

For clarity, the following text incorporates the May 20, 1995, May 15, 1999 and April 26, 2014 amendments. Following this updated document are the texts of the original By-Laws and the three approved amendments.

ROCKLAND CREEK HOME OWNERS ASSOCIATION

BY – LAWS

ARTICLE I

NAME AND LOCATION

The name of the corporation is Rockland Creek Homeowner’s Association, hereinafter referred to as the “Association”. The principal office of the corporation shall be located at the residence of the current president but meetings of members and officers shall be held at such places within the State of Virginia, as may be designated by the Executive Committee.

ARTICLE II

PURPOSES AND OBJECTIVES

The purpose and objectives for which the Association has been formed are as follows:

- (a) to promote the collective and individual property and civic interests and rights of all persons or entities who are members of the Association;
- (b) to care for the improvement and maintenance of the roads, entrance areas, and common areas; including provisions for snow removal from such areas;
- (c) to cooperate with the members in keeping the vacant and unimproved lots in the subdivision in good order and condition; in preventing such lots from becoming a nuisance and a detriment to the beauty of the subdivision and to the value of the improved property therein; and to take any action with reference to such vacant and unimproved lots as may be necessary or desirable to keep them from becoming such nuisance and detriment;
- (d) to aid and cooperate with the members of this Association in the enforcement of such conditions, covenants, and restrictions on and appurtenant to their property as are now in existence, as well as any other conditions, covenants, and restrictions as shall hereafter be approved by the members of the Association, and to counsel with the Zoning Administrator, the Planning Commission, and the Board of Supervisors of Spotsylvania County, Virginia, in the subdivision;
- (e) in general, but in connection with the foregoing, to do any and all things necessary to promote the recreation, health, safety and welfare of the members and their property interests in the subdivision;
- (f) to acquire, own, or lease such real and personal property as may be convenient for the transaction of its business and the fulfillments of its purposes and objectives, and to exercise all rights, powers, and privileges of ownership to the same extent as natural persons might or could do; and

(g) to exercise any and all powers that may be delegated to the Association from time to time by the members of the Association.

ARTICLE III

DEFINITIONS

Section 1. "Association" shall mean and refer to the corporation, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the members of the Association.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties with the exception of the common area.

Section 5. "Member" shall mean and refer to every person or entity who is a record owner of any lot within the subdivision, subject to the Article of Incorporation.

Section 6. "Owner" shall mean and refer to the record owner whether one or more persons or entities, of the fee simple title to any lot which is a part of the properties, including contract buyers, but excluding those having such interest merely as security for the performance of an obligation.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the properties recorded in the Office of the Clerk of the Circuit Court, Spotsylvania County, Virginia.

ARTICLE IV

MEMBERSHIP

Section 1. Membership. Every person or entity who is a record owner of a fee simple or undivided fee interest in any lot, subject to the Articles of Incorporation, which is subject by covenants of record to assessment by the Association, including contract buyers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership.

Section 2. Suspension of Membership. During any period in which a member shall be in default in the payment of any annual or special assessment levied by the Association, the voting rights and right to use the recreational facilities of such member may be suspended by the Executive Committee until such assessment has been paid.

Section 3. Delegation of Rights. Each member shall be entitled to the use and enjoyment of the Common Area and facilities as provided in the Declaration. Any member may delegate his rights of enjoyment of the Common Area. Such member should notify the secretary in writing of the name of any such delegee to ensure entitlement to the use and enjoyment of the Common Area and facilities. The rights and privileges of such delegee are subject to suspension to the same extent as those of the member.

Section 4. Duration of Membership. Membership shall terminate on such member selling his fee or undivided fee interest in a lot in Rockland Creek Estates and the deed evidencing such sale being duly recorded among the land records of Spotsylvania County, Virginia.

ARTICLE V

MEETING OF MEMBERS

Section 1. Annual Meetings. There shall be an annual meeting of the Association for the purpose of electing officers and transacting other business. The annual meeting shall be held at the Association's principal office or at such other location as is determined by the Executive Committee.

