

Toccoa Water Association

Homeowners Bylaws

This electronic file was created on 01-07-22 from a paper copy of the most current version of the Toccoa Water Association's Bylaws with a revision date of 09/21/94 posted at the end of the document.

This document was updated on April 1, 2022, to add Amendments C, D, and E that were approved by members during a special meeting held on March 2, 2022.

This document was updated on October 9, 2022, to add Amendments F and G that were approved by members during an annual meeting held on October 8, 2022.

– Sandra Morris, Toccoa Water Association Secretary/Treasurer

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Article I

This corporation, chartered under the laws of Georgia under the name and style of “Toccoa Water Association, Inc.” is formed for community benefit and does not contemplate financial gains or profits.

Article II

The object and purpose for which this corporation is formed is as follows:

- 1) To own, operate and manage a fresh water supply system.
- 2) To own, maintain and operate a recreational pond and other recreational facilities.
- 3) To own, construct and maintain road facilities as shown on plat recorded in Plat Book 4, Page 267, Fannin County Records.
- 4) To adopt rules and regulations relative to the health, security, and safety of the community; and
- 5) To authorize such activities in the interest of and for the welfare and mutual benefit of the community, as relating to a residential subdivision in Fanning County, Georgia and adjacent areas described in Exhibit “A” attached hereto.

Article III
Membership

Section 1

Membership in said corporation shall be limited to:

- a) The adult member of each family who owns a lot; or
- b) Any one of several adult members of each family who owns an interest in a lot; or
- c) Such adult member of each family residing in a home or such lot whether or not owned by such family or any member thereof who is designated by the owner or owners of such lot; shall be eligible, subject to the charter and these bylaws, to purchase and hold a membership in this corporation and the members of this corporation may require such proof of ownership or designation as they shall in each case determine necessary.

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Section 2

The incorporators of this corporation shall constitute the original members of this corporation.

Section 3

There shall be two types or classes of membership in this corporation: "Water Membership" and "Non-Water Membership." Membership shall be limited to the following:

- a) Those members who desire to tap on to the corporate water system and become a water user shall be designated as a water member at a fee to be determined by the Board of Directors.
- b) The non-water membership shall pay an initial fee of \$25.00 regardless of the number of lots owned. Membership in this class shall be entitled to one membership only regardless of the number of lots he or she may own.

Water membership shall be entitled to vote on all questions before the general membership. The non-water membership shall be entitled to vote on all those questions not concerning the water system.

Section 4

Any qualified person desiring to become a member of this corporation other than the original members shall make written application for membership, accompanied by the specified membership fee, to the Board of Directors and shall deliver such application to the Secretary of this corporation. Upon approval of said application by the Board of Directors, applicant shall be a member of said corporation and a membership certificate of beneficial interest shall be issued to said member by the secretary of this corporation.

[NOTE: Article IV is missing in original document; Articles are misnumbered.]

Article V
Membership Rights

Section 1

Each member in good standing shall be entitled to one vote at any regular or special meeting of the members of this corporation and may be represented at such meetings and vote by proxy,

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provided such proxy shall be in writing and delivered to the Secretary of this corporation at such meeting. The property rights and interest of all members shall be equal.

Section 2

Every member in good standing, his family and guests shall be entitled to use the facilities of the corporation under such rules as the Board of Directors shall prescribe. Every member shall be responsible for the conduct of his family and guests.

Article VI
Loss of Membership

Section 1

Upon any member or his designator ceasing to own such lot or an interest in any such lot in the area described in Article II above, such person shall cease to be a member of this corporation.

Section 2

Any member may be expelled from membership in this corporation by a two-thirds majority vote of the entire membership of this corporation in good standing, exclusive of the member on trial or his accuser, at any regular or special meeting provided before such expulsion such member shall be served with written notice of the charges made against him at least fifteen (15) days prior to such meeting, and at any time of such meeting shall be given an opportunity to defend himself and introduce such evidence as he may desire before any vote on his expulsion shall be taken. The determination of the members shall be final in this respect.

Section 3

Upon the death of any member, his membership shall cease. If any member of his family shall be eligible for membership in this corporation and shall be approved by the Board of Directors as hereinabove provided, such new member shall be entitled to purchase, inherit, or otherwise acquire from the estate of such deceased member such deceased member's certificate of beneficial interest and the same shall be transferred on the books of the corporation.

Section 4

Any member may resign by giving written notice to the Board of Directors.

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Article VII
Dues and Assessments

Section 1

At the annual or special meeting, the Board of Directors shall recommend the amount of the membership application fee which shall be fixed by two-thirds of the vote of the entire membership in good standing.

Section 2

At any annual or special members' meeting the Board of Directors may recommend any certificate transfer fees, dues or any assessments deemed necessary which shall require two-thirds vote of the entire membership in good standing for approval.

