

REFERENCE COPY ONLY

BY-LAWS OF

RICE HOLLOW HOME OWNERS ASSOCIATION

Original on file in Book H 205, pg 365

The enclosed By-Laws for Rice Hollow is an amendment of the original By-Laws recorded in Book F 148 PG 319 on 18 Sept. 1985.

ARTICLE I NAME AND LOCATION

The name of the non-profit organization is Rice Hollow Home Owners Association, hereinafter referred to as the "Association" at Rice Hollow Subdivision, Charleston, South Carolina, but meetings of members and Board of Directors may be held at such places within the State of South Carolina, County of Charleston, as may be designated by the Board of Directors.

ARTICLE II DEFINITIONS

Section 1. "Association" shall mean and refer to Rice Hollow Home Owners Association, Inc. its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain Real property described in the Declaration of Restrictive Covenants and Easements for Rice Hollow, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the members of the Association.

Section 4. "Lost" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Member" shall mean and refer to every person or entity who holds a membership in the Association.

Section 6. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any lot which is a part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 7. "Declaration" shall mean and refer to the Declaration of Restrictive Covenants and Easements for Rice Hollow to the Properties recorded in the Office of the Register of Mesne Conveyance for Charleston County, South Carolina.

REFERENCE COPY ONLY

ARTICLE III MEMBERSHIP

Section 1. Every owner of a lot which is subject to assessments shall be a member of the Association. Membership shall be part of and may not be separated from ownership of any lot which is subject to assessment.

Original on file in Book H 205, pg 365

Section 2. A member shall be entitled to one (1) vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members, however the vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

Section 3. Suspension of Membership: During any period in which a member shall be in default in the payment of any annual or special assessment levied by the Association, the voting rights and right to hold office of such member may be suspended by the Board of Directors until such assessment has been paid. Suspended members shall continue to be liable to the Association for all usual and customary expenses and assessments.

Original on file in Book H 205, pg 365

ARTICLE IV BOARD OF DIRECTORS: SELECTION & TERM OF OFFICE

Section 1. Enumeration of Offices: The affairs of this Association shall be managed by a Board of seven (7) officers who must be members in good standing of the Association. Those officers shall be: President, Vice President, Secretary, Treasurer, Chairperson of the Architectural Review Committee, Parliamentarian, and Chairperson of the Newsletter Committee.

Section 2. Election of Officers: The election of officers whose terms have expired shall take place at the first quarterly meeting of the Association to be held in the month of January each year. Votes shall be cast by ballot.

Section 3. Term of Office: The term of each office shall be two (2) years. Election to those offices will be as follows: The offices of President, Secretary, Chairperson of Architectural Review Committee, and Chairperson of Newsletter Committee shall be elected on odd-numbered years. The offices of Vice-President, Treasurer, and Parliamentarian shall be elected on even-numbered years. The terms for Vice-President, Treasurer, and Parliamentarian shall be for one year for the first election period to establish rotation of offices.

Section 4. Special Appointments: The Board may appoint any special committee as deemed necessary.

Section 5. Compensation: No officer shall receive compensation for any service he may render the Association. However, any officer may be reimbursed for his/her actual expenses incurred in the performance of their duties with adequate documentation.

Section 6. Resignation: Any officer may resign at any time by giving written notice to the Board. Such resignation shall take effect on the date of receipt of such notice, or at any later time specified therein.

Section 7. Removal: Any officer may be removed from office with cause by a 2/3 vote of the remaining board members.

Section 8. Vacancies: The Board may fill any vacancy created by resignation, removal or death of a Board member until January of the following year at which time that vacancy shall be-filled by an election of a new officer to serve the remaining term.

Section 9. Multiple Offices: No person shall simultaneously hold more than one office.

ARTICLE V BOARD OF DIRECTORS: POWERS AND DUTIES

Section 1. The Board shall exercise for the Association all powers, duties and authority vested in or delegated to this Association not reserved to the membership by other provisions of these By-Laws or the Declaration.

Section 2. The Board may declare the office of a member of the Board of Directors to be vacant in the event such member be absent from three (3) consecutive regular meetings of the Board of Directors.

Section 3. Finances: A budget will be submitted by the Board annually at the January General Meeting. Said budget must include all anticipated major expenses and operating expenses for that calendar year. The budget must be approved by a majority vote of the membership. All expenditures not itemized in the budget exceeding One Hundred and Fifty (\$150.00) Dollars must have prior approval by a majority vote of

the membership. A special meeting may be called for such purpose. All bank accounts for the Association must require two signatures for the withdrawal of any Association funds. All deposits must be made within thirty (30) days from receipt of funds. No petty cash fund will be authorized.