Section 2. Order of Business. The order of business at the annual meetings shall be as follows:

- (a) Call to order;
- (b) Reading of minutes of previous meeting;
- (c) Receiving of communications;
- (d) Reports of officers;
- (e) Reports of committee heads and committee members;
- (f) Unfinished business;
- (g) New business;
- (h) Election of officers; and
- (i) Adjournment

The order of business may be altered or suspended at any meeting by a majority vote of the members present. The usual parliamentary rules as laid down in Robert's Rules of Order shall govern, when not in conflict with these By-Laws.

Section 3. Special Meetings. Special meetings of the members may be called at any time by the president, Executive Committee, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the entire membership; and must be called within 30 days by the president or Executive Committee.

Section 4. Notice of Meetings. Written notice of each meeting of the members shall be given, by or at the direction of the secretary or person authorized to call the meeting by mailing a copy of such notice, postage prepaid, at least 30 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the

place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 5. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, 10% of the votes of the total membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present and represented at any meeting, the presiding officer shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or be represented.

ARTICLE VI

VOTING

Section 1. Voting Rights. Every person who becomes a record owner of a fee or undivided fee interest in any lot, except a person or entity who holds such interest merely as a security for the performance of an obligation, shall be eligible to vote on the affairs of the Association, subject to the Articles of Incorporation. However, there shall be only one vote allowed per lot. Any person or entity who enters into an agreement to purchase a lot shall not be entitled to vote until such person or entity becomes a record owner of a fee or undivided fee interest in the lot. However, nothing above shall be construed to prevent such person or entity from attending any Association meeting and/or otherwise participating in Association affairs.

Section 2. Proxies. At all meetings, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary prior to any vote taken. Every proxy shall be revocable.

Section 3. Absentee Ballot. Absentee ballots will be provided for the annual meetings for election of Officers of the Executive Committee.

ARTICLE VII

NOMINATION AND ELECTION OF OFFICERS

Section 1. Nomination. Nomination for election to the Executive Committee shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.

Section 2. Election. Election to the Executive Committee shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The election of the Executive Committee shall take place annually at the time and place of the regular annual meeting. Any record owner of a fee or undivided fee interest in a lot in Rockland Creek Estates, except a person or entity who holds such interest merely as a security for the performance of an obligation, shall be eligible for office. Candidates who receive a majority of votes so cast shall be elected. Where there are more

than two candidates for a single office and no candidate receives a majority, then there shall be a run-off election between the two candidates receiving the highest number of votes. Any member intending to run for office and who wished to have his/her name placed on the ballot shall announce his candidacy in writing to the Nominating Committee at least 45 days prior to the regular annual meeting.

ARTICLE VIII

POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

Section 1. Powers. The Executive Committee shall have the power to:

- (a) execute the budget approved by the members at the annual meeting or any modification to the budget that are approved at subsequent special meetings
- (b) propose, adopt, and promulgate rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon, in accordance with the procedures outlined in Article XIV, Section 5;
- (c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;
- (d) declare the office of a member of the Executive Committee to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Executive Committee; and
- (e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Executive Committee to execute the budget approved by the members at the annual meeting or any modifications to the budget that are approved at subsequent special meetings and:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting, when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) as more fully provided herein, and in the Declaration to:
 - (1) propose the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period, as hereinafter provided in Article XII; and;
 - (2) send written notice of the proposed assessment and the proposed annual budget to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- (d) issue, or cause an appropriate officer to issue upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be

- made by the Executive Committee for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment.
- (e) procure and maintain adequate liability and hazard insurance on property owned by the Association;
 - (f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and
 - (g) cause the Common Area to be maintained.

ARTICLE IX

EXECUTIVE COMMITTEE

Section 1. Executive Committee. The Executive Committee shall consist of the elective officers of the Association. The Executive Committee shall have supervision, control, and direction of the affairs of the Association; shall execute the policies, and decisions of the membership; shall actively prosecute the Association's objectives; and shall have discretion in the disbursement of funds. It may adopt such rules for the conduct of its business as shall be deemed advisable, and may, in the execution of powers granted, appoint subcommittees or agents to work on specific problems or repairs. The Executive Committee must provide a Property Owners Association packet to all prospective lot owners when requested by the seller or agent.

