

BYLAWS

EAGLE'S SOUND PROPERTY OWNERS' ASSOCIATION

thereof, unless such member specifically objects to lack of proper notice at the time the meeting is called to order. Attendance at a special meeting shall also be deemed waiver of notice of all business transacted there at unless objection to the calling or convening of the meeting, of which proper notice was not given, is raised before the business is put to a vote.

Section 8: VOTING

At such meeting of the membership every member then entitled to vote may vote in person or by proxy. Member shall have only one vote regardless of how many persons own the lot. If voting by proxy, each proxy shall be in writing and filed with the Secretary before the appointed time of the meeting. Only Dues-Paying Members of the ESEPOA shall have the right to vote. (Note: Voting requirements changed by vote of majority of members at Annual Meeting of October 2, 2010)

Section 9: QUORUM

At any meeting of the membership at least forty percent of the membership entitled to vote shall constitute a quorum. (Note: Quorum requirements changed to 40% (forty percent) from 50% (fifty percent) by a vote of a majority of members at Annual Meeting of October 4, 2008) (Note 2: Quorum requirements changed to 45% (forty five percent) from 40% (forty percent) by a vote of a majority of members at Annual Meeting of October 7, 2017) **(Note 3: Quorum requirements changed to 40% (forty percent) from 45% (forty five percent) by a vote of a majority of members at Annual Meeting of October 19, 2019)**

Section 10: DIRECTORS

The business and affairs of the Association shall be managed and controlled by a Board of Directors of not less than two nor more than five members as the Board of Directors may from time to time determine by resolution. The initial Board shall consist of two members. The directors shall be elected annually by the members at the annual meeting, except the first Board of Directors shall be elected at the organizational meeting. Each Director shall hold office until the election of his or her successor. Any Director may resign at any time. Any vacancy occurring among the Directors shall be filled by a vote of the majority of the remaining Directors. Each person so elected shall serve the unexpired portion of the vacated term. The Directors shall be members or spouses of such members provided, however, no person or his or her spouse may serve on the Board at the same time.

Section 11: OFFICERS

The Officers of the Association shall be a President, a Secretary and a Treasurer. The Board of Directors shall elect such other officers including one or more assistants as it shall deem desirable. Such officers shall have the authority and duties as prescribed from time to time by the Board of Directors.

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Section 1: NAME

The name shall be Eagle's Sound Property Owners' Association (sometimes referred to herein as the Association).

Section 2: OFFICES

The principle office shall be in Accomac, Accomack County, Virginia. The Association may have offices and places of business at other such places within or outside of the state of Virginia as shall be determined by the Board of Directors.

Section 3: MEMBERSHIP

The Association shall have one class of members. The ownership of a lot in the Subdivision known as Eagle's Sound shall carry with it one membership. No certificate of membership will be issued. New membership will automatically be issued to successor owners of the lots of the subdivision. Membership is contingent upon being current with all fees, dues, and special assessments. (Note: Membership requirements changed by vote of majority of members at Annual Meeting of October 2, 2010)

Section 4: ANNUAL MEETINGS

The annual meeting of the Association shall be held in the principal office of the Association of Accomac, Virginia on the day of each year or at such other place as the officers and directors shall designate by proper notice to the members.

Section 5: SPECIAL MEETINGS

Special meetings of the members for any purpose or purposes may be called by the President, and must be called by him on receipt of a written request from 25% of the members entitled to vote.

Section 6: NOTICE

Notice of the annual meeting or of a special meeting, stating the time, place and purpose or purposes thereof shall be given to each member not less than 10 nor more than 40 days prior to the meeting, but such notice may be waived in writing at any time.

Section 7: WAIVER OF NOTICE

Waiver of notice of meeting of the members shall be deemed the equivalent of proper notice. Any member may, in writing, waive notice of any meeting of the members, either before or after such meeting. Attendance at a meeting by a member, whether in person or by proxy shall be deemed waiver by such member of notice of the time, date, and place

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Section 12: ELECTION OF OFFICERS AND VACANCIES

The officers of the Association shall be elected annually by the Board of Directors at the first meeting of the Board of Directors following each annual meeting of the members. Any vacancy in any office arising by death, resignation, removal or other reason shall be filled by a vote of the majority of the remaining members of the Board of Directors for the expired term.

Section 13: POWER AND DUTIES

The officers of the Association shall each have such powers and duties as generally pertain to their respective offices as well as such powers and duties as may from time to time be specifically conferred or imposed by the Board of Directors. The President shall be the chief executive officer of the Association. The Treasurer shall have primary responsibility for the preparation of the budget and may delegate all or part of the preparation and notification duties to the finance committee, management agent, or both.


Section 14: DEPOSITORIES

The funds of the Association shall be deposited in such bank or trust company, and checks drawn against such funds shall be signed in such manner, as may be determined from time to time by the Directors.

Section 15: AMENDMENTS

The members may make, alter, amend and repeal the Bylaws of the Association at any annual meeting or at any special meeting called for the purpose and all Bylaws made by the Directors may be altered or repealed by the members.

Adopted at the annual meeting of Eagle's Sound Property
Owners' Association, held on the 19th day of October, 2019



Secretary