

ARTICLE 1 NAME AND LOCATION

Section 1. Name. The name of the corporation is BEACON SHORES OWNERS ASSOCIATION, INC., hereinafter referred to as the "Association."

Section 2. Location. The principal office of the Association shall be located in either Oconee County, South Carolina or Mecklenburg County, North Carolina. The registered office of the Association may be, but need not be, identical with the principal office.

Section 3. Purpose. The purpose for which the Association is organized is to further social activities of property owners of Lots in Beacon Shores Subdivision located in Oconee County and in connection therewith to provide services to such property owners, manage and maintain the Common Areas and administer and enforce all covenants and restrictions dealing with the Property located in ~~Waterford~~ Beacon Shores and any other purposes allowed by law.(Changed 4/05)

ARTICLE 2 DEFINITIONS

All capitalized terms when used in these Bylaws, or any amendment hereto (unless the context shall otherwise require or unless otherwise specified herein or therein) shall have the meanings set forth in that certain Declaration of Covenants, Conditions and Restrictions for Beacon Shores executed by Crescent Resources, Inc., and duly recorded in the Office of the Clerk of Court for Oconee County, South Carolina, as the same may be supplemented and amended from time to time (the "Declaration";).

ARTICLE 3 MEETINGS OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the Members shall be held in April or May of 1998, or on such other date as determined by a vote of the Board of Directors, and each subsequent regular annual meeting of the Members shall be held in April or May each year thereafter. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes appurtenant to the Lots.

Section 3. Meetings of Boat Boat slip Lot Owners. Meetings of the Members owning Boat slip Lots may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes appurtenant to the Boat slip Lots, for the purpose of discussing and voting on matters affecting the Piers and Boat slips. Such meetings may be held at the annual meeting of the Members or at a special meeting of the Members owning Boat slip Lots.

Section 4. Place of Meetings. All meetings of the Members or Members owning Boat slip Lots shall be held at such place, within Oconee County, South Carolina or Mecklenburg County, North Carolina, as shall be determined by the Board of Directors of the Association.

Section 5. Notice of Meetings. Written notice of each meeting of the Members and Members owning Boat slip Lots shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, not less than thirty (30)

days nor more than sixty (60) days before the date of such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 6. Classes of Lots and Voting Rights. The voting rights of the Membership shall be appurtenant to the ownership of Lots. There shall be two classes of Lots with respect to voting rights.

(a) Class A Lots. Class A Lots shall be all Lots except Class B Lots as defined below. Each Class A Lot shall entitle the Owner(s) of said Lot to one (1) vote for each Class A Lot owned. When more than one person owns an interest (other than a leasehold or security interest) in any Lot, all such persons shall be Members and the voting rights appurtenant to said Lot shall be exercised as they, among themselves, determine, but in no event shall more than one (1) vote be cast with respect to any Class A Lot.

(b) Class B Lots. Class B Lots shall be all Lots owned by Declarant which have not been conveyed to purchasers who are not affiliated with the Declarant. Each Class B Lot shall entitle the Owner of said Lot to four (4) votes for each Class B Lot owned by it.

Section 7. Relinquishment of Control. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the number of votes in the Class A membership held by Owners occupying full-time homes in the Subdivision equals the total number of votes outstanding in the Class B membership and the Declarant surrenders its right to annex any Additional Property to the Property pursuant to these Bylaws; or

(b) upon the expiration of five (5) full years after the registration of this

Declaration, unless Declarant, in its sole discretion, elects to convert the Class B Lots to Class A Lots. Any such Election, to be effective, must be in writing and recorded in the Office of the Clerk of Court for Oconee County, South Carolina.

Section 8. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one third (1/3) of the votes appurtenant to the Lots (or to the Boat slip Lots, if a meeting of the Members owning Boat slip Lots) shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, subsequent meetings may be called, subject to the same notice requirement, until the required quorum is present. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 9. 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. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

Section 10. Action by Members. Except as provided otherwise in the Articles of Incorporation, the Declaration or these Bylaws, any act or decision approved by a vote of no less than two-thirds (2/3) of all votes present at a duly held meeting of the Members at which a quorum is present shall be regarded as the act of the Members.