Section 2. Elective Officers. The elective officers of the Association shall be a president, vice-president, treasurer, and secretary. No member shall hold more than one elective office simultaneously.

Section 3. Terms. The president, vice-president, treasurer, and secretary shall take office immediately upon their election, and shall serve for a term of two (2) years until the date of election of new officers. Officers are eligible for re-election.

The President and Vice-President shall be elected in odd numbered years beginning in the year 2000. The Secretary and Treasurer shall be elected in odd numbered years beginning in the year 1999. The President and Vice-President shall be elected to a one year term in 1999.

Section 4. Special Appointments. The members may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Executive Committee may, from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed from office, with or without cause, by a majority vote of the members entitled to cast votes. Any officer may resign at any time by giving written notice to the president or 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 relinquish assigned duties.

Section 6. Vacancies. A vacancy in any office shall be filled by a temporary appointment by the Executive Committee. The member elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Duties. The duties of the officers are as follows:

President

- (a) The president shall be the chief officer of the Association and shall preside at all meetings; see that orders and resolutions are carried out; sign all leases; mortgages, deeds and other written instruments of the Association; and be authorized to sign checks and promissory notes.

Vice President

- (b) The vice president shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act; and shall exercise and discharge such other duties as may be required of him/her.

Secretary

- (c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Executive Committee and of the members; serve notice of meetings of the Executive Committee and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the Executive Committee.

Treasurer

- (d) 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 Executive Committee; sign all checks and promissory notes of the Association; keep proper books of account; cause an annual review of the Associations books to be made by a certified public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at this regular annual meeting, and deliver a copy of each to the members. Funds may be drawn on the signature of the treasurer or the president. At the expiration of his/her term of office, the treasurer shall deliver to his/her successor all books, money, and other property of the Association.

ARTICLE X

COMMITTEES

Section 1. The Executive Committee shall appoint other committees as deemed appropriate in carrying out the purposes and goals of the Association.

Section 2. It shall be the duty of each committee to receive complaints from members of any matter involving Association functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committees, directors or officers of the Association as are further concerned with the matter presented.

Section 3. Road Maintenance Committee. The Road Maintenance Committee shall determine what improvements and maintenance must be performed on the roads and Common Area of Rockland Creek Estates. The Committee shall then present its findings to the Executive Committee in order that the Executive Committee may take whatever action it deems appropriate. The Road Maintenance Committee shall be appointed by the Executive Committee to serve for a one year term.

Section 4. Nominating Committee. The Nominating Committee shall consist of a chairman and two or more members of the Association. The Nominating Committee shall solicit candidates for election to the Executive Committee.

Section 5. Construction Coordination Committee. The Construction Coordination Committee shall enforce, control and administer the Covenants, Declarations and By-Laws in connection with those portions of said documents that regulate the aesthetic and structural restrictions of Rockland Creek Estates. The CCC functions by reviewing plans and specifications for proposed external property modifications or new construction to assure compliance with the Association Covenants. CCC review of proposed construction is required prior to the initiation of any work. The CCC with Executive Committee approval, may adopt and promulgate reasonable rules and regulations establishing criteria with respect to the administration, interpretation and enforcement of the provisions of the Covenants. The CCC, in addition, reviews complaints by individual property owners to determine if Covenants have been violated. The Construction Coordination Committee shall be appointed by the Executive Committee to serve for a one year term.

ARTICLE XI

EXECUTIVE COMMITTEE MEETINGS

Section 1. Executive Committee Meetings. The Executive Committee shall meet from time to time as determined by the president. Notice of the meeting shall be given to the members of the committee by the president not less than 10 days before the date of the meeting.

(a) A majority of the officers of the Executive Committee present at any meeting of said Committee shall constitute a legal quorum.

