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BY-LAWS
OF
PANORAMA ESTATES PROPERTY OWNERS' ASSOCIATION, INC
Amended September 16, 2023

This addendum replaces the By Laws of Panorama Estates Property Owners Association, Inc. dated September 30th, 1996, recorded in Deed Book 471, pages 440-408.

ARTICLE 1 - GENERAL INFORMATION

- 1.01 NAME OF ORGANIZATION: The name of the organization shall be: Panorama Estates Property Owners Association. Here in after referred to as the Association.
- 1.02 Purpose. The purposes for which the Association is organized are:
- 1.02.1 To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the neighborhood, government agencies and other neighborhoods.
- 1.02.2 The purpose of this Association shall be to provide for maintenance and improvement of the Common Areas and Roads
- 1.02.3 To promote the recreation, health, safety and welfare of the Owners.
- 1.02.4 This Association is the composite of the Associations mandated by the Declarations of Covenants, Conditions, and Restrictions for Panorama Estates Sections A, B, C, D, F, G, I, R, and W and any other Sections as may be subsequently included in Panorama Estates.
- 1.02.5 To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- 1.02.6 This Association is established in accordance with the Georgia Property Owners' Association Act (2021 Georgia Code Title 44 – Property Chapter 3 - Regulation of Specialized Land Transactions Article 6 - Property Owners' Associations)
- 1.03 Definitions
- 1.03.1 The words used in these By-Laws shall have their generally accepted meanings or the meanings set forth in the Declaration of Covenants, Conditions, and Restrictions for Panorama Estates and the Georgia Property Owners' Association Act, OCGA § 44-3-220.
- 1.03.1.1 "Board of directors" or "board" means an executive and administrative body, by whatever name denominated, designated in the instrument as the governing body of the association.
- 1.03.1.2 "Common area" means all real and personal property submitted to the declaration which is owned or leased by the association for common use and enjoyment of the members.
- 1.03.1.3 "Common expenses" means all expenditures lawfully made or incurred by or on behalf of the association together with all funds lawfully assessed for the creation and maintenance of reserves pursuant to the provisions of the instrument.
- 1.03.1.4 "Court" means the superior court of the county where the development or any part thereof is located.
- 1.03.1.5 "Declarant" means all owners and lessees of the property who execute the declaration or on whose behalf the declaration is executed; provided, however,

that the phrase "owners and lessees," as used in this article, shall not include in his or her capacity as such any mortgagee, any lien holder, any person having an equitable interest under any contract for the sale or lease of a lot, or any lessee or tenant of a lot. From the time of the recordation of any amendment to the declaration expanding an expandable property owners' development, all persons who execute that amendment or on whose behalf that amendment is executed shall also come within the definition of "declarant." Any successors-in-title of any owner or lessee referred to in this paragraph who comes to stand in the same relation to the property owners' development as his or her predecessor did shall also come within such definition.

- 1.03.1.6 "Declaration" means the recordable instrument creating covenants upon property which covenants are administered by a property owners' association in which membership is mandatory for all owners of lots in the property owners' development.
- 1.03.1.7 "Foreclosure" means, without limitation, the judicial foreclosure of a mortgage and the exercise of a power of sale contained in any mortgage.
- 1.03.1.8 "Limited common areas" means a portion of the common area reserved for the exclusive use of those entitled to occupy one or more, but less than all, of the lots.
- 1.03.1.9 "Lot" means any plot or parcel of land, other than a common area, designated for separate ownership and occupancy shown on a recorded subdivision plat for a development and subject to a declaration. Where the context indicates or requires, the term lot includes any structure on the lot. With respect to a property owners' development which includes a condominium, and to the extent provided for in the instrument, each condominium unit, as defined in paragraph (28) of Code Section 44-3-71, shall be deemed a separate lot.
- 1.03.1.10 "Lot owner" means one or more persons who are record title owners of a lot.
- 1.03.1.11 "Mortgage" means a mortgage, deed to secure debt, deed of trust, or other instrument conveying a lien upon or security title to property.
- 1.03.1.12 "Mortgagee" means the holder of a mortgage.
- 1.03.1.13 "Officer" means an officer of the association.
- 1.03.1.14 "Person" means a natural person, corporation, partnership, association, trust, other entity, or any combination thereof.
- 1.03.1.15 "Property" means any real property and any interest in real property, including, without limitation, parcels of air space.
- 1.03.1.16 "Property owners' association" or "association" means a corporation formed for the purpose of exercising the powers of the property owners' association created pursuant to this article.
- 1.03.1.17 "Property owners' association instrument" or "instrument" means the declaration, plats, and plans recorded pursuant to this article. Any exhibit, schedule, or certification accompanying an instrument and recorded simultaneously therewith shall be deemed an integral part of that instrument. Any amendment or certification of any instrument shall, from the time of the recordation of such amendment or certification, be deemed an integral part of the affected instrument so long as such amendment or certification was made in accordance with this article.
- 1.03.1.18 "Property owners' development" or "development" means real property which contains lots and which may contain common area located within Georgia and subject to a declaration and submitted to this article.

