

Oak Point Homeowners Association Bylaws

Section 1. Name, Location and Purpose

1.1 Name. The Association shall be known as Oak Point Homeowners Association (Association).

1.2 Location. The principal office of the Association in the Commonwealth of Massachusetts shall initially be located at the place set forth in the Articles of Organization of the Association. The address on record is 210 Oak Point Drive, Middleborough MA 02346. The Directors may change the location of the principal office in the Commonwealth of Massachusetts effective upon filing a certificate with the Secretary of the Commonwealth.

1.3 Purpose. The purpose of the Association is to promote the interests of and help provide safe and habitable living conditions for residents of the Oak Point community, to ascertain that the property is properly maintained and in accordance with contractual agreements between homeowners and Oak Point management/owners (OPM), and local, state and federal regulations, to ensure that rents and rent increases are accurate and assessed in accordance with contractual agreements between homeowners and OPM, and the town's rent control law, and to resolve, if possible, OPM and homeowner impasses within the community. Other purposes include:

- a) Educate and inform homeowners of their rights under local, state, and federal law;
- b) Ensure the protection and exercise of homeowner rights guaranteed under Massachusetts rental housing and manufactured homes laws and regulations, including negotiation, and only if no other option is available, litigation, or settlement of any issue;
- c) Encourage harmony and further the interests of its members in matters pertaining to OPM;
- d) Other purposes allowed under nonprofit corporation law of the Commonwealth of Massachusetts.

Section 2. Board of Directors

2.1 Number. The Board of Directors (Board) shall consist of the President, Vice President, Secretary, Treasurer and five (5) At Large members of the Board elected by Members.

2.2 President. The President is the chief executive officer of the Association. The President presides at meetings of the Members and the Board.

2.3 Vice President. The Vice President serves in absence of the President.

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2.4 Secretary. The duties of the Secretary are to:

- a) Maintain a membership roster and notify members of Association meetings;
- b) Record minutes of Association and Board meetings;
- c) Maintain Association records; and
- d) File an annual report with the Commonwealth of Massachusetts, and pay any corresponding fee.

2.5 Treasurer. The Treasurer will deposit all monies received by the Association from dues or any other source in a bank account opened and maintained by the Association, and handle Association financial matters in general.

2.6 At Large Members. Duties of At Large members of the Board shall be to attend all meetings, to vote on matters before the Board and the Members, and to serve as needed by the President or Vice President.

2.7 Tenure. The President, Vice President, Treasurer, Secretary and other Board members shall each hold office for two years. Terms of office for the Board shall be staggered. The first Board will include members with one and two-year terms to begin staggered terms.

2.8 Election and Terms. Only Members of the Association may serve as Board members. Procedures for electing Board members will be determined by majority vote of the Association Members attending a regularly scheduled meeting. Each Board member shall hold office until that member's successor is elected and qualified, or until he/she dies, resigns, is removed or becomes disqualified before her/his term is complete

2.9 Resignation. A Board member may resign by giving written notice to other Board members.

2.10 Removal with Cause. A Board member may be suspended or removed with cause by a vote of a majority of the Board members.

2.10.1 Removal by Members Board members may be removed by vote of two-thirds (2/3) of those present and voting at a regularly called meeting.

2.11 Vacancy. At times other than at the annual meeting, Board member vacancies will be filled by special election at a date and time set by the Board.

2.12 Board Meetings: Board meetings are held each month at a time and place designated by the Board. Association Members are welcome to voice their concerns during the portion of said meeting allocated for comments.

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2.13 Action by Telephone. An action required or permitted to be taken at a meeting of the Board may be taken by telephone poll if the matter reasonably cannot be delayed by the next regularly scheduled Board meeting. Such action shall be recorded at the next meeting of the Board.

Section 3. Members and Meetings

3.1 Eligibility and Membership. Any Oak Point homeowner may become a Member. Membership is voluntary and contingent on the payment of Association dues for the current year. Only members have the right to vote or run for office, and there can be no more than two members per household. Joining the Association does not affect or compromise in any way homeowners' individual legal and other rights, including the right to represent themselves as individual homeowners to OPM, the Town, and others.

3.2 Dues. Dues are to be used for the limited operating costs of the Association such as, but not limited to, photocopying, postage, and mandatory Commonwealth filing costs. The amount of dues will be set by a majority vote of the Members voting at a regular meeting. All dues are for the current calendar year regardless of the date paid in that year.

3.3 Term. The terms of membership in the Association shall be indefinite, as long as the Member has paid the annual dues and retains ownership of a home in Oak Point...

3.4 Meetings. The frequency of regular meetings of the Members shall be determined by a majority vote of the Members voting at a regular meeting. Emergency meetings may be called as needed. Other provisions governing meetings are as follows:

- a) If unable to convene a meeting of Members due lack of a quorum, or other special circumstances, membership will be notified.
- b) The annual meeting of the Members of the Association shall be held in October of each year. Notice of the date for the annual meeting shall be given to all Members no less than thirty (30) days prior to the meeting. At the annual meeting the Members shall elect Board members, receive reports on the activities of the Association, and determine the direction of the Association for the coming year. The Board may re-schedule the annual meeting to a month other than October provided it provide members with sixty (60) days advance notice of such change.
- c) Special meetings of the Members may be called by the President or the Board or by a majority of the Members. Notice stating the place, day and hour of the special meeting, and the purpose for which the meeting is called shall be given to each Member no less than fourteen (14) days prior to any meeting.
- d) Members will determine what constitutes a quorum by majority vote at the annual meeting.

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- e) All matters shall be decided by the vote of a simple majority of Members present and voting at the meeting, at which a quorum is present, except that a two-thirds (2/3) majority is required for certain actions stipulated in these bylaws. Members must be present to vote.
- f) These bylaws may be adopted by a two-thirds (2/3) majority of those present and voting at a regularly called meeting of Members;
- g) These bylaws may be amended by a two-thirds (2/3) majority of those present and voting at a regularly called meeting of Members;
- h) This Association may be dissolved by two-thirds (2/3) majority vote of the Members present at a regularly called meeting of Members.

Section 4. Treasury

4.1 Treasury Account. Membership dues, and all other contributions received by the Association from whatever source, will be deposited in an Association bank account, which will comprise the Association's treasury. Disbursements from the Association bank account require the signatures of any two officers.

4.2 Disposition of property. No monies or other property of the Oak Point Homeowners Association shall ever be used to benefit any individual except within the charitable purposes of the Oak Point Homeowners Association.

4.3 Fiscal Year. The fiscal year of the Association is the calendar year.

Section 5. Non-Members.

Non-members homeowners are welcome to attend meetings of the Association but may not vote on actions considered by Members, and may not participate in discussions during meetings. However, members of the Board, in their sole discretion, may permit a non-member to participate in discussions on a limited basis.