(b) Where a legal quorum is present at any meeting of the Executive Committee, such Committee may exercise any power that the Association may lawfully exercise under

the Article of Incorporation provided, however, that no action shall be taken except by a majority vote of the officers of the Committee present.

ARTICLE XII

ASSESSMENTS

Section 1. Creation of the Lien and Personal Obligation of Assessments. By the Declaration each member is deemed to covenant and agree to pay to the Association: (1) annual assessments or charges. The annual assessments, together with such interest thereon and costs of collection thereof, as hereinafter provided, shall be a charge on the land and shall be a continuing lien upon the property against which each such assessment is made. Each such assessment, together with such interest, costs, and reasonable attorney's fee shall also be the personal obligation of the person who was the owner of the property at the time when the assessment fell due and shall not pass to his successors in title unless expressly assumed by them.

Section 2. Purpose of Assessments. The assessments levied by the Association shall be used exclusively for the purpose of promoting the recreation, health, safety, and welfare of the members of Rockland Creek Estates and in particular for the improvement and maintenance of the properties, services, and facilities devoted to this purpose and related to the use and enjoyment of the Common Area.

Section 3. Annual Assessment. The amount, basis, and due date of the annual assessment shall be set by the Executive Committee in accordance with the requirements of the DEED OF DEDICATION, RESTRICTIVE COVENANTS AND EASEMENTS of Rockland Creek Estates Property Owners Subdivision recorded in the Clerk's Office of the Circuit Court of Spotsylvania County, Virginia. Provided, however, in any case the assessment shall not be less than twenty dollars (\$20.00) per lot per month (in accordance with the provisions of Section 16-53 of the Spotsylvania County, Virginia, Subdivision Ordinance). On lots sold for the first time, the developer will pay the first full year's assessment (from date of sale) and the Association annual assessment will be pro-rated for the remainder of the period.

Section 4. Uniform rate. Annual assessments must be fixed at a uniform rate for all lots and will be collected on such basis as determined by the Executive Committee.

Section 5. Date of Commencement of Annual Assessments: Due Dates. The annual assessment provided for herein shall commence as to all lots on the first day of September, 1994. Each year thereafter, the annual assessment shall be due on the first day of September. The Executive Committee shall fix the amount of the annual assessment against each lot at least thirty (30) days in advance to each annual assessment period. Written notice of the annual assessment shall be sent to every owner subject thereto. The Association shall, upon demand at anytime, furnish a certificate in writing, signed by an officer of the Association, setting forth whether the assessments on a specified lot has been paid. A reasonable charge may be made by the

Executive Committee for the issuance of these certificates. Such certificates shall be conclusive evidence of payment of any assessment therein stated to have been paid.

Section 6. Effect of Non-payment of Assessments: Remedies of the Association. Any assessment which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest (referred to as late fees) from the date of delinquency at the rate of 10% per annum, and the Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability of the assessment provided for herein by non-use of the Common Area or abandonment of his lot.

Section 7. Subordination of the Lien to Mortgages. The lien of the assessments provided for herein shall be subordinate to the lien of any mortgage or mortgages. Sale or transfer of any lot shall not affect the assessment lien. However, the sale or transfer of any lot which is subject to any mortgage, pursuant to a decree to foreclose thereof, shall extinguish the lien of such assessments as to payments thereof which became due prior to such sale or transfer. No sale or transfer shall relieve such lot from liability for any assessments thereafter becoming due or from the lien thereon.

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by a majority vote of the entire voting membership present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

Section 3. Proposed amendments by the members shall be presented to the secretary in writing at least thirty (30) days prior to the date of the meeting, and copies of all proposed amendments shall be mailed by the secretary to each member at least fifteen (15) days prior to the date of the meeting.

ARTICLE XIV

MISCELLANEOUS

Section 1. Books and Records. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association or at such place as designated by the Executive Committee.

Section 2. Indemnification. Each person who is or has been an officer of this Association, acting in a Managerial capacity, shall be indemnified to the full extent stated in the Indemnification Bond purchased by the Association.

