### BYLAWS OF THE

## APPLE MOUNTAIN LAKE PROPERTY OWNERS ASSOCIATION, INC

Amended and Ratified by the General Membership on October 18, 2009

## ARTICLE 1 NAME AND LOCATION

Section 1: NAME

The name of the Association is the Apple Mountain Lake Property Owners Association, Inc. ("Association").

## **SECTION 2: STATUS**

The Association is formed as a Virginia non-profit, non-stock corporation, pursuant to Chapter 2, Title 13.1 of the Code of Virginia, 1950, as amended. No part of the assets or income of the Association shall be distributable to its officers or members, nor shall the Association engage in any activity that would ordinarily be carried on for profit.

## **SECTION 3: LOCATION**

The location of the Association shall be Apple Mountain Lake Subdivision, located in Warren County, Virginia; and the Post Office address shall be P.O. Box 41, Linden, VA 22642.

## ARTICLE II MEMBERSHIP

## **SECTION 1: MEMBERS**

The Association shall have one class of members, composed of active or inactive members.

1. Active members shall consist of those persons who own or who are purchasing under a contract of purchase a lot or lots within the subdivision, and have paid and continue to pay the annual fees of the Association, special assessments or other charges, either imposed or levied from time to time or as outlined in the Articles of Incorporation or these Bylaws. An active member shall also include the members of the lot owner's or lot purchaser's immediate family, so long as such owner or purchaser retains the status of being an active member. Members of the immediate family shall include the spouse of such owner or purchaser and the minor children of the same, and those other children of such owner or purchaser who reside in the primary residence of said owner or purchaser. The parents of such lot owner or purchaser or the parents of the spouse of such lot owner or purchaser shall also be considered an active member so long as said owner or

purchaser retains the status of being an active member and said parents are in residence with such purchaser or owner.

- 2. Inactive members shall consist of those persons who own or who are purchasing under a contract of purchase a lot or lots within the subdivision, and those family members and parents mentioned in this Article, who have been declared inactive for either of the following reasons:
  - (1) failure to pay, when due the applicable charges outlined herein, or
  - (2) failure to abide by these Bylaws or the Rules and Regulations of the Association as determined by the Board of Directors.

## **SECTION 2: NOTICE OF STATUS**

In the event an active member is declared an inactive member by the Association, the Association shall promptly notify such member in writing that his or her active membership is revoked, stating with clarity the reasons for such revocation with notice to such member that all rights and privileges, including voting rights and enjoyment of common areas and amenities comprising same, are terminated until such time as such member reinstates his or her active membership in the Association.

#### **SECTION 3: SUSPENSION OF RIGHTS**

Except as may be otherwise provided by law, the Articles of Incorporation, the Protective Deed Covenants or these Bylaws, the qualification, rights, privileges, and responsibilities of members and the suspension thereof shall be determined by the Board of Directors, or by any committee to whom this authority may be delegated by the Board of Directors.

SECTION 4: TRANSFERABILITY

Association membership is non-transferable.

SECTION 5: TERMINATION OF MEMBERSHIP

Membership shall terminate upon sale or transfer of the lot.

## ARTICLE III MEETINGS OF MEMBERS

SECTION 1: SEMI-ANNUAL MEETINGS

Semi-annual meetings of members of the Association shall be held on the third Sundays of April and October.

#### SECTION 2: SPECIAL MEETINGS

Special meetings of the members, for any purpose or purposes, may be called by the President or by the Board of Directors, and shall be called by the President at the request of not less than ten percent (10%) of the members entitled to vote at the meeting.

SECTION 3: NOTICE OF MEETING

Semi-Annual Meeting. The Secretary shall, via hand delivery. United States first class

mail or United States bulk rate mail, deliver or cause to be delivered to each member, written notice of the date, time and place of the semi-annual meeting. If notice of the semi-annual meeting is delivered to a member via hand delivery, the Secretary shall certify in writing that notice was hand delivered to the member. If notice of the semi-annual meeting is delivered via hand delivery or United States first class mail, the Secretary shall send the notice not less than fourteen (14) nor more than fifty (50) days before the annual meeting. If notice of the semi-annual meeting is delivered via United States bulk rate mail, the Secretary shall send the notice not less than twenty (20) nor more than fifty (50) days before the semi-annual meeting. Such notice shall be deemed to be delivered when deposited in the United States Mail, addressed to the member's address as it appears on the records of the Association, with postage prepaid, or when hand delivery is made. A member who attends the semi-annual meeting shall be deemed to have had timely notice of the semi-annual meeting, unless such member attends for the express purpose of objecting because the semi-annual meeting is not properly called or convened.

