

Wingate Homeowners Association Bylaws

Article I. Name and Location

This association shall be known as the Wingate Homeowners Association. The principal office of the association shall be located at the residence of the President of the association.

Article II. Mission Statement

The purpose of this association shall be:

- Promoting and preserving the unique nature of Wingate and encouraging community interaction
- Maintaining the Wingate website for communication of news, information and resources to homeowners
- Publishing newsletters and/or emailing homeowners on a frequency determined by the Board of Directors, to update the homeowners on pertinent community news
- Paying bills (including charges for entrance lighting and landscaping, state incorporation, liability insurance, meeting room rent and supplies, and other approved expenses)
- Preparing an annual budget and sending the annual dues statement to homeowners
- Maintaining a roster of homeowners
- Acting as the Architectural Control Committee as required by the Covenants associated with each lot
- Hosting an annual business meeting

Article III. Membership

HOA Membership shall consist of homeowners of lots in Wingate who have paid the annual association dues for their property. Members in good standing may vote in elections and on other items (e.g. budget) and may request a printed or electronic copy of the annual neighborhood directory.

Annual dues are seventy-five dollars (\$75.00) per calendar year January 1 to December 31.

Article IV. Officers

Section 1. Titles of Elected Officers

The officers who shall comprise the Board of Directors of the association are President, Vice-President, Treasurer, Secretary, and three Members-at-Large. There is no pay for officers.

Section 2. Officer Qualifications and Confidentiality Agreement

All officers must be owners of property in Wingate and must be voting members in good standing with the association for at least one year prior to election to the Board.

Each board member agrees not to disclose, divulge, publish, or otherwise make known to unauthorized persons any information obtained by participation on the Wingate HOA Board. Confidential information may be, but is not limited to the following-

- Personal, medical or financial information about Wingate neighbors or Wingate HOA Board Members
- Sensitive or personal information related to HOA function, HOA members and neighbors, neighborhood relationships, volunteers, legal matters, change form requests and complaints
- Computer data and security procedures

Section 3. Nominations and Elections

At the regular January board meeting, a nominating committee will be established of three members of the Board or other voting members of the association. The nominating committee presents the slate of officer candidates in the annual dues statement and proxy voting ballot, and at the annual business meeting with additional nominations accepted from the floor.

Section 4. Ballot Election and Term of Officers and Board Vacancies

The election shall be by ballot: however, when there is only one candidate for each open officer position, the Secretary may then cast the ballot for the association. All votes will be counted at the annual business meeting. Then newly elected officers will be installed as the last order of business at the annual meeting and will assume their duties at the next Board meeting. Terms for officers are for 2 years.

If an elected Board member resigns before the term expires, he/she must do so in writing, or at a scheduled Board meeting. The President will then appoint a member, with the approval of the Board, to take the office for the remainder of the term.

Section 5. Board meetings

The Board will meet monthly except July, and August, at the discretion of the Board. The agenda of each meeting will be sent to Board members by email. Board meetings are open to all members in good standing. Contact the President in advance of a Board meeting to be added to the agenda Board meetings. Board meetings may be attended by non-members if granted special permission by the Board of Directors, at the Board's discretion. Minutes will be taken at the Board meeting and will be available to the membership upon written request. In some cases, minutes may have personal identifying information redacted for the sake of privacy (e.g., dispute resolution between neighbors). A quorum is one-half of the Board members. A vote to pass requires a majority of Board members present.

Section 6. Architectural Control Committee

The Board will serve as the Architectural Control Committee pursuant to the governing Covenants associated with each lot.

Article V. Duties of Elected Officers

Section 1. President

The President shall preside at all meetings of the association; chair the Board meetings; appoint chairs of standing and temporary committees; be an ex-officio member of all committees except the nominating committee; and assure that a record of the paid voting membership is kept. It is recommended that the president serve one year on the Board prior to serving as President.

Section 2. Vice President

The Vice President shall assist the President and serve in absence of the President.

Section 3. Treasurer

The Treasurer shall keep an account of all association money, and receive and pay all bills, including the annual liability insurance premium. The Treasurer will prepare an annual budget to be reviewed at the January Board meeting and presented at the March annual business meeting for approval by the voting membership. The Treasurer's books will be audited annually by a Board member. The Treasurer will keep a record of all dues paid and maintain the list of eligible voting membership.

Section 4. Secretary

The Secretary shall keep the minutes of the Board meetings and the annual business meeting. The minutes will be uploaded to the Wingate Google drive.

Section 5. Members-at-Large

The Members-at-Large fulfill roles as needed by the Board. Preferably, Members-at-Large reside in more than one division of Wingate in order to best represent the entire community.

Article VI. Membership Meetings

Section 1. Annual Business Meetings

The annual membership meeting will occur each spring, generally on the second Wednesday of March. At least seven (7) days before the meeting, the location and time will be posted at

the entrances and on the Website; annual meeting information will be posted on the Wingate website and emailed to the homeowners.

Section 2. Special Meetings

Special meetings of the membership may be called at any time by the President, or by a majority of the Board, or upon written request of at least forty (40) members. At least ten (10) days before the meeting, the agenda, location, and time will be posted at the entrances and on the Website; special meeting information may also be included in a special email to homeowners and posted on the Website.

Section 3: Quorum

Twenty (20) percent of the voting membership shall constitute a quorum for transacting association business. Each eligible household with a voting member in attendance or represented by proxy will have one vote. Written proxy votes sent prior to a membership meeting by mail to the Wingate business address or email to the official Wingate email address (wingatehoa@gmail.com) will be counted toward the quorum and added to any vote(s) taken at the meeting. Votes are earned by a simple majority.

Article VII. Parliamentary Authority

Robert's Rules of Order or an informal, but similar process that allows adequate discussion and process shall be the authority and govern this association in its business procedures on all points not covered by the association's bylaws.

Article VIII. Amending the Bylaws

The association Bylaws may be amended at any annual or special meeting providing that notice is given at a Board meeting and then sent to all homeowners by the Secretary no less than thirty (30) days before the meeting. Notification can be made by mail or email. A vote to pass an amendment to the Bylaws requires a simple majority of all voting members present or represented by proxy.

Article IX. Books and Records

Meeting minutes, membership records and other documents will be stored on a secure cloud-based, shared drive (e.g., Google Drive) which is managed by the Board of Directors.

Upon written request and with at least a five working day notice, the books, records, and papers of the association shall, during reasonable business hours, be made available for inspection by any voting member at the principal office of the association.

Article X. Dissolution

Previous notice and a two-thirds vote of the membership can dissolve this association. After all outstanding bills are paid, the Board will dispose of the remaining association money by: 1) paying for continued entrance lighting and landscaping until available funds are depleted, and/or 2) making donations to charities of their choice which qualify under Section 501(C) (3) of the U.S. Internal Revenue Code of 1954 (or the code that has replaced this code).

* * * * *

Notes:

- 1) These updated Wingate Homeowners Association Bylaws will be approved by majority vote of the membership during the annual business meeting held on March 13, 2024.
- 2) Annual membership dues were increased from \$50/year to \$75/year effective January 1, 2017 as approved by majority vote of the membership during the annual meeting held on March 16, 2016