Section 11. Action by Members Owning Boat slip Lots. Except as otherwise provided in the Articles of Incorporation, the Declaration or the Bylaws, any act or decision approved by a vote of no less than two-thirds (2/3) of all votes present at a duly held meeting of the Members owning Boat slip Lots, or at which a quorum is present, shall be regarded as the act of such Members.

Section 12. Waiver of Notice. Any Member may, at any time, waive

notice of any meeting of the Members or Members owning Boat slip Lots in writing and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Member at any meeting of the Members or Members owning Boat slip Lots shall constitute a waiver of notice by him of the time and place thereof except where a Member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called. If all the Members are present at any meeting of the Members or if all the Members owning Boat slip Lots are present at a meeting of such Members, no notice shall be required and any business may be transacted at such meeting.

Section 13. Informal Action by Members. Any action which may be taken at a meeting of the Members or Members owning Boat slip Lots may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Association to be kept in the Association's minute book.

ARTICLE 4 BOARD OF DIRECTORS

Section 1. Number. The business and affairs of the Association shall be managed by a Board of Directors consisting of three directors, a President and a Vice-President, who need not be Members of the Association. At the first annual meeting of the Members following relinquishment of Declarant control pursuant to Section 3.7 of the Bylaws, a Board of three directors shall be elected as described in Section 4.5.
(Changed 4/05)

Section 2. Initial Directors. The initial directors shall be selected by the Declarant. Such initial directors shall serve at the election of the Declarant from the date upon which the Declaration is recorded in the Office of the Clerk of Court for Oconee County until such time as their successors are duly elected and qualified.

The names of the persons who shall serve on the initial Board of Directors from the date upon which the Declaration is recorded in the Office of the Clerk of Court of Oconee County until such time as their successors are duly elected and qualified are as follows:

<u>Name</u>	<u>Address</u>	
Stephen M. Schreiner,	400 South Tryon Street, Suite 1300	Charlotte, NC 28201-1003
Leslie A. Lancaster,	400 South Tryon Street, Suite 1300	Charlotte, NC 28201-1003
Steve Coleman,	400 South Tryon Street, Suite 1300	Charlotte, NC 28201-1003

~~Section 3. Nomination. Nominations for the offices of Vice-President and director shall be made by a nominating committee. The nominating committee shall consist of a chairman, who is a member of the Board of Directors with two or more Members of the Association. The Nominating~~

Committee shall be appointed by the Board of Directors prior to each annual meeting of the Members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.

~~Section 3. Nomination. Nominations for the offices of Vice-President and director shall be made by a nominating committee. The nominating committee shall consist of a chairman, who is a member of the Board of Directors with two or more Members of the Association.~~ Nominations for the offices of Vice-President and director shall be made by a nominating committee. The nominating committee shall consist of a chairman, who is a member of the Board of Directors with two or more Members of the Association. The nominating committee shall be appointed by the Board of Directors prior to each annual meeting of the members and serve until the new nominating committee is appointed the following year. The nominating committee, at their discretion, shall make as many nominations as necessary, but not less than the number of vacancies that are to be filled. Nominations may also be made from the floor at the annual meeting.

(Added) The Nominating Committee shall ensure that a message is posted to the Members no later than sixty (60) days prior to the annual meeting. This message will identify the individuals that the committee will be submitting for election. Additionally, the message shall state that the committee is accepting names for inclusion on the ballot for the election to the Board of Directors. Any Member who replies in writing to the Board within ten (10) days of said posting that he or she wishes to run for either the position of Director or Vice President shall have his or her name included on the ballot. The committee shall then create a ballot that includes their committee selections, all

volunteer names, and a space for write-in candidates who may be nominated from the floor at the annual meeting. The slate of candidates shall be listed in alphabetical order, with no distinction between committee selections and volunteers. This ballot shall be presented to the Board of Directors at least forty-five (45) days prior to the annual meeting and shall be considered final. No additional names may be added, except as provided for with floor-nominated write-in candidates.(Changed 4/03) (further changed 4/05 and added 4/12)

