

AMENDED BYLAWS OF
BLAKELEY FOREST HOMEOWNERS' ASSOCIATION, INC.
October 2023

ARTICLE ONE
INTRODUCTION

BALDWIN COUNTY, ALABAMA
HARRY D'OLIVE, JR. PROBATE JUDGE
Filed/cert. 1/ 9/2024 11:17 AM
TOTAL \$ 55.00
15 Pages

2102870



1.1. DEFINITIONS.

BYLAWS. These Amended Bylaws, approved at a properly called and noticed meeting of the membership on October 13, 2022, constitute the code of rules adopted by BLAKELEY FOREST HOMEOWNERS' ASSOCIATION, INC. (hereinafter sometimes referred to as the "Association") for the regulation and management of its affairs. For the purposes of reference and convenience these Bylaws adopt in whole or part language from the other establishing and controlling documents of the Association: The Articles of Incorporation and the several Declarations of Covenants and Restrictions.

ARTICLES OF INCORPORATION. The Association was created by the recordation of Articles of Incorporation of Blakeley Forest Homeowners' Association, Inc., in the Office of the Judge of Probate of Mobile County, Alabama, and a copy of said Articles are also on file in the Office of the Judge of Probate of Baldwin County, Alabama.

DECLARATION OF COVENANTS AND RESTRICTIONS. For Unit One, Unit II, Unit III, Unit IV, Unit V, Unit VI, & Unit VI-Part2, of Blakeley Forest, a subdivision, there were recorded a Declaration of Covenants and Restrictions (hereinafter sometimes referred to as the "Declaration") which set forth restrictive covenants for said subdivision and all of which are recorded in the Office of the Judge of Probate of Baldwin County, Alabama in Miscellaneous Book 63, Page 626, et seq.; Miscellaneous Book 65, Page 1747, et seq.; Miscellaneous Book 68, Page 829, et seq.; Miscellaneous Book 72, Page 367, et seq.; Real Property Book 74, Page 1902, et seq.; and Instrument Number 521379, et seq.; Instrument Number 1072729, respectively.

MEMBER. Any person or entity or combination thereof owning the fee simple title to any parcel of property within Blakeley Forest, a subdivision, are Members of the Association as set forth in the Articles of Incorporation and Declaration, which Members shall include contract sellers, but exclude those having such interest merely as security for the performance of an obligation.

ASSOCIATION PROPERTY. The Association is charged with the management of any property commonly owned by the Members or the Association.

WAITING PERIOD. No measure requiring a vote of the Membership, except the nomination and election of Directors at the Annual Meeting, may be voted upon in the same meeting at which the measure was proposed unless:

1. An abstract of each such measure put to a vote was made available to each member entitled to vote in the manner and within the time limits provided in Article III and IV.
2. A ballot listing the measure to be voted and allowing the casting of votes for or against included with the notice, along with a proxy form; or,
3. By a resolution to suspend the rule and an affirmative vote of two-thirds (2/3) of all

the votes of the Members of the Association entitled to be cast.

1.2 PURPOSES AND POWERS. This corporation will have the purposes or powers as may be stated in its Articles of Incorporation [Sec. 3] and such powers as are now or may be granted hereafter by law. The Primary purpose of the Association is to acquire, construct, manage, maintain, and care for the Association Property.

ARTICLE TWO OFFICES AND AGENCIES

2.1. PRINCIPAL OFFICE. The principal place of business of the Association in the State of Alabama will be located at 7543 Tara Blvd S, Alabama 36527 and a mailing address of 6845 US Highway 90, Suite 105, PMB 112, Daphne, AL, 36526. The Board of Directors may modify this address, by duly adopted resolution, at any time, without member notification or voting. A change of address will not be considered a new modification of The Bylaws. In addition, the Corporation may maintain other offices either within or without the State of Alabama as its business requires.

2.2. LOCATION OF REGISTERED OFFICE. The location of the initial registered office of the Association is 7543 Tara Blvd S, Alabama 36527. Such office is the address of the current Board President and will be modified with changes to officers. Such office will be continuously maintained in the State of Alabama for the life of this Corporation. The Board of Directors may from time to time change the address of its registered office by duly adopted resolution and filing the appropriate statement with the Secretary of State. No member notification or voting is required for this modification. A change of address will not be considered a new modification of the Bylaws.

ARTICLE THREE

MEMBERSHIP

3.1. DEFINITION OF MEMBERSHIP. The Members of the Association are those persons having membership rights in accordance with the provisions of the Articles of Incorporation, Declaration, and these Bylaws.

