

March 18, 2008

Re: Ballot for By-Law Amendments

To all current Members of the Resthaven Improvement Association:

Enclosed please find a copy of the By-Laws that was accepted as the base-line during the November 15, 2007 meeting. Also enclosed, please find a ballot to vote on the changes of the Articles. You will need to review the By-Laws as you review the Ballot. If an Article or section is not mentioned, there were no suggestions sent to Brian Heller for incorporation. Please only check the Yes or No slot for each section. Comments made on the Ballot will not be reviewed during the counting.

If a ballot suggestion has equal amount of Yes and No answers, the Officers will vote on whether it will be included in the new By-Laws. If the officer vote is also a tie, it will be left to the sole discretion of the President.

We ask that each household fill out only one ballot and return it to 5993 Deale Beach Road Mailbox by April 2<sup>nd</sup>. On April 2<sup>nd</sup>, the votes will be tabulated and a new set of by-laws will be created and distributed for approval at the next meeting.

Sincerely,

Resthaven Association Officers

## BY-LAWS

Of the

REST HAVEN IMPROVEMENT ASSOCIATION, INC

Short Title: RESTHAVEN ASSN (RA)

**I. PURPOSE.** The purpose of these By-Laws is to define the area of responsibility of RESTHAVEN Assn, the community facilities contained there-in, membership in (RA), rules of operation, organization and operation of the thereto and overall function and standards necessary to fulfill the purposes for which the association was established.

**II. AREA ENCOMPASSING RA.** The 'Resthaven' area of concern is inclusive of the following: both sides of Deale Beach Dr southeast of Marzoff Dr; both sides of Cedar Dr; both sides of Parker Dr; both sides of Locust Dr; both sides of Bayview Dr; all of the roads within the community; the area of access to and the pier extending from Parker Dr and the water area over which property owners on the water shore and the RA exercise riparian rights.

**III. MEMBERSHIP.** All property owners living in their homes here and/or tenants renting and living in those homes are, inherently, members of RA, with limited exceptions as may be noted below.

A. The owner of a property and his lawful tenant thereon cannot concurrently be a member of RA. The membership belongs to the property owner, which he can either retain or assign to the tenant. In either situation that property is entitled to but one vote.

B. Any member defaulting in payment of dues over a period of six (6) months will have their membership automatically cancelled. Reinstatement may be made upon consent of the President (representing the whole membership) and by payment of the current year's dues.

C. Any member may be expelled from membership in RA for reasons of gross Misbehavior, failure to maintain respective areas to meet reasonable standards of community appearance, outside storage of excessive unsightly materials and such other activities as to demean and devalue the standards and appearance of the community and the individual properties contained therein.

**IV. DUES.** Membership assessments (dues) are required to provide funds for RA to conduct its overall responsibilities, ie, improvements and maintenance of facilities, administration and record-keeping, notices to members, mailings, etc. Dues are assessed on the basis of one household – one vote, one household – one dues payment.

A. Annual dues have been established at \$10.00, payable on or before the first of September, to be concurrent with the RA fiscal year.

RA By-Laws continued, IV. DUES.

B. There will be no initiation fee, for all members of the community are already members and in the absence of a tenant, the property owners is responsible for the commitment.

C. Increases in the amount of the annual dues and/or special assessments cannot be made except by referendum and a favorable vote by two-thirds of the entire recorded membership.

V. ORGANIZATION. The organization of management and operation of the RA conducted at two levels: one, a Board of Governors, to set standards, resolve disputes, recommend changes to these By-Laws, entertain review and consideration for new projects, etc, and; two, an established group of Officers responsible for actively administering the overall affairs of the RA consistent with these By-Laws, guidance and/or determinations of the Board of Governors and such other activities that may be voted favorably by the members.

A. The Board of Governors will be composed of five members of the community. Upon election by a majority of the members of RA, the five will – by secret vote among themselves – elect one of their numbers to be the Chairman of the Board.

B. The Officers of the RA will be composed of a President, a Vice President, a Treasurer and a Secretary. If the membership so determines, the offices of Treasurer and Secretary may be held by the same person.

C. Members of the Board of Governors and the Officers of Ra may concurrently serve in both capacities although the responsibilities and actions of each group are separate and distinct, except that the Chairman of the Board and the President cannot be the same person.

D. In the absence of the President, the Vice President will act with the full powers of the President.

E. The Treasurer will exercise responsibility for all matters relating to the handling of all funds, consistent with these By-Laws, already established procedures, record keeping, preparation of financial reports, maintenance of interest bearing and checking accounts, preparation of tax returns, etc.

F. The Secretary will be responsible for administrative record keeping, minutes of meetings, maintenance of memberships in good standing, notices to members and preparation of all documentation except those assigned to the Treasurer.

G. The President shall have the authority to appoint Committee(s) among membership, with their consent, to monitor certain specific activities from time to time, outlining their purpose, the objectives to be achieved and their terminating point.

H. The terms of office of the members of the Board of Governors and each and all of the Officers will be established, upon recommendation of the Chairman and the President, before each scheduled election.

