



Harbor Town Community Association
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These Bylaws are to protect and enhance the general health, safety and welfare of the Citizens of Harbor Town and to promote opportunities for enrichment of the quality of life of each Citizen of Harbor Town, and further, to make substantive contributions to the citizens of Memphis and Shelby County and the State of Tennessee.

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ARTICLE I GENERAL PROVISIONS

§1.101 – Applicability

These Bylaws provide for the governance and operation of the Harbor Town Community Association, Inc., formerly known as The Garden District Homeowners Association of Harbor Town Inc., a Tennessee non-stock, nonprofit corporation (the Association) and its Board of Trustees, in accordance with the provisions of the Harbor Town Community Charter, the Articles of Incorporation, and appropriate Public Law for the benefit of all Titleholders and Citizens having interest in Properties known as Harbor Town. The Properties, located in Shelby County, Tennessee, have been subjected to the provisions of the Harbor Town Community Charter (Charter) through recordation of the Charter among the land records of Shelby County.

§1.102 – Office

The office of the Association shall be at a location in Memphis, Tennessee, or at such other place within the State of Tennessee and the County of Shelby as the Board of Trustees may from time to time designate.

§1.103 – Definitions

Certain capitalized terms used in these Bylaws, unless otherwise defined herein, have the meanings specified for such terms in Appendix One to the Harbor Town Community Charter.

§1.104 – Amendments

These Bylaws may be amended by the Board of Trustees with a two thirds (2/3rds) vote of the Board, however, no amendment shall be adopted which adversely affects the Multifamily Titleholders without the affirmative vote of at least one of the Trustees representing the Multifamily Titleholders. Further, the Bylaws cannot be amended to dilute the Multifamily Titleholders' percentage participation on the Board of Trustees without the prior written Approval of at least one of the Multifamily Titleholders. Amendments shall be subject to the following conditions and to any other requirements of Public Laws:

- a) **Notice of Proposed Amendments.** Notice of proposed amendments presented by a Trustee at a Board meeting shall be published in Harbor Town's principal medium of communication with Citizens no later than thirty (30) days prior to the vote on the proposed amendment. Notice shall also be sent to the Multifamily Titleholders.
- b) **Public Hearing on Proposed Amendments.** For purpose of receiving comments of Titleholders and Citizens on the proposed amendment, a public hearing shall be held within seven (7) business days of the time the Board of Trustees shall vote on the proposed amendment. Upon petition of Citizens representing ten percent (10%) of the total Citizen votes entitled to be cast on a matter, or upon petition of Titleholders representing ten percent (10%) of all Titleholder votes entitled to be cast on a matter, the time for consideration of the proposed amendment may be extended up to thirty (30) days.

- c) **Limitations on Board of Trustees' Unilateral Powers of Amendment.** Amendments to these Bylaws or the Town Codes relating to matters that serve to expand or reduce the powers of the Board of Trustees shall require a majority of a Quorum of Titleholders entitled to vote thereon.

ARTICLE II HARBOR TOWN COMMUNITY BYLAWS

§2.101 – Members

All Titleholders and Citizens shall be members of the Association.

§2.102 – Association Purpose

The purpose of the Association shall be to pursue the Mission and Goals of the Harbor Town Community, as set forth in the Harbor Town Charter, and to serve as the vehicle for fulfilling the provisions of the Harbor Town Governing Documents.

§2.103 – Liability and Indemnification of Association Officials

No person serving the Association by virtue of holding either an elected or an appointed position shall be liable to the Association, the Citizens or the Titleholders for money damages except as may otherwise be provided for by Public Laws. The Association shall indemnify and hold harmless all elected and appointed officials to the fullest extent permitted by Public Laws.

§2.104 – Organizational Structure

The organizational structure of the Association shall be as defined in Article II of the Harbor Town Community Charter.

§2.105 – Citizenship and Voting Rights

The qualifications for Citizenship in Harbor Town and the right of Titleholders and Citizens to vote on matters arising before the Association shall be as set forth in the Founding Documents.