3.2. CLASS OF MEMBERS. This corporation will have one (1) class of Membership. No formal certificate of membership will be issued.

3.3. QUALIFICATIONS OF MEMBERS. The corporation Members' qualifications and rights are that Members must own a fee simple interest in a parcel or lot within Blakeley Forest, a subdivision.

3.4. MEMBER IN GOOD STANDING. To be in good standing a member must be current in the payment of all fees and assessments according to the Association records and not certified to the Board of Directors by the Architectural Committee as being in violation of the recorded Declarations of Covenants and Restrictions of the subdivision as reported by the Architectural Committee.

3.5. MEMBERS' ASSESSMENTS. Assessments must be approved by a vote of the Board of

Directors and ratified by the membership according to these bylaws and shall be of the following types:

1. **ANNUAL**--This budget shall provide for the routine recurring expenses of the association to include electric and water utilities, insurance, landscape and maintenance of the common areas; it shall also provide for a capital improvement allocation to fund needed repairs/renovations to the infrastructure of the subdivision. The total amount of any contingency fund(s) and other unallocated funds in the annual budget plus any funds left over from the previous year's budget shall be limited to an amount no greater than 20% of the actual expenditures of the previous year's annual budget.

SPECIAL--An assessment made for a specific purpose such as a major repair or capital improvements, and items not included in the annual budget; divided equally among the lots in the subdivision. A Special Assessment may be apportioned over a period of months or years. No Special Assessment may be levied without a vote of the membership. Approval of the budget shall be by a majority (51% or more) of those entitled to vote and casting a vote, in person, by mail, or by proxy at any annual meeting or special meeting shall be required to pass. Upon completion of a special/capital project any unspent funds acquired as part of a special assessment shall be applied toward the funding for the next year's annual budget.

EMERGENCY--As determined by the Board of Directors, an assessment made to cover unexpected costs resulting from an accident, act of nature or governmental or legal ruling.

3.6 **PART OF THE BYLAWS.** Annual and Special Assessments shall be made by the Board of Directors as amendments to these Bylaws, in accordance with the provisions of the Bylaws and the Articles of Incorporation. Such amendments shall be attached to these Bylaws in an exhibit entitled "Schedule of Assessments and Fees." This exhibit will be kept current and made available to all members.

3.7 **LIMITATIONS.** The Board shall be limited in borrowing or in incurring the indebtedness of the Association insofar as no such borrowing or indebtedness shall cause an increase in the Annual Assessment or the imposition of a Special Assessment without a vote of the membership. A majority of the total lots in the subdivision shall be required to pass.

3.8 **ASSESSMENTS AND FEES.** Aside from Assessments, there shall be no dues required for membership in the Association. Fees may be assessed to address violations of recorded covenants and restrictions in accordance with the procedures set forth in Article 7 hereinafter. Activities, functions and special programs may from time to time be offered both to members and non-members of the Association. Fees may be charged to participants as determined by the Board of Directors. Participation of members shall not be required.

3.9 **SCHEDULE** Attached to these Bylaws shall be a "Schedule of Assessments and Fees." This schedule shall contain a summary of all such monetary obligations of

members and non-members required by the Association. Whenever this schedule is amended or changed it shall be mailed to all members.

3.10. COLLECTION AND LIEN FOR DUES/ASSESSMENTS. [Authority and wording for this section is taken from the Articles of Incorporation, Sec. 4] The amount of assessments and fees shall become, on and after notice, an indebtedness collectible by due course of law. No Member may waive or otherwise escape liability for the assessments and/or fees provided for herein by non-use or abandonment of the Association Property or of his lot. Assessments and/or fees are a personal obligation of the Members, and the Association shall further have a lien on any lot for which assessments and/or fees have been unpaid, together with interest, costs of collection, and a reasonable attorney's fee. Interest shall accrue on any unpaid amount upon the expiration of the 30th day from the due date of the indebtedness at the rate of 1% per month. The lien referred to herein shall be effective from and after the time of recording in the Office of the Judge of Probate of Baldwin County, Alabama a claim of lien stating the description of the lot, the name(s) of the record owner, the amount due and the date when due. Such claim of lien shall include only such sums that are due and payable when the claim of lien is recorded and said lien shall be signed and verified by an officer or agent of the Association. Upon full payment of all sums secured by the lien, the party making payment shall be entitled to a recordable satisfaction of lien. All such liens shall be subordinate to any lien for taxes and the lien of any mortgage of record at the time of recordation of the Association's lien. Any lien of the Association as described herein may be foreclosed by an action brought in the name of the Association in the same manner as a foreclosure of a mortgage on real property. The Association shall have the right to bid on the property at the foreclosure sale and to acquire, hold, lease, mortgage and convey the same. An action to recover a money judgment for unpaid assessments and/or fees may also be maintained without waiving the lien securing the same.