Section 3

Any member sixty (60) days in default in payment of dues or any assessment shall be suspended from all privileges of membership. If after notice, such default is not cured within (90) days, the member may be expelled from membership, as provided in Section 2, Article VIII.

Section 4

No dues, assessments nor any part thereof shall be refunded to any member upon his ceasing to be a member.

Article VIII
Membership Meetings

Section 1

The annual meeting of the members of this corporation shall be on the _____ day of the month of each year at _____ o'clock at such place within Fannin County, Georgia as the Board of Directors shall designate.

Section 2

Special meetings of the members of this corporation shall be had upon the call of the President as he shall deem necessary or upon the written request of twenty-five percent (25%) of the members of this corporation or by direction of the Board of Directors of this corporation.

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Section 3

Notice of such annual or special meetings shall be sent by ordinary US Mail to the address of each member as it appears on the books of the corporation at least ten (10) days prior to such meeting unless waived in writing.

Section 4

At any meeting a simple majority of the members of this corporation shall constitute a quorum and unless otherwise specified by the Charter or bylaws of this corporation, a simple majority of those present and voting shall be sufficient to adopt any motion, resolution or elect any directors or officers.

Article IX
Management

Section 1

This corporation shall be managed and its affairs conducted by a Board of Directors elected by the holders of said certificates of beneficial interest who are members in good standing of said corporation from their own number, and shall consist of five (5) members as follows:

- a) The President, Vice President and Secretary-Treasurer who shall serve during their tenure in office.
- b) The immediate past President who shall serve for one year. Initially, there being no past President, one director shall be elected from the membership to serve until there shall be an immediate past President.
- c) The remaining two directors shall be elected by the membership of this corporation to serve, one a one-year term and the other a two-year term.
- d) When a vacancy occurs on the Board of directors, such vacancy shall be filled by the remaining Directors at any regular or special meeting. The Directors thus elected shall fill the unexpired term.

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Section 2

The Board of Directors shall establish by standing resolution the time, place, and frequency of its regular meetings, provided there shall be at least one meeting annually immediately following the annual member's meeting. Special meetings may be called by the President or by any two directors upon giving two (2) days' notice, either written or verbal, to each director unless such notice be waived in writing and the method of such notice shall be entered in the minutes of such special meeting. A majority of directors shall constitute a quorum.

Section 3

All meetings of the director shall be held at reasonable times and places within Fannin County, Georgia, and during every such meeting whether regular or special, the directors shall give any members of this corporation who so desires an opportunity to appear before the Board of Directors and present a problem or propose solutions for consideration of the Board.

Section 4

The duties of the directors shall be to control and manage the business of the corporation.

Their authority shall extend to, but is not limited to, such actions as:

- a) Approving applications for membership.
- b) Publishing and enforcing reasonable rules for the use of the corporation facilities.
- c) Recommending membership fees, transfer fees, dues, and assessments to the members.
- d) Hiring and terminating the services of any persons employed by the corporation.
- e) Preparing and submitting to the members a financial report at the annual meeting.
- f) Authorizing the incurring of obligations and the payment of such obligations, provided that no capital improvements may be authorized and none of the property of the corporation pledged as security without prior approval by two-thirds of all the members of this corporation in good standing at any regular or special meeting.
- g) Determining rates of depreciation and adopting a reasonable plan for replacements of depreciable assets.

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ARTICLE X
Officers

Section 1

The officers of the corporation shall be a President, Vice President and Secretary-Treasurer, all of whom shall be elected by the holders of said certificates of beneficial interest who are members in good standing of said corporation at the annual meeting to serve for one year.

Section 2

The President shall preside over all meetings of the Directors and members. He shall perform such other duties as customarily pertain to the office of President, or as he may be directed to perform by resolution of the Board of Directors or the members.

Section 3

The Vice President shall have and exercise all the powers, authority, and duties of the President during the absence of the latter, or his inability to act. In addition, he shall perform such duties as may be assigned to him by the Board of Directors or the members.

Section 4

The Secretary-Treasurer shall have custody of all funds, securities, books, fiscal papers, and other intangible assets of the corporation. He shall collect the revenues of the corporation and pay its bills as authorized. He shall provide and maintain full and complete records of all the assets and liabilities of the corporation. He will prepare and submit at each regular meeting of the Board of Directors a financial statement of the condition of the corporation as of the last day of the preceding month. He shall prepare such tax reports as local, state, and federal agencies may require. He shall keep minutes of members' and directors' meetings and shall give required notice of all meetings. He shall have custody of all books, records, and papers.

Section 5

Salaries of all officers and agents of the corporation shall be fixed by the Board of Directors.

Section 6

When a vacancy occurs among the officers, such vacancy shall be filled by the remaining Board of Directors at any regular or special meeting. The officers thus elected shall fill the unexpired term.

