

MARGARET L BAILEY
DORCHESTER COUNTY
REGISTER OF DEEDS

201 Johnston Street ~ Saint George, SC 29477 (843) 563-0181

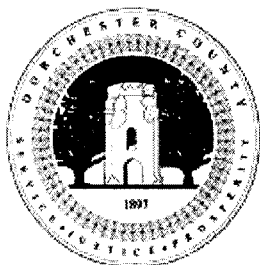
***** THIS PAGE IS PART OF THE INSTRUMENT - DO NOT REMOVE *****



Instrument #:	2017034090		
Receipt Number:	37650	Return To:	BRIARWOOD CIVIC ASSOCIATION
Recorded As:	MISCELLANOUS		
Recorded On:	December 27, 2017		
Recorded At:	10:17:47 AM	Received From:	BRIARWOOD CIVIC ASSOCIATION
Recorded By:	NW	Parties:	
Book/Page:	RB 11152: 313 - 324		Direct- BRIARWOOD CIVIC ASSOCIATION
Total Pages:	12		Indirect- BRIARWOOD SUBDIVISION

***** EXAMINED AND CHARGED AS FOLLOWS *****

Recording Fee: \$17.00
Tax Charge: \$0.00



Margaret Bailey

Margaret Bailey - Register of Deeds

17.
ret.

BRIARWOOD CIVIC ASSOCIATION

PO BOX 50205

SUMMERVILLE, SC 29485

FILED/RECORDED
December 27, 2017
DORCHESTER COUNTY
REGISTER OF DEEDS

BYLAWS

ARTICLE I

Name

The name of this organization will be the Briarwood Civic Association, hereinafter referred to as the "BCA", "Association" or "Civic Association".

ARTICLE II

Purpose

Section 1. The corporation has been formed for the purpose of conducting a neighborhood association exclusively for the neighborhood benefits and not for business purposes or monetary profit.

Section 2. The objectives of this corporation shall be:

- a. The promotion of beautification and upkeep of Briarwood Subdivision.
- b. The promotion of social development within Briarwood Subdivision;
- c. The promotion of civic development within the greater community.

Section 3. In the event of dissolution, the residual assets of this organization will be turned over to another organization which is exempt from Federal Income Tax as an organization described in Section 501(c)(4) of the Internal Revenue Code, or to the Federal, State or local government.

ARTICLE III

Powers

Section 1. This corporation will have the following powers:

- a. To make contracts, possessing the same powers in such respects as any individual enjoys;

- b. To borrow money for the purpose of carrying out the objectives of these bylaws; to make notes, bonds, or other evidence of debt; and to secure payments of its obligations by mortgage or deed of trust on all or any of its property, both real and personal;
- c. To expel or suspend members or associates;
- d. To enforce the collection of dues and charges under such penalties as are hereinafter provided in these bylaws;
- e. To have succession, by its corporate name, indefinitely;
- f. To use such seal as shall be determined by the members, and to alter such seal at pleasure;
- g. To hold, purchase, lease, mortgage or otherwise dispose of and convey such real and personal estate as the business of the association requires;
- h. To raise money, other than dues, through fundraisers, for use by the Association;
- i. To appoint such subordinate officers and agents as the business of the association requires and prescribe their duties with a job description;
- j. To sue and be sued in its corporate capacity, once incorporated;
- k. To make, amend, and delete bylaws of the Association in any manner consistent with any existing law for management of Association property and regulation of Association affairs.

Section 2. The powers of the association will be exercised and its affairs conducted by the Board of Directors in any manner consistent with these bylaws. Two-thirds (2/3) of the members with dues paid, either homeowner or renter with approved proxy, present at any regular meeting or special meeting may direct the Board of Directors to take such action as they deem appropriate consistent with these bylaws.

ARTICLE IV

Officers and Directors

Section 1. Elected officers will be President, Vice President, Secretary, and Treasurer. All elected officers will be persons holding membership status as prescribed in Article V (1), and will also be members of the Board of Directors.