3.11. Place of Members' Meetings. Meetings of Members will be held at such convenient place as shall be designated by the Board of Directors.

3.12. ANNUAL MEMBERS' MEETINGS. The Association shall call a meeting of the Membership at least annually as close to the anniversary date of the creation of the Association as is practicable and at a time to be set each year by the Board of Directors.

3.13. SPECIAL MEMBERS' MEETINGS. Special meetings of the Members shall be called by the president upon:

1. His initiative
2. Request by a majority of the Board of Directors
3. Request by members having at least twenty-five percent (25%) of the votes that all members are entitled to cast at such meetings.

The notice for a special meeting must be issued within 15 days after the requirements to call a special meeting have been met.

3.14 NOTICE OF MEMBERS' MEETINGS. Notice of meetings shall be given in the following manner: Written notice of each meeting of the members shall be given at the direction of the Secretary or person authorized to call the meeting by mailing a copy of such notice, postage paid, to arrive or be delivered in person at least fifteen (15) but not more than forty-five (45) days before the date of such meeting to each member, to the address of the member last appearing on the books of the Association or supplied by such member for the purpose of notice. Such notice shall include the meeting agenda and notwithstanding information which may be required by other sections of the bylaws, specify the place, date and hour of the meeting and in the case of a

special meeting, the purpose of the meeting. Additionally and for the convenience of members a sign giving the particulars may be placed at each of the entrances to the subdivision and at the corner of State Route 225 and County 72 (Blakeley Way) and on the Association Website and by E-mail.

3.15 VOTING RIGHTS OF MEMBERS [Articles, Sec. 4]. Each Member in good standing will be entitled to one vote for each lot owned by that member on each matter submitted to a vote of Members except as provided in Sec. 6 of the Articles and Sec. 4.05.3 of these bylaws. If a parcel or lot is owned by more than one person or entity, the owners of said lot, collectively, shall designate among themselves by proxy the one of their number entitled to vote for all of them. Cumulative voting is not permitted.

3.16 MEMBERS' PROXY VOTING. Members of the Association may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary prior to the meeting at which said proxy is to be utilized being called to order. Any such proxy shall remain valid for 11 months unless otherwise specified. Every proxy shall be revocable and shall automatically become invalid upon conveyance by the Member of his lot.

3.17 QUORUM OF MEMBERS. The presence of members holding at least twenty-five percent (25%) of the votes entitled to be cast in person or by proxy, at any meeting of the Association shall constitute a quorum for any action at that meeting, except as otherwise provided in the Articles of Incorporation, Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be ten percent (10%) of the votes entitled to be cast.

3.18 TRANSFERABILITY OF MEMBERSHIP. Membership may only be transferred upon conveyance of a fee simple interest to a parcel or lot within Blakeley Forest, a subdivision.

3.19 TERMINATION OF MEMBERSHIP. Membership will terminate at the time any person or entity no longer owns a fee simple interest in a parcel or lot lying within Blakeley Forest, a subdivision.

3.20 VOTING BY MAIL. Anytime a vote of the members is required, members shall be allowed to vote by mail. Mailed ballots must reach the association mailing address by 6 p.m. on the day before the meeting. Ballots not cast in person must be enclosed in an envelope listing the name and address of the member and the lot numbers and section of each lot being voted. After verification by the secretary, the ballot envelopes will be separated from their cover envelope before being placed in the ballot box. Lost or stolen ballots must be reported to the secretary before the meeting so that they may be invalidated and replacements issued. Ballots shall be preserved as provided in Article VII, Sections .04 and .05.

ARTICLE FOUR

DIRECTORS

4.1. DEFINITION OF BOARD OF DIRECTORS. The Board of Directors is that group of persons vested with the management of the business and affairs of the Association subject to the law, the Articles of Incorporation, and these Bylaws.

4.2. STRUCTURE OF BOARD. The Board of Directors of the Association will be composed of seven (7) persons, which shall be as follows:

1. A representative from Units I & II
2. A representative from Units III & IV
3. A representative from Unit V
4. A representative from Unit VI
5. A representative from Unit VI Part 2
6. An at-large representative
7. An at-large representative

The Board may add additional places or reallocate representative districts as necessary when additional lots or Units are added to the subdivision. In no case shall the number of Directors elected At-Large be less than two.