Section 4. Election. Except as provided in Section 4.6, Directors shall be elected at the annual meeting of the Members by written ballot. Except as provided in Section 4.6, the Vice-President and Director director shall be elected at the annual meeting of the members Members by written ballot. At such election, the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. (Added) If there are more than two candidates for director or Vice-President and no one candidate receives half of the votes cast, a second ballot, limited to the two candidates receiving the most votes on the first ballot, will determine the winner. Cumulative voting is not permitted.(Changed 4/03)(further changed and added 4/05)

Section 5. Term of Office. Each director shall hold office for the term for which he was elected, or until his death, resignation, retirement, removal, disqualification or until his successor is elected and qualified. At the first annual meeting of the Members following the relinquishment of Declarant control as set forth in Section 3.7 of the Bylaws, the Members shall elect one (1) member of the Board of Directors for a term of three (3) years, who shall be the person receiving the largest number of votes, one (1) Member of the Board of Directors for a term of two (2) years, who shall be the person receiving the second largest number of votes, and one (1)

Member of the Board of Directors for a term of one (1) year, who shall be the person receiving the third largest number of votes. At all annual elections thereafter, a director shall be elected by the Members to succeed that director whose term then expires. Nothing herein contained shall be construed to prevent the election of a director to succeed himself.

Section 5. Term of Office. The Vice-President shall serve a term of one year and then assume the duties of President for one year. The newly elected ~~Director~~ director shall serve a term of three years. Nothing herein contained shall be construed to prevent the re-election of any officer (Added) or director. The beginning and end of the term shall coincide with the annual meeting of the Members in which elections are held rather than the fiscal year of the Association. (added 4/05)

Each officer shall hold office for the term for which they were elected, or until their death, resignation, removal, disqualification, or until their successor is elected. At all annual meetings, a Vice-President shall be elected and a ~~Director~~ director shall be elected to succeed the ~~Director~~ director whose term then expires. (Changed 4/03)(Further changed 4/05)

~~Section 6. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor. The Members may elect a director at any time to fill any vacancy not filled by the directors.~~

Section 6. Removal. Any officer, (Added) the Vice-President, the President or any director may be removed, with or without cause, by a majority vote of the members Members of the association Association. In the event of death, resignation or removal of (added) a director or an officer, their successor shall be selected by the Board of Directors and shall serve until the next annual election. (Added) In the event of death, resignation or removal of the President, the

Vice-President shall become the President and a new Vice-President shall be selected by the Board of Directors and serve until the next annual meeting(Changed 4/03) (Added 4/05)

Section 7. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE 5 MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Meetings of the Board of Directors shall be held on a regular basis as often as the Board sees fit, but no less often than annually, on such days and at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special Meetings of the Board of Directors shall be held when called by the President of the Association, or by any two ~~directors~~ members of the Board, after not less than three (3) days notice to each ~~director~~ member of the Board. (Changed 4/05)

Section 3, Quorum. A majority of ~~the number of directors~~ the members of the Board shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the ~~directors~~ members of the Board present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board. (Changed 4/05)

Section 4. Informal Action by Directors. Action taken by a majority of the ~~directors~~ members of the Board without a meeting is nevertheless Board action if written consent to the action in question is provided via email or signed documents by a majority of ~~all of the directors~~ the members of the Board and filed with the minutes of the proceedings of the Board, whether done before or after the action so taken. (Changed and Added 4/05)

Section 5. Chairman. A Chairman of the Board of Directors shall be elected by the directors and shall preside over all Board meetings until the President of the Association is elected. Thereafter, the President shall serve as Chairman. In the event there is a vacancy in the office of the

Presidency, a Chairman shall be elected by the Board of Directors and serve until a new President is elected the Vice President shall assume the duties of President and shall therefore serve as Chairman. (Changed 4/05)

Section 6. Liability of the Board. The members of the Board of Directors shall not be liable to the Owners for any mistake of judgment, negligence, or otherwise except for their own individual willful misconduct or bad faith. The Owners shall indemnify and hold harmless each of the members of the Board against all contractual liability to others arising out of contracts made by the Board on behalf of the Association unless any such contract shall have been made in bad faith or contrary to the provisions of the Declaration or these Bylaws. It is intended that the members of the Board of Directors shall have no personal liability with respect to any contract made by them on behalf of the Association, except to the extent that they are Owner(s).