- a. **President** – The President will preside at all meetings of the membership and shall direct and supervise all business of the corporation as approved by the Board of Directors. In addition, the President will preside at all meetings of the Board of Directors. The President will sign all papers which may be authorized by the Board of Directors. The President will appoint members to all standing and social committees.

b. Vice President – In the absence, death or disability of the President, the Vice President will perform all the duties of the President, and will be vested with all the powers of the President. The Vice President will chair the Maintenance/Repair Committee. The Vice President will be in charge of arranging the monthly meeting place.

c. Treasurer – The Treasurer will receive and disburse all money for the corporation, and will render a financial report at each meeting and at other times when so directed by the President or the Board of Directors. The Treasurer will deposit in the name of the corporation, in a bank or banks as designated by the Board of Directors, all money received, and shall draw and sign all checks of the corporation. The Treasurer shall utilize the most efficient and secure methods available through the banking system to perform his/her duties. All disbursements will require a receipt. The Treasurer will keep a record of all membership accounts. The Treasurer will chair the Budget/Finance Committee. If the Treasurer leaves office before the end of his/her term, an audit will be conducted.

d. Secretary. The Secretary will take and keep the minutes of all meetings of the Board of Directors and the membership. The Secretary will maintain a membership roll, will notify all members of meetings through the Briarwood Newsletter, and will maintain a current roster of all Briarwood residents. The Secretary will be responsible for the BCA post office box and pick up mail at least twice weekly. The Secretary will then distribute such mail to the appropriate BCA officer.

Section 2. In addition to the four elected officers, the Board of Directors will consist of a maximum of seven other directors. The Board of Directors will ensure that the directorate always remains at an odd number and board members will attend all monthly meetings. In addition to their other duties, all Directors will chair one of the standing committees, as appointed by the President. All Directors must hold membership status as prescribed in Article V (1).

Section 3. All elected officers and directors will take office at the January meeting and will be elected for a term of one year. Duly elected officers and directors will serve for the duration of their term, or until termination of their membership, resignation, or removal, whichever is earlier.

Section 4. Election

a. At the December meeting of the membership, the members will elect a full slate of Officers and Directors for the on-coming year. The newly elected Officers and Directors shall assume their duties at the January meeting.

b. Nominations of Candidates for Office – At least three (3) months prior to the December BCA meeting, the Board of Directors will be tasked with selecting a nominating committee of BCA members. The nominating committee will not be officers or Directors of the current BCA Board. The committee will contact all Officers and Directors of the current Board to inquire if they intend to hold their position for a consecutive year or take on another Board position. The committee will then contact residents throughout Briarwood to inquire of their intentions to hold an Officer or Director position for the

coming year. This nominating committee will prepare to present to the membership at the November meeting, a complete list of nominations containing not less than one (1) candidate for each position, to be elected as officers and directors for the coming year. Their list may include any officers or directors currently holding office. The nominating committee will contact personally each member whose name is proposed to be submitted for election to assure that the member is amenable to serving, if elected. The committee will also attempt in as great a degree as possible, to assure that all areas of Briarwood are represented on the nomination list. Nominations made by the committee will be delivered to the Secretary of the Association no less than sixty (60) days prior to the annual meeting. The Secretary will then ensure the complete list of candidates nominated for election is distributed to each member of the association no less than fourteen (14) days prior to the annual meeting. This distribution may be accomplished through the Briarwood Newsletter. Nominations may also be made from the floor, by any member of the association, at the annual meeting.

c. Voting – Those candidates for each office who receive the greatest number of votes cast for that office will be elected. In the event of a tie for any position to be elected, a runoff vote for such position(s) will be conducted immediately following the general vote.

d. Balloting – The Secretary may provide ballots. Ballots will be distributed at the rate of one ballot per eligible attending voter. If ballots aren't used, all nominated candidates will be voted in by a hand vote of the membership in attendance.

Section 5. Removal – The Board of Directors will have the power to discharge any Officer or Director for good and sufficient cause. Removal action will be undertaken only after a hearing on the matter is held, in the the form of an open meeting with the Board of Directors, with the officer or director in question present at such hearing. In addition, the President may at any regular meeting of the membership, two-thirds (2/3) of those present consenting, declare vacant the position of any Officer or Director who has been absent from three (3) consecutive monthly meetings of the association without a valid excuse.