4.3. QUALIFICATIONS OF DIRECTORS. The qualifications for becoming and remaining a Director of this Corporation are as follows:

Directors must be Members of the Association.

Directors must be Members in good standing.

Directors must be over the age of twenty-five (25) years.

4.4. COMPENSATION OF DIRECTORS. No Director shall receive compensation as such for any service that may be rendered to the Association. However, Directors may be reimbursed for actual expenses incurred in the performance of duties.

4.5 TERMS OF DIRECTORS - REMOVAL.

- 1 Directors will be elected for a term of three (3) years. Each term shall be staggered so that no more than two Director's terms will expire in the same year. Each Director will hold office for the term for which elected and until a successor has been selected and qualified.
- 2 A Director may be removed from office by a majority vote of the Board when such action will serve the best interests of this Corporation; except that no such majority shall constitute less than three Directors. The membership shall be notified by mail upon the Board's decision to remove a director with information identifying the director and the reason for the removal. If the director in question protests the removal he shall hold the position until a vote can be held and his dismissal approved by a majority of members entitled to vote and casting votes, based on whether the director was elected by unit(s) or at large.
- 3 A Director may be removed from the Board, with or without cause, by an affirmative vote of a majority of the total votes of all the membership.

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 until the next Annual Meeting whereat an election shall be held to fill the remainder of the unexpired term.

In the case that all members of the Board of Directors are removed, they shall continue to serve until a Special Meeting of the membership is called for the purpose of electing a new

board of directors. The Architectural Committee, being elected officials, shall conduct the election. Notice of such meeting shall contain the names of persons nominated by the membership to be so elected. Notwithstanding such nominations, additional nominations may be made from the floor of the special meeting. Requirements of election shall be the same as provided in Article 4.

4.6 VACANCIES ON THE BOARD.

1 Resignation of Directors will become effective immediately or on the date specified therein, and vacancies will be deemed to exist as of such effective date.

2 Any vacancy occurring on the Board of Directors, and any directorship to be filled by reason of an increase in the number of Directors, will be filled by the vote of the then remaining members of the Board of Directors. The new Director so appointed to fill the vacancy will serve until the next Annual Meeting of the Members where an election shall be held to fill the remainder of the term.

4.7. ELECTION OF DIRECTORS.

1. NOMINATIONS. The President of the Association shall name a Nominating & Elections Committee at least sixty (60) days prior to the annual meeting of the Association. 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 make nomination for election to fill any vacancies on the Board of Directors. The nominating committee shall make as many nominations for election of the Board of Directors as possible. The committee shall solicit nominations from all of the membership by mail at least 21 days prior to mailing the notice of the annual meeting. Nominations may also be made from the floor at the annual meeting provided the nominee's consent is obtained in writing in advance or the nominee is present and consents.

2. BALLOTS. The Committee shall construct a ballot for each representative district listing the persons nominated for any vacancy in that district and the persons nominated for any At- Large vacancies. Space shall be provided for write-in votes. The ballots shall be mailed with the notice of Annual Meeting. One ballot shall be included for each lot owned.

3. VOTING. Official Ballots may be cast by members in good standing in person, by mail or by proxy.

4. ELECTION. The Committee shall conduct the election and collect and count ballots.

5. BALLOTS. Ballots shall be preserved and available to the membership as provided in Article VII, Sections .04 and .05.

4.8. DIRECTORS' MEETINGS. Regular or special meetings of the Board of Directors will be held at such time and place as are determined by the Board of Directors. The Board shall set and publish to the membership its regularly scheduled meetings for the next quarter at its last regularly scheduled meeting each quarter. Meetings of the Board are open to a reasonable number of members who give notice to any Director three (3) business days prior to the meeting. This requirement shall be waived when meetings are scheduled to take place in any public forum. A reasonable number is that number determined by the president that may be safely accommodated by the space. Members may be required to take turns addressing the

board or observing the proceedings. The president may move the meeting to another suitable location by notifying all interested parties.

4.9. CALL OF SPECIAL DIRECTOR'S MEETINGS. A special meeting of the Board of Directors may be called by either:

1. The President.
2. Any 2 members of the Board of Directors.
3. Members equaling twenty-five percent (25%) of the total Membership.

