

BY-LAWS
OF
FOX HOLLOW HOMEOWNERS' ASSOCIATION, INC.

ARTICLE I

Definition of By-Laws

These By-laws constitute the code of rules adopted by the FOX HOLLOW Homeowners' Association, Inc., for the regulation and management of its affairs, and under which this Association has operated since its inception and which, as approved by the necessary majority of homeowners, the Board herein publishes and reiterates, along with recently voted and approved amendment thereto.

Purposes and Powers

This corporation will have the purposes or powers as may be stated in its Articles of Incorporation, such powers as are now or may be granted hereafter by law.

ARTICLE II

Offices and Agency

- A. Principal and Branch offices. The principal place of business of this corporation in the State of Alabama will be located at address of the President of this corporation.
- B. Location of Registered office. The location of the registered office of this corporation is 590 Fox Hollow Boulevard, Pell City, Al 35125.

Such office will be continuously maintained in the State of Alabama for the duration 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 State of Alabama.

ARTICLE III

Membership

- A. Definition of Membership. The members of this corporation are those having membership rights in accordance with the provisions of these ByLaws.
- B. Class of Members. This corporation will have one class of members.
- C. Qualifications of Members. The qualifications and rights of the members of the membership of this corporation are as follows:

1. The members must be residents of the community of Fox Hollow subdivision and must be either homeowners in title or holders of written leases for the term of at least one year.
 2. Builder owned lots or houses for sale and the Development company owned lots are not subject to dues and assessments. This provision cannot be changed by vote of the membership.
 3. Members shall have one vote per residence lot.
- D. Membership Dues. The annual dues payable to the corporation by the members will be in such amounts as may be determined from time to time by resolution of the board of directors, but at no time an amount over \$500.00, unless approved by a majority vote of the membership. The first annual dues will be payable and submitted in full upon becoming a resident of Fox Hollow. Annual dues of new members will be prorated from the first day of the month in which such members enter. The amount of dues fixed by the Board of Directors shall become, on and after notice, an indebtedness to the corporation and a lien upon the property, and collectible by due course of law. A late fee of \$50 per month will be assessed against all delinquent accounts, in addition to any other assessed interest, attorney's fees and costs, and costs of collection.
- E. Assessments. Members may be subject to assessment of special dues as a result of a determination by the board of directors. The board of directors may, from time to time, determine the type of occasions for which fines may be assessed against members, as well as the amounts hereof. The assessment fixed by the board of directors shall become, on and after notice, and indebtedness to the corporation collectible by due course of law.
- F. Place of Members' Meetings. Meeting of members will be held at the registered office of this corporation in Pell City, Alabama, or at such place selected by the Board of Directors.
- G. Annual Members' Meetings. There will be an annual meeting of the members in November, with the election of officers and directors held at said meeting every other year. The date, time and place will be set by the board of directors. Quarterly meetings may be held at the option of the board of directors.
- H. Special Members' Meetings. Special meetings of the members may be called by either of the following:
1. The Board of Directors.
 2. The president, vice president, secretary or treasurer.
 3. Members having at least twenty five percent (25%) of the votes which all members are entitled to cast at such a meeting.
- I. Notice of Members' Meetings. Written or printed notice, stating the place, date, and hour of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, must be delivered not less than five (5) nor more than forty (40) days before the day of the members' meeting, either personally, by registered, certified or first class mail, or by telegram by or at the direction of the president, the secretary, or the officers or other persons or member calling the meeting, to each member entitled to vote at such meeting. If mailed, the

notice will be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage prepaid.