ARTICLE II - MEMBERSHIP

2.01 Every Lot Owner shall be a member of the Panorama Estates Property Owners Association.

ARTICLE III – FUNDING

3.01 Assessments.

- 3.01.1 In order to accomplish its purposes, the Association may charge annual assessments or special assessments for the purpose of providing for the association common expenses.
- 3.01.2 Annual assessments will be set forth by a resolution of the Board of Directors based on the annual budget approved by the association (see section 5.04).
- 3.01.3 New Construction Assessment: Any new (from ground up), construction will be assessed a \$1000.00 impact fee. This fee is to be paid in full upon issuance of a permit from White County (either a building, land disturbance or septic permit) and prior to breaking ground for the new construction.
- 3.01.4 Contributions: Voluntary contributions will be accepted

ARTICLE IV- Meetings

- 4.01 Definition of Meeting. Regardless of the type of meeting, Annual or Special the Board will determine if the meeting will be face to face or virtual or a combination of the two. Virtual meetings may be conducted by methods such as, but not limited to, Zoom, GoToMeetings, Microsoft Teams, phone, or electronic ballot. To participate in a virtual meeting members must provide the Board with an email address. If an email address is not provided a paper ballot will be delivered to a member by, but not limited to, USPS or hand delivered.
- 4.02 Place of Meetings. Meetings of the Association shall be held at a suitable place convenient to the members as may be designated by the Board of Directors, either in the Panorama Estates properties or as convenient thereto as possible.
- 4.03 Annual Meetings. The regular annual meeting of the members of the Association shall be held during the month of September each year, with the date, time, and place to be set by the Board or Directors.
 - 4.03.1 The Board of Directors may determine that the annual meeting must be held electronically. Any discussion may be held virtually and voting may be held electronically. If an email address is not provided a paper ballot will be delivered to a member by, but not limited to, USPS or hand delivered.
 - 4.03.2 If the annual meeting is held virtually and addition items are raised that require a vote by the members, the Board will call a special meeting (section 4.04) that will be held virtually and consist simply of an electronic ballot. If an email address is not provided a paper ballot will be delivered to a member by, but not limited to, USPS or hand delivered.
- 4.04 Special Meetings. Special meetings of the members may be called for any purpose at any time by the President or by a majority of the Board of Directors. It shall be the duty of the President to call a special meeting upon written request of members entitled to cast one-fourth (1/4) of the total Association vote.
 - 4.04.1 The Board of Directors may determine that the special meeting will be held electronically. Any discussion may be held virtually and voting may be held electronically. If an email address is not provided a paper ballot will be delivered to a member by, but not limited to, USPS or hand delivered.
- 4.05 No virtual "live" meeting votes by voice, hand, or Zoom poll. Those don't meet the statutory requirements of a "written ballot." Action by "written ballot" can include a written or electronic ballot (or a combination of both) sent to all members. If electronic, the electronic transmission must set forth or be submitted "with information from which it can be determined that the electronic transmission was authorized by the member or the member's proxy."
 - 4.05.1 All electronic ballots will be considered as a proxy and will be used to determine if a quorum has been met (see section 4.08). All electronic ballots, which are considered to be a proxy, will automatically designate the Board President to act the members proxy, unless otherwise indicated by the member.
 - 4.05.2 Virtual meeting may be held over multiple days. This will allow for delivery of electronic ballots and any related information. Electrotonic ballots (considered a proxy) received over the course of a virtual meeting will be used to determine a quorum.