ARTICLE 6 POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

- (a) adopt and publish rules and regulations governing the use of the Common Areas and facilities, including but not limited to, the Street Lights, Public Roads (prior to acceptance by governmental authorities for maintenance), Entrance Monuments, Amenity Area, Parking Area, Piers and Boat slips (and all improvements thereon) and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) suspend the voting rights and right to use of the recreational facilities of a Member, including the rights to use the Amenity Area, Parking Area (and all improvements located thereon), Piers and Boat slips, during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice of hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;
- (c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation or the Declaration;
- (d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors;
- (e) employ a manager, an independent contractor, or such other employees as they deem necessary, and prescribe their duties;
- (f) employ attorneys to represent the Association when deemed necessary;

(g) grant easements for the installation and maintenance of sewer or water lines and other utilities or drainage facilities upon, over, under and across the Common Areas without the assent of the membership when such easements are requisite for the convenient use and benefit of the Property;

(h) appoint and remove at pleasure all officers (other than the President and Vice-President), agents and employees of the Association, prescribe their duties, fix their compensation and require of them such security or fidelity bond as it may deem expedient; (Changed 4/05)

(i) do anything necessary or desirable, including, but not limited to, establishing any rules regulations which the Association deems necessary to carry out the purposes of the Association as set forth herein or as permitted by law;

(j) enforce the provisions of the Declaration and any one or more Amendment or Supplementary Declaration and any rules or regulations made hereunder or thereunder and to enjoin and/or, at its discretion, seek damages or other relief for violation of such provisions or rules and/or by Special Individual Assessments against any Owner for violation of such provisions, rules or regulations pursuant to the provisions of the Declaration: and

(k) to levy assessments as more particularly set forth in the Declaration.

Section 2, Duties. It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by Members entitled to at least one-third (1/3) of the votes appurtenant to the Lots;

(b) supervise all officers (other than the President and Vice-President who are members of the Board and under the control of the Board), agents and employees of the Association, and to see that their duties are properly performed; (Changed 4/05)

(c) as more fully provided in the Declaration:

(i) Fix the amount of the Annual, Supplemental Annual, Special, Special Individual, Boat slip, Special Boat slip, and Supplemental Boat slip Assessments, and as defined in the Declaration, against each Lot at least thirty (30) days before January 1 of each fiscal year;

(ii) Send written notice of each assessment to every Owner subject thereto before its due date and before January 1 of each year;

(iii) ~~Foreclose the~~ File a lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same; (Changed 4/05)

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid (reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment);

(e) procure and maintain adequate liability insurance covering the Association and the directors and officers thereof and adequate hazard insurance on the property owned by the Association, and to divide appropriate portions of such related costs between the applicable assessments described in the Declaration;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(g) cause the Common Areas to be maintained, and if damaged, to repaired or replaced such Common Areas (and any improvements located thereon) as they see fit.

(g) cause the Common Areas to be maintained in accordance with a Master Plan, and if damaged, to repair or replace such Common Areas (and any improvements located thereon) as they see fit. The Board of Directors in association with the Landscape Committee will develop an initial Master Plan describing how the Amenity Area, Entry Ways, and five COS lots are to be maintained. In addition, for the initial Master Plan only, other Members of Beacon Shores may prepare and submit to the Board one alternative proposed Master Plan for maintaining the Common Areas. The proposed Master Plan prepared by the Landscape Committee and the alternative proposed Master Plan will be reviewed and approved by the Board. The Master Plans that have been approved by the Board will be voted on by the Members at an Annual Meeting in person or by proxy. The Master Plan that receives the most votes of the Members represented at an Annual Meeting in person or by proxy shall become the approved Master Plan. Since it is designed as a long-term roadmap, the Master Plan, once adopted, may not be amended more frequently than every 24 months. Amendments to the Master Plan must be approved by a majority of Members represented at an Annual Meeting in person or by proxy. The Annual Meeting for voting on the Master Plan must have a Quorum and be duly called as described in Article 3, Sections 1, 4, 5, 8, and 9 of the Bylaws, and then only by the vote of the Members represented at an Annual Meeting in person or by proxy as set forth above. (Changed 4/12)

