

**BY-LAWS
OF
FLEETON BEACH ASSOCIATION, LLC/INC ???**

**ARTICLE I
PURPOSE**

The name of this organization shall be Fleeton Beach Association, Inc., a non-stock, not-for-profit corporation. The purposes for which it is formed are to preserve, maintain, protect, and if reasonably possible, improve the aesthetic qualities of the community, as well as to maintain the common areas including, but not limited to, the roads, the beach and its jetties, the pier area, and the area at the end of Chesapeake Street where the sales office stood [now flag pole and bench].

**ARTICLE II
MEMBERSHIP AND VOTING PRIVILEGES**

All persons owning a residence or lot(s) in the community which is known as Fleeton Beach, Fairfields Magisterial District, as mapped and recorded in the Northumberland County Courthouse located in Heathsville, Virginia, and who have paid their dues, shall be members of this Association, and therefore eligible to vote as members. Each lot owner shall have one (1) vote, without regard to the number of lots owned. Notwithstanding anything herein to the contrary, no member shall be entitled to vote in the affairs and business of the Association whose dues are delinquent. The Treasurer of the Association shall be presumptive of the status of a member's account.

**ARTICLE III
MEETINGS OF THE ASSOCIATION**

Within each calendar year there shall be no less than two (2) meetings.

The date and time of such meetings shall be determined by the Board of Directors. Notice of the date, time, and an approximate agenda shall be sent to each member at least ten (10) days prior to such meetings.

Special meetings of the Association may be called at any time by the President of the Association or, in the event of his/her absence or incapacity to act, by the Vice President thereof, or by fifty-one percent (51%) of the members of the Association, and notice shall be given to the members of the Association herein above.

During meetings of the Association, each member may cast his/her vote in person or by duly executed proxy. Twenty-five percent (25%) of the eligible membership, to include the count of proxy, shall constitute a quorum for the transaction of business at such meetings.

ARTICLE IV BOARD OF DIRECTORS AND OFFICERS

The members shall elect the officers and a Board of Directors for the corporation. The officers shall consist of a President, a Vice President, a Secretary, and a Treasurer. Each officer shall be a member of the Board of Directors. In addition, the membership shall elect three (3) non-officer board members.

The President, Vice President, Secretary, and Treasurer shall be elected for a two-year term. The three (3) Board members shall be elected for a two-year term, with one Board member's term commencing on an odd year and the other two Board member's terms commencing on an even year. No officer or Board member shall serve more than two (2) consecutive terms in the same position.

The election of officers and Board members shall be held at the last general membership meeting prior to October 1. Their terms of office shall commence October 1. The President shall appoint a nominating committee consisting of one Board member and two general members to prepare a slate of prospective candidates.

The President may call for nominations from the membership prior to the election. The Association members present shall elect, by secret ballot, the future officers and Board members when there is more than one candidate for one position. Otherwise, a show of hands will be sufficient. If a vacancy should occur among the Board of Directors, the Board shall appoint a replacement for the remaining term.

The Board shall have general control and management of the affairs of the Association including, but not limited to, the common areas of the roads, the beach and its jetties, the pier area, and the area at the end of Chesapeake Street where the sales office stood [currently flag pole and bench]. However, the Board shall not expend any sum in excess of five hundred dollars (\$500), incur any indebtedness, or transfer any assets of the Association without the approval of the membership. Approval of the annual budget shall constitute authority for the Board to spend monies in accordance with those items contained therein.

The majority of such Board of Directors shall constitute a quorum at any meeting.

The President shall preside at all meetings of the Board of Directors and at the meetings of the membership. The President shall be an ex-officio member of all committees appointed by the Board.

The Vice President shall, in the absence of the President, preside at all meetings of the Association, and in the absence of the President, shall assume and perform his/her duties.

The Secretary shall be responsible for minutes of the meetings of the Association and all Board meetings. The Secretary shall be the custodian of all documents of the Association including, but not limited to, titles and deeds. Duplicates of all documents shall be stored in a second location.

The Treasurer shall receive and disburse all funds of the Association. The Treasurer shall be responsible for the collection of funds owed to the Association. The Treasurer shall have available a report of the Association's financial affairs, and shall present a written report to the Board and general membership annually. The books will be audited every five years by an outside auditor. The Treasurer must have approval of the Board before payment of any capital expenditure.

ARTICLE V RIGHTS OF MEMBERS

Property owners shall be entitled to the use of any common areas including, but not limited to, the roads, the beach and boardwalk, flag pole and bench area, and the pier area maintained by the Association in accordance with the rules and regulations set by the Board.

The Association's annual membership dues, recommended by the Board of Directors and approved of the membership, are payable on or before May 1 of each year. A notice will be sent to members by April 1.

ARTICLE VI AMENDMENTS

These by-laws may be altered, amended, or repealed at any duly-called meeting of the Association, by a two-thirds (2/3) vote of the eligible membership in attendance.

ARTICLE VII DEFINITIONS

"Community", as referred to in these By-Laws, shall mean Fleeton Beach, as the same appears duly dedicated, platted, and recorded in the Clerk's Office of the Circuit Court of Northumberland County.

ARTICLE VIII GRANTORS CONVEYANCE & COVENANTS

The Grantors of the Bayshore Company convey to "the said Grantees and successors in title" a right-of-way in common with others for all the usual purposes over all streets and ways shown

on the recorded plat, and the right of user in common with others for all the usual purposes of all beaches and parks shown on recorded plat. ~~reserving however, to the said Grantors the right to install telephone and electric wires, gas, and water mains, or to license or permit the same to be done in, upon, and over the said streets or ways, and to conduct telephone and electric wires over any of said lots from any pole located upon any street or way shown on said plat.~~

This Grantor conveyance is made subject to the following restrictions and conditions, which shall be construed as covenants running with the land:

1. No building shall be erected on said premises any portion of which shall be within ten feet of the front line of said premises or within four feet of the side line of any adjoining lot owner.

2. No building shall be erected on said premises less than eighteen feet in length and fourteen feet in width.

3. No building shall be erected on said premises except a one family dwelling house and private garage. Any garage erected on said premises must conform generally in appearance and material to any dwelling on said premises.

4. No outside toilet or privy shall be constructed on said premises.

5. No animals or poultry shall be kept or maintained on said premises except household pets.

6. Said premises shall not be used for any commercial or manufacturing purposes of any kind.

7. Any building constructed of wood must be stained or painted with at least two coats of stain or paint.

CERTIFICATE

The foregoing Constitution and By-Laws of the Fleeton Beach Association, Inc. were duly adopted by the Fleeton Beach Association this _____ day of _____, Year.

Fleeton Beach Association, Inc.

By _____ President

Attest:

_____ Officer