Section 3. Finances. The Association is not intended as a profit making organization, nor is it founded with the expectation of making a profit. This Association shall use its funds only for the objectives and purposes specified in the Articles of Incorporation and as amplified by these By-Laws.

Section 4. Bonding. Persons entrusted with the handling of Association funds may be required, at the discretion of the Executive Committee, to furnish, at the Association's expense, a suitable fidelity bond.

Section 5. Rules of Common Areas and Facilities. The Executive Committee shall propose to the membership rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon. Said rules shall be automatically adopted within thirty (30) days from the date of mailing unless called to vote by 10% of the entire voting membership. Each rule called to vote shall be mailed to each voting member for his vote. Twenty (20) days from the date of mailing shall be allowed to cast and return the vote(s). Each rule called to vote shall be adopted by a majority vote of the entire voting membership.

Original By-Laws

ROCKLAND CREEK HOME OWNERS ASSOCIATION

BY – LAWS

ARTICLE I

NAME AND LOCATION

The name of the corporation is Rockland Creek Homeowner’s Association, hereinafter referred to as the “Association”. The principal office of the corporation shall be located at the residence of the current president but meetings of members and officers shall be held at such places within the State of Virginia, as may be designated by the Executive Committee.

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- (a) to promote the collective and individual property and civic interests and rights of all persons or entities who are members of the Association;
- (b) to care for the improvement and maintenance of the roads, entrance areas, and common areas; including provisions for snow removal from such areas;
- (c) to cooperate with the members in keeping the vacant and unimproved lots in the subdivision in good order and condition; in preventing such lots from becoming a nuisance and a detriment to the beauty of the subdivision and to the value of the improved property therein; and to take any action with reference to such vacant and unimproved lots as may be necessary or desirable to keep them from becoming such nuisance and detriment;
- (d) to aid and cooperate with the members of this Association in the enforcement of such conditions, covenants, and restrictions on and appurtenant to their property as are now in existence, as well as any other conditions, covenants, and restrictions as shall hereafter be approved by the members of the Association, and to counsel with the Zoning Administrator, the Planning Commission, and the Board of Supervisors of Spotsylvania County, Virginia, in the subdivision;
- (e) in general, but in connection with the foregoing, to do any and all things necessary to promote the recreation, health, safety and welfare of the members and their property interests in the subdivision;
- (f) to acquire, own, or lease such real and personal property as may be convenient for the transaction of its business and the fulfillments of its purposes and objectives, and to exercise all rights, powers, and privileges of ownership to the same extent as natural persons might or could do; and
- (g) to exercise any and all powers that may be delegated to the Association from time to time by the members of the Association.

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Section 3. Delegation of Rights. Each member shall be entitled to the use and enjoyment of the Common Area and facilities as provided in the Declaration. Any member may delegate his rights of

enjoyment of the Common Area. Such member should notify the secretary in writing of the name of any such delegee to ensure entitlement to the use and enjoyment of the Common Area and facilities. The rights and privileges of such delegee are subject to suspension to the same extent as those of the member.

Section 4. Duration of Membership. Membership shall terminate on such member selling his fee or undivided fee interest in a lot in Rockland Creek Estates and the deed evidencing such sale being duly recorded among the land records of Spotsylvania County, Virginia.

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Section 5. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, 10% of the votes of the total membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present and represented at any meeting, the presiding officer shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or be represented.

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announce his candidacy in writing to the Nominating Committee at least 45 days prior to the regular annual meeting.

ARTICLE VIII

POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

Section 1. Powers. The Executive Committee shall have the power to:

- (a) propose, adopt, and promulgate rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon, in accordance with the procedures outlined in Article XIV, Section 5;
- (b) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;
- (c) declare the office of a member of the Executive Committee to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Executive Committee; and
- (d) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Executive Committee to execute the budget approved by the members at the annual meeting or any modifications to the budget that are approved at subsequent special meetings and:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting, when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) as more fully provided herein, and in the Declaration to:
 - (1) fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period, as hereinafter provided in Article XII; and;
 - (2) send annual budget to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- (d) issue, or cause an appropriate officer to issue upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Executive Committee for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment.
- (e) procure and maintain adequate liability and hazard insurance on property owned by the Association;
- (f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(g) cause the Common Area to be maintained.