§2.106 – Association Meetings

- a) **Annual Meetings.** The Association shall convene for an annual meeting on such date and at such time and place as is set by the Board of Trustees and included in communication to the Citizens for the purpose of a presentation of the State of the Community report by the President and the conduct of any other business as deemed appropriate by the Board of Trustees.
- b) **Special Meetings.** The Board of Trustees, by two-thirds (2/3rds) vote, may request that the President call a special meeting of the Association. A Citizen may request that the President call a special meeting with the Approval of the Board of Trustees.
- c) **Notice of Meetings.** Citizens who have registered with the Association, Titleholders and Multifamily Titleholders shall be sent a communication of the next annual meeting no earlier than sixty (60) days and no later than thirty (30) days prior to the meeting date. Notices of special meetings shall be sent no earlier than thirty (30) days and no later than ten (10) days prior to the meeting date. Notices of a meeting shall include the time, place and purpose(s) of

the meeting. No topic may be discussed other than that which has been announced in the notice, except by assent of a majority of the Quorum present. Meetings shall be called for a time and at a place reasonably convenient to most Citizens.

- d) **Conduct of Meetings.** The President shall preside over Association meetings; in his absence, the Chairperson of the Board of Trustees shall preside. To the extent consistent with the Governing Documents, meetings shall be conducted according to *Roberts' Rules of Order*.
- e) **Voting Qualifications.** Except as provided to the contrary in the Founding Documents, all Citizens and Titleholders registered and in good standing may vote on any issue brought before the Association which requires voting by Citizens and Titleholders, as their interests and rights appears.
- f) **Manner of Voting.** Cumulative Voting is not permitted. The manner of voting (by ballot, machine, or other means) shall be determined by the Board of Trustees, subject to the provisions contained in §3.101(b) hereof.
- g) **Proxies.** A vote may be cast in person or by proxy, subject to the provisions of the Founding Documents and Public Laws. A Citizen may grant his proxy to any other Citizen, his mortgagee or the Secretary of the Board of Trustees; however, only the Secretary of the Board of Trustees or mortgagees may cast votes on behalf of more than one Citizen. Proxies shall be duly executed in writing and with the exception of a continuing power of attorney shall be valid only for the particular meeting or vote designated on the proxy. All proxies must be filed with the Secretary of the Board of Trustees prior to the start of the meeting. A proxy may only be revoked upon the actual receipt by the Secretary of the Board of Trustees of oral or written notice of revocation from the Citizen issuing the proxy.

ARTICLE III LEGISLATIVE BRANCH

§3.101 – Board of Trustees

- a) **Composition.** The primary decision-making body of the Association shall be a Board of Trustees consisting of seven members, who shall be empowered as follows: four at-large Titleholders from Harbor Town shall be elected by the Citizens from the Harbor Town residential area excluding the apartment complexes, one representative from each of the Multifamily Titleholders shall be selected by that Multifamily Titleholder, and one representative from the Harbor Town Commercial Owners' Association, Inc., who shall be an owner or landlord of a business in the Harbor Town Commercial Owners' Association, Inc., or their designee, shall be selected by the Harbor Town Commercial Association, Inc.
- b) **Elections.** The President of the Association shall appoint an Election Committee at least ninety (90) days prior to a scheduled election to administer and preside over the election that shall be conducted in accordance with policies and procedures established by the Board of Trustees. Consent of the Board of Trustees shall not be required for appointments to the Elections Committee, notwithstanding other provisions in the Founding Documents regarding appointments. Candidates for election to the four at-large Titleholder positions must be Citizens in good standing. In addition, the candidate shall submit a petition for candidacy, signed by at least twenty Citizens in good standing, to the Elections Committee for his or her initial election, but not for subsequent elections.
- 1) Elections shall be conducted within sixty days of the next annual meeting.
 - 2) In the event of uncontested elections; the Chairperson of the Election Committee will certify to the Board that the proper notification of an election was given and that only one candidate has petitioned or is seeking reelection and is qualified for the vacant position in the allowed time to do so. On the date of the election the Chairperson or Citizen named in their place will cast a vote for the uncontested candidate and the election will be considered valid.
 - 3) In the event of a tied election, the tying candidates each will select a card from a well-shuffled bridge card deck absent Jokers. The holder of the highest card (card values determined as in a game of bridge) will be declared the winner and all others will be declared losers of the election. Should a candidate be unable or refuse to draw a card, a member of the Election Committee will draw for the candidate.
 - 4) All newly elected and reelected officials of the Board of Trustees shall begin their new terms of office following the completion of old business on the annual meeting agenda.
- c) **Terms of Office.** The term of office of a Trustee shall be two years. Terms shall be staggered such that four Trustees take office one year to be comprised of two from the Harbor Town Titleholders, one representative from the Multifamily Titleholders and the representative from the Harbor Town Square Merchants Association, and three Trustees take office the next year.