Special Meetings. The Secretary shall, via hand delivery, United States first class mail or United States bulk rate mail, deliver or cause to be delivered to each member, written notice of the date, time, place and purpose of any special meeting. If notice of a special meeting is delivered to a member via hand delivery, the Secretary shall certify in writing that notice was hand delivered to the member. If notice of a special meeting is delivered via hand delivery or United States first class mail, the Secretary shall send the notice not less than seven (7) nor more than fifty (50) days before the special meeting. If notice of the special meeting is delivered via United States bulk rate mail, the Secretary shall send the notice not less than thirteen (13) nor more than fifty (50) days before the annual meeting. Such notice shall be deemed to be delivered when deposited in the United States Mail, addressed to the member's address as it appears on the records of the Association, with postage prepaid, or when hand delivery is made. A member who attends a special meeting shall be deemed to have had timely notice of such special meeting, unless such member attends for the express purpose of objecting because such special meeting is not properly called or convened.

#### SECTION 4: VOTING RIGHTS

Members in the Association shall have those voting rights as are provided in the Articles of Incorporation for the Association. No two members from one household may serve simultaneously on the Board of Directors.

#### SECTION 5: PROXIES

At meetings of members, a member may vote in person or by proxy executed in writing by the member or his or her duly authorized attorney in fact. The form of the proxy for each meeting shall be determined by the Board of Directors. Such proxy shall be filed with the Secretary of the Association before or at the time of the meeting.

#### SECTION 6: QUORUM

Five percent (5%) of the total number of votes entitled to be cast at any meeting of the members of the Association present in person or represented by written proxy shall

constitute a quorum. If there be no such quorum, a majority of the members present shall select the date for the next meeting.

## **SECTION 7: REPORTS**

At each semi-annual meeting, the President shall present a written report describing the major achievements since the last semi-annual meeting, problems confronting the Association, or other events or developments that might be of interest to the members, and shall arrange for presentation of reports by the Chairpersons of standing committees. A written copy of each such report shall be deposited with the Secretary.

## **SECTION 8: PRESIDING OFFICER**

The President or in absence of same, the Vice President of the Association, shall preside over all meetings of the members. The Secretary, or in absence of same, an Assistant Secretary, shall act as Secretary of all meetings. If neither the President, Vice President, Secretary, nor Assistant Secretary be present, then the members shall choose a protempore official.

## SECTION 9: CONDUCT OF MEETINGS

Meetings of members shall be conducted according to Roberts Rules of Order, and a Parliamentarian of the meeting may be appointed by the Chairperson. By Roberts Rules of Order it is meant the current edition.

## SECTION 10: ORDER OF BUSINESS

The order of business at all semi-annual meetings of the members shall be as follows: 1. Roll Call of Officers 2. Proof of notice of meeting and determination of a quorum 3. Reading of minutes of preceding meeting 4. Reports of Officers 5. Reports of Committees 6. Unfinished business 7. New Business. At the October semi-annual meeting new business shall include election of directors and approval of the annual budget.

## ARTICLE IV BOARD OF DIRECTORS

## **SECTION 1: GENERAL POWERS**

The business and affairs of the Association shall be managed by its Board of Directors.

## SECTION 2: NUMBER, TENURE, AND QUALIFICATIONS

The number of Directors of the Association shall be at least five (5), and not more than twelve (12), each serving for a period of three (3) years. Four (4) Director's terms shall expire each year. Each Director must be a property owner in Apple Mountain Lake Subdivision, current in payment of assessments.

## **SECTION 3: REGULAR EMETINGS**

A meeting of the Board of Directors shall be held without other notice than this Bylaw immediately after, and at the same place as, the October semi-annual meeting of

members. Regular meetings shall be held on a schedule determined by the Board of Directors.