Section 4. The Board shall recommend the amount of the annual assessments at the annual January General Meeting.

Original on file in Book H 205, pg 365

Section 5. The Board shall receive written complaints from members on any matter involving the Association functions, duties and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to any committee or officer of the Association for action or review. The final disposition of such complaint shall be provided in writing to the complaining party.

Section 6. The Board may employ an independent contractor, licensed to do business in the state of South Carolina for the maintenance of the Common Areas. Said contractor must provide written proof of Insurance coverage prior to start of employment.

Section 7. Appeals: Any member of the Association may appeal any decision made by any Committee of the Association to the Board of Directors. The Board shall have thirty (30) days from date of appeal to issue a final decision in writing to the member. The member may then appeal the Board's decision to the entire membership at a meeting. A 2/3 vote of members present and voting is required to overturn the Board's decision.

REFERENCE COPY ONLY

ARTICLE VI BOARD OF DIRECTORS: DUTIES OF THE OFFICES

Section 1. President: Shall preside at all Board, Special, and General Meetings. Provide an agenda for each special and general meeting to the Newsletter Chairman, and have joint signature authority for all bank accounts for the Association. The President will be the representative for the Association.

Section 2. Vice President: Shall act in the absence of the President. Shall negotiate all contracts for the Association. Shall have joint signature authority for all bank accounts for the Association.

Section 3. Secretary: Shall record minutes and maintain permanent records of all Board, Special and General Meetings of the Association. Shall process all correspondence.

Section 4. Treasurer: Shall manage all funds for the Association. Shall have joint signature authority on all bank accounts. Prepare a yearly budget to be submitted for approval to the members at the January meeting of each year. Prepare a monthly income and expense statement and provide a copy to the Newsletter Chairperson. Shall maintain records and receipts of all financial transactions of the Association.

Section 5. Chairperson, Architectural Review Board: Shall preside at all meetings of the Architectural Review Committee. Shall be responsible for minutes of the meetings and file a permanent copy of all minutes with the Secretary of the Board of Directors.

Section 6. Parliamentarian, Chairperson Nominating Committee: Shall be responsible for interpreting and upholding the By-Laws and Covenants of the Association at all Board, Special and General Meetings of the Association. Shall direct the President in all matters of parliamentary procedure. Shall establish a nominating committee each year for the election of new officers.

Section 7. Chairperson, Newsletter Committee: Shall be responsible for writing, printing and distributing a newsletter for the members of the Association when deemed necessary. The newsletter shall include an agenda for each Board, Special and General Meeting, a copy of the monthly statement of income and

Original on file in Book H 205, pg 365

expense, and any other items of interest to the members of the Association. A copy of each newsletter will be given to the Secretary of the Board for permanent record.

ARTICLE VII
MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Regular Meetings: Regular meetings of the Board of Directors shall be held monthly with notice, at such place and time as may be fixed by the Board.

Section 2. Special Meetings: Special meetings of the Board shall be held when called by the President of the Board or by any two (2) officers. Three (3) days notice shall be provided to each officer.

Section 3. Action Taken without a Meeting: The officers shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the officers. Any action so approved shall have the same effect as though taken at a meeting of the Board.

Section 4. Quorum: A majority of the number of officers shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the officers present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VIII
COMMITTEES

Section 1. Architectural Review Committee: Shall consist of a minimum of five (5) members of the Association. They will review all plans as referenced in Article II of the Declaration and vote to approve or disapprove those plans. The Committee shall provide, in writing, the results and reason for their decision to the applicant. The member may appeal any decision of the Committee to the Board of Directors. The Board shall have thirty (30) days to discuss, research and a final decision. They shall maintain records of all plans reviewed and their actions. Those records shall be available for inspection by any member of the Association by written request and at a time and place convenient to the Chairperson.

Section 2. Newsletter Committee: Shall promote the active involvement of each member in the Association by providing current information about the activities of the Board, the Committees, and current events of interest to the members of the Association.

Section 3. Audit Committee: Shall be appointed by the Board and shall audit the Association's books and statement of income and expense, the results of which shall be presented to the membership at its annual January meetings. The Treasurer shall, be an ex officio member of the committee. The member(s) of the Audit Committee shall not be members of the Board.

