

# **Park Timbers Homeowners Association**

## **By-Laws**

**Replaced on July 13, 2010**

**Amended 02/02/2016**

**Amended 08/04/2016**

**Amended 10/04/2016**

**Amended 10/02/2018**

**Amended 03/07/2023**

### **Article I**

#### **Name**

The name of this non-profit corporation shall be the Park Timbers Homeowners Association. It is comprised of Sections 1, 2, 3 and 4 of the Park Timbers Subdivision.

### **Article II**

#### **Object**

The object of this Association is to protect the property values of Park Timbers Subdivision and to promote and maintain a quality of life for all property owners.

### **Article III**

#### **Membership**

Section 1. All persons who own real estate in Park Timbers Subdivision are members of the Association as outlined in the Restrictive Covenants of Sections 1, 2, 3, and 4.

Section 2. The term of membership is continuous, based on the purchase of a property within Sections 1, 2, 3, and/or 4 of Park Timbers Subdivision, which shall constitute an unconditional obligation to pay to the Association the annual maintenance charge levied. Membership in the Association terminates with the sale of a property. The sale of real estate with Park Timbers Association does not relieve the owner of his/her obligation to pay any outstanding maintenance charges remaining due for that particular property.

Section 3. The dues of the Association shall consist of the Annual Maintenance Charge of not more than \$120.00 as prescribed in the Covenants.

Section 4. A member is considered a member in good standing if the member has met his/her yearly obligation of paying the annual maintenance fee to the Association in the time periods prescribed in the Restrictive Covenants.

Section 5. Non-payment of covenant mandated Maintenance Fee is a covenant violation rendering the offender “Not in Good Standing” with the Association. Article 18 of the Covenants grants power and authority to the Board of Directors to “institute and prosecute any preceding at law or in equity to abate, enjoin, or otherwise prevent any such violation or attempted violation.” To this end:

- A. The Board of Directors will charge a late fee of \$30.00 for each and every failure to pay the Annual Maintenance Fee by July 1st of each year. This fee is not to be considered an additional or increase in the maintenance fee, but rather a penalty to cover the additional cost and effort to the Board created by a homeowner’s non-compliance in payment of the Maintenance Fee.
- B. The Board of Directors will publish, annually, in a first quarter issue of the Park Timbers Newsletter, a list of residents and their addresses that are “Not in Good Standing”.
- C. Delinquent dues and late fees will be pursued by legal and collection methods, including the filing and enforcement of a lien as provided in the Louisiana Homeowners Association Act. The homeowner is responsible for all expenses associated with the collection effort, including but not limited to attorney’s fees, court costs, sheriff’s fees, expenses and fees incurred in connection with preparing and filing a lien, and any and all collection fees charged by an outside agency.

## **Article IV Board of Directors**

Section 1. The Board of Directors shall consist of not less than nine (9) members nor more than fifteen (15) members. The Board of Directors shall consist of at least one (1) member from each of the four (4) sections of Park Timbers Subdivision. A quorum of the Board consisting of any number of elected directors between nine (9) and fifteen (15) shall be fifty percent (50%) plus one (1) director, one (1) of which shall be an officer. A quorum is required for all meetings, regular or special, in order for the Board of Directors to conduct any Association business.

Section 2. If any director ceases to be a member in good standing of the Association, that director’s position becomes vacant immediately, and the Secretary shall send a letter, either by US mail or electronic means, to the former director notifying him/her of his/her

removal from the Board of Directors. The Secretary shall send the letter within five (5) business days of receiving notification from the Treasurer that the member is no longer in good standing.

Section 3. The Board of Directors shall elect the President, Vice President, Secretary, and Treasurer of the Association from the members within the Board of Directors.

Section 4. Full power and authority of the Association is granted to the Board of Directors to conduct all lawful business of the Association for the benefit of the homeowners of Park Timbers Subdivision.

Section 5. The Board of Directors shall conduct regular meetings. Special meetings are hereby authorized under the following guidelines.

- A. The President, or the Vice President in the absence of the President, shall have the authority to call regular or special meetings by US Mail, courier, telephone or any electronic means at least five (5) days prior to the meeting. The meeting may be conducted by electronic means. In the event of an emergency, the five (5) day requirement is waived.
- B. Any two (2) directors may request a special meeting in writing, which must be received by the Secretary no less than five (5) days prior to the meeting and may be sent to the Secretary by electronic means. The Secretary shall notify the President and the Board of Directors of the time, date and location and the purpose of the meeting, along with the names of the two (2) directors requesting the meeting in the Call of the Meeting. The meeting may be conducted by electronic means. In the event of an emergency, the five (5) day requirement is waived.

Section 6. Proxy voting is authorized for the Board of Directors.