ARTICLE IX

EXECUTIVE COMMITTEE

Section 1. Executive Committee. The Executive Committee shall consist of the elective officers of the Association. The Executive Committee shall have supervision, control, and direction of the affairs of the Association; shall execute the policies, and decisions of the membership; shall actively prosecute the Association's objectives; and shall have discretion in the disbursement of funds. It may adopt such rules for the conduct of its business as shall be deemed advisable, and may, in the execution of powers granted, appoint subcommittees or agents to work on specific problems or repairs. The Executive Committee must provide a Property Owners Association packet to all prospective lot owners when requested by the seller or agent.

Section 2. Elective Officers. The elective officers of the Association shall be a president, vice-president, treasurer, and secretary. No member shall hold more than one elective office simultaneously.

Section 3. Terms. The president, vice-president, treasurer, and secretary shall take office immediately upon their election, and shall serve for a term of one (1) year until the date of election of new officers. Officers are eligible for re-election.

Section 4. Special Appointments. The members may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Executive Committee may, from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed from office, with or without cause, by a majority vote of the members entitled to cast votes. Any officer may resign at any time by giving written notice to the president or 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 relinquish assigned duties.

Section 6. Vacancies. A vacancy in any office shall be filled by a temporary appointment by the Executive Committee. The member elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Duties. The duties of the officers are as follows:

President

(a) The president shall be the chief officer of the Association and shall preside at all meetings; see that orders and resolutions are carried out; sign all leases; mortgages, deeds and other

written instruments of the Association; and be authorized to sign checks and promissory notes.

Vice President

- (b) The vice president shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act; and shall exercise and discharge such other duties as may be required of him/her.

Secretary

- (c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Executive Committee and of the members; serve notice of meetings of the Executive Committee and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the Executive Committee.

Treasurer

- (d) 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 Executive Committee; sign all checks and promissory notes of the Association; keep proper books of account; cause an annual review of the Associations books to be made by a certified public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at this regular annual meeting, and deliver a copy of each to the members. Funds may be drawn on the signature of the treasurer or the president. At the expiration of his/her term of office, the treasurer shall deliver to his/her successor all books, money, and other property of the Association.

ARTICLE X

COMMITTEES

Section 1. The Executive Committee shall appoint other committees as deemed appropriate in carrying out the purposes and goals of the Association.

Section 2. It shall be the duty of each committee to receive complaints from members of any matter involving Association functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committees, directors or officers of the Association as are further concerned with the matter presented.

Section 3. Road Maintenance Committee. The Road Maintenance Committee shall determine what improvements and maintenance must be performed on the roads and Common Area of

Rockland Creek Estates. The Committee shall then present its findings to the Executive Committee in order that the Executive Committee may take whatever action it deems appropriate. The Road Maintenance Committee shall be appointed by the Executive Committee to serve for a one year term.

Section 4. Nominating Committee. The Nominating Committee shall consist of a chairman and two or more members of the Association. The Nominating Committee shall solicit candidates for election to the Executive Committee.

Section 5. Construction Coordination Committee. The Construction Coordination Committee (CCC) shall be appointed by the Executive Committee for 1 year terms, shall be comprised of not less than 3 nor more than 5 property owners, and shall administer those portions of the Covenants, Declarations and By-Laws that regulate the aesthetic and construction restrictions of Rockland Creek Estates. The CCC is tasked with facilitating the approval of construction requests by the membership. The CCC shall review and approve all plans for new construction or modifications that require a state, county, or local permit or those specifically identified in the Covenants, Declarations and By-Laws prior to the initiation of any such work. Application may be made by the member to the Executive Committee or the CCC. CCC decisions shall be forwarded to the member with a copy to the Executive Committee within 30 days of application. If no decision is reached within 30 days of application, the request will be considered approved. The member may appeal to the Executive Committee any application rejected by the CCC. The member may appeal to the general membership at the next annual or special meeting any application rejected by the Executive Committee. The CCC shall review complaints of Covenant violations identified by individual property owners and report their findings to the complainant and the Executive Committee within 30 days of receipt.