Section 4. Nominating Committee: .Shall be formed each year by the Parliamentarian in the month of October to solicit names for the election of officers to be held the following January. Nominations may also be solicited from the floor at the January meeting. At the time of election, the Parliamentarian shall take the floor from the President and preside for the duration of the election. The Committee shall distribute a written slate of nominees and a ballot to each of the voting members, call for any nominations from the floor, and close the nominations. The votes will be cast and turned over to the Committee. The Committee will count the votes and announce the names of the new Board members.

ARTICLE IX
MEETINGS OF THE MEMBERS

Section 1. Semi-Annual Meetings: The first meeting of each calendar year of the members shall be held in the month of January. One (1) subsequent meeting of the general membership will be held thereafter.

Section 2. Special Meetings: Special meetings of the members may be called at any time by the Board of Directors or upon written request of 1/4 of the voting members.

Section 3. Notice of Meetings: Written notice of each meeting of the members shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting. Such notice shall be given two weeks in advance for semi-annual meetings and one week in advance for special meetings.

Section 4. Quorum: The presence of a simple majority of members entitled to vote, or of proxies entitled to vote shall constitute a quorum. If such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have the power to adjourn the meeting.

Section 5. Proxies: At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary prior to being exercised. The proxy may be given to any officer, member of the Association, or assigned to a renter of their property. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

Section 6. Parliamentary Procedure: Anything not specifically covered by these By-Laws shall be governed by Roberts Rules of Order, Revised.

ARTICLE X ASSESSMENTS

Section 1. CREATION OF THE PERSONAL OBLIGATION OF ASSESSMENTS: By the Declaration, each member is deemed to covenant and agree to pay: (1) to the Association, annual assessments or charges and (2) to the Association, special assessments for capital improvements. Each such assessment shall be the personal obligation of the person who was the Owner of such property at the time when the assessment fell due and shall not pass to his successors in title unless expressly assumed by them.

Section 2. PURPOSE OF ASSESSMENTS: The maintenance of the Common Area and operating expenses of the Board of Directors as itemized in the yearly budget.

Section 3. MAXIMUM OF ANNUAL ASSESSMENTS: The annual and/or special assessment amounts will be established by the Membership and requires a majority vote of the general membership for approval. This amount will be voted on at the January meeting of each year.

Section 4. SPECIAL ASSESSMENTS FOR CAPITAL IMPROVEMENTS: In addition to the annual assessments authorized, the Association may levy, in any assessment year, a special assessment applicable to that year only for the purpose of defraying costs associated with the maintenance and upkeep of the Common Area.

Section 5. UNIFORM RATE OF ASSESSMENT: Both annual and special assessments must be fixed at a uniform rate for each lot and may be collected on a yearly basis.

Section 6. DATE OF COMMENCEMENT OF ASSESSMENTS: The assessment provided herein shall commence as to all Lots on the first day of the month following the conveyance of the Lot. The first assessment shall be adjusted according to the number of days remaining in the calendar year. The Board of Directors shall provide written notification to each lot owner at least thirty (30) days in advance of each assessment period. The assessment payment shall be due within sixty (60) days of notification. The Board will provide a written receipt to the Lot owner signed by an Officer of the Board.

Section 7. NON-PAYMENT OF ASSESSMENT: Any assessment not paid by the due date will be considered delinquent. In the event the delinquent account is not settled within sixty days the Board may proceed by legal means to collect the unpaid assessment and penalty.

Original on file in Book H 205, pg 365

ARTICLE XI
BOOKS AND RECORDS

The books, records, and papers of the Association shall be subject to inspection by any member upon giving written notice of intent to the Board a minimum of five (5) business days in advance. Such inspection must be between the hours of 9:00 a.m. and 8:00pm and at a time convenient to both parties.

ARTICLE XII
AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by vote of a majority of the membership in person or by proxy.

Section 2. In the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

REFERENCE COPY ONLY

ARTICLE XIII
MISCELLANEOUS

Original on file in Book H 205, pg 365

Section 1. The fiscal year of the Association shall begin on the first day of January, and end on the thirty-first day of December of each year.

CERTIFICATION:

I, the undersigned, do hereby certify that I am the duly elected and acting President of Rice Hollow Home Owners Association and that the foregoing By-Laws constitute the current By-Laws of the said Association, as duly adopted at a meeting of the membership thereof, held on the 15th day of June, 1989.

REFERENCE COPY ONLY

Original on file in Book H 205, pg 365