4.10. NOTICE OF SPECIAL DIRECTORS' MEETINGS. Notice stating the place, day, and hour of any special meeting of the Board of Directors will be delivered to each Director not less than three nor more than sixty (60) calendar days before the date of the meeting, either personally, by E-mail or by first class mail, at the direction of the President, or the Secretary, or the Directors calling the meeting. If mailed, such notice will be deemed to be delivered when deposited in the United States mail, addressed to the Member at his or her address as it appears on the records of the Association, with postage prepaid. Such notice must state the business to be transacted at, or the purpose of, such meeting.

4.11. WAIVER OF NOTICE. Attendance of a Director at any meeting of the Board of Directors will constitute a waiver of notice of such meeting, except where such Director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

4.12. QUORUM OF DIRECTORS. A majority of the whole Board of Directors will constitute a quorum; provided that if vacancies reduce the number of board members to less than three the remaining members may meet for the sole purpose of filling all vacancies. The act of a majority of the Directors present at a meeting at which a quorum is present will be the act of the Board of Directors, unless a greater number is required under the provisions of the Articles of Incorporation, or any provision of these Bylaws.

4.13. WAITING PERIOD. Any proposal to increase the Annual Assessment or impose any Special Assessment is subject to a waiting period. Once the proposal has been approved as to form by the Board it shall be tabled until the next scheduled regular meeting of the Board. The Secretary shall prepare an abstract of the proposal along with the date, time and place of the meeting at which the proposal will be brought to a vote by the Directors, in accordance with the notification requirements to members of Article Three.

4.14. ACTION TAKEN WITHOUT A MEETING. The Directors have the right to take any action in the absence of a board meeting, which they could take at a meeting, by obtaining the written approval of all Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

4.15. TERMLIMITS. No member may serve more than two consecutive terms on the Board of Directors.

ARTICLE FIVE OFFICERS

5.1. ROSTER OF OFFICERS. The officers of the corporation shall consist of a President, Vice-President and Secretary, all who shall be members of the Board of Directors and Treasurer and such other officers and assistant officers as the Board of Directors shall from time to time

determine.

5.2. **SELECTION OF OFFICERS.** Each of the officers shall be elected by and hold office at the pleasure of the Board of Directors at the first Board of Directors meeting following the annual meeting. Each officer will remain in office until a successor to such officer has been selected and qualified.

5.3. **POWERS AND DUTIES OF OFFICERS.** The officers of the corporation shall have such powers and duties as may from time to time be determined by resolution of the Board of Directors.

5.4. **TERM.** Each officer shall serve a term of (1) one year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. Any officer may resign at any time by giving written notice to 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.

5.5. **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 that he replaces.

5.6. **MULTIPLE OFFICES.** The same person may hold the offices of the Secretary and Treasurer. No person shall simultaneously hold the offices of President and Secretary or President and Treasurer. Other offices may be held simultaneously from time to time as allowed by the Board.

5.7. **DUTIES.** The duties of the officers are as follows:

(1) **PRESIDENT:** 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 co-sign all checks and promissory notes, except as may be otherwise approved by the Board Of Directors.

(2) **VICE PRESIDENT:** The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act; shall be responsible for the oversight of all committees established by these Bylaws; and shall exercise and discharge such other duties as may be required of him by the Board.

(3) **SECRETARY:** The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the association and affix it on all papers requiring said seal; serve notice of meetings of the board and the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such duties as required by the Board.

(4) **TREASURER:** 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 co-sign all checks and promissory notes of the Association; 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 make available a copy of each to the members.

ARTICLE SIX
INFORMAL ACTION

6.01. WAIVER OF NOTICE. Whenever any notice is required to be given under the provisions of the law, the Articles of Incorporation, or these Bylaws, a waiver of such notice in writing signed by the person or persons entitled to notice, whether before or after the time stated in such waiver, shall be deemed equivalent to the giving of such notice. Such waiver must in the case of a special meeting specify the nature of the business to be transacted.

ARTICLE SEVEN
OPERATIONS

7.1. FISCAL YEAR. The fiscal year of this Corporation shall be October 1, through September 30.

7.2. BUDGET. The Board shall prepare and adopt by resolution an Operating Budget for each Fiscal Year. The regular meeting of the board set during the 4th quarter shall be reserved for discussion and formulation of the budget. The proposed Operating Budget shall be distributed to all members in the notice of Annual Meeting, together with the following analyses:

- (1) Statement from the Treasurer outlining the major expenditures and relevant trends and changes from past budgets.
- (2) A copy of the last year's budget and actual spending for the past fiscal year to date.

