

## Fishing Creek Farm HOA Bylaw Amendments

The following nine (9) amendments to the Bylaws of the Fishing Creek Farm Homeowners' Association, Inc. were voted upon and passed by the homeowners' in November 2014. The former bylaw language is struck out, replaced by the approved language in red.

### Amendment 1.

Article I

The principal office of the corporation shall be located at ~~80 West Street, P.O. Box 868, Annapolis, Maryland 21404~~ **\_1222\_ Cherry Tree Lane, Annapolis, Maryland 21403**

### Amendment 2

Article II

Section 1. Annual Meetings

...each subsequent regular annual meeting of the members shall be held ~~on the same day of the same month of each year thereafter, at the hour of Seven (7:00) o'clock, P.M. 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.~~ **no later than sixty (60) days after the end of the fiscal year (December 31st) at the hour of Seven (7:00) o'clock, P.M.**

### Amendment 3

Article III

Section 4. Quorum.

The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, **the Declaration of Covenants Conditions and Restrictions**, or these By-Laws.

### Amendment 4

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. Every proxy shall be revocable **until the time of the vote**, and shall automatically cease upon conveyance by the member of his Lot.

### Amendment 5

Article V

Section 1. Nomination.

Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and 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. **In the event there are no volunteers for the Nominating Committee, the Board of Directors shall serve as the Nominating Committee and the President of The Board of Directors shall serve as the Chairman.** 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. Such nominations may be made from among members or non members.

## **Amendment 6**

Article VI

Section 1. Regular Meetings.

Regular meetings of the Board of Directors shall be held monthly without notice, 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.~~

## **Amendment 7**

Article VII

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 Recreational Facilities and Open Space, and the personal conduct of the members and their guests thereon, **and to enforce the Declaration of Covenants, Restrictions and Conditions**, and to establish penalties **or levy reasonable fines**, for the infraction thereof;

## **Amendment 8**

Section 8.

- (a) 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 sign all leases, mortgages, deeds and other written instruments and shall **be one of three board members who co-sign checks and all promissory notes. Check must be signed by two Board members, either the President and/or Treasurer; and/or a third designee Board member, voted upon by the BOD. Section 8.**
- (d) The treasurer shall, **or a board approved accounting or management firm, which shall be overseen by the treasurer**, 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 checks and promissory notes of the Association; keep proper books of account; cause an ~~audit~~ **audit every three years with a review every year, except in the years an audit is conducted**, of the Association books to be made by a public accountant at the completion of each fiscal year; 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.

## **Amendment 9**

### Article X

The books, records and papers of the Association shall ~~at all times, during reasonable business hours,~~ be subject to inspection by any member, **at a mutually agreed upon time by all parties.**