- 4.05.3 The time frame of a virtual meeting will be determined by the Board. If a meeting is held over multiple days the time frame will not be less than 72 hours and no more than 120 hours from the time and date that electronic ballots were sent to the members.
- 4.05.4 Written or electronic ballot votes **have to include a "drop-dead" return date** by which the ballot, whether sent by US Mail or e-mail, must be received or it will not be counted. The date should be set far enough out to ensure sufficient votes. For a vote to count, enough votes must be cast to equal or exceed the quorum required at a meeting (see section 4.08). The Board will determine this return date.
- 4.06 Notice of Meetings. It shall be the duty of the Secretary to cause to be delivered to the Owner of Record of each Lot a notice of such annual or special meeting, as well as the date, time, and place where it is to be held. This "cause to be delivered" can be by, but not limited to, such methods as mail, email, or text to a phone number. The meeting notice should be clear that the meeting will be held in-person or virtually (by specific method) with the day, time, and any necessary login information. The notice will also shall be clear if the virtual meeting will be a simple ballot meeting (no discussion) with the date and time by which the ballot must be completed.
- 4.06.1 The preferred method of delivery is by email.
- 4.06.1.1 If no email has been provided to the Board of Directors it is an Owners responsibility to notify the Secretary in writing as to the method of delivery and to provide a current mailing address.
- 4.06.1.1.1 Unless required by law, mailing addresses, email addresses, phone numbers provided to the Board of Directors is to be considered as personal information and will not be provided to outside sources, which is to include other Members of the Association.
- 4.06.1.2 The delivery of a notice of meeting in the manner provided in this Section shall be considered service of notice. Notices shall be served not less than fourteen (14) nor more than thirty (30) days before a special meeting and not less than twenty-one (21) nor more than fifty (50) days before an annual meeting.
- 4.06.1.3 Waiver of Notice. Waiver of notice of a 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 date, time, and place thereof, unless such member specifically objects to lack of proper notice at the time the meeting is called to order.
- 4.07 The voting rights of the members are as set forth in the Declaration, and such voting rights are specifically incorporated herein. Any member who is more than sixty (60) days delinquent in payment of assessments shall not be permitted to vote.
- 4.07.1 Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing, dated, and filed (by mail, email or text) with the Secretary before the appointed time of each meeting. No such proxy shall be revocable except by written notice delivered to the association by the Lot Owner or by any joint owner of a Lot.
- 4.07.1.1 Any vote cast by electronic means will be considered to be a proxy and no additional notification will be required.
- 4.08 Quorum. The presence at the beginning of a meeting, in person or by proxy, of members entitled to cast one-third (1/3) of the eligible votes of the Association shall constitute a quorum at all meetings of the Association. The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment.
- 4.08.1 Adjournment of Meetings. If any meeting of the Association cannot be held because a quorum is not present a Majority of the members who are present at such meeting or represented by proxy may adjourn the meeting to a time not less than three (3) nor more than thirty (30) days from the time the original meeting was called. At the reconvened meeting, if a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.
- 4.08.1.1 If at the reconvened meeting a quorum is not present then the Board of Directors by majority vote will approve the annual budget and assessment.

- 4.09 Agenda: The President shall prepare the agenda for general and special meetings of the membership. Any member may suggest an item to be added to the agenda by submitting the item in writing to the Board of Directors at least seven days in advance of the membership meeting. Any member of the Association may make a motion to add an item to the board, general or special agendas at those respective meetings. Adoption of that motion requires a second and majority vote.
- 4.10 Order of Business. The order of business at all annual meetings may be as follows:
- 4.10.1 Call Meeting to order
 - 4.10.2 Certification of quorum
 - 4.10.3 reports of officers, if any
 - 4.10.4 reports of committees, if any
 - 4.10.5 election of Directors, if any
 - 4.10.6 unfinished business, if any
 - 4.10.7 new business, if any
- 4.11 The Association shall follow Roberts Rules of Order (revised) in all areas not covered by the bylaws.
- 4.11.1 If elections are to be held, follow any governing document provisions for nominations. This process may need to be reasonably modified to allow for the a virtual setting. For instance, many governing documents and *Robert's Rules of Order Newly Revised* allow nominations from the floor at the meeting. That's not practical if ballots have already been sent out. As an alternative, nominations may need to be required earlier (before any ballot goes out) and then have blank lines on the ballot for "write-in votes". The Board will be responsible for setting deadlines for nominations.

ARTICLE V - Board of Directors

5.01 Composition and Selection.

- 5.01.1 Composition: The affairs of the Association shall be governed by a Board of Directors composed of up to seven (7) persons and one (1) alternate. The Directors shall be members, if there are co-Owners of a lot only one co-Owner may serve on the Board at the same time, if the same co-Owners own multiple lots only one co-Owner may serve on the board at the same time. In the case of an Owner which is a corporation, trust, or partnership, the person designated in writing to the Secretary of the Association to exercise the membership rights of the Owner shall be eligible to serve on the Board. No person shall be eligible for election to the Board of Directors if any assessments or other charges owed to the Association with respect to his or her Lot are more than sixty (60) days past due at the time of election,
- 5.01.1.1 Alternate. This person attends all meeting of the Board of Directors, including executive sessions, but will normally not be a voting member. The alternate will serve as a voting member if one of the voting members cannot attend a Board of Directors meeting.
- 5.01.2 Nomination.
- 5.01.2.1 Any Member can nominate another Member for election. The nomination must be in writing (email, text or paper). Any member nominated by another Member must accept that nomination in writing to verify that they are willing to serve as a director.
- 5.01.2.2 Any Member can self-nominate.
- 5.01.2.3 All nominations must be received by the board at least sixty (60) days prior to the annual meeting.
- 5.01.2.4 The President may appoint a Nominating Committee. This Committee which shall consist of three (3) members, one of which shall be a member of the Board of Directors. A Committee must be appointed at least sixty (60) days prior to the annual meeting and serve a term of one (1) year. The members of the Nominating Committee shall be announced at the annual meeting, The Nominating Committee may nominate any number of qualified individuals, but no less than the number of Directors to be elected. The nominations shall be made