An item shall be included in the agenda of the Annual Meeting of Members and on the general ballot for vote at the meeting that provides for a ye or nay vote on adoption of said budget. A majority of those entitled to vote and casting a vote in person, by mail or by proxy shall be required to adopt the budget. In the event that the Proposed Budget is not adopted the budget of the prior fiscal year shall be extended until a new budget is approved.

7.3 EXECUTION OF DOCUMENTS. Except as otherwise provided by law, checks, drafts, promissory notes, orders for the payment of money, and other evidences of indebtedness of this corporation shall be signed by the Treasurer and if in an amount exceeding twenty-five hundred dollars (\$2,500) countersigned by another designated officer. Contracts, leases, or other instruments executed in the name of and on behalf of the Association shall be signed by the President, and shall have attached copies of the resolutions of the Board of Directors (certified by the Secretary) authorizing such execution.

7.4 BOOKS AND RECORDS. The Association shall keep correct and complete books and records of account, and minutes of the proceedings of its Members, Board of Directors, and standing committees, if any. The Corporation will keep at its registered office a membership roll giving the names, addresses and other details of the membership of each, and the original or a copy of its Bylaws including amendments to date certified by the Secretary of the Corporation. Financial records shall be retained a minimum of seven (7) years and all other business records shall be retained at least one (1) year.

7.5 INSPECTION OF BOOKS AND RECORDS. All books and records of the Association may be inspected by any Member, or his or her agent or attorney with written permission from the

Member, for any proper purpose at any reasonable time by appointment and in the presence of a director. Copies will be provided at reasonable cost to the requesting Member.

7.6 NONPROFIT OPERATIONS - COMPENSATION. The Association shall not have or issue shares of stock. No dividend shall be paid, and no part of the income of the Association shall be distributed to its Members, Directors or Officers. The Association may, however, reimburse expenses in a reasonable amount to Members, Officers or Directors for expenses incurred on behalf of the Association.

7.7 LOANS TO MANAGEMENT. The Association shall make no loans to any of its Directors or Officers.

7.8 CORPORATE ASSETS.

7.8.1 No Member or Incorporator may have any vested right, interest, or privilege of, in or to the Association's assets, functions, affairs, or franchises, or any right, interest, or privilege that may be transferable or inheritable, or that will continue if his or her membership ceases, or while he or she is not in good standing.

7.8.2 Upon dissolution, any corporate assets remaining after the payment or discharge of all corporate liabilities; the return, transfer, or conveyances of assets held on conditions requiring the same; and the transfer or conveyance of assets received and held subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, education, or similar purposes shall be distributed to any qualified organization selected by the Directors.

7.8.3 The Board of Directors may promulgate rules and regulations concerning acquisition, construction, maintenance, conduct in and management of property within the dominion of the Association; make assessments and collect dues and fees; exercise all the powers and privileges granted to the Association by the applicable law, Articles of Incorporation, Declaration, and these Bylaws; procure and maintain adequate liability and hazard insurance and any other insurance as it may deem appropriate; cause all officers having fiscal responsibilities to be bonded, as it may deem appropriate; pay ad valorem taxes as deemed appropriate; and authorize expenditures of funds, engage in secured transactions, hire consultants or other dispositions of corporate assets in accordance with these Bylaws, the Articles of Incorporation and the Declarations.

7.9 POLICIES. The Board of Directors shall have authority to establish policies for the reasonable conduct of the business and affairs of the Association, which policies shall be uniformly applied.

7.10. COMMITTEES. The Board of Directors shall appoint committees from time to time as deemed appropriate in carrying out its purpose, which may include but not be limited to: Beautification (Landscape and Maintenance); Social; Governmental Affairs; and Directory.

7.10.1 THE ARCHITECTURAL COMMITTEE. Shall monitor and enforce the restrictive covenants as set forth in the Declaration applicable to each Unit of the subdivision. There shall be one Architectural Committee for the entire subdivision. The term of service of the members of the Architectural Committee shall be for staggered terms of 3 years.

(a.) NOMINATION AND ELECTION. The Nominating Committee of the Board of Directors shall make nomination for election to fill any vacancies on the Architectural Committee. The Nominating Committee shall make as many nominations for election as possible. The committee shall solicit nominations from all of the membership by mail at least 21 days prior to mailing the notice of the

annual meeting. A ballot shall be constructed for each person nominated for a vacancy on the Architectural Committee. Space shall be provided for write-in votes. Ballots should be mailed with the notice of annual meeting. Nominations may also be made from the floor at the annual meeting provided the nominee's consent is obtained in writing in advance or the nominee is present and consents. Election to the Architectural Committee shall be made by a majority of those entitled to vote and casting a vote, in person, by mail, or by proxy, at any annual meeting or special meeting. Each lot owner in good standing shall be entitled to one vote for each lot owned, and Developer shall be entitled to one vote for each lot owned by the developer, in the subdivision.