RA By-Laws continued, V. ORGANIZATION.

I. Meetings of the Board of Governors and of the membership of RA will be held at the call of the Chairman and the President, respectively, but not less than three (3) times a year. A quorum will be established for each before business of the RA may be undertaken.

VI. GENERAL. (Community Facilities)

A. The rights of way and improvements thereon will be established and controlled by the President, upon favorable vote by the membership, after any proposed measure has been made known to all property owners. Owners who are not members of RA will be given at least one week to oppose any proposal and if such opposition is made, it will be heard at the next meeting of the Board. Upon recommendation of the Board, a two-thirds vote of the membership will carry the proposal.

B. When appropriate and upon recommendation of the Board, the membership will determine, by majority vote, the assignment of slips to owners (or tenants) requiring space along the pier.

C. Obstructions will not be allowed either on the right of way or on the pier. Automobiles, trucks, jeeps, etc will not be parked in the right of way except to launch or retrieve boats or to perform work relating to improvements or repair thereon.

D. Members are responsible for the compliance of their guests for all rules established by the RA within our area. Guests not complying will be requested to leave.

E. Since the RESHAVEN Assn does not carry liability insurance, each credited Member family must be responsible for all within the family and all of their guests while the latter are here in the RESTHAVEN area. The Members of our community, the members of our Board of Directors and the Officers of RA are herein on Notice publicly announcing blameless, individually and collectively, in the event of injury (to members, their families and their guests), damage to and/or loss of personal property or other complaints while in the Resthaven area. This does not preclude appropriate legal action, where and when warranted outside the purview of RA involvement.

VII. AMENDMENTS. Proposed changes to these By-Laws (additions, deletions, specific changes to existing contents and newly desired situations requiring coverage) will be submitted, in writing, to the Chairman for review consideration by the Board. Upon favorable recommendation, the Board will forward the proposed Amendment to the President so that he may call a meeting of the membership after providing each member with a copy of the proposal, at which time a two-thirds vote of the entire membership is required to approve incorporation of the Amendment. Absentee ballots will be accepted if member(s) is/are not able to attend the scheduled meeting.

**Proposed By-Law Amendments  
Based off the Draft Version ONLY**

**Article II. Area Encompassing RA**

**Change the following to Read:**

Rest Haven (RA) is inclusive of the following: both sides of Cedar Dr, both sides of Parker Dr, both sides of Locust Dr, both sides of Bayview Dr, all of the roads within the community, the area of access to and the pier extending from Parker Dr and the water area over which property owners on the water shore and the RA exercise riparian rights.

Yes

No

**Add to the end of above Statement:**

excluding the Culp Enterprises LLC properties currently slated to be developed at the intersection of Deale Beach Road and Cedar Drive.

Yes

No

**Include in above statement:**

Also including both sides of Deale Beach Rd south of Marzoff Dr.

Yes

No

**This question is only valid if Yes for Question directly above.**

**Add the following properties outside of the properties defined above:**

Including 5991 Deale Beach Road and 5989 Deale Beach Road

Yes

No

**Retain the existing Article II without any of the above alterations:**

Yes

No

**Article III. Membership.**

**Change the Title to the Following:**

“Membership and Facility Use Permits”

Yes

No

**Change the verbiage to read:**

“All those who own property within the defined area (see Article II above) are inherently Members of RA. Membership cannot be assigned to others.

Facility Use Permits, which include the combination to the boat launch/pier gate lock and entitle permit holders to use the common area facilities, will be issued annually to Members and Resident Tenants and invited community residents outside of RA proper under the conditions set forth below:

- A. Members will receive these permits/lock combination automatically upon payment of their yearly dues.
- B. Resident tenants must pay an annual due fee of as outlined in Article IV to receive their facility permits/lock combination.

Yes

No

**Keep Section C in its entirety.**

Yes

No

**Strike Section C in its entirety.**

Yes

No

**Add the following as Section D:**

C. Non-RA residents must be nominated by an RA Member in good standing and then approved by a simple majority vote of Members present at the fall meeting in order to be eligible for a Facility Use Permit upon receipt of an annual \$30 permit fee.”

Yes

No

**Retain the existing Article III without any of the above alterations:**

Yes

No

**Article IV. Dues**

**Add the following statement to the opening paragraph:**

“These assessments are also utilized to pay for liability insurance for the Corporate Officers.”

Yes

No

**Modify opening statement to:**

“Dues are assessed on the basis of each household – one vote per owner of each household.”

Yes

No

**Change IV A to read:**

A. Annual dues will be set at \$50 per property payable the 1<sup>st</sup> of September, to be concurrent with the RA fiscal year.

Yes

No

**Change IV C to read:**

C. Increases in the amount of the annual dues and/or special assessments cannot be made except by a 2/3 vote for a By-Law Amendment.

\_\_\_ Yes

\_\_\_ No

**Retain the existing Article III without any of the above alterations:**

\_\_\_ Yes

\_\_\_ No

### **Article V. Organization**

**Strike Reference to Board of Governors:**

\_\_\_ Yes

\_\_\_ No

**Change entire statement to read:**

The Officers of the RA will be composed of a President, a Vice President, a Treasurer and a Secretary. If the Membership so determines, the offices of Treasurer and Secretary may be jointly held.