- at least sixty (60) days prior to the annual meeting. Nominations shall also be allowed from the floor at the meeting.
- 5.01.2.5 Each candidate shall be required to communicate in writing their qualifications prior to the election. This statement must be provided to the Secretary 45 days prior to the annual meeting. The Secretary will publish this statement as part of the election ballot.
 - 5.01.2.6 No member shall be nominated for election if more than sixty (60) days past due in the payment of any assessment. Failure to comply with this Section shall in no way invalidate the election of Directors who were nominated in accordance with the provisions hereof.
- 5.02 Election and Term of Office. The initial term for the first and second Directors shall be one (1) year. The initial term for the third and fourth Directors shall be two (2) years. All subsequent Directors shall be elected for a term of three (3) years.
- 5.02.1 Any person who has served three (3) consecutive three (3) year terms as a Director shall not be eligible to serve again as a Director until he or she has been out of office for one (1) full year. If there are no nominations to fill a vacate position than any Member is eligible to be nominated regardless of the number of three (3) year terms served.
 - 5.02.2 The election shall be by written or electronic ballot (unless dispensed with by unanimous consent). The directorships for which elections are held shall be filled by that number of candidates receiving the most votes.
 - 5.02.3 Removal of Directors. At any regular or special meeting of the Association duly called, any one or more of the members of the Board of Directors may be removed, with or without cause, by a Majority of the members and a successor may then and there be elected to fill the vacancy(ies) thus created.
 - 5.02.4 Any Director who has three (3) consecutive unexcused absences from Board meetings or who is delinquent in the payment of an assessment or any other charges owed to the Association for more than sixty (60) days may be removed by a Majority vote of the Directors at a meeting of the Board where a quorum being present. A Director whose removal has been proposed shall be given at least ten (10) days' notice of the calling of the meeting and the purpose thereof and shall be given an opportunity to be heard at the meeting.
 - 5.02.5 Vacancies. Vacancies in the Board of Directors caused by any reason, except the removal of a Director by vote of the Association, may be filled by a vote of the Majority of the remaining Directors, even though less than a quorum, at any meeting of the Board of Directors.
 - 5.02.5.1 The Director so selected shall serve the unexpired portion of the term of the Director being replaced. As long as there are at least five (5) Directors, with at least one Director serving each available term, the Board may, but shall not obligated to, fill vacancies under this section.
 - 5.02.6 Compensation. Directors shall not be compensated for services as such unless, and only to the extent that, compensation is authorized by a Majority vote of the members. Directors may be reimbursed for expenses incurred in carrying out their duties as Directors upon approval of such expenses by the Board of Directors.
 - 5.02.6.1 Nothing herein shall prohibit a Director from entering into a contract and being compensated for services or supplies furnished to the Association in a capacity other than as a Director, provided that the Director's interest is known and the contract is approved by a majority of the Board of Directors, excluding the Director with whom the contract is made.
- 5.03 Meetings
- 5.03.1 Organizational Meetings. The first meeting of the members of the Board of Directors following each annual meeting of the membership shall be held within ten (10) days thereafter at such time and place as shall be fixed by the Board.
 - 5.03.1.1 This meeting may be held virtually.
 - 5.03.1.2 Voting on issues may be done by voice vote (raising of hands), electronically or by email. A record of the vote must be documented in the meeting minutes.
 - 5.03.2 Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a Majority of the Directors, but at least four