#### SECTION 4: SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by or at the request of the President of any three directors. The person or persons authorized to call such special meetings may fix the time and place for holding any such special meetings of the Board of Directors called by them.

## **SECTION 5: OPEN MEETINGS**

All meetings of the Board of Directors shall be open to members of the Association. However, the Board of Directors may convene in executive session to consider personnel matters; consult with legal counsel; discuss and consider contracts, pending or probable litigation and matters involving violations of the Declaration or Rules and Regulations, or discuss the personal liability of members of the Association.

#### SECTION 6: NOTICE

Notice of any special meeting shall be given at least ten (10) days previously thereto by written notice delivered personally, or mailed electronically or by postal service, to each director. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

#### SECTION 7: QUORUM

A quorum shall consist of five (5) directors for the transaction of business at any meeting of the Board of Directors.

#### SECTION 8: MANNER OF ACTING

The actions taken by the majority of the directors present at a meeting at which a quorum is present shall be the action of the Board of Directors.

## SECTION 9: ACTION WITHOUT A MEETING

Any action that may be taken by the Board of Directors at a meeting may be taken without a meeting if documented consent setting forth the action so to be taken, shall be signed before such action by a majority of the Directors.

#### SECTION 10: VACANCIES

Vacancies occurring on the Board of Directors for any reason except the removal of directors without cause may be filled by a vote of a majority of the directors then in office, although less than a quorum exists. Vacancies occurring by reason of the removal of directors without cause shall be filled by vote of the members. A director elected to fill a vacancy caused by resignation, death, or removal shall be elected to hold office for the unexpired term of a predecessor.

## SECTION 11: REMOVAL OF DIRECTORS

Any or all of the directors may be removed for cause by vote of the members or by action of the Board. Directors may be removed without cause only by a vote of the members. If a Director fails to attend three (3) meetings per year (other than for illness) of the Board of Directors, the remaining directors may declare such director's seat vacant.

## SECTION 12: RESIGNATION

A director may resign at any time by giving written notice to the Board, the President, or the Secretary of the Association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board, and the acceptance of the resignation shall not be necessary to make it effective.

#### SECTION 13: COMPENSATION

By resolution of the Board of Directors, directors may be paid their expenses. Directors shall receive no other compensation. No such payment shall preclude any director from serving the Association in any other capacity and receiving compensation therefor.

#### SECTION 14: PRESUMPTION OF ASSENT

A director of the Association who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless a dissent shall be entered in the minutes of the meeting, or unless a written dissent to such action is filed with the person acting as secretary of the meeting before adjournment thereof.

## SECTION 15: EXECUTIVE AND OTHER COMMITTEES

The Board, by resolution, may designate from among its members an executive committee and other committees, each consisting of at least one Director and two or more other Directors or members. Each such committee shall serve at the pleasure of the Board. In addition, there shall be permanent standing committees as set forth herein.

## SECTION 16: NOMINATING COMMITTEE

The Board of Directors shall appoint a Nominating Committee by May of each year, consisting of three (3) persons, at least one of whom and its Chairperson shall be a member of the Board of Directors. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than four (4) nominees for the four (4) directors whose terms are expiring, plus any additional unfilled vacancies on the Board of Directors since the last October semi-annual meeting of members. Such nominations shall be made from among the active members of the Association.

## ARTICLE V STANDING COMMITTEES

SECTION 1: PERMANENT COMMITTEES

There shall be established five (5) Standing Committees:

- 1. Architectural Committee
- 2. Buildings and Grounds Committee
- 3. Roads Committee
- 4. Finance Committee
- 5. Security Committee

## SECTION 2: COMMITTEE MEMBERSHIP

Each Director will be an active participant of one or more committees. Each committee chairperson shall follow a set of guidelines (herein referred to as Standard Operation Procedures – SOP), as set forth for the committee. It is the chairperson's responsibility to read the SOP and maintain the standards set forth for that committee. Failure to comply with these SOP's can result in dismissal of the chairperson for that committee.