- d) **Removal or Resignation.** Any Trustee may be removed from office, without cause, by a vote of three-fourths (3/4ths) of the Board of Trustees. Any Trustee may resign for any reason and any Trustee representing the Harbor Town Titleholders who has given up permanent residence in Harbor Town or moves outside their district shall be deemed to have resigned. The President shall fill any vacancies in the four positions held by Trustees representing the Harbor Town Titleholders occurring on the Board of Trustees. Vacancies in the position of the Trustee representing either Multifamily Titleholder or the Harbor Town Commercial Owners' Association, Inc. shall be filled by the entity represented by such Trustee. The person so appointed shall meet the same qualifications as the removed Trustee and remain in office for the unexpired portion of the term of the Trustee replaced. And should the appointed person choose to run in the next election, the appointed Trustee will be subject to the requirements of an initial election.

§3.102 – Powers and Duties of the Board of Trustees

The powers and duties of the Board of Trustees shall be as set forth in or enabled by the Founding Documents. Except as otherwise provided in the Founding Documents, actions of the Board of Trustees shall be determined by a simple majority of the Board of Trustees. The powers and duties of the Board of Trustees, in addition to those stipulated elsewhere in the Founding Documents, include:

- a) Adopt, amend and enforce Town Codes.
- b) Determine the annual budget and establish assessments.
- c) Borrow money for emergency repairs in amounts not to exceed fifty percent (50%) of the annual operating budget. Borrowing amounts in excess of that limit shall require a vote of a majority of a Quorum of Titleholders.
- d) Approve all contractual obligations, not provided for in the annual operating budget, that exceed at least one-half of one percent (.5%) of the annual operating budget and all contractual obligations in the annual operating budget that exceed at least one percent (1%) of the budgeted expenditures for the current year. The Board of Trustees may increase the foregoing limitations through passage of an appropriate Equity Resolution.
- e) Provide advice and consent to the President on the appointments proposed by the President unless noted elsewhere.

§3.103 – Legislative Actions of the Board of Trustees

There shall be three (3) classes of legislative actions undertaken from time-to-time by the Board of Trustees. Except for proposed Amendments to the Charter which shall be governed by §8.102 of the Charter and which may only be adopted by the votes required therein, Resolutions shall be enacted upon the affirmative vote of a majority of a Quorum of the Board of Trustees, except that Resolutions which may adversely affect the Multifamily Titleholders shall require the affirmative vote of at least one of the Trustees representing the Multifamily Titleholders.

- a) **Equity Resolutions.** Equity Resolutions include actions limiting or controlling property rights, actions taken by the Board of Trustees calling for or accomplishing amendments to the Bylaws or previously adopted Equity Resolutions, or actions adding new provisions to Town Codes that relate to or affect Citizens' rights of use of Town Property. Actions of the Board of Trustees that are for the purpose of establishing procedures for carrying out provisions of the Governing Documents shall not be considered Equity Resolutions. An Equity Resolution to become valid shall be published in the Harbor Town principal medium for informing Citizens of the Board of Trustees affairs, or in a communication sent to all Titleholders and Citizens, no later than thirty (30) days prior to proposed Board of Trustees vote. The communication shall include the full text of the proposed resolution and the time, date and place at which a public hearing will be held to receive input from interested Citizens.
- b) **Administrative Resolutions.** Administrative Resolutions are actions taken by the Board of Trustees that prescribe procedures for implementing provisions of the Governing Documents including, but not limited to:
- 1) Assessment collection procedures.
 - 2) Procedures associated with applications for visual changes to Lots and improvements.
 - 3) Policies related to use and control of Town Property.
 - 4) Establishment of temporary rules and permits.