- (4) such meetings shall be held during each fiscal year with at least one (1) per quarter. Notice of the regular schedule shall constitute notice of such meetings.
- 5.03.2.1 This meeting may be held virtually.
- 5.03.2.2 Voting on issues may be done by voice vote (raising of hands), electronically or by email. A record of the vote must be documented in the meeting minutes.
- 5.03.3 Special Meetings. Special meetings of the Board of Directors shall be held when requested by the President, Secretary or by any two (2) Directors. The notice shall specify the time and place of the meeting and the nature of any special business to be considered. The notice shall be given to each director by one of the following methods: personal delivery, written notice by phone, mail, email or text;
- 5.03.3.1 This meeting may be held virtually.
- 5.03.3.2 Voting on issues may be done by voice vote (raising of hands), electronically or by email. A record of the vote must be documented in the meeting minutes.
- 5.03.3.3 All such notices shall be given or sent to the director's address, telephone number or email address as shown on the records of the Association. Notices sent by first class mail shall be deposited into a United States mailbox at least ten (10) days before the time set for the meeting, Notices given by personal delivery, telephone, or email shall be given at least seventy-two (72) hours before the time set for the meeting.
- 5.03.3.4 Waiver of Notice. The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (a) a quorum is present, and (b) either before or after the meeting, each of the directors not present signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. Notice of a meeting shall also be deemed given to any director who attends the meeting without protesting before or at its commencement about the lack of adequate notice.
- 5.03.4 Quorum of Board of Directors. At all meetings of the Board of Directors, a Simple Majority of the directors shall constitute a quorum for the transaction of business.
- 5.03.4.1 The votes of a Majority of the directors present at a meeting at which a quorum is present shall constitute the decision of the Board of Directors, unless otherwise specifically provided herein.
- 5.03.4.1.1 A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of directors, if any action taken is approved by at least a Majority of the required quorum for that meeting.
- 5.03.4.1.2 If any meeting cannot be held because a quorum is not present, a Majority of the directors who are present at such meeting may adjourn the meeting to a time not less than three (3) nor more than thirty (30) days from the time that the original meeting was called,
- 5.03.4.1.2.1 At the reconvened meeting, if a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.
- 5.03.5 Action Without a Formal Meeting. Meeting may be held virtually or by email. Any action to be taken at a meeting of the directors or any action that may be taken at a meeting of the directors may be taken without a meeting if an electronic copy of any votes is preserved. Written consent in writing is not required.
- 5.03.6 Open Meetings. Subject to the provisions of Section 5.03.5 of this Article, all meetings of the Board shall be open to all Voting Members.
- 5.03.6.1 Voting Members other than directors may not participate in any discussion or deliberation unless permission to speak is requested on his or her behalf by a director.
- 5.03.6.2 In such case, the President may limit the time any Voting Member may speak

5.03.6.3 Notwithstanding the President may adjourn any meeting of the Board of Directors and reconvene in executive session, excluding Voting Members, to discuss matters of a sensitive nature, such as pending or threatened litigation, personnel matters, etc.

5.04 Powers and Duties of the Board

5.04.1 Powers. The Board of Directors shall be responsible for the affairs of the Association and shall have all the powers and duties necessary for the administration of the Association's affairs and, as provided by law, may do all acts and things as are not by the Declaration, Articles, or these By-Laws directed to be done and exercised exclusively by the members. In addition to the duties imposed by these By-Laws or by any resolution of the Association that may hereafter be adopted, the Board of Directors shall have the power to and be responsible for the following, in way of explanation, but not limited to:

5.04.1.1 Preparation and adoption of an annual budget in which there shall be established the contribution of each Owner to the common expenses (a copy of the proposed budget for the following fiscal year shall be sent to each Association member and the budget shall be approved by the membership at the Annual Meeting).

5.04.1.2 Making assessments to defray the common expenses pursuant to the approved annual budget. Establishing the means and methods of collecting such assessments, establishing the period of the installment payments of the annual assessment (if needed), and determination of special assessments for emergency situations.

5.04.1.3 Providing for the operation, care, upkeep, and maintenance of all areas which are the maintenance responsibility of the Association.

5.04.1.4 Designating, hiring, and dismissing the personnel and/or companies necessary for the operation of the Association and, where appropriate, providing for the compensation of such personnel and/or companies and for the purchase of equipment, supplies, and material to be used by such personnel and/or companies in the performance of their duties.

5.04.1.5 Collecting the assessments, depositing the proceeds thereof in a bank depository which it shall approve, and using the proceeds to administer the Association.

5.04.1.6 Opening of bank accounts on behalf of the Association and designating the signatories required.

5.04.1.7 Making or contracting for maintenance, the making of repairs, additions, and improvements to, or alteration of, the Common Areas in accordance with the Declaration and these By-Laws.

5.04.1.8 Enforcing by legal means the provisions of the Declaration, these By-Laws, and the rules and regulations adopted by it, and bring any proceedings which may be instituted on behalf of or against the Owners concerning the Association.

5.04.1.8.1 Once a member is past due an amount that exceeds two hundred dollars a lien may be recorded against the property with White County, Georgia land records. The Board will determine and approve a reasonable processing fee to cover the cost of filing and removal of the lien.

5.04.1.9 Obtaining and carrying insurance against casualties and liabilities and paying the premium cost thereof.

5.04.1.10 Paying the cost of all services rendered to the Association or its members which are not directly chargeable to specific Owners.

5.04.1.11 Keeping books with detailed accounts of the receipts and expenditures affecting the Association and its administration and specifying the maintenance and repair expenses and any other expenses incurred.

5.04.1.12 Contracting with any person/company for the performance of various duties and functions (any and all functions of the Association shall be fully transferable by the Board, in whole or in part, to any other entity).

5.04.1.13 Granting or withholding approval of any action by one or more Lot Owners or other persons entitled to occupancy of any Lot if such action would change the exterior

appearance of any Lot, or any structure thereon, or of any other portion of the development.