- A. The proxy must be written either by hand, computer, word processor or typewriter.
- B. The proxy must meet the requirements outlined in Subsection C below and must be transmitted to the President and Secretary prior to the beginning of the meeting. The proxy may be transmitted by any means, including but not limited to electronic means or hand delivery. A member, who is present for the Quorum Call but who may have to leave the meeting before the conclusion may submit a handwritten proxy to the President during the course of the meeting following the conditions in Subsection C below.

- C. To be valid, any proxy vote must include the following:
1. The name of the director or officer who shall vote the proxy;
  2. The signature of the director authorizing the proxy. However, a proxy sent by E-mail does not need to be signed, but must identify the director authorizing the proxy; and
  3. Must state whether it is a general or specific proxy. If it is a specific proxy, the limits of authority to use the proxy must be stated in the proxy.
- D. A proxy vote counts toward the Quorum Call, except that there may be no quorum when the number of proxy votes represented at the meeting is greater than or equal to the number of Directors physically present at the meeting. The Secretary shall record the director's name adding "By Proxy" behind the name. The proxy shall be added to the Minutes. No director shall possess more than one (1) proxy vote per meeting.
- E. The Director who holds a proxy must state for the record that he/she is casting the proxy vote. The Secretary shall record the vote of the absent director by proxy. A roll call vote is unnecessary unless a director present calls for it or the director who grants a proxy states it in the proxy.

Section 7. Directors shall not be entitled to any compensation or reimbursement of expenses for attending a Board of Directors meeting.

Section 8. Directors shall not be held liable for any damages sustained in the course of conducting lawful business, either acts of commission or omission, of the Association unless arising out of fraud, illegal actions, or gross negligence.

Section 9. All directors are expected to attend monthly meetings and/or participate in at least one Committee. If any director does not serve on any Committee and misses two consecutive meetings without good cause, the President shall provide written notice by either US Mail or Electronic means to that director advising that the Board will undertake discussion and voting at either the next regularly scheduled Board Meeting or at a Special Meeting called in accordance with Section 5 infra on whether to remove the director from his/her position. If any director who serves on a Committee misses three consecutive meetings without good cause, the President shall provide written notice by either US Mail or Electronic means to that director advising that the Board will undertake discussion and voting at either the next regularly scheduled Board Meeting or at a Special Meeting called in accordance with Section 5 infra on whether to remove the director from his/her position. The determinations shall be by majority vote of the Board. The Board has the sole

discretion to determine what constitutes “good cause” and whether the director should be removed.

## **Article V Officers**

Section 1. The officers of the Association shall consist of a President, Vice President, Secretary and Treasurer.

Section 2. The Board of Directors shall elect the President, Vice President, Secretary and Treasurer at a Board meeting convened during the month of December following the Annual General Membership Meeting.

Section 3. The Officers shall not be entitled to any compensation or reimbursement of any expenses for attending either the regular or special meetings of the Board of Directors.

Section 4. The Officers of the Association shall hold office until successors are chosen and qualify. Any Officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of the majority of the Board of Directors. Any officer position which becomes vacant on the Board of Directors shall be filled by the Board of Directors.

Section 5. The Officers of the Association shall not be held personally liable unto the Association or the members thereof for any acts of commission or omission unless same arises out of fraud, illegal actions, or gross negligence.

Section 6. The President shall preside at all meetings of the Association and Board of Directors, preserve order, enforce the Covenants and By-laws, exercise supervision of its affairs generally and shall be *ex-officio* member of all Committees. He/she shall decide all questions of procedure and order for the Association. At a Board meeting, he/she may, but shall not be required, to vote on any motion. However, he/she is required to vote in the event that there is a tie vote with the elections of officers and in the event of a tie vote on motions made by members of the Board of Directors. In the event that the President intends to vote on a motion or resolution, he/she shall publicly state this intention prior to discussion and debate of the motion or resolution and such intention must be recorded in the minutes. The President shall perform such other and further duties as are customarily performed by such Officer.

Section 7. The Vice President shall assist the president in the discharge of his/her duties. He/ she shall preside at all meetings of the Association in the absence of the President. In the absence of the President or in the event the office of the President is vacant, he/she shall perform all the duties of the President.

Section 8. The Secretary shall keep full, true and current records of all proceedings of the Association and Board of Directors and receive copies of all communications, conduct correspondence, and have charge of all records of the Association and Board of Directors. The Secretary shall perform such other duties as are customarily performed by such officer.

Section 9. The Treasurer shall collect the annual maintenance fee from all members and receive all money due the Association. All money due to the Association shall be deposited by the Treasurer into the Park Timbers Homeowners Association's bank account(s). The Treasurer shall present for approval to the Board of Directors the budget for the next fiscal year at the November Board of Directors Meeting. The Treasurer shall present to the Board of Directors monthly financial reports and present a mid-year budget reconciliation statement. He/she shall perform such other duties as are customarily performed by such Officer. All money and records shall be returned to the Board of Directors, by delivery to any other Officer of the Association, within three (3) business days upon vacating office for any reason.