Administrative Resolutions shall be communicated to Citizens of Harbor Town at least three (3) weeks prior to their proposed enactment by vote of the Board of Trustees. In cases where an emergency is deemed by the Board of Trustees to have arisen, any action taken shall be reconsidered at the next meeting with notice of the reconsideration communicated at least three (3) weeks prior to the meeting at which the action will be reconsidered. No emergency action will be considered to be permanent until such reconsideration.

Collectively, Equity Resolutions and Administrative Resolutions constitute the Town Codes. Each such Resolution shall be constructed according to the following format:

- 1) Authority (a statement of the authority by which the Board of Trustees proposes to take action on a matter)
- 2) Purpose (a statement summarizing the need for the action proposed to be taken)
- 3) Scope (a statement defining who, and under what conditions, the Association and other parties will come within the jurisdiction of the proposed action upon its enactment)
- 4) Specification (the details of the action proposed to become part of Town Codes)

- c) **General Resolutions.** General Resolutions are actions taken by the Board of Trustees that have no long-term effect, excepting appeals, contracts and financial obligations whose effects do not extend materially beyond three years. Such actions include:
- 1) Financial matters including annual budgets, borrowing of money and fund transfers.
 - 2) Expenditure authorizations requiring Board of Trustees' action.
 - 3) Contracts requiring Board of Trustees' action.
 - 4) Proposed appointments by the President requiring Board of Trustees' action.
 - 5) Decisions on appeals made by Citizens relating to actions by the Town Architect, decisions of the Board of Trustees or other agents of the Association.
 - 6) General Resolutions may be enacted at the meeting in which they first arise.

All Resolutions shall be maintained in an orderly, indexed compendium to be known as The Harbor Town Book of Resolutions.

§3.104 – Officers

- a) **Designation.** The Officers of the Board of Trustees shall be the Chairperson and the Secretary, both of whom shall be elected by the Board of Trustees. Both Officers must be Citizens.
- b) **Election of Officers.** The Officers shall be elected annually by the Trustees at the organizational meeting of each new Board and shall hold office at the pleasure of the Board.
- c) **Removal of Officers.** At any regular or special meeting of the Board of Trustees, upon the affirmative vote of a majority of all members of the Board of Trustees, any Officer may be removed, with or without cause, and a successor elected by the Board of Trustees.
- d) **Chairperson.** The Chairperson of the Board of Trustees shall preside over all meetings of the Board of Trustees. If the Chairperson is not present or able to act, the Board of Trustees shall appoint some other trustee to act in the place of the Chairperson on an interim basis. In addition, the Chairperson is responsible for preparing the agenda for all Board of Trustee meetings; ensuring that each Trustee has, in advance of any meetings, sufficient information and materials on which to base informed decisions; representing the Board of Trustees before the President and before the Association; ensuring that each member of the Board of Trustees and its Officers properly carry out their duties and responsibilities; and in the event of the absence or disability of the President, performing the duties of that office until a successor is chosen or elected to fill the President's office. The Chairperson shall be co-signatory with the President on any financial instruments representing fund transfers or disbursements for a single purpose or obligation in excess of an amount equal to five percent (5%) of the annual operating budget.

- e) **Secretary.** The Secretary shall have the following responsibilities: keeping minutes of all meetings of the Association and of the Board of Trustees; recording all Resolutions of the Association and of the Board of Trustees and properly maintaining the Book of Resolutions; maintaining such books and records as the Board of Trustees may direct; providing all notices required; maintaining a roster of Citizens, Titleholders and Mortgagees reflecting the address to which any such notices shall be sent; and, in general, performing all duties incident to the office of Secretary. The duties of the Secretary may at the discretion of the Board of Trustees, be contracted to the Town Manager.