(Added) Section 3, Limitations of Powers. The following limitations apply to the powers allowed the Board of

Directors:

(a) The Board cannot commit the Association to a capital expenditure greater than \$5,000 without approval of the Members either by a vote of 2/3 of the Members attending a meeting at which a quorum is present, or by obtaining the signatures of a majority of the Lot Owners. (If such capital expenditure would require a Special Assessment, the existing provisions of Article 5, Section 5 Covenants, Conditions and Restrictions shall apply.) This limit applies only to capital expenditures and excludes maintenance contracts for landscaping, grass mowing or other ordinary expenses. The limit does not apply to replacement or repair of Common areas (and any improvements located thereon) due to damage, or to use of Boatslip funds for repair or replacement of the Boatslips.

(b) The Board must obtain the approval of the Members before it initiates a legal action against a Lot Owner (or other party). Such approval may be obtained by a vote of 2/3 of the Members in attendance at an Annual or Special Meeting at which a quorum is present, or by obtaining the signatures of 50 percent a majority of the Lot Owners. However, approval of the Members is not required to file a lien against a property for nonpayment of Annual, Special or Special Individual Assessments as provided for in the Covenants. Approval of the Members also is not required for the Board to obtain legal representation to defend itself or its members or to consult with an attorney regarding any legal matter, including legal actions that would be available if approved by the Members. (Added 4/05)

ARTICLE 7 OFFICERS AND THEIR DUTIES

Section 1. Officers. The officers of the Association shall be a President and Vice-President, who shall at all times be members of the Board of Directors, a Secretary, and a Treasurer, and such other officers as the Board may elect from time to time by resolution create.

Section 2. Election of Officers. The election of officers (other than President and Vice-President) shall take place at the first meeting of the Board of Directors following each annual meeting of the Members. (Changed 4/05)

Section 3. Term. Each officer (other than President and Vice-President) of the Association shall be elected annually by the Board and each shall hold office for one (1) year or until his death, resignation, retirement, removal, disqualification, or his successor is elected and qualifies. (Changed 4/05)

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Board may, from time to time, determine,

Section 5. Resignation and Removal. Any officer (other than the President and Vice-President) may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. (Changed 4/05)

Section 6. Vacancies. A vacancy in any office may be filled by

appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.(Added) If the vacancy to be filled is that of President, it shall be filled by the Vice-President who shall serve for the remainder of the term of the President that is replaced plus the following one year term that would have normally been served. A new Vice President shall be appointed by the Board and shall serve until the next annual meeting.. (Added 4/05)

Section 7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4, Article 7 hereof.

Section 8. Compensation No officer shall receive any compensation from the Association for acting as such.

Section 9. Duties. The duties of the officers are as follows:

President

(a) The President shall be the principal executive officer of the Association, and subject to the control of the Board, shall supervise and control the management of the Association. The President may authorize an expenditure of up to \$200 without obtaining approval from the Board. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall co-sign all checks, promissory notes, leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes. At executive sessions or virtual meetings of the Board, the President shall appoint a secretary pro-tem to keep notes of any votes or actions to be given to the Secretary for inclusion in the permanent record. (Changed and added 4/05)

Vice-President

~~(b) The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.~~

(b) The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of that office by law the Board. The Vice-President shall assume the office of President at the end of a one-year term of office as Vice-President. (Added) The Vice-President shall co-sign all promissory notes, leases, mortgages, deeds and other written instruments. (Changed 4/03) (Further changed and added 4/05)

Secretary

(c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members. (Added) If the Secretary is not present at any meeting, he/she will obtain a copy of the minutes taken by the secretary pro-tem for that meeting, including a record of any votes, to incorporate in the permanent record. The Secretary shall keep the corporate seal of the Association and affix it on all papers requiring said seal, shall serve notice of meetings of the Board and of the Members, shall keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board, (Added 4/05)

Treasurer

(d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors, shall sign all checks and promissory notes of the Association, shall keep proper books of account, and shall

prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the Members.