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ARTICLE XI
Committees

Section 1

The President shall appoint such standing and special committees as may be deemed necessary.

Section 2

All committees shall be under the supervision of the President, subject to the authority delegated by the Board of Directors.

ARTICLE XII
Seal

The corporation shall have a seal which shall be circular in form and shall have inscribed thereon the name of the corporation, the state of incorporation, year of incorporation and the words "Corporate Seal."

ARTICLE XIII
Fiscal Year

The fiscal year of the corporation shall begin on _____ day of _____ in each year.

ARTICLE XIV
Net Earnings

No member of this corporation shall be entitled to any portion of the net earnings of the corporation. Said net earnings shall not inure to the benefit of any private person and shall be held and used only for the purposes specified in the Charter of this corporation. However, this corporation may pay a member of this corporation for services rendered to it.

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ARTICLE XV
Authority of Directors as to Contracts

All contracts shall be approved by the Board of Directors and no loans shall be made by any officer of the corporation or any loan secured on behalf of the corporation without authority of the Board of Directors and no mortgage, deed to secure debt, deed, note or other legal document whatsoever shall be executed except upon the authority of the Board of Directors. No capital improvements may be authorized, nor any property of the corporation pledged as security without prior approval by two-thirds of all members of this corporation in good standing at a regular or special meeting.

ARTICLE XVI
Amendments to the Bylaws

Section 1

Amendments to these bylaws shall be made by the affirmative vote of two-thirds majority of the entire membership in good standing at any regular or special meetings without any prior written notice of such amendments having been previously given.

AMENDMENT A

Adopted at the annual meeting held May 7, 2000. No primitive camping will be permitted on association property or private property within the association.

AMENDMENT B

Adopted at the annual membership meeting held May 27, 2000. Damage caused to any association property, i.e., roads, gates, lakes, dams, water valves, water pipes, pumphouse, fence, trees, etc., by members, nonmembers, guests, contractors, developers, etc., will be charged to the appropriate person or business, and the reimbursement sought by the association.

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AMENDMENT C

Adopted at a special membership meeting held March 5, 2022. The TWA Board will use email as a primary means of communication and conducting business with members, with the provision that members without email access may request receipt of pertinent correspondence by U.S. Mail.

AMENDMENT D

Adopted at a special membership meeting held March 5, 2022. A simple majority of all TWA members in good standing shall constitute a quorum.

AMENDMENT E

Adopted at a special membership meeting held March 5, 2022. A simple majority vote among members in good standing shall be sufficient to establish annual dues, special assessments, and other fees; to amend bylaws; to approve proposals; and to elect officers and directors.

AMENDMENT F

Adopted at an annual membership meeting held October 8, 2022. The TWA Bylaws are amended to authorize the board to collect a fee of \$200.00 for preparing a closing letter and information to support the sale of a TWA member home and property. The board is authorized to periodically review and adjust the fee so that it is consistent with current real estate Closing Letter fees.

AMENDMENT G

Adopted at an annual membership meeting held October 8, 2022. The TWA Bylaws are amended to increase the new member Initiation Fee from \$25.00 to \$350.00, effective October 8, 2022.

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Attachment "A"

All that tract or parcel of land lying and being in the 7th District and 1st Section of Fannin County, Georgia, and being part of Land Lots 214 and 215, and being more particularly described as follows:

beginning at an iron pin located on the Southern margin of a dirt camp road known as Forestview Road at the NW corner of Lot 44, Block B, as indicated on a plat in Plat Book 4, page 267, Fannin County Records, and from said point of beginning running Westerly with the Southern margin of Forestview Road a distance of 76.4 feet to an iron pin; thence South 00 degrees 00 minutes East a distance of 179.6 feet to an iron pin; thence South 84 degrees 45 minutes East a distance of 76.6 feet to an iron pin; thence North 00 degrees 00 minutes West 222.3 feet to an iron pin and the point of beginning, the property conveyed being a portion of Lot 46, Block B on said plat above referred to, the said described lot contains .35 acres, more or less, upon which is constructed one pumping facility and housing structure, the same being conveyed herewith. The property being conveyed is bound on the North by Forestview Road, on the East by Shafe property, on the South by Toccoa Properties, Inc., and on the West by Beelan property.

Being also conveyed herewith are the following named roads: Mountaintop Road, Forestview Road, Toccoa Lake Drive, Ridgecrest Drive and Wildflower Road, Sourwood Drive and Mountain Lake Drive. The said named roads and rights of way being shown on the said above plat referred to.

Being also conveyed herewith are the following named lakes with the earthen dam structures forming the said lakes: Toccoa Lake, Mountain Lake and Crystal Lake, the said lakes being illustrated on the said plat referred to.

The above-described property is the same property conveyed to Toccoa Water Association, Inc. by Warranty Deed recorded in Deed Book 57, Page 374, Fannin County Records.

Revised 09/21/94.