Section 10. All Officers vacating their respective positions shall return all records pertaining to their positions to the Board of Directors of Park Timbers Homeowners Association within three (3) business days or within the time period specified by the Board of Directors upon the vacating of the Officer's position, whichever occurs later.

## **Article VI General Membership Meetings**

Section 1. The President shall call the Annual General Membership Meeting not less than thirty (30) days before the meeting is to take place in December of every calendar year.

Section 2. Ten (10) homeowners in good standing in the Association may petition or request a call for a special general membership meeting in writing to the Secretary, subject to the provisions of Section 5 of this Article. In the call, the members must state the reason or reasons for the call, and all must sign the petition or letter of request. The Secretary shall submit the request immediately to the President or Vice President. The President or Vice President shall call the special meeting within three weeks of notification by the Secretary of the Association unless the urgency of the matter or situation requires immediate attention by the General Membership.

Section 3. The Treasurer shall present to the General Membership at the end of the year an Income and Expense Statement. The Treasurer should be prepared to answer any fiscal questions and be prepared to handle questions on the accounts of the Association.

Section 4. For purposes of voting on any matter, calling a special general membership meeting or being counted towards a quorum at any general or special membership meeting, only one (1) property Owner per lot within Park Timbers Subdivision is entitled to vote and at no time shall any lot be entitled to have more than one (1) vote cast regardless of whether there is more than (1) member or property Owner resident upon the lot or more than one (1) member or property Owner in ownership of such lot.

Section 5. A quorum for a general membership meeting shall consist in the physical presence of fifteen (15) Park Timbers homeowners, or a representative of a homeowner, at a general membership meeting.

## **Article VII Elections**

Section 1. All Directors of the Board of Directors shall be elected at the Annual General Membership Meeting for a term of two (2) years. Only members in good standing are eligible to be elected to the Board of Directors. The members shall remain on the Board of Directors until replaced by a new member elected at a special election or the Annual General Election.

- A. At the Annual General Membership Meeting, each attendee will sign his/her name and address on the sign-in sheet for his/her section.
- B. The Secretary and the Treasurer of the Board of Directors will verify the attendee's residence and that he/she is a member in good standing.
- C. Each member will complete and wear a written name tag with his/her name and address for identification purposes.

Section 2. Only one (1) property Owner per lot is entitled to vote for members of the Board of Directors. Only one (1) person per household can be elected to the Board of Directors at the Annual General Membership Meeting.

A. After the Annual General Membership Meeting is in session, each Section will meet to elect a Sectional Representative to the Board of Directors.

- 1. A board member or presidential appointee not from that section will chair the Section meeting.
- 2. The Chair will record and report the Section election results to the President or Chair of the General Membership Meeting who will announce the results to the general membership.

3. If less than three (3) eligible voting members of a Section are in attendance, the Section Election cannot be held at the Annual General Membership Meeting but shall be conducted in accordance with Section 3 below.
4. Section Representative elections will be conducted in even years, beginning with the 2008 election cycle.

B. The at-large general election of Board of Director positions will be conducted in odd years beginning with the 2009 election cycle. However, if an at-large general Director position is vacant at the end of an even year, the voting members in good standing may elect a replacement to the position in an even year but the term for that at-large general Director position will be for one (1) year only, such that the Director shall be up for re-election in the odd year cycle. If any such at-large election is conducted in an even year cycle, it shall be held after the Section Elections are completed for those Sections who have the requisite number of eligible voting members in attendance.

C. At the close of the elections, the presiding Officer shall allow any member in good standing in attendance at the meeting to examine the ballots, if such member makes the request. Prior to the close of the meeting, the presiding officer shall order the ballots destroyed by shredding or tearing.

Section 3. In the event of a vacancy on the Board of Directors which shall cause a Park Timbers Association Section not to have a representative, there shall be a special election held at a location selected by the President to elect such representative.

- A. The President shall call a meeting of the Section within 30 days of the President's declaring the vacancy.
- B. The Section meeting shall be chaired by one of the Officers of the Board of Directors or an appointee of the President of the Association.
- C. At any such meeting, any property Owner member shall be privileged to make nominations from the floor.
- D. Elections may be by oral vote, show of hands, or a ballot cast as determined by the property Owner members present at the meeting.
- E. The presiding Officer shall count the votes.



- F. The presiding Officer shall declare the result of the ballot by declaring the nominee receiving a plurality of votes as elected.
- G. In the event of election by ballot, the presiding Officer shall ask if anyone wishes to examine the ballots. Should there be no response, the presiding Officer shall order the ballots destroyed by shredding or tearing.
- H. If a representative is not elected at the special election, the President shall appoint a member in good standing from the Section.