ARTICLE 8 COMMITTEES

The ~~Association~~ Board of Directors shall appoint a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose. (Changed 4/05)

ARTICLE 9 BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any ~~member~~ Member at the principal office of the Association, where copies may be purchased at reasonable cost. (changed 4/05)

ARTICLE 10 ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association Annual, Supplemental Annual, Special and Special Individual Assessments, and each Owner of a Boat slip Lot is obligated to pay to the Association Boat slip, Supplemental Boat slip, and Special Boat slip Assessments, as defined in the Declaration. Any assessments which are not paid when due shall be delinquent. If an assessment is not paid by its due date, as set forth in the Declaration, the assessment shall bear interest from such due date at the rate of eighteen percent (18%) per annum or the highest rate then permitted by law, whichever is less, plus such late charge as may be established by the Board, and the Association may bring an action at law against the Member personally obligated to pay the same. The late charges, costs of collection and reasonable attorneys' fees related to any such action shall be added to the amount of such assessment, all in accordance with the provisions of the Declaration. No Member may waive or otherwise escape liability for the assessments provided for herein by non-use of the Property.

ARTICLE 11 CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words BEACON SHORES OWNERS ASSOCIATION, INC

ARTICLE 12 AMENDMENTS

Section 1. These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of at least two-thirds (2/3) of all votes present at a duly held meeting of the Members at which a quorum is present in person or by proxy.

Notwithstanding anything in this Section 1 to the contrary, the Class B Member may at its option amend these Bylaws without obtaining the consent or approval of any other person or entity if such amendment is necessary to cause these Bylaws to comply with the requirements of the FHA, VA, Federal National Mortgage Association or similar agency.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE 13 MISCELLANEOUS

The fiscal year of the Association shall begin on the first (1st) day of January and end on the thirty first (31st) day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

ARTICLE 14 INDEMNIFICATION OF DIRECTORS, AND OFFICERS

The Association shall indemnify any director or officer or former director or officer of the Association or any person who may have served at the request of the Association as a director or officer of another corporation, whether for profit or not for profit, against expenses (including attorneys' fees) or liabilities actually and reasonably incurred by him in connection with the defense of or as a consequence of any threatened, pending or completed action, suit or proceeding (whether civil or criminal) in which he is made a party or was (or is threatened to be made) a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of a duty.

The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any statute, bylaw, agreement, vote of Members or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Association may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability.

The Association's indemnity of any person who is or was a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall be reduced by any amounts such person may collect as indemnification (i) under any policy of insurance purchased and maintained on his behalf by the Association or (ii) from such other corporation, partnership, joint venture, trust or other enterprise.

Nothing contained in this Article 14, or elsewhere in these Bylaws, shall operate to indemnify any director or officer if such indemnification is for any reason contrary to any applicable State or Federal law.

By-Law Change History	
Article/Section Number	Change Date
Article I, Section 3	April, 2005
Article IV, Section 3	April, 2003
Article IV, Section 4	April, 2003
Article IV, Section 5	April, 2003
Article IV, Section 6	April, 2003
Article IV, Section 1	April, 2005
Article IV, Section 3	April, 2005, Apr. 2012
Article IV, Section 4	April, 2005
Article IV, Section 5	April, 2005
Article IV, Section 6	April, 2005
Article V, Section 2	April, 2005
Article V, Section 3	April, 2005
Article V, Section 4	April, 2005
Article V, Section 5	April, 2005
Article VI, Section 1h	April, 2005
Article VI, Section 2b	April, 2005
Article VI, Section 2c	April, 2005
Article VI, Section 2g	April, 2012
Article VII, Section 2	April, 2005
Article VII, Section 3	April, 2005
Article VII, Section 5	April, 2005
Article VII, Section 6	April, 2005
Article VII, Section 9	April, 2003
Article VII, Section 9a	April, 2005
Article VII, Section 9b	April, 2005

Article VII, Section 9c	April, 2005
Article VIII,	April, 2005
Article IX,	April, 2005

BY-LAWS
OF
BEACON SHORES OWNERS ASSOCIATION, INC.
(BSOA)

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[Article II](#) Definitions

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