ARTICLE XI

EXECUTIVE COMMITTEE MEETINGS

Section 1. Executive Committee Meetings. The Executive Committee shall meet from time to time as determined by the president. Notice of the meeting shall be given to the members of the committee by the president not less than 10 days before the date of the meeting.

- (a) A majority of the officers of the Executive Committee present at any meeting of said Committee shall constitute a legal quorum.
- (b) Where a legal quorum is present at any meeting of the Executive Committee, such Committee may exercise any power that the Association may lawfully exercise under the Article of Incorporation provided, however, that no action shall be taken except by a majority vote of the officers of the Committee present.

ARTICLE XII

ASSESSMENTS

Section 1. Creation of the Lien and Personal Obligation of Assessments. By the Declaration each member is deemed to covenant and agree to pay to the Association: (1) annual assessments or charges. The annual assessments, together with such interest thereon and costs of collection thereof, as hereinafter provided, shall be a charge on the land and shall be a continuing lien upon the property against which each such assessment is made. Each such assessment, together with such interest, costs, and reasonable attorney's fee shall also be the personal obligation of the person who was the owner of the property at the time when the assessment fell due and shall not pass to his successors in title unless expressly assumed by them.

Section 2. Purpose of Assessments. The assessments levied by the Association shall be used exclusively for the purpose of promoting the recreation, health, safety, and welfare of the members of Rockland Creek Estates and in particular for the improvement and maintenance of the properties, services, and facilities devoted to this purpose and related to the use and enjoyment of the Common Area.

Section 3. Annual Assessment. The amount, basis, and due date of the annual assessment shall be set by the Executive Committee in accordance with the requirements of the DEED OF DEDICATION, RESTRICTIVE COVENANTS AND EASEMENTS of Rockland Creek Estates Property Owners Subdivision recorded in the Clerk's Office of the Circuit Court of Spotsylvania County, Virginia. Provided, however, in any case the assessment shall not be less than twenty dollars (\$20.00) per lot per month (in accordance with the provisions of Section 16-53 of the Spotsylvania County, Virginia, Subdivision Ordinance). On lots sold for the first time, the developer will pay the first full year's assessment (from date of sale) and the Association annual assessment will be pro-rated for the remainder of the period.

Section 4. Uniform rate. Annual assessments must be fixed at a uniform rate for all lots and will be collected on such basis as determined by the Executive Committee.

Section 5. Date of Commencement of Annual Assessments: Due Dates. The annual assessment provided for herein shall commence as to all lots on the first day of September, 1994. Each year thereafter, the annual assessment shall be due on the first day of September. The Executive Committee shall fix the amount of the annual assessment against each lot at least thirty (30) days in advance to each annual assessment period. Written notice of the annual assessment shall be sent to every owner subject thereto. The Association shall, upon demand at anytime, furnish a certificate in writing, signed by an officer of the Association, setting forth whether the assessments on a specified lot has been paid. A reasonable charge may be made by the Executive Committee for the issuance of these certificates. Such certificates shall be conclusive evidence of payment of any assessment therein stated to have been paid.

Section 6. Effect of Non-payment of Assessments: Remedies of the Association. Any assessment which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of 10% per annum, and the Association may bring an action at law against the owner

personally obligated to pay the same or foreclose the lien against the property, and interest, costs and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability of the assessment provided for herein by non-use of the Common Area or abandonment of his lot.