## SECTION 3: ARCHITECTURAL COMMITTEE

The Architectural Committee shall have as its purposes:

- the preparation of guidelines and recommendations necessary to preserve lots in their natural state, or if improved or developed, to maintain the environmental integrity of the subdivision in order to prevent unsightly and offensive conditions;
- 2. the review of applications from the lot owners for the construction of improvements on a lot or lots; and
- 3. the ongoing inspection of the construction to ensure that improvements comply with approved plans.

## SECTION 4: BUILDING AND GROUNDS COMMITTEE

The Buildings and Grounds Committee shall have as its purpose:

1. the preparation of guidelines and recommendations with respect to the maintenance, construction, alteration, renovation, and improvement of the common areas and amenities, with the exception of roads maintained by the Association, to provide for the health, safety, and enjoyment of all members, guests and tenants.

#### SECTION 5: ROADS COMMITTEE

The Roads Committee shall have as its purposes:

- 1. preparation of guidelines and recommendations regarding the construction, alteration, maintenance, and improvement of roads, culverts, alleys, and all other common means and thoroughfares for vehicles in the subdivision, as pertaining to safety, passability, drainage and access to the properties of all members; and
- arranging for and supervising maintenance of, and improvements in, the roads and associated means for their safe use, including erection of signs and establishment of speed limits, as approved by the Board of Directors.

## SECTION 6: FINANCE COMMITTEE

The Finance Committee shall have as its purposes:

- 1. preparation of guidelines and recommendations for the generation of revenues for the Association, investing surplus operating and escrow funds, and otherwise enhancing the financial well being of the Association;
- preparation of a draft budget for the forthcoming fiscal year, taking into account realistic fiscal projections;
- arranging for the preparation of an annual review of the Association's financial records by an independent accountant, to be completed prior to the April semiannual meeting;
- preparation of a report to members at the October semi-annual meeting, which shall include the draft budget for the coming year, along with an analysis of projected revenues;
- 5. immediately following the October semi-annual meeting, preparation of an operating budget for the next fiscal year, taking into account revisions made at the meeting; and
- 6. monitoring the expenditures throughout the year in relation to budget and revenue estimates, and drawing attention to any emerging problems.

The chairperson of the Finance Committee and the Treasurer shall be different persons.

## SECTION 7: SECURITY COMMITTEE

The Security Committee shall have as its purposes:

- 1. preparation of guidelines and recommendations with respect to the safety and physical protection of members, guests, and tenants, and their property; and
- the review and supervision of efforts by the Association to maintain physical security, and to prevent, detect, and seek convictions relating to trespassing, vandalism, breaking and entering, discharging firearms or the conduct of any other illegal activity within the subdivision.

The Security Committee shall also take all appropriate steps, including supervising security actions, which may include the maintenance of voluntary or paid security patrols and cooperation with Warren County Sheriff's Department, including arrangements to secure a Special Deputy for the Subdivision.

#### ARTICLE VI OFFICERS

#### SECTION 1: NUMBER

The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. All officers with access to Association funds shall be bonded.

## SECTION 2: ELECTION AND TERM OF OFFICE

The officers of the Association are to be elected by the Board of Directors at the first meeting of the Board of Directors held after the October semi-annual meeting of members. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient.

#### SECTION 3: REMOVAL

Any officer or agent may be removed by the Board of Directors whenever in its judgment the best interests of the Association will be served thereby.

## **SECTION 4: VACANCIES**

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

## SECTION 5: PRESIDENT

The President shall be the principal executive officer of the Association and, subject to the control of the Board of Directors, shall in general supervise and control all of the business affairs of the Association. The President shall, when present, preside at all meetings of the members and of the Board of Directors.

## SECTION 6: VICE PRESIDENT

In the absence of the President or in event of his or her death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

#### SECTION 7: SECRETARY

The Secretary shall:

- (a) keep the minutes of the proceedings of the members and of the Board of Directors in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
- (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal, is duly authorized;
- (d) keep a register of the post office address of each member, which shall be furnished to the Secretary by such member; and
- (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board of Directors.

## **SECTION 8: TREASURER**

The Treasurer shall:

- (a) have charge and custody of, and be responsible for, all funds and securities of the Association;
- (b) receive and give receipts for monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in banks, trust companies or other depositories; and
- (c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors.

