

BY-LAWS OF THE FORREST HILLS NEIGHBORHOOD ASSOCIATION

Revised and Adopted March 8, 2021

I. Composition

The organization known as Forrest Hills Neighborhood Association (FHNA or Association), shall be identified by the neighborhood boundaries representing Forrest Hills Neighborhood - DeKalb County land district 15, land lots 216 and 233. The neighborhood is bounded on the east by Avondale Estates, on the north and west by the eastern headwater branch of Shoal Creek, and on the south by Columbia Drive. The neighborhood includes Forrest Boulevard, Walker Drive, Russell Drive, North Carter Road, Chester Way, Wiltshire Drive west of Avondale Estates city limits and Columbia Drive between North Carter Road and Forrest Boulevard.

II. Membership

Persons residing or owning property within the area defined in Section I and known as Forrest Hills Neighborhood are eligible for membership in the Forrest Hills Neighborhood Association. All members are encouraged to be active on one of the team/committees of the Association or to contribute to an FHNA project of their choice and/or design.

III. Board of Directors

The Board of Directors shall be composed of at least 5, and not more than 20, members elected at-large from nominations solicited by FHNA Board members in April and/or taken from the floor at the year-end regularly scheduled Association meeting in May.

Board members must attend at least seven (7) meetings per year to maintain position on Board.

Board members must be dues-paying members of the Association for the current year.

Members desiring to share a single board seat must announce this intention at the time of nomination.

The Board shall also include the leaders of any teams/committees deemed essential (See Section: Teams/Committees).

Duties of Board Members:

Duties of Board members include, but are not limited to, the following:

- Define and discuss issues that impact Forrest Hill Neighborhood, and, when appropriate as determined by the Board, present proposals for input and resolution to the Association membership at large.
- Set and implement goals and priorities
- Plan special events throughout the year

Election and Terms of Officers

The regular officers of the Forrest Hills Neighborhood Association shall consist of the President, Vice

President, Secretary, and Treasurer.

The officers shall be elected by the Board, from the members elected to the Board of Directors by the Association

Duties of the Officers:

President: The President shall chair all meetings and be the official spokesperson for the Association. The President will submit a tentative neighborhood meeting agenda to the newsletter editor prior to each neighborhood meeting. The President will distribute the Board agenda 2 day before meeting.

Vice President: The Vice President shall assist the President and perform the duties of the President upon his/her absence. The Vice President will serve as Team/Committee Liaison and will provide team progress reports when necessary. The Vice Present shall assist with and perform the duties of the Secretary and the Treasurer upon his/her absence.

Secretary: The Secretary shall keep minutes of the meetings, maintain the FHNA calendar and board of directors' roster, and provide the newsletter editor with a copy of all minutes to ensure proper dissemination of information to all members. In addition, the Secretary shall provide copies of the Board meeting minutes to all Board members. The secretary shall be the official repository of all official legal documents and shall maintain official copies of board minutes.

Treasurer: The Treasurer shall handle accounts for the organization, set up the bank account, write any checks for the Association, and provide the board a monthly update of the treasurer's report. At least two officers will be on the account signature card, one of which will be the treasurer. The treasurer will also prepare a financial statement to be disclosed at each Association meeting.

Election and Terms of Officers: Election of Officers and Board of Directors of the Association shall be for a term of one year running concurrently with the Association's fiscal year, from June to May 31 of each year.

IV. Board Meetings

The Board shall strive to meet monthly at a time, date, and location convenient to Board members, but no fewer than nine (9) times per year.

The June meeting will be the first meeting of the Board. At this meeting, Officers will be elected and the Board will establish the tentative agenda for the coming year.

A quorum of 50% plus one of the current Board will be required for all issues that are brought to a Board vote (See Section: Voting).

Emergency meetings may be called as warranted (See Section: Emergency Meetings). The Board shall have no less than 9 meetings per year.

Should the issues for a meeting not warrant an in-person meeting, the Board may discuss, and vote on issues electronically (e.g., via email, Facebook or other means of communication). Any electronic

meeting shall use a messaging service available to all Board members and include all Board members in the messages.

V. Association Meetings

The Board shall be responsible for planning and scheduling general meetings of the entire Association. The Board shall host at least two meetings per year –in May as a year-end meeting and to elect the Board for the upcoming term, and in November to update the Association. In addition, the Board may, in its discretion, call special meetings of the Association as necessary to address the issues and affairs of the Association.

All Association Meetings shall be noticed to all residents at least seven (7) days prior to the date and time of such meeting

Emergency meetings may be called as situations warrant (see Section: Emergency Meetings). Agendas for Association meetings will be determined at the prior Board meeting.

VI. Dues

Annual Association dues are collected at each meeting and are for the annual membership year that begins in June and ends the following May.

Voting in the Association is limited to dues-paying members.

The dues are set annually by the Board and are collected per household

VII. Conduct of Meetings

The Board shall strive to keep their meetings friendly and informal. Should disputes arise, a modified version of Roberts Rules of Order shall control all issues of procedure.