(b.) DEATH, RESIGNATION, OR REMOVAL. The owners of a majority of the total lots in the subdivision may remove any member of the committee. In the event of the death, resignation or removal of one or more members of said Committee, the remaining members shall have full authority to act in the name of the Committee pending the appointment of a successor member by the Board of Directors. The new member so appointed to fill the vacancy will serve until the next Annual Meeting of the Members where an election shall be held to fill the remainder of the term.

(c.) AUTHORITY AND SCOPE. With respect to all matters that are, by the terms of the Declaration, to be decided by the Architectural Committee, and except as limited by the procedures set forth in the following paragraph, the decision of a majority of the members of the Committee shall be final and binding. The authority of the committee is found in the Declaration of Covenants and restrictions, duly recorded in the Court of Probate, and which covenant was entered into by each lot owner as a condition of purchase of his lot in the subdivision.

(d.) PROCEDURES TO ADDRESS VIOLATIONS OF COVENANTS AND RESTRICTIONS

Blakeley Forest has, and may continue, to utilize a management company. We have impartial management representatives that assess violations and restrictions as stated in our Covenants and Restrictions. The programs that process that data are somewhat restrictive and do not provide for ARC or Board interruptions. Therefore, it becomes necessary to modify the handling of violations and fines.

Future violations will be documented by the management company or ARC. A courtesy notice will be sent to the homeowner. Approximately 30 days later, if the violation is not corrected, a notice of fine will be sent to the homeowner. If the homeowner feels the fine is improper or has some extenuating circumstances he can, within 15 days of receipt of the fine, notify ARC or the Board, by email, to review the fine. The homeowner may also appeal when in receipt of the courtesy notice. The Board or ARC will respond to the homeowner with any status change, at their discretion. Either ARC or Board may rescind the fine by a majority vote; therefore, the majority of the Board AND ARC must agree to continue the fine.

Fines will be \$100 for the first month. If the violation is not corrected, it will be deemed to be willful and fines will become \$500 per month. The homeowner will have the same right of appeal to ARC or Board as with the initial fine notice.

Any repeat violations by the same homeowner for the same violation, will be treated as willful and the fines will immediately begin at \$500 per month.

The Blakeley Forest Homeowner's Association Inc., or any owner shall each have the right, but not the obligation, to prosecute any proceedings at law or in equity against the person or persons found by the Committee to be violating the Covenants and Restrictions and prevent him or them from so doing, recover damages for such violation, and obtain any other legal or equitable relief to which it, he or they may be entitled under the circumstances. No such proceedings shall be commenced by The Blakeley Forest Homeowner's Association Inc. unless and until the Architectural Committee and the Board of Directors have complied with the foregoing procedures to address the alleged violation. It is further provided that the Committee may waive or grant a variance in writing as to any one or more of the covenants, restrictions, limitations, or requirements contained in the Declaration, at any time prior to the actual filing of legal proceedings regarding a violation thereof, provided, however, that no such waiver or variance shall permit the improvement, use or occupancy of any lot in the subdivision for other than private single family residential purposes.

(e.) NOTICE OF WAIVER OR FAILURE TO CORRECT. At such time as the Committee determines that: (1) A waiver will be issued to the lot owner, or (2) The violation was not corrected, repaired or removed and the lot remains in violation of the Declaration; the Committee shall notify the Secretary. The Secretary shall notify the lot owner, in person or by mail, and shall record the findings on the books of the Association.

7.10.2 VARIANCES TO COVENANTS. The Architectural Review Committee has the authority to approved requested variances to the covenants. In an effort to make variances more agreeable to the community, the following procedure will be followed by the ARC. Upon receiving a variance request, ARC will notify the homeowner within 15 days the variance is either disapproved, or not approved, but pending approval process. ARC will either contact 3 adjacent neighbors, or request the homeowner contact 3 adjacent neighbors. Upon written approval by three neighbors, ARC will present the results to The Board for final approval. ARC will then notify the homeowner of the approved/disapproved status of the variance. The Board will insure proper documentation in HOA files for the approval/disapproval.

ARTICLE EIGHT AMENDMENTS

8.1. AMENDMENT OF ARTICLES OF INCORPORATION. The power to alter, amend, or repeal the Articles of Incorporation of the Association is vested in the Members pursuant to Title 10, Code of Alabama as amended.

