person interested a certificate showing the unpaid maintenance charges against any lot or lots.

Strawberry Field Homeowner Association, Inc., may, in its discretion, subordinate in writing, for limited periods of time, the liens of the Association against any lot or lots for the benefit or better security of a mortgagee.

Article VI

Notice

Section 6.1 *Notice* Whenever, according to these Bylaws, a notice is required to be given to any member or Governor, it shall not be construed to mean personal notice, but such notice may be given in writing by depositing the same in the United States Post Office first class postage prepaid, addressed to such member or Governor at his address as the same appears on the books of the corporation, and the time when the notice is mailed shall be deemed the time of the giving of notice.

Section 6.2. *Waiver of notice.* Any notice required to be given by the Bylaws may be waived by the person entitled thereto.

Article VII

Fiscal Year

Section 8.1. *Fiscal year.* The fiscal year of the Corporation shall begin on the 1st day of January, and terminate on the 31st day of December of each year.

COPY