§ 3.105 – Operation of the Board of Trustees

Subject to any provisions of Public Laws, and except for meetings involving personnel matters, sensitive negotiations, and meetings whose outcome might unduly embarrass a Citizen, all meetings of the Board of Trustees shall be open to Citizens.

- a) **Organizational Meeting.** At the next regular board meeting following the annual meeting, the Board of Trustees shall hold a meeting at which Officers of the newly elected Board of Trustees shall be elected.
- b) **Regular Meetings.** Regular meetings of the Board of Trustees may be held at such time and place as shall be set from time to time by a majority of the Board of Trustees, but in no event less frequently than once per quarter. A schedule of regular meetings shall be distributed to all Citizens and Multifamily Titleholders at least once a year, and a notice of changes in such schedule shall be given to all Citizens at least thirty (30) days prior to the implementation of the revised schedule.
- c) **Special Meetings.** Special meetings of the Board of Trustees may be called by the Chairperson, or by the Secretary on the written request of at least three (3) Trustees and must be communicated to the Trustees at least three (3) business days prior to the date of the meeting. The first order of business upon such special meeting being called to order shall be certification by the Secretary that all Trustees were given proper notice.
- d) **Waiver of Notice.** Any Trustee may at any time, in writing, waive notice of any Board meeting, and such waiver shall be deemed equivalent to the giving of such notice. Presence at any Board meeting by any Trustee shall constitute waiver of notice. If all Trustees are present at any Board meeting, no notice to Trustees shall be required and any business may be transacted at such meeting.
- e) **Quorum of Board of Trustees.** At all meetings of the Board of Trustees, a majority of the Trustees shall constitute a Quorum for the transaction of business, and the votes of a majority of those Trustees present shall constitute the decision of the Board of Trustees, except regarding matters for which different voting requirements are provided elsewhere herein or in other Founding Documents. If a Quorum is not present, a majority of those Trustees present may adjourn the meeting to another date sufficiently in the future so that proper notice can be provided.

- f) **Compensation.** Trustees shall be entitled to compensation for attendance at each meeting with the exception of the elected Chairperson who shall be entitled to monthly compensation as determined by a majority vote of a Quorum of Trustees. Decisions on compensation are valid after the next election following the vote by the Trustees with the exception of compensation decisions made by amendment to the Bylaws, which become valid at the time of the decision. Trustees shall also be reimbursed from Association funds for previously authorized out-of-pocket expenses incurred in the fulfillment of Board of Trustee duties. The Board of Trustees shall determine what expenses shall be authorized.
- g) **Conduct of Meetings.** The Chairperson shall preside over all meetings of the Board of Trustees. The Secretary shall ensure that minutes are recorded and a minute book maintained as well as a record of all Resolutions. All such documents shall be available for inspection by any Citizen or Titleholder at all reasonable times. The current edition of *Robert's Rules of Order* shall govern the conduct of Board of Trustees meetings when not in conflict with Public Laws or the Governing Documents.
- h) **Common or Interested Trustees.** Each Trustee shall exercise his powers and duties in good faith and in accordance with the most current Code of Ethics as outlined in the Administrative Resolutions. Any common or interested Trustees may be counted in determining the presence of a Quorum.

ARTICLE IV EXECUTIVE BRANCH

§4.101 – Organization of the Executive Branch

A President shall head the Executive Branch. The day-to-day affairs for which the President has oversight responsibilities shall be administered under the direction and supervision of a Town Manager, who may be either a natural person or a corporate entity. Maintenance and environmental management operations for which the Association has responsibility may be placed under the direction and supervision of the Town Manager. All paid supervisory employees of the Association, as well as those providing contract services, except for licensed professionals, as determined by the President or the Board of Trustees shall report directly to the Town Manager.