- J. Designation of Voting Member. If a Home is owned by more than one person, the person entitled to cast the vote for the Home may be designated by a certificate signed by all the record owners of the Home and filed with the Secretary of the Association. If a Home is owned by a corporation, partnership, trust, or other legal entity, the person entitled to cast the vote for the Home must be designated by a certificate of appointment signed by a duly authorized representative of the entity and filed with the Secretary of the Association. Such certificates shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the Home involved. A certificate may be revoked by any owner of an interest in the Home.
- K. Failure to Designate a Voting Member. If a Home is owned by more than one person and they do not designate a voting Member, the following provisions shall apply:
1. If more than one such owner is present at any meeting, and they are unable to concur in a decision on any subject requiring a vote, they shall lose their right to vote on that subject at that meeting.
 2. If only one such owner is present at a meeting, that person shall be entitled to cast the vote pertaining to the Home.
 3. If more than one such owner is present at the meeting, and they concur, any one such owner may cast the vote for the Home.
- L. Members' Proxy Voting. Votes may be cast in person or by proxy. All proxies must be in writing, dated, signed by the Member generating the proxy, and filed with the Secretary of the Association before the appointed time of any meeting to which it applies. A member may revoke a proxy at any time by delivering a written notice of revocation to the Association.
- M. Quorum of Members. The number or percentage of members entitled to vote represented in person, or by proxy, who constitutes a quorum at a meeting of members will be twenty five percent (25%). The vote of a majority of the votes entitled to be cast by the members presented or represented by proxy at a meeting at which a quorum is present is necessary for adoption of any matter voted on by the members, unless a greater proportion is required by law, the Articles of Incorporation of the corporation, or any provision of these By-Laws.
- N. Unauthorized Alterations to Properties. Homeowners making alterations to their property without proper ARC approval will be fined weekly until such time as the property is in conformity with the ARC approval process.
- O. Fines. The Board may set a fine schedule for violations of Covenants, By-Laws, ARC rules, and Pool, clubhouse, and other community rules and regulations. Fines shall not exceed \$50 per violation per day. A list of fines shall be enumerated categorically, and made available to the homeowners prior to the imposition or enforcement thereof.

- P. Unpaid Assessments and Other Items. Any unpaid membership dues, assessments, fines and other lawful charges of the Association, along with any late fees, interest, attorney's fees and costs, and costs of collection added thereto, shall become a first priority lien against the delinquent members property, foreclosable after six month's delinquency in like manner as a first priority mortgage in the State of Alabama. Homeowners will be responsible for all attorney's fees and costs, and costs of collections for debts owed to the association according to these by-laws.

ARTICLE IV

Directors

- A. Definition of Board of Directors. The board of directors is that group of persons vested with the management of the business and affairs of this corporation subject to the law, the of Incorporation and these By-laws. The Development Company will appoint the Directors until such time as the Development Company turns the Association over to the residents.
- B. Structure of Board. The Board of Directors of this corporation will constitute a single class.
- C. Qualifications of Directors. The qualifications for becoming and remaining a director of this corporation are that the director must be a member of this corporation and must not be a minor as defined by the laws of the State of Alabama, and a qualified member.
- D. Number of Directors. The number of directors of this corporation will not be less than (5) at any time. Additional directors may be added if desired or meetings by the board of directors.
- E. Officers. The officers of the corporation as elected each year by the membership will be existing members of the Board of Directors during their terms as officers. The outgoing president will be a member of the board of directors for one year following expiration of their term. The directors of the corporation are as follows:
1. President
 2. Vice President
 3. Secretary
 4. Treasurer
 5. Past President
- F. Terms of Directors.
1. The directors constituting the first board of directors as named (by the residents) in the Articles of Incorporation will hold office until the first annual election of directors. Thereafter, directors will be elected for a term of two (2) years beginning Jan. 1. The initial appointed board will serve the balance of the year appointed and then a full year beginning the next Jan.
 2. Each director will hold office for the term for which elected and until a successor has been selected and qualified.

3. A director may be removed from office when such action will serve the best interest of this corporation in the manner described in the Articles of Incorporation or these By-Laws for the election of appointment of directors. Such removal will be with prejudice to any contract rights of the director so removed.
- G. Vacancies on the Board. The 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. Any vacancy occurring in the board of directors and any directorship to be filled by reason of increase in the number of directors, will be filled by the remaining directors in an election to be held at a special meeting to be called by the board. The new director elected to fill the vacancy will serve for the unexpired term of the predecessor in office.
- H. Place of Directors' Meetings. The directors' meetings shall be held at the registered office of the corporation or such place or places as the Board of Directors designates.
- I. Regular Directors' Meetings. Regular meetings of the board of directors will be held quarterly. The date time and place to be set by the Board of Directors.
- J. Notice of Special Directors' Meetings. Written or printed 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 two (2) nor more than five (5) days before the date of the meeting, either personally or by first class mail, by or at the direction of the president, or the secretary, or the directors calling the meeting. If mailed, such notices will be deemed to be delivered when deposited in the United States mail by Registered or certified mail addressed to the director at his address as it appears on the records of this corporation, with postage prepaid. Such notice need not state the business to be transacted at, or the purpose of such meeting.
- K. Call of Special Board meeting. Special meeting of the board of directors may be called by either:
 1. The president.
 2. The vice-president
 3. Two-thirds (2/3) of the board of directors.
- L. Waiver of Notice. Attendance of a director in 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.
- M. Quorum of Directors. A majority of the whole board of directors will constitute a quorum. The act of a majority of the directors present at a meeting at which 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 of this corporation, or any provision of these By-Laws, or any provision of the laws of the State of Alabama.