Section 6. Vacancies – Vacancies occurring more than ninety (90) days prior to the next scheduled annual meeting will be filled by special election at a regular meeting. Nominations for election to vacant positions will be made from the floor at such regular meeting by any member of the Association including officers and directors. Vacancies occurring within ninety (90) days of the next scheduled annual meeting will remain unfilled until such next annual meeting, at which time they will be filled in the manner prescribed in this article.

Section 7. Meetings of Officers and/or Board of Directors may be called, held, and conducted in accordance with such rules and procedures as they may adopt. A majority of the Board (Officers and Directors) will constitute a quorum at any meeting of the Board of Directors.

ARTICLE V

Membership

All residents (homeowners or renters) in Briarwood subdivision, Dorchester County, South Carolina, are welcome and invited to attend meetings of the Briarwood Civic Association.

Section 1. Eligibility.

a. Eligibility for membership in this Association, voting rights, and obligations for the payment of dues will be determined on a residence lot basis. All homeowners within Briarwood subdivision are required to pay Association dues, with the exception of those homeowners who have relinquished their proxy to a renter. It is the sole responsibility of the renter to pursue and obtain a proxy from homeowner. Then either homeowner or renter may pay dues with the ultimate responsibility being the homeowner. The payment of dues, (paid either by homeowner or renter with proxy) as well as compliance with Article V (1) (b), will entitle the resident, whether owner or renter, two (2) positions of membership and voting rights within the Association. The homeowner also has the right if he/she gives renter proxy to maintain one (1) position of membership for his or herself, leaving only one (1) position of membership to the renter. The right to belong to the Association through the two positions of membership available with each residence lot will be referred to in these bylaws as "membership" or "membership status". Each person (resident) who becomes a member in the Association, whether owner or renter with approved proxy must be registered with the Association pursuant to Article V (1) (b). The Treasurer and Secretary will maintain a current membership list.

b. All persons who are otherwise eligible to gain membership in this Civic Association as set forth in Article V (1) (b), may become a member by:

- (1) Paying their dues for the current calendar year prior to March 1st;
- (2) Agreeing to abide by all Bylaws of the Association and;
- (3) Agreeing to abide by all of the Restrictions of the Association.

Section 2. Voting Rights

a. At any meeting of the membership of this Association, recorded payment of the dues (paid either by homeowner or renter with approved proxy), for any residence lot in Briarwood, will entitle that resident the right to vote.

b. The spouse of any person holding membership status is automatically deemed a member and has equal voting rights. The spouse of any renter with approved proxy when homeowner has given both positions (2) of membership to renter also is automatically deemed a member and has equal voting rights. However, the homeowner has the right to withhold one (1) position of membership for his or herself and give only one (1) position of membership to renter, whereas the spouse of renter would NOT be entitled to the right to vote.

c. Proxies and Absentee Ballots. At all general Association meetings, each homeowner may vote in person, by absentee ballot or by proxy. A homeowner may designate another member of the Association to act as the member's proxy. A homeowner, renting his property, may give their proxy to the person renting the property for the duration of the rental agreement (or until rescinded in writing). All proxies/absentee ballots shall be in writing, sealed and passed to the Secretary/Treasurer of the Association (in person or by mail) not later than 15 minutes prior to the commencement of the meeting to verify eligibility to vote. An absentee ballot shall be valid only for that meeting and those agenda items for which the ballot was issued. Agenda items requiring a vote will be published in the newsletter and on the Association website preceding the meeting for which the ballot is intended. Absentee ballots published in the newsletter will specify the issues to be voted on and will specify whether the vote is FOR, AGAINST, or to TABLE a specific issue for further discussion. Absentee ballots and proxy forms will be available on the Association website and in the newsletter on a recurring basis.