- 5.04.1.14 Levying fines on property owners for noxious or offensive activity on such owner's property.
 - 5.04.1.14.1 Before any fine can be levied the property owner(s) must be notified in writing and given thirty (30) day remedy such activity. The property owner may submit in writing a complaint, contesting the notification, to any member of the Board of Directors as per Article IX contained herein.
 - 5.04.1.14.2 Once the thirty (30) day notice has expired a daily fine can be imposed by the directors by a simple majority vote of the directors present at a dully called meeting.
 - 5.04.1.14.3 The daily fine will be established by the board but cannot exceed twenty-five dollars (\$25) per day. Violations of section X are not subject to this maximum fine.
 - 5.04.1.14.4 The treasurer will be responsible for calculating the total fine accumulated. Once a fine has exceeded two hundred dollars a lien may be recorded against the property with White County, Georgia land records.
- 5.04.1.15 Obtaining, as a common expense, an umbrella insurance policy for the Board members in the amount of two million (2,000,000) dollars.
- 5.04.2 Fidelity Bonds. The Board of Directors may require that any personnel handling or responsible for Association funds furnish adequate fidelity bonds. The premiums for such bonds shall be paid by the Association as a common expense.

ARTICLE VI – Officers

- 6.01 Officers. The officers of the Association shall be a President, a Vice President, a Secretary, a Treasurer and such other officers as may be elected by the Directors. Only Directors shall serve as officers of the Association.
- 6.02 Election. Term of Office 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. A vacancy in any office arising because of death, resignation, removal, or otherwise may be filled by the Board of Directors for the unexpired portion of the term.
- 6.03 Removal. Upon the affirmative vote of a Majority of the members of the Board of Directors, any officer may be removed from that office by the Board whenever, in its judgment, the best interests of the Association will be served thereby and a successor may be elected.
- 6.04 President. The President shall be the chief executive officer of the Association and shall preside at all meetings of the Association and the Board of Directors. The President shall have all general powers and duties which are incident to the office of the president of a corporation organized under the Georgia Code Nonprofit Corporation, including, but not limited to, the power to appoint committees from among the members from time to time as they may determine appropriate to assist in the conduct of Association affairs.
- 6.05 Vice President. The Vice President shall act in the President's absence and shall have all the powers, duties, and responsibility provided for the President when so acting.
- 6.06 Secretary. The Secretary shall keep the minutes of all meetings of the Association and of the Board of Directors and shall have charge of such books and papers as the Board of Directors may direct and shall in general, perform all duties incident to the office of the secretary of a corporation organized in accordance with Georgia law.
- 6.07 Treasurer. The Treasurer shall have the responsibility for the Association's funds and securities and shall be responsible for keeping full and accurate financial records and books of account showing all receipts and disbursements, for preparing all required financial statements and tax returns, and for the timely deposit of all moneys and other valuable effects in the name of the Association in such depositories as may from time to time be designated by the Board of Directors.
- 6.08 Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or

at any later time specified therein, and unless otherwise specified therein. the acceptance of such resignation shall not be necessary to make it effective.

- 6.09 Agreements, Contracts, Deeds, Leases, Checks, Etc. All agreements, contracts, deeds, leases promissory notes, and other instruments of the Association shall be executed by at least two (2) officers or by such other person or persons as may be designated by resolution of the Board of Directors. All checks shall be signed by the Treasurer or the President unless otherwise designated by the Board of Directors. Checks for more than \$2,500 must be signed by both the President and the Treasurer unless otherwise designated by the Board of Directors.

ARTICLE VII – Committees

- 7.01 Special Committees. Committees to perform tasks and to serve for such periods as may be designated by the Board are hereby authorized. Committees shall be composed and shall operate in accordance with the terms and rules of the resolution of the Board of Directors, such special committees may include, but not be limited to, a Neighborhood Watch Committee, an Architectural Control Committee, a Budget Committee, a Social Committee, Grievance Committee and a Long-Range Planning Committee. Such committees shall advise the Board of Directors on matters pertaining to the purpose for which the committee is created. The members, including the chairperson, of any such committees shall be appointed by and shall serve at the pleasure of the Board of Directors.

ARTICLE VIII – Amendment of the By-Laws

- 8.01 Adoption of The Bylaws and Amendments
- 8.01.1 Except where a higher vote is required for action under a particular provision of the Declaration or By-Laws, in which case such higher vote shall be necessary to amend, these By-Laws may be amended by the affirmative vote of a Majority of the eligible votes represented in person or by proxy, at a regular or special meeting of the Association after the members have been notified of all proposed amendments to the bylaws by a minimum of at least seven days advance notice by electronic, written or telephone notice.
- 8.01.1.1 A quorum as defined in section 4.08 is required for this meeting.
- 8.01.1.2 Notice of any such meeting at which an amendment will be considered shall state that fact and the subject matter of the proposed amendment(s).
- 8.01.1.3 No amendment shall become effective until it is certified by the President and the Secretary of the Association and recorded in the White County, Georgia land records. Any amendment duly certified and recorded (containing any additional signatures required by the Declaration) shall be conclusively presumed to have been duly adopted in accordance with the Declaration and the By-Laws.