- N. Waiver of Dues. During the term of their service to the HOA, annual dues will be waived for Board Members, Article VIII. E. notwithstanding. This waiver shall not include Assessments or other lawful charges of the Association.
- O. Records. Former Board members or officers who fail to turn over HOA property or records within 10 days of a written request from the then serving Board shall be subject to a fine of \$50 per day.

ARTICLE V

Officers

- A. Roster of Officers. The officers of this corporation will consist of the following personnel:
4. A president
 5. A vice-president
 6. A secretary
 7. A treasurer
 8. Past President
- B. Selection of Officers. Each of the officers of this corporation will be elected every other year by the members at large at the annual meeting. Each officer will remain in office until a successor to such office has been selected and qualified. New terms will begin January 1 of each calendar year.
- C. President. The president will be the chief executive officer of this corporation and will, subject to the control of the board of directors or directorial committees, supervise and control the affairs of this corporation. The president will perform all duties incident to such office and such other duties as may be provided in these By-Laws or as may be described from time to time by the board of directors.
- D. Vice President. The vice-president will perform all duties and exercise all powers of the president when the president is absent or is otherwise unable to act. The vice-president will perform such other duties as may be prescribed from time to time by the board of directors.
- E. Secretary. The secretary will keep minutes of all meetings of members and the board of directors, will be the custodian of the corporate records, will give all notices as are required by law or by these By-Laws, and, generally, will perform all duties incident to the office of secretary and other such duties as may be required by law, by the Articles of Incorporation, or by these By-Laws, or which may be assigned from time to time by the board of directors.
- F. Treasurer. The treasurer will have charge and custody of all funds of this corporation, will deposit the funds as required by the board of directors, will keep and maintain adequate and correct accounts of the corporation's properties and business transactions, or render reports and accountings to the directors and to the members as required by the board of directors or members or By-Laws, and will perform in general, all duties incident to the office of treasurer

and such other duties as may be required by law or the Articles of Incorporation, or by these By-Laws, or which may be assigned from time to time by the board of directors.

- G. Removal of Officers. Any officer elected or appointed to office may be removed by the majority vote of the membership, whenever, in their judgment, the best interest of this corporation will be served. However, such removal will be without prejudice to any contract right of the officers so removed.

ARTICLE VI

Informal Action

- A. Waiver of Notice. Whenever any notice of whatever is required to be given under the provisions of the law, the Articles of Incorporation of this corporation, or these By-Laws, a waiver of such notice in writing signed by the person or persons entitled to such notice, whether before or after the time stated in such waiver, will be deemed equivalent to the giving of such notice. Such waiver must, in the case of a special meeting of the members, specify the general nature of the business to be transacted.
- B. Action by Consent. Any action required by law or under the Articles of Incorporation of this corporation or these By-Laws, or any action which otherwise may be taken at a meeting of either the members or board of directors may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the persons entitled to vote with respect to the subject matter of such consent, or all directors in office and filed with the secretary of the corporation.

ARTICLE VII

Committees

- A. Definition of Directorial Committees. This corporation may have certain committees, each of which will consist of one or more directors. Such directorial committees will have and exercise some prescribed authority of the board of directors in the management of this corporation. However, no such committee will have the authority of the board in reference to affecting any of the following:
1. Submission to the members of any action for which the approval of the members is required under the law.
 2. Filling of vacancies in the board.
 3. Adoption, amendment, or repeal of By-Laws.
 4. Amendment or repeal of any resolution of the board.
 5. Action on matters committed by By-Laws or resolution of the board to another committee of the board.
- B. Appointment of Committees. The board of directors, by resolution duly adopted by a majority of the directors in office, may designate and appoint one or more directorial committees and

delegate to such committees specific and prescribed authority of the board of directors to exercise the management of this corporation. However, the creation of such directorial committees will not operate to relieve the board of directors, or any individual director, of any responsibility, otherwise by law imposed on such personnel.