VIII. Teams/Committees

The overall objectives of the Association shall guide the development of the goals and priorities set by the Board. To assist the Board in accomplishing its goals, team/committees may be formed to pursue a project or interest. Each team established by the Board shall designate a Board member to serve as Team/Committee Chair.

Team/Committee Chairs will keep the Vice President who is designated as the Board Team/Committee Liaison apprised of progress as appropriate, to assure effective coordination and continuity.

IX. Voting

Association – For Board elections and any other issue brought to the Association by the Board, only dues-paying members may vote. Each membership is equal to one vote. Because dues cover a household, each address gets one Association vote.

Board – A quorum of 50% plus one of the current Board members is required at all Board meetings where issues will be voted on or decided. Each Board position is equal to one vote. More than one

person per household may serve on the Board, or the position may be shared within that household. If the position is shared, that position is equal to one Board vote.

X. Emergency Meetings

Meetings may be called by an officer of the Board if an emergency situation arises outside of normal Board or Association meeting times. For Emergency Board Meetings, at least one officer and three board members must be present, with at least one person designated as the Emergency Secretary for the purpose of keeping meeting minutes.

XI. Association Communications

The Board shall establish, from time to time, communications policies to the benefit of the Association consistent with the following guidance:

Newsletter – A hard copy and/or electronic copy of the newsletter published periodically at the direction of the Board will be available to all residents of the neighborhood, as defined herein.

Internet – General information regarding purpose, history, location and current officers' names and email addresses is acceptable for posting on the Association's official web site.

An email distribution list shall be used to disperse security information, meeting reminders, and other news of a timely and important nature. This list will not be used to distribute advertisements, items for sale, or political messages.

The Board shall maintain the Association's social media/website presence. All announcements about events and Association Meetings shall be posted on the Association's official social media platforms.

No information regarding security issues such as burglary, car theft or other crimes shall be posted. Dates, times and locations of Board and Association meetings shall not be posted on the web site for personal security reasons.

The Board shall review policy regarding internet/website content or email usage annually.

Neighborhood Directory of Residents – The Board shall collect the names, addresses and other contact information and communication preferences from the members of the Association. The information shall be consolidated as a Directory and used by the Board for communication purposes

XII. Walter's Woods Endowment Fund

Because membership in the FHNA is voluntary and causes revenues to sometimes fluctuate, FHNA will maintain and protect a Walter's Woods Endowment Fund (Fund), for the purpose of managing payment of the annual expenses associated with Walter's Woods which is owned by FHNA.

The Endowment will be funded from the net proceeds from annual endowment fundraisers such as

auctions, yard sales or similar events, and organizational or individual contributions designated for the Fund. Upon FHNA Board approval which shall be based on a declaration of a year-end net surplus for FHNA, the Association may also donate to the Fund as an organization.

FHNA shall appoint one to three members of the Association to serve on the Trustee Board for the Walter's Woods Endowment Fund to provide oversight and management of the Fund in accordance with these By-laws. At least one of the appointees shall be the elected Treasurer of the Association.

Periodically, the Trustees shall determine the minimum amount of the principal required to generate enough interest to meet the annual expenses of Walter's Woods. The Trustees will make every effort to maintain the Fund principal at the appropriate threshold level. Periodically the Trustees, in partnership with the FHNA shall sponsor fundraising events as appropriate to meet the threshold value.

At a minimum the Trustee Board for the Walter's Woods Endowment Fund shall meet bi-annually to elect a Chair and provide oversight of the Fund. Trustees shall be responsible for:

- Investment of the monies in the Fund to assure a reasonable return on investment
- Expenditure decisions to the benefit, care and maintenance of Walter's Woods
- A bi-annual accounting of the Fund to the FHNA Board (mid-year and at the end of the FHNA fiscal year)

The Trustees shall review the adequacy of the principal to generate enough interest to cover both inflation and the spending rate for the care, maintenance and expenses associated with Walters Woods., and may adjust the principal value accordingly.

The principal and earned interest of the Fund shall be restricted to the benefit, care, maintenance and annual expenses of Walter's Woods. Withdrawals from the Fund for the uses referenced herein shall be capped so that those withdrawals are consistent with the interest generated and preserving the principal in perpetuity. The interest generated by the Fund will be used for:

- Payment of insurance
- Payment of and taxes in perpetuity
- Street light and other public purpose fees
- General maintenance and care
- Expenses associated with extraordinary circumstance or catastrophic events as determined by the Board of Trustees

For the duration of ownership of Walters Wood's by FHNA, the Association must maintain liability insurance and directors' and officers' insurance policies. In addition, the Association must pay annual street light fees and property tax.

XIII. Amendments

Amendments to the FHNA By-laws may be proposed by any member of the Association. Any proposal for amendment shall be submitted in writing to any member of the FHNA Board.

Proposed amendments to the FHNA By-Laws will be reviewed by the full Board at the next regularly scheduled Board meeting and may be approved by a simple majority of members present at said meeting.