Section 3. Annual Dues, Late Fees, and Covenant Violation Assessments

a. Annual Dues – All residents of Briarwood, homeowners and/or renters with approved proxy, shall pay annual dues in the amount of seventy-five dollars (\$75.00) to the BCA. It is the ultimate responsibility of the homeowner to pay dues. Dues shall be paid in January and will be considered delinquent March 1st of the current calendar year.

b. Late Fees – Dues that are delinquent on March 1st will be assessed a late fee of \$15.00 for each fraction of a month that the dues remain delinquent. Any legal action taken by the BCA to collect the dues shall include the assessed delinquent fee.

c. Covenant Violation Assessments – All homeowners are responsible for complying with the Covenants and Restriction for the Briarwood Subdivision. When the homeowner is in violation of the Covenants and Restrictions, a Covenant Violation Assessments in the amount set by the Board of Directors may be imposed on the homeowner for the violation. In the case of rental property, the homeowner is responsible for any Covenant Violation Assessments that may be levied. It is the ultimate responsibility of the homeowner to ensure that renters of the property are in compliance with the Covenants and Restrictions.

d. Legal Remedies for Collection of Debts – The BCA may pursue legal mean to protect it's interest in debts owed to the Association. This may be accomplished by filing of liens against the delinquent property owner or through the Court System.

(l) Liens – The BCA may file a Lien with the Register of Deeds, Dorchester County, SC against the delinquent property owner for non payment of annual dues, late fees, and covenant violation assessments. When a lien is filed, the delinquent homeowner shall be assessed a lien processing fee of fifty dollars (\$50.00) which will be added to the amount owed; or

(ii) Court System – The BCA may pursue payment of any outstanding debt to the Association through the Court System of Dorchester County, SC. When the court system is used, the delinquent homeowner shall be liable for the amount of annual dues payable, late fees, lien processing fees, covenant violation assessments, plus reimbursement to the BCA for all attorney fees, court filing fees, service of legal process fees, subpoena costs, certified mail costs, postage costs, photo copying expenses, deposition expenses (including costs for transcription and court reporter's fee for attendance), overnight courier service fees, and all other costs that are directly associated with the court case.

e. Future Assessments – When conditions warrant, the Board of Directors shall recommend to the membership, at any regular meeting, a onetime assessment for increased dues. This assessment may be levied with two (2) months thereafter, provided a majority approval is obtained under the requirements of Article VI (4).

ARTICLE VI

Meetings

Section 1. Annual meeting – All annual meetings of the members will be held during the third week of January of each year unless that day falls on a legal holiday. If the scheduled day falls on a legal holiday the annual meeting will be held the next business day. The meeting and will be held at the time and place designated by written notice of the Secretary of the Association, which notice will be provided to the members not less than seven (7) days prior to the time set for the annual meeting.

Section 2. Regular meetings of the membership in addition to the annual meeting may be held on a monthly basis, as required. Such meetings will be held during the third week of any month during which they are required, provided that such meeting will be approved by the members at any previous meeting. The place of all regular monthly meetings will be published in the newsletter not less than seven (7) days prior to the date set for such meeting. The notice will specify the time, date, and place of the meeting and the nature of matters to be discussed at the meeting. The Vice President is responsible for ensuring the monthly meeting place is set up and available.

Section 3. Special meetings – Special meetings of the members may be called at any time for any purpose by:

- a. The President of the Association or;
- b. Any other three members of the Board of Directors or;
- c. A petition signed by 51% of those persons holding membership status in the Association.

Written notice of the special meeting will be given to all persons holding membership status not less than seven (7) days prior to the date set for such meeting. The notice will specify the time, date, and place of the meeting and the nature of the matters to be discussed at the meeting.

Section 4. Transaction of Business – The presence at any meeting of those persons holding membership status in the Association, either in person or by proxy, will constitute a quorum. Unless otherwise specifically provided for in these bylaws, any action may be taken at any meeting of the membership by the affirmative vote of two-thirds (2/3) of the votes represented by the quorum present.

Section 5. Voting at Meetings – Prior to each monthly meeting, notice shall be provided to the membership, via publication in the monthly newsletter, concerning any votes to be taken at the meeting. This shall include any subject matter that may come before the membership. This notice is provided to ensure timely and clear communication to Briarwood residents on decisions requiring a vote. Such notice shall provide, at a minimum, the purpose and description of the subject matter to be voted on and, if any costs are involved, the estimated cost of the expenditure.

Section 6. Exception – The following exceptions apply to voting at meetings.