ARTICLE VIII

Operations

- A. Fiscal Year. The fiscal year of this corporation will be the calendar year.
- B. Execution of Documents. Except as otherwise provided by law, checks, drafts, promissory notes, orders for payment of money and other evidence of indebtedness of this corporation will be signed by any two (2) of the following: treasurer, president, vice-president, or secretary. Contracts, leases, or other instruments executed in the name of and on behalf of this corporation will be signed by the secretary and countersigned by the president and will have attached copies of the resolution of the board of directors certified by the secretary authorizing their execution.
- C. Books and Records. This corporation will keep correct and complete books and records of account and will also keep minutes of the proceedings of its members, board of directors, and directorial committees. The corporation will keep at its registered office a membership register giving the names addresses and showing classes and other details of the membership of each, and the original or a copy of its By-Laws including amendment to date certified by the secretary of the corporation.
- D. Inspection of Books and Records. All books and records of the corporation may be inspected by any member, or his agent or attorney, for any proper purposes at any reasonable time on written demand under oath stating such purpose.
- E. Non-Profit Operations Compensation. This corporation will not have or issue shares of stock. No dividend will be paid, and no part of the income of this corporation will be distributed to its members, directors, or officers.
- F. Communications. Throughout these By-laws and subsequent communications of the Board based thereon, use of the term "written" in reference to communication or requests shall include emails sent to an address designated by the homeowner.
- G. Loans to Management. This corporation will make no loans to any of its directors, officers, members, its key management or other personnel.
 - 1. No member or incorporator of this corporation may have any vested right, interest, or privilege of, in, or to the assets, functions, affairs, or franchises of the corporation, or any right, interest, or privilege which may be transferable or inheritable, or which will continue if his or her membership ceases, or while he or she is not in good standing.

2. Upon the dissolution of the corporation any assets remaining thereafter shall be conveyed to the City of Pell City or State of Alabama provided in its Corporate Charter.
3. The directors of this corporation may not authorize secured transactions or other dispositions of corporate assets without approval by the members.

ARTICLE IX

Amendments

- A. Amendments of Articles of Incorporation. The power to alter, amend, or repeal the Articles of Incorporation of this corporation is vested in the members. Such action must be taken as specified in the Articles of Incorporation.
- B. Modification of By-Laws. The power to alter, amend, or repeal these By-Laws, or to adopt new By-Laws, insofar as is allowed by law, is vested in the board of directors except with respect to levying of dues or assessments per member per year to an amount greater than Five Hundred dollars (\$500.00) per year. Any increases in annual dues to an amount greater than Five Hundred dollars (\$500.00) per year will require a majority vote of members.

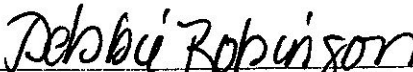
ARTICLE X

Covenants


- A. Covenants recorded with the Probate Office of St Clair County for each property owner in THE Fox Hollow subdivision by reference are made a part of these ByLaws.
- B. The authority to enforce the covenants against a resident is vested in the board of directors, or a duly authorized committee appointed by the board of directors or a member of this corporation.

The foregoing was adopted as the Bylaws of THE Fox Hollow Homeowner's Association, Inc. at the November 2, 2004 meeting of the Board of Directors and is reiterated with incorporated and duly authorized amendments by its current Board of Directors on the date given below.

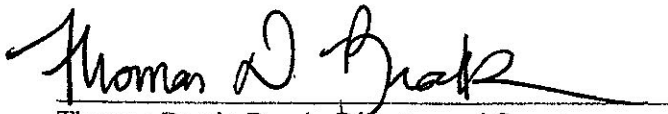
October 27th, 2023



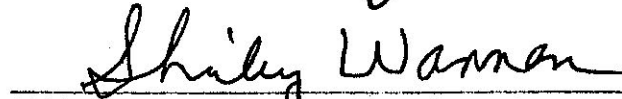
Debbie Robinson, Director and President



Monica Hartley, Director and Vice President


Thomas Destin Brock, Director and Secretary


Meggan Talley, Director and Treasurer


Shirley Warren, Director and Member-at-Large

2023 12621
Recorded in the Above
DEED Book & Page
10-27-2023 01:56:09 PM
Andrew Weatherington - Judge of Probate
St. Clair County, Alabama

Book/Pg: 2023/12612
Term/Cashier: S PROB-21-10712 / dwvatt
Tran: 15507.374815.516103
Fees Posted: 10-27-2023 13:57:12
CER Certification Fee 3.00
MHF Mental Health Fee 6.50
PIF Special Index Fee 5.50
REC Recordings Fee 30.00
Total Fees: \$ 45.00