§4.102 – Term of Office of Association President

The President of the Association shall be elected by the Citizens of Harbor Town to serve for a term of two years. In order to stand for election as President, a person shall be a Citizen in good standing. In addition, the candidate shall submit a petition for candidacy, signed by at least twenty-five (25) Citizens in good standing to the Election Committee for the candidate's initial election, but not for subsequent elections. The President may be recalled from office without cause by a majority vote of a Quorum of Citizens. The Board of Trustees may remove the President from office for cause upon thirty (30) days' notice to Citizens of its intention to consider same by a two-thirds (2/3rds) vote of the members of the Board of Trustees. The Board of Trustees shall fill a mid-term vacancy of the office of the President within thirty (30) days of the vacancy.

§4.103 – Powers and Duties of the President

- a) **Powers and Duties.** The President shall preside over meetings of the Association, and in his absence, the Chairperson of the Board of Trustees shall preside. The President's duties, which shall be determined by the Board of Trustees but shall not be diminished by the Board of Trustees without a vote of a majority of a Quorum of Citizens, shall also include:
- 1) **Contract Approvals.** Approval of all contracts, after review of the finance committee, involving sums less than five percent (5%) of the annual operating budget (unless a higher limit is set by the Board of Trustees), provided an allocation for the expenditure has been made in the annual operating budget; otherwise, the President's contract authority shall be limited to two percent (2%) on each contract of the annual operating budget unless otherwise determined by the Board of Trustees.
 - 2) **Financial Matters.** Subject to counter signature requirements provided for elsewhere in these Bylaws, the President shall provide a counter signature with the Town Manager on financial instruments involving amounts greater than one percent (1%) of the current annual budget. The President shall also be responsible to the Board of Trustees for preparing an annual budget for the Association's operation for the next fiscal year.

- 3) **Appointments.** Responsibility for the appointment of the Town Architect, the Town Manager and the Town Attorney after an annual Approval of their contract for services by the Finance Committee. Appointment of members of special committees, including the Finance Committee, Town Code Advisory Committee, Landscape Committee and Special Events Committee and other committees convened to consider matters of interest to the Association. All appointments, excepting those made with respect to special committees not specifically named in the Founding Documents, shall be concurred in by a majority of a Quorum of the Board of Trustees
 - 4) **Tie Breaking vote of the Board of Trustees.** When a vote of the Board of Trustees on association matters results in a tie, the President may be recognized as a voting member of the Board of Trustees. In the event the President shall be acting in any capacity as outlined in the by-laws as a voting member of the Board of Trustees, the President shall be entitled to cast only one vote.
- b) **Compensation.** The President shall be entitled to receive monthly compensation as may be determined by the Board of Trustees. In addition, the President shall be entitled to reimbursement of reasonable expenses incurred in carrying out his duties. The Board of Trustees shall determine what constitutes a reasonable expense.

§4.104 – Town Architect

- a) **Duties.** The Town Architect shall be responsible for reviewing all applications for new construction of Living Units, Accessory Buildings and other improvements proposed to be made on the Real Property and, upon determination that plans for such structures are consistent with the Town Plan, Town Codes, and Design Guidelines, shall issue appropriate recommendations, with or without reasonable conditions and stipulations, within a reasonable time period to the Board of Trustees for approval and issuance of a Harbor Town Building Permit.
- b) **Visual Changes to Existing Conditions.** Titleholders and Citizens desiring to make visual changes to their Lots or the exteriors of their improvements thereon shall make an application for such proposed changes to the Town Architect. After checking the proposed plans for compliance with Town Codes, the Town Plan, and Design Guidelines, the Town Architect shall submit the proposed plans to the Board of Trustees with or without recommendation for Approval. The Board of Trustees shall notify the applicant of their Approval or disapproval and any remedies that the applicant may have. Any changes designated by the Board of Trustees as routine changes shall require the Approval of the Town Architect only.
- c) **Compensation.** The Town Architect may be reasonably compensated as determined by the Board of Trustees.

§4.105 – Town Manager

- a) **Duties.** The day-to-day affairs of the Association shall be administered by the Town Manager who shall report directly to the President. The scope of the authority of the Town

Manager as to binding commitments made on behalf of the Association shall be as set out in the management agreement with the Town Manager, which agreement shall be executed by the President, subject to the advice and consent of the Board of Trustees. Records of the administration of the Association shall be maintained by the Town Manager and shall be available for inspection by any Citizen or Titleholder at all reasonable times.