- a. Routine Expenditures. Notice is not required, for votes on expenditures of routine budgeted items.
- b. Vacancies. Notice is not required to fill vacant officer or director positions. These procedures are set forth in Article IV, Section 6.
- c. Emergencies. Notice is not required when an emergency situation exists. Expenditures for emergency situations may be approved by the Board of Directors in accordance with the provisions of Article VII, Section 3 of the Bylaws. After the emergency situation no longer exists, the President shall provide, at a minimum, a description of the emergency situation, what was done to correct the emergency situation, and the cost involved. This information shall be published in the monthly newsletter and read to the membership at the next regular meeting of the Association.

ARTICLE VII

Miscellaneous

Section 1. Committees – The Association will have the following standing committees.

- a. Architectural Review (ARC). The ARC will be responsible for approving all plans from residents prior to any construction, reconstruction, remodeling, alteration or addition to any of their exterior structure, including removal of trees, as stated in the Briarwood Restrictions. Any expenses will be reimbursed through the BCA Supplies and Miscellaneous Expenses Account.

- b. Beautification. The Beautification Committee will be in charge of ensuring lawns, shrubs, and trees at the front entrance, back entrance, and park, are maintained through contractual work, acceptable to the standards of Briarwood. Christmas decorations, bedding plants, and the Yard of the Month Program are the responsibility of the Beautification Committee. Beautification will have a budget.
- c. Budget/Finance. The Budget/Finance Committee will prepare the annual budget in November for the following calendar year and present it to the membership prior to the annual meeting in January. The Treasurer will chair the Budget/Finance Committee. All committee chairmen who have a budget will serve as members of the Budget/Finance Committee.
- d. Welcome. The Welcome Committee will be in charge of welcoming all new Briarwood residents, both homeowners and renters alike. The committee will prepare welcome packets to deliver to all new residents. The packets will include, at a minimum, a copy of the Briarwood Bylaws and Covenants and Restrictions, as well as information on dues. The Welcome Committee Chairman is responsible for passing on this information to the Secretary for the membership roster. The Welcome Committee will have a budget.
- e. Recreation/Social. The Recreation/Social Committee is responsible for all Briarwood family social events. The Recreation/Social Committee will have a budget.
- f. Newsletter. The Newsletter Committee is responsible for publishing the monthly Briarwood Civic Association Newsletter. Newsletter will have a budget.
- g. Maintenance/Repair. The Maintenance/Repair Committee will be responsible for the upkeep of the playground equipment at the park and the bench at the front entrance. This will include, but not be limited to: light bulbs, sprinkler system, street signs, and sidewalks. The Vice President will chair the Maintenance/Repair Committee and will be the BCA point of contact with the Dorchester County Public Works Department. Maintenance/Repair will have a budget.
- h. Grievance. The Grievance Committee will accept resident complaints and pass them for resolution to the appropriate committee or BCA Board, whichever applies. Grievance will be reimbursed through the BCA Supplies and Miscellaneous Expenses Account.

The Board of Directors will create such other committees as will, from time-to-time, be necessary. All committees will meet at such times and under such procedural rules as they may deem necessary and appropriate.

Section 2. Audit – The records of the Treasurer will be audited annually by a board consisting of no less than two (2) non-board members and will be appointed by the President. The audit will take place in November and be presented to the members at the December meeting. If the Treasurer leaves before the end of his/her term, an audit will take place immediately.

Section 3. Disbursement of Funds – All disbursements must be made by checks which will be signed by the Treasurer. The Treasurer shall utilize the most efficient and secure methods available through the banking system to perform his/her duties. Expenditures for payments of budgeted expenses or bills, expenditures of sums less than one-hundred (100.00) dollars, and expenditures under emergency situations may be approved by the Board of Directors. Disbursements of all other funds accrued from residents dues must be with prior approval of the membership, as set forth in Article VI (4).

a. The Board of Directors may assign special accounts from sources other than dues payments to be disbursed at the discretion of the Board of Directors. The Board of Directors, by a majority vote, can set conditions of disbursement of said special funds and may assign authority to the BCA Treasurer and the President.

b. Any bills or expenses from a standing committee shall be first approved by the Chairman of that committee and then passed from the Chairman to the Treasurer for reimbursement.

ARTICLE VIII

Amendment of Bylaws

Bylaws may be adopted, amended, or revised by two-thirds (2/3) vote of the members of a quorum present at any regular or special meeting, providing notice of the proposed action was given at any previous meeting.