ARTICLE IX – Grievance Procedure

- 9.01 Person or Group Adversely Affected: A person or group adversely affected by a decision or policy of the Association may submit in writing a complaint to any member of the Board of Directors.
- 9.01.1 The President within seven (7) of receipt will form a Grievance Committee consisting of three Members one of which will be a director. The committee will elect its chairperson.
- 9.02 Receipt of Complaint: Within fourteen (14) days of receipt of the complaint, the committee shall arrange with the petitioner a mutually acceptable place, day and hour for a review of the complaint, and will in writing, within thirty days recommend a resolution of the grievance to the Board of Directors.
- 9.03 Final Resolution: The committee shall attempt to resolve the complaint and shall submit a report of their recommendation and/or action to the complainant and Board of Directors. If the committee, Board and petitioner cannot reach agreement, final resolution of the complaint shall be by vote of a majority of the membership at a general or special meeting.

ARTICLE X – Construction/Landscaping Rules and Regulations

10.01 Nothing in Article 10 applies to a property owner doing any type of work on their property.

10.02 Definitions

10.02.1 Construction: Any activity that is covered by a White County issued building and/or land disturbance permit is covered by these rules and regulations.

10.02.2 Landscaping: If a company or individual (hired by lot owner) is performing landscape work (including but not limited to chain sawing, grass cutting, weed cutting, leaf blowers), these activities are covered by these rules and regulations.

10.02.3 These rules are not meant to restrict a property owner from performing repair/improvement work on their own property. Activities by property owners that are limited in scope and which do not generate excess noise are not covered by these rules and regulations. A good rule of thumb is if the activity/noise was being done by your neighbor, if it would bother you, it would be best to limit those activities to the times listed in section 10.08.

10.03 Any property owner who hires a builder, contractor, or subcontractor engaging in landscape work and/or construction, on a lot or home in Panorama Estates must comply with the following construction/landscaping regulations. The Board of the Property Owners Association may assess a minimum fine of \$100 per day and other penalties for failure to adhere to these regulations. Owners are responsible for keeping builders, contractors, and subcontractors working on their behalf informed of all current rules and regulations.

10.04 Portable Toilets: As per White County Ga regulations contractors (or owners if they are not using a general contractor), must at their expense provide a portable toilet for workers. Portable toilets must be placed on the job site (that is, they may not be placed on any common areas), must be maintained in a sanitary condition and anchored in such a way as to not tip-over during high wind conditions.

10.05 On-Site Materials: A reasonable amount of building materials may be stored on the job site. Materials may be stored on the job site only and not on any adjoining lot (unless permission is obtained from the lot owner) or common area. Materials must be secured against high winds.

10.06 Cleanup and Disposal of Trash and Debris: Construction debris, excavated material, plant material, and trash shall not be allowed to accumulate at any job site, shall not be disposed of on any lot or common area or in any trash container other than a container ("dumpster") located at the construction site. Contractors may provide containers ("dumpsters") for debris or otherwise ensure a clean and safe construction site. The contractor is responsible for keeping the area around the dumpster clean. Dumpsters, loose lumber, building materials, tools and misc. debris must be anchored so as to not fly away during periods of high winds. Debris from landscape work may be disposed of on the owner's property in a manner that does not create a nuisance to other property owners.

10.07 Concrete and mortar suppliers and contractors may clean their delivery vehicles or other equipment only on the owner's lot and nowhere else on Panorama Estates premises.

10.08 Responsibility for Workers: Owners are solely responsible for the actions of their contractors and their subcontractors while working on that owner's projects in Panorama Estates. The Property Owners Association cannot be held liable for any such actions.

10.09 Working Hours and Noise Restrictions: Except with advanced written request and approval of the Board, no construction/landscape work of any kind is allowed before 7:00 a.m. or after 7:00 p.m. Monday through Sunday. The Board may impose a minimum fine of \$100 per day for violation of this rule.

10.10 Construction/Landscape Traffic and Parking: Construction/landscape personnel must drive cautiously and observe the posted speed limit of 25 mph. Construction/landscape personnel shall not park vehicles or equipment on or otherwise use other sites or lots, other owner's driveways, open spaces, or any common areas (except by written request and approval by the Board). All vehicles must be parked such that they do not block traffic, or driveways. No overnight parking of construction/landscape personnel vehicles, except by written request and approval by the Board. Vehicles shall be parked so as not to hinder the flow of traffic. The Board reserves the right to have offending vehicles or equipment towed at the lot owner's expense.