## ARTICLE VII CONTRACTS, CHECKS, AND DEPOSITS

#### SECTION 1: CONTRACTS

The Board of Directors may authorize a specific officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority shall be confined to specific instances. A minimum of three bids shall be required before a contract may be awarded for any work or instrument that shall meet or exceed a price of \$1,000, unless deemed not feasible by the Board.

All contracts shall require two signatures, including the signature of the President and that of another officer.

i. If a contract is awarded to a member of the AMLPOA, that member to be a vendor must be in good standing.

## SECTION 2: CHECKS, DRAFTS, ETC

All checks, drafts, or other orders for the payment of money, notes or evidence of indebtedness issued in the name of the Association, shall be signed by such officer or officers, or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors

#### **SECTION 3: DEPOSITS**

All funds of the association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

## ARTICLE VIII RULES OF EXPENDITURE

## **SECTION 1: BUDGETED EXPENSES**

The Board of Directors shall adopt an annual budget—subject to ratification by the October semi-annual members' meeting, which shall be the guideline under which all sources of funds are to be received by the Association and expenditures made thereby. All expenditures that exceed the adopted budget shall be fully explained at the next members' meeting.

## SECTION 2: UNBUDGETED EXPENSES

Unbudgeted expenditures, that is, those not approved in advance by the Board of Directors, are not authorized.

#### **SECTION 3: WAIVERS**

There shall be no waiver nor reduction of any amounts owed the Association, be they dues, assessments, fees, penalties, late charges, fines, bills for services or any other sums owed for an other reason, without the approval of the Board of Directors

ARTICLE IX CHARGES

#### SECTION 1: ANNUAL CHARGES

The following annual charges shall be applicable to each lot in the subdivision and shall be paid by the owner of record, or beneficial owner if different:

#### (a) ANNUAL ASSESSMENT FEE

The annual charges as authorized by the latest recorded Covenants and approved by the members shall be paid by each lot owner for each lot. This fee shall be due and payable on a schedule to be determined by the Board. If this fee or any portion thereof is not paid within 30 day(s) of the date determined by the Board, there shall be added thereto a late charge of twenty percent (20%) of the fee, plus all additional billing costs, court costs, lawyers' fees, etc. to offset the additional administration costs of special handling of such delinquent accounts. Additionally, if any portion of the fee is not paid according to the schedule determined by the Board the remainder of the fee may be due immediately as determined by the Board. Late charges shall be cumulatively assessed against total delinquent charges due.

## (b) SPECIAL ASSESSMENTS

The Board of Directors may, from time to time, and upon a resolution adopted by it, charge the owner of each lot with a special emergency assessment, as the financial requirements of the Association demand, in the best interest of the Association, provided the proceeds are used primarily for the maintenance and upkeep of the common area and such other areas of Association responsibility expressly provided for in the Declaration, including capital expenditures. Special Assessments shall comply with terms and conditions imposed by the Property Owners Association Act of Virginia, as amended, and such other laws as are in effect at the time of the special assessment by the Board of Directors. Special assessments are to be in accordance with any more specific guidelines as and if outlined in the Covenants.

#### (c) USER FEES

The Board of Directors may impose user fees for the use of certain facilities of the Association in order to conserve the assets of the Association and to offset the costs of operating the facility. User fees shall be determined by the Board of Directors annually, based upon the anticipated costs of operating the facility.

#### (d) INSURANCE

Each lot owner shall pay a pro rata share of the insurance for the common areas. Each assessment shall be the same, regardless of the number of lots a member owns.

#### (e) OTHER FEES

The Board of Directors may impose such other fees as it deems necessary in the best interests of the Association in order to conserve the assets of the Association and may, from time to time increase or decrease the fees as the needs of the Association dictate. Such other fees shall include, but not be limited to, the construction fees set forth in the Covenants and / or the Rules and Regulations, and other fees outlined in the Rules and Regulations. To the extent that there is a conflict between the Rules and Regulations and the covenants, in regard to the construction or other fees, the Covenants shall govern.