Section 4. In the event of a director vacancy not requiring a Section election, the President may appoint a replacement to fill out the remaining term until a special election is held to permanently replace the member.

## **Article VIII Committees**

Section 1. The President shall, by the start of the calendar year, appoint standing committee chairmen. The Association Committees include Membership, Architectural Control, Maintenance, Covenants, Rules and Zoning, Government and Civic Affairs, Legal Advisory, Publicity, Budget and Finance, Security and Community Center.

A. Membership shall:

- 1. Keep an up-to-date roster of Park Timbers Subdivision homeowners.
- 2. Publish an annual Membership Directory.
- 3. Organize the neighborhood Welcome Committee and Block Captains

B. Architectural Control Committee shall:

- 1. Review written requests from and plans for homeowner construction or modification to the exterior of property located within Sections 1, 2, 3, and 4 of the Park Timbers Subdivision.
- 2. Approve in writing such requests or plans after Committee members' acceptance and, if necessary, presentation to the Park Timbers Board of Directors.
  - (a) The approval may be dependent upon the homeowner obtaining any necessary New Orleans City permits before construction or modifications commence.

(b) The approval may require that the homeowner obtain agreement with adjacent neighbors before construction or modifications commence.

C. Maintenance Committee shall:

1. Supervise the lawn-care personnel who provide:
  - (a) Mowing
  - (b) Trimming
  - (c) Clean-up
    - (1) Common areas within Park Timbers Subdivision
    - (2) Outside the General DeGaulle brick wall
    - (3) The Lennox Boulevard sign
2. Oversee repairs and projects of all common areas
3. Oversee repairs and maintenance of the brick wall
4. Coordinate maintenance needs of #1 Park Timbers property with the Community Center Committee.

D. Covenants, Rules, & Zoning Committee shall:

1. Be responsible for enforcing the Park Timbers Residential Area Covenants for Sections 1, 2, 3, and 4.
2. Observe compliance with said Covenants.
3. Review and act upon any complaint concerning violations of said Covenants.
  4. Report Committee findings to the Board of Directors.
  5. Stay aware of local zoning issues and their possible effect on this community.
  6. Review By-Laws and Standing Rules for updates and/or modifications deemed necessary.
  7. Be responsible for the best operation and general good of the Subdivision.

E. Governmental & Civic Affairs Committee shall attend local governmental or civic meetings and report back vital information to the Park Timbers Board of Directors.

F. Legal Advisory Committee shall:

1. Take under advisement any legal concerns on behalf of the Park Timbers Homeowners Association.

2. Contact attorney(s) for legal advice and/or council and report findings to the Board of Directors.

G. Publicity Committee shall:

1. Coordinate the publication of the Park Timbers Newsletter.
2. Help to secure advertisers for the newsletter.
3. Oversee the Park Timbers official website.
4. Handle any public relations issues that may arise.

H. Budget and Finance Committee shall:

1. Be composed of three (3) or more members in good standing.
2. The Treasurer must be a member of the Committee but shall not chair the Committee.
3. Assist the Treasurer in preparing the Annual Budget.
4. Analyze, plan and provide recommendations for financial needs.
5. Perform reviews of the Park Timbers Homeowners Association financial records.

I. Security Committee shall:

1. Establish security procedures within the subdivision.
2. Maintain contact with the NOPD for emergency needs.
3. Be the contact for security problems as needed and report issues in the Park Timbers Newsletter.
4. Attend the monthly APAC meeting.

J. Community Center Committee shall:

1. Oversee the maintenance needs of the property.
2. Oversee the scheduling of meetings, events, and rentals, and secure rental and cleaning fees.
3. Coordinate with the Park Timbers Swim and Tennis Club concerning all activities involving the premises.

## **Article IX**

### **Parliamentary Authority**

The rules contained in the latest edition of *Robert's Rules of Order Newly Revised* may be used as a reference in cases where in the Association's rules including, but not limited to the By-Laws, Covenants, Standing Rules and Rules of the Board of Directors,

are silent as to the proper procedure to follow. The Board may also use Louisiana law as a reference in all matters where the By-Laws, Covenants, Standing Rules and Rules of the Board of Directors are silent.

## **Article X**

### **Amendment of By-Laws**

These by-laws may be amended or replaced at any regular meeting of the Board of Directors or any general membership meeting of the Association, by a two-thirds (2/3) vote of the members present. A written resolution to amend or repeal and a copy of the proposed changes must be given either in the call of the meeting, or introduced at a previous regular board meeting, or 30 days in advance of a general membership meeting.

I certify that this is an original copy amended by the Board on March 7, 2023.

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LESLIE MERRITT  
PTHOA Secretary

May 1, 2023