- A. The terms of office of the Officers will be established, upon recommendation of the President, before each scheduled election.
- B. The President shall have the authority to appoint Committee(s) among the Membership, with its consent, to pursue certain specific activities from time to time, outlining their purpose, the objectives to be achieved and their terminating point.
- C. In the absence of the President, the Vice President with conjunction of one other Officer can act with the full powers of the President.
- D. The Treasurer will exercise responsibility for all matters relating to the handling of all funds, consistent with these By-Laws, already established procedures, record keeping, preparation of financial reports, maintenance of Memberships in good standing, maintenance of interest-bearing and checking accounts, and preparation of tax returns.
- E. The Secretary will be responsible for administrative record keeping, minutes of meetings, notices to members and preparation of all documentation except those assigned to the Treasurer.



F. Meetings of the RA Membership will be held at the call of the President but not less than two (2) times per year. A quorum of 12 distinct Members will be required before business of the RA can be undertaken.

Yes

No

**Retain the existing Article III without any of the above alterations:**

Yes

No

**Article VI. General – Community Facilities**

**Change the entire section to the suggestions below:**

The rights-of-way and improvements thereon will be established and controlled by the Association Membership. Any proposed improvement/alteration to the community facilities will require a favorable vote by 2/3 of the entire Membership via printed ballot. Each property is entitled to one vote (or as outlined in Section IV above). Ballots will be mailed to non-resident Members. Absentee ballots will be due within 20 days of being distributed and will be counted within five days of the date counted. Failure to submit an absentee ballot will be counted as a non-vote.

Yes

No

When appropriate, the Membership will determine, by simple majority vote of the Membership present the assignment of slips to owners (or resident tenants) requesting space along the pier.

Yes

No

A. Obstructions will not be allowed on either the right-of-way or the pier. Automobiles, trucks, trailers, etc. will not be parked for extended lengths of time after launching or retrieving boats or to perform work relating to improvements or repair thereon. Members vehicles will, however, be permitted to park on the east side of the right-of-way for short durations as long as they do not hinder other traffic.

Yes

No

B. Members will be responsible for the compliance of their guests or resident tenants for all rules established by the RA within our area. Guests not complying will be requested to leave. Non-compliance by non-member Facility Use Permit holders will result in revocation of their permit.

Yes

No

C. The right of way is designated as the property enclosed by the fence at the south end of Parker Drive. The property is secured by a locked fence that any dues paying member shall have the combination to. The purpose of the fence is for safety and security of the residents and their visitors. This property is considered "use at your own risk" and is only for the sole use of Rest Haven Improvement Members and their guest.

Yes

No

D. Any damage caused by a resident, tenant or guest must be repaired or replaced by said resident at no cost to the RHIA. If the fence is damaged by an act of god, it is the responsibility of the RHIA to repair said fence in a reasonable time to ensure the safety and security of the right of way and its users.

Yes

No

E. No loaded firearms are allowed on the right of way property.

Yes

No

**Add Section F:**

Maintenance of the right of way is the sole responsibility of the Association and no member may claim stake to said property even if they have been maintaining the property under their own free will.

Yes

No

**Add section G to cover Insurance:**

The Membership will be informed by the President at each fall meeting about their vulnerability regarding the common area liability and encouraged to obtain their own personal liability umbrella policy to provide coverage for themselves and their guests.

Yes

No

**Alternative section G to cover Insurance:**

Raise the annual dues to \$100 to cover the cost of liability insurance for the community pier, boat ramp, and common ground to protect the offices and members of RA.

Yes

No

**Second Alternative section G to cover Insurance:**

Since the Resthaven Association does not carry liability insurance, each member of RA has equal share of liability in any event of injury on the community property. Any judgment against the Resthaven Association or its Officers for events on the right-of-way will equally be split amongst all active members.

Yes

No

**Retain Section E as outlined in original By-Laws:**

Yes

No

**Add additional section to allow for a guest permit to be printed for each household. This permit would be used if the Member was not present when a guest was using the facilities and must be carried by the guest at all times.**

Yes

No

**Retain the existing Article VI without any of the above alterations:**

Yes

No

**Article VI. Amendments**

**Change to Read:**

“Proposed changes to these By-Laws (additions, deletions, specific changes to existing contents or newly desired situations requiring coverage) will be submitted in writing to the President or appointed By-Laws Committee Chairman for review who will then call a meeting of the Membership to discuss the proposal(s).”

Yes

No

**Add the following in its entirety:**

Amendments ratified by 2/3 of the Membership present will be placed on a printed ballot which will be delivered to the entire RA Membership (via USPS or electronic delivery to non-resident Members). A favorable vote by 2/3 of the entire Membership via printed ballot is required for By-Law amendment ratification. Absentee ballots will be counted. Failure to submit an absentee ballot will be counted as a non-vote.

Yes

No