Section 7. Subordination of the Lien to Mortgages. The lien of the assessments provided for herein shall be subordinate to the lien of any mortgage or mortgages. Sale or transfer of any lot shall not affect the assessment lien. However, the sale or transfer of any lot which is subject to any mortgage, pursuant to a decree to foreclose thereof, shall extinguish the lien of such assessments as to payments thereof which became due prior to such sale or transfer. No sale or transfer shall relieve such lot from liability for any assessments thereafter becoming due or from the lien thereon.

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by a majority vote of the entire voting membership present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

Section 3. Proposed amendments by the members shall be presented to the secretary in writing at least thirty (30) days prior to the date of the meeting, and copies of all proposed amendments shall be mailed by the secretary to each member at least fifteen (15) days prior to the date of the meeting.

ARTICLE XIV

MISCELLANEOUS

Section 1. Books and Records. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association or at such place as designated by the Executive Committee.

Section 2. Indemnification. Each person who is or has been an officer of this Association, acting in a Managerial capacity, shall be indemnified to the full extent stated in the Indemnification Bond purchased by the Association.

Section 3. Finances. The Association is not intended as a profit making organization, nor is it founded with the expectation of making a profit. This Association shall use its funds only for the

objectives and purposes specified in the Articles of Incorporation and as amplified by these By-Laws.

Section 4. Bonding. Persons entrusted with the handling of Association funds may be required, at the discretion of the Executive Committee, to furnish, at the Association's expense, a suitable fidelity bond.

Section 5. Rules of Common Areas and Facilities. The Executive Committee shall propose to the membership rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon. Said rules shall be automatically adopted within thirty (30) days from the date of mailing unless called to vote by 10% of the entire voting membership. Each rule called to vote shall be mailed to each voting member for his vote. Twenty (20) days from the date of mailing shall be allowed to cast and return the vote(s). Each rule called to vote shall be adopted by a majority vote of the entire voting membership.

THESE BY-LAWS WERE AMENDED AS FOLLOWS BY THE MEMBERSHIP AT THE ANNUAL MEETING ON MAY 20, 1995.

Article VIII, Section 1.

Item a): change "quest" to "guest" in the 4th line.

Article VIII, Section 2.

New item to be added before (a): "execute the budget approved by the members at the annual meeting or any modification to the budget that are approved at subsequent special meetings".

Article VIII, Section 2.

Item C.1) change "fix" to "propose".

Article VIII, Section 2.

Item C.2) change this paragraph to read, "send written notice of the proposed assessment and the proposed annual budget to every owner..."

Article X, Section 5.

This entire section was replaced with the same numbered section appearing in the main body of these by-laws.

Section 5. Construction Coordination Committee. The Construction Coordination Committee shall enforce, control and administer the Covenants, Declarations and By-Laws in connection with those portions of said documents that regulate the aesthetic and structural restrictions of Rockland Creek Estates. The CCC functions by reviewing plans and specifications for proposed external property modifications or new construction to assure compliance with the Association Covenants. CCC review of proposed construction is required prior to the initiation of any work. The CCC with Executive Committee approval, may adopt and promulgate reasonable rules and regulations establishing criteria with respect to the administration, interpretation and enforcement of the provisions of the Covenants. The CCC, in addition, reviews complaints by individual property owners to determine if Covenants have been violated. The Construction Coordination Committee shall be appointed by the Executive Committee to serve for a one year term.

THESE BY-LAWS WERE AMENDED AS FOLLOWS BY THE MEMBERSHIP AT THE ANNUAL MEETING ON MAY 15, 1999.

Article IX. Executive Committee. Section 3. Terms. Change (1) year to (2) years.

The President and Vice-President shall be elected in odd numbered years beginning in the year 2000. The Secretary and Treasurer shall be elected in odd numbered years beginning in the year 1999. The President and Vice-President shall be elected to a one year term in 1999.

THESE BY-LAWS WERE AMENDED AS FOLLOWS BY THE MEMBERSHIP AT THE ANNUAL MEETING ON APRIL 26, 2014.

Minor clarification in Article XII, Section 6 as follows. The change is indicated in **bold**.

“Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest (**referred to as late fees**) from the date of delinquency -----“