#### **SECTION 2: FAILURE TO PAY**

Failure on the part of any member or lot owner to pay each, every, and all of the charges, fees or assessments, including any late charges thereon, imposed pursuant to these

Bylaws, shall subject such member or lot owner to any or all of the remedies available to the Association, which remedies shall include, but not be limited to, in the discretion of the Board of Directors, the following:

- (a) Suspension of all privileges and amenities, including the right to vote at meetings of members;
- (b) Placing a lien of record against the lot of the member or lot owner, and the responsibility to pay all costs incurred by the Association in the enforcement of such lien.
- (c) Any other remedy as outlined in, and as may be revised, from time to time, in the "Resolution of Due Process for Enforcement of Rules and Regulations, Restrictive Covenants, and By Laws of Apple Mountain Lake Property Owners Association" which may include but not be limited to charges and any other remedies as allowed by law.

## ARTICLE X ADMINISTRATION

#### SECTION 1: FISCAL YEAR

The fiscal year of the Association shall begin on the first day of November of each year.

#### SECTION 2: CORPORATE SEAL

The official corporate seal of the Association shall be inscribed with the name of the Association and the year of its incorporation and shall be in such form and contain such other words and/or figures as ordered by the Board of Directors. The official seal or its facsimile may be used on any paper or document of the Association.

## **SECTION 3: RULES AND REGULATIONS**

From time to time, the Board of Directors may prescribe Rules and Regulations for the orderly management of the Association. Such Rules and Regulations shall be ratified by the members at the next meeting of the members. Rules and Regulations will be separate from the Bylaws.

#### SECTION 4: INDEMNIFICATION

Any past or present Director or Officer of this Association, or his or her personal representative, shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him or her in connection with or resulting from any action, suit or proceeding to which he or she may be made a party because of his or her duties with the Association, except in those cases in which he or she shall be finally adjudicated to have acted in bad faith, or to have been liable because of a willful misconduct in the performance of his or her duty as a Director or Officer. "Costs and Expenses" shall include attorney's fees, damages, and reasonable amounts paid in settlement.

#### SECTION 5: CONFLICTS AND CONTRADICTIONS

Any conflict that may arise from interpretation of these Bylaws with respect to the Articles of Incorporation and/or the Protective Deed Covenants shall be resolved in favor

of the two latter documents, which shall control, but in any case, state law shall override provisions of any of these documents.

## SECTION 6: SEVERABILITY

In the event that any provision of these bylaws is ruled invalid, by a Court of competent jurisdiction, such ruling will not affect the remaining provisions of these Bylaws.

#### ARTICLE XI APPEALS BY MEMBERS

## SECTION 1: APPEALS PANEL

Any member aggrieved by any determination of the Board of Directors, a Standing Committee, or by any Rule or Regulation approved by the Board of Directors, may appeal by notice in writing to the Secretary within a reasonable time of such determination. The President shall then promptly appoint an Appeals Panel, which shall consist of one member of the Board of Directors, one active member of the Association selected by the aggrieved member, and a third active member of the Association selected and agreed upon by the other two members of the Panel. The Panel shall promptly meet, hear the merits of the controversy, and render a decision in writing to the Board of Directors.

#### SECTION 2: FINALITY OF DECISION

The decision of the Panel shall stand final until overturned by a Court of Law or Equity.

#### SECTION 3: REVIEW

In the event that the decision of an Appeals Panel, appointed to hear a grievance by a member, decides against a given Rule or Regulation, the Board of Directors must review said Rule or Regulation as part of its business at the next scheduled meeting.

## ARTICLE XII AMENDMENTS

#### **SECTION I: AMENDMENTS**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by the Board of Directors at any regular or special meeting of the Board of Directors, subject to ratification by the Association members.

# AMENDED AND RATIFIED BY THE GENERAL MEMBERSHIP ON OCTOBER 18, 2009

Apple Mountain Lake Property Over

Apple Mountain Lake Property Owners Association

Robin French

President AMLPOA 2009

State of Virginia County of Warren; to wit:

Subscribed and sworn to before me by RODO FYCO Apple Mountain Lake Property Owners Association, this 30th day of Oct 2009.

**Notary Public** 

My commission Expires: September 30, 2010