- 10.11 Repair and Restoration of Damaged Property: Any damage to property owned by others (including by the Property Owners Association) must be repaired or restored promptly (generally within 30 days) at the expense of the responsible party, or the lot owner if the responsible party cannot be determined. Upon completion of construction, the property owner is responsible for cleaning his/her job site and repairing all property that was damaged. Repair and restoration include, but is not limited to, repairing streets, driveways, paths, culverts, signs, and lighting.
- 10.12 For the purposes of this section where approval of the board is required The Board President (or vice President) has the authority to grant that approval. Emergencies or unanticipated circumstances where time is of the essence may occur where a written request is not possible. The Board President (or vice President) has the authority under these circumstances to grant verbal approval for exceptions to these rules and regulations.

ARTICLE XI – Miscellaneous


- 11.01 Fiscal Year. The fiscal year of the Association shall be determined by resolution of the Board. In the absence of such resolution, the fiscal year shall be the calendar year.
- 11.02 Conflicts. If there are conflicts or inconsistencies between the provisions of Georgia law, The Articles of Incorporation, the Declaration, and these By-Laws, then the provisions of Georgia law, the Declaration, the Articles of Incorporation, and the By-Laws (in that order) shall prevail.
- 11.03 Books and Records.
- 11.03.1 Inspection by Members and Mortgagees. The Declaration, the By-Laws, copies of rules and use restrictions, membership register, books of account, and minutes of meetings of the members of the Board and of committees shall made available for inspection by any member of the Association or by his or her duly appointed representative and by holders, insurers, or guarantors of any first Mortgage at any reasonable time and for a purpose reasonably related to his or her interest as a member or holder, insurer, or guarantor of a first Mortgage at such reasonable place as the Board shall prescribe.
- 11.03.2 Rules for Inspection.
- 11.03.2.1 A person or group (requestee) who wishes to inspection an Association document shall submit in writing the request for inspection to the President of the Board of Directors. The request must state which association document they want to inspect. Only one document can be requested per request.
- 11.03.2.2 Within seven (7) days the President will forward the request to the Director who maintains the record.
- 11.03.2.3 The appropriate Director will contact the requestee within seven (7) days of receiving the request to set up a time and date when the inspection can be made.
- 11.03.2.3.1 This inspection may take place as late as forty-five (45) days from date of request.
- 11.03.2.4 If requestee asks for a hard copy of the document they must pay the cost of reproducing the document. Copy fees will be established by the Board and set forth by a Board adopted policy.
- 11.03.2.4.1 Due to security issues electronic copies of a document will not be provided.
- 11.03.2.4.2 No personal information of Members will be provided as part of document inspection, this includes but not limited to mailing addresses, email addresses and phone numbers.
- 11.03.2.5 To prevent abuse of the Inspection system only one request per lot owners will be accepted per calendar quarter (i.e., one request for the January, February and March period).
- 11.03.2.6 Inspection by Directors. Every Director shall have the absolute right at any reasonable time to inspect all books, records, and documents of the Association and the physical properties owned or controlled by the Association. The right of inspection by a director includes the right to make extra copies of documents at the reasonable expense of the Association.
- 11.04 Financial Review. A review of the accounts of the Association shall be made annually in the manner as the Board of Directors may decide; provided, however, after having received such review at the

annual meeting, the Owners, by a Majority vote, may require that the accounts of the Association be audited as a common expense by a certified public accountant. Upon written request of any institutional holder of a first Mortgage and upon payment of all necessary costs, such holder shall be entitled to receive a copy of an audited financial statement within ninety (90) days of the date of the request.

11.05 Agreements. All agreements and determinations including settlement agreements regarding litigation and involving the Association, lawfully authorized by the Board of Directors shall be binding upon all Owners, their heirs, legal representatives, successors, assigns, and others having an interest in the Properties or the privilege of possession and enjoyment of any part of the Properties.

Addendum Adopted, September 16th, 2023, pursuant to the power and authority set out in said Article 6, section 03, of the By Laws of Panorama Estates Property Owners Association, Inc., dated September 30th, 1996, recorded in Deed Book 471, pages 440-408, Office of Clerk, Superior Court, White County, as heretofore amended, by majority vote of the members present, in person or by proxy.

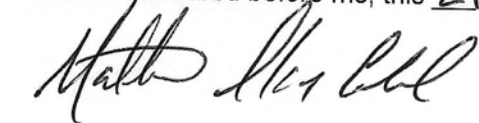
Approved:


Edward Siggelkow, as President of said Property Owners Association

I certify that the foregoing amendment was duly adopted at the time and place herein set forth, and that the persons named as officers of the Panorama Estates Property Owners Association are the duly qualified officers of said association as set forth therein. I further certify that all required notice of said meeting was duly given.


Angela Bush as Secretary of said Property Owners Association

Sworn to and subscribed before me, this 24 day of October 2023


MATTHEW ALAN GREGG