- b) **Compensation.** The Town Manager shall be entitled to such compensation as may be determined by the Board of Trustees.

§4.106 – Town Attorney

- a) **Duties.** Aid and provide legal advice and counsel to the Board of Trustees and other bodies of the Association in regard to the operations and documents of the Homeowner’s Association.
- b) **Compensation.** The Town Attorney shall be entitled to such compensation as may be determined by the Board of Trustees.

§4.107 Finance Committee

- a) **Duties.** The Finance Committee shall advise the Board on all matters pertaining to the fiscal activity of the Association, including but not limited to: annual budget and assessments, contract engaging, reserve funding, investments, emergency budgetary items, etc.
- b) **Board Meeting Attendance.** The Chair of the Finance Committee will attend all Board of Trustees Meetings or send a representative if he is not available to attend.
- c) **Committee Membership.** The Chair of the Finance Committee shall determine the number of committee members necessary for the successful operations of the committee. In the event of a vacancy, the Finance Chair shall appoint additional members with approval of the President.
- d) **Compensation.** The Chair of the Finance Committee may be reasonably compensated as may be determined by the Board of Trustees.

§4.108 Town Code Advisory Committee

- a) **Duties.** The Town Code Advisory Committee shall advise the Board on matters pertaining to the enforcement of the Charter, Bylaws and Resolutions. The committee will hear and make final determinations on appeals by Titleholders and Citizens from decisions of the Board of Trustees. The committee will also review the Governing Documents from time to time and make recommendations for change or editing as necessary.
- b) **Board Meeting Attendance.** The Chair of the Town Code Advisory Committee will attend all Board of Trustees Meetings or send a representative if he is not available to attend.
- c) **Committee Membership.** The Chair of the Town Code Advisory Committee shall determine the number of committee members necessary for the successful operations of the committee.

In the event of a vacancy, the Town Code Advisory Committee Chair shall appoint additional members with the approval of the President.

- d) **Compensation.** The Chair of the Town Code Advisory Committee may be reasonably compensated as may be determined by the Board of Trustees.

§4.109 Landscape Committee

- a) **Duties.** The Landscape Committee shall advise the Board on all matters pertaining to the landscaped areas of the community, including but not limited to, improvements to contemplate for the Annual Budget, tree removal and replacement, annual seasonal color selections, replacing removed plant material due to disease or death of another cause, irrigation enhancements, etc.
- b) **Board Meeting Attendance.** The Chair of the Landscape Committee will attend all Board of Trustees Meetings or send a representative if he is not available to attend.
- c) **Committee Membership.** The Chair of the Landscape Committee shall determine the number of committee members necessary for the successful operations of the committee. In the event of a vacancy, the Landscape Chair shall appoint additional members with the approval of the President.
- d) **Compensation.** The Chair of the Landscape Committee may be reasonably compensated as may be determined by the Board of Trustees.

§4.110 Special Events Committee

- a) **Duties.** The Special Events Committee shall advise the Board on matters of planning special events for the community including, but not limited to, a Christmas event, an annual Easter event, Halloween activities, Fourth of July events, and other events that may arise from time to time to benefit the community and to enhance the neighborhood spirit.
- b) **Board Meeting Attendance.** The Chair of the Special Events Committee will attend all Board of Trustees Meetings or send a representative if he is not available to attend.
- c) **Committee Membership.** The Chair of the Special Events Committee shall determine the number of committee members necessary for the successful operations of the committee. In the event of a vacancy, the Chair shall appoint additional members with the approval of the President.
- d) **Compensation.** The Chair of the Special Events Committee may be reasonably compensated as may be determined by the Board of Trustees.

§4.111 Block Captains

Harbor Town has been divided into distinct areas or blocks. The President will appoint a block captain in each area to coordinate communications within each block. The role of the block

captain is to keep Harbor Town residents informed on issues of importance. The responsibilities include:

- a) Communicate to and encourage neighborly interaction.
- b) Organize a social event at least once a year for his or her block and encourage participation of all neighbors.
- c) Participate in the welcome any new neighbors.