8.2. MODIFICATION OF BYLAWS. The power to alter, amend, or repeal these Bylaws, or to adopt new Bylaws, insofar as is allowed by law, is vested in the membership. A majority of those entitled to vote and casting a vote in person, by mail or by proxy at any annual meeting or special meeting called for such purpose shall be required to amend these by-laws; except that any proposed amendment to change any provisions of these Bylaws regarding the voting, insofar as that change would increase the total affirmative votes needed for passage, will require the same increased total number of affirmative votes for the amendment itself to pass.

8.3 INCLUSIONARY LANGUAGE, SEVERABILITY. While for convenience these Bylaws may contain by reference, quotation, excerpt or extract portions of the Articles of Incorporation or the Declarations, amendments or changes to these Bylaws do not effect these other documents. The provisions, sections, subdivisions and articles of these Bylaws, shall be considered to be severable, so that if any provision, section, subdivision or article, or its application to any person or circumstance, is altered, amended, abrogated, repealed, superseded by law or held invalid, the remainder of the particular provision, section, subdivision, article or Bylaws, or the application thereof to other persons or circumstances, shall not be deemed affected.

8.4 CONFLICTS. Conflicts between these Bylaws and the Articles of Incorporation shall be resolved as provided in Title 10, Code of Alabama as amended. Conflicts between these Bylaws and the Declarations shall be resolved in favor of the Declarations.

8.5 NOTIFICATION Various Articles of these Bylaws require notification of members by United States Postal Service. While this is an effective, legal method of notification, it is also costly and time consuming. Future notifications will be performed by email notice, with such notification being considered legal and proper for HOA business. Any member choosing to withhold email address(es) will have no redress for lack of notification. The only exceptions will be for notification of violation, fines, or liens, which will continue to use USPS, written, notification.

THIS INSTRUMENT
PREPARED BY

Blakeley Forest HOA
Board of Directors
P.O. Box 2296
Daphne, AL 36526

SIGNATURE AND CERTIFICATION

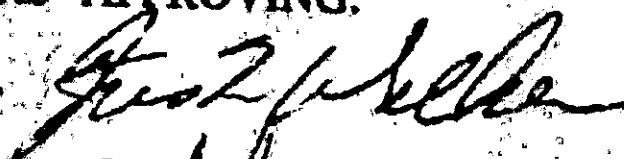
I certify that the foregoing are the true and correct Bylaws of BLAKELEY FOREST HOMEOWNERS' ASSOCIATION, INC., an Alabama non-profit corporation, which were duly adopted by a vote of the members on October 12, 2023, and approved by the Board of Directors.

DATED this 14 day of November, 2023.

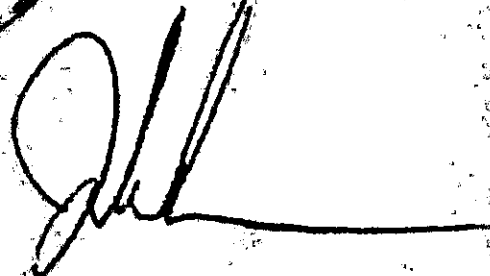

President

DIRECTORS APPROVING:

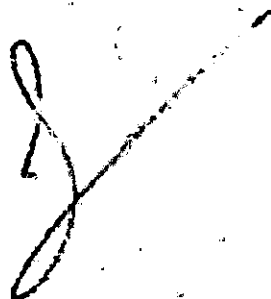
Ford Walker



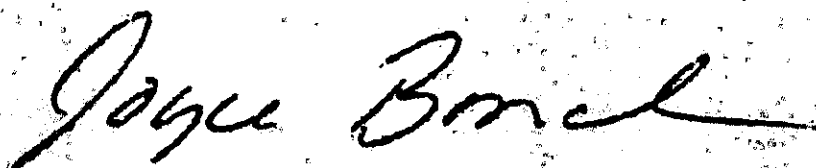
John Green



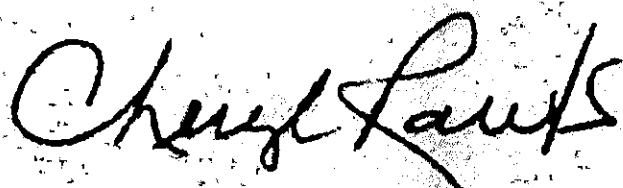
Justin Toomey



Joyce Bonck



Cheryl Rawls



Daniel D'Aurora



Mollie Herrington

