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THE CACAPON HIGHLANDS PROPERTY OWNERS' ASSOCIATION

CONSTITUTION

Section 1. The name of this unincorporated association is the Cacapon Highlands Property Owners' Association, and the members shall be those persons owning lots and required to pay the annual mandatory assessments in the Cacapon Highlands Subdivision in Morgan County, West Virginia.

Section 2. The mailing address of the Association shall be at a location determined by the Board of Trustees.

Section 3. The purposes for which the Association is formed are:

- a). To administer the funds collected from the members of the Association for the maintenance, improvements, or repairs of existing private roads, common lands and right-of-way in the Cacapon Highlands Subdivision, or other purposes in the common good as determined by the Board of Trustees.
- b). To elect a Board of Trustees to be the governing body of the Cacapon Highlands Association subject to the approval by the Association body.
- c). To enforce the rules and regulations as set forth in the attached Bylaws and in the Covenants, Conditions and Restrictions.

Section 4. The Trustees of the Association to be elected as provided by the By-Laws shall have the authority to collect, demand, and sue for the mandatory annual assessment which each lot owner is required to pay under the terms of Article 3, Paragraph 1 of the Covenants, Conditions and Restrictions, pertaining to the subdivision as the same is recorded in the Office of the Court of Morgan County, West Virginia, Deed Book 111, Page 222.

Section 5. The qualifications for the members of the Association, the property, voting and other rights and privileges of the members shall be as from the time set forth in the By-Laws of the Association.

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BY-LAWS OF THE CACAPON HIGHLANDS PROPERTY OWNERS' ASSOCIATION

ARTICLE I

Section 1. The membership of the Association shall consist of those property owners owning lots in the Cacapon Highlands Subdivision in Morgan County, West Virginia.

Section 2. Each member shall be liable to such assessment as the protective Covenants, Conditions and Restrictions may provide, and there shall be no transfer of membership in the Association until such dues are paid in full to the Association.

Section 3. In all elections, the owner or owners of each lot on which the assessments have been paid to date shall have one (1) vote. A majority of votes by those in attendance or by proxy shall be requisite to determine a question.

Section 4. Voting in the Association may be in person or by proxy, provided such proxy is executed by the lot owner(s) and filed with the Trustees in writing before the meeting at which the proxy is to be voted.

Section 5. In the event of the sale or transfer of a lot, the seller shall provide the buyer with a copy of this document, a copy of the Covenants, Conditions and Restrictions, and shall be responsible for dues assessed prior to the sale or transfer of the property and shall provide the Trustees with the name, address, and phone number of the new owner.

Section 6. On transfer or sale of a lot, the seller's membership in the Association shall cease.

ARTICLE II

Section 1. The Board of Trustees of the Association shall consist of five (5) Regular members, plus up to two (2) Alternate non-voting members. The five (5) Regular members shall elect from their number one (1) person as chair and one (1) as co-chair; one (1) Treasurer who shall administer all funds for the Association; one (1) Secretary who shall administer all notification and recording for the Association and one (1) person who shall be a Trustee-at-Large. Any unfulfilled term may be filled through a special election at any regular meeting of the Board of Trustees from the entire Board (Regular and Alternate).

Section 2. The Trustees shall be members of the Association and shall attend the annual meeting of the Association, which shall be held in May of each year.

Section 3. The original Trustees were appointed by Tuscarora Land Co. from among the persons then owning lots in the Cacapon Highlands Subdivision, two (2) to serve a term of three (3) years; one (1) to serve a term of two (2) years; and two (2) to serve a term of one (1) year; thereafter the members of the Association shall elect Trustees as necessary to fill the vacancy or vacancies on the Board as they occur. Each elected Trustee shall serve a term of three (3) years, except alternate trustees who will serve a term of one (1) year.

ARTICLE III

Section 1. The Chair of the Board of Trustees shall preside at all meetings of the members and at all meetings of the Trustees, and shall implement and direct the execution of the policies and functions of the Association. Upon request of two (2) Trustees and the Chair, a special meeting of the Trustees or of the Association may be held.

Section 2. The Trustees shall meet no more than 90 days nor less than 60 days prior to the annual meeting and not less than two additional times per year as called by the Chair.

Section 3. The Board of Trustees shall establish regulations necessary for the payment of the day to day expenses and shall be responsible for the initiation and maintenance of a fund for petty cash and the authorization to pay such ordinary and recurring items of expense as may be necessary.

Section 4. The Trustees shall have custody of all monies of the Association. The Trustees shall deposit the same in a bank account under the name of the Association and keep a full and complete account of all the transactions by and on behalf of the Association. All checks and drafts on the Association's funds shall be signed by the Treasurer and one (1) other Trustee, except where otherwise specially provided by the Board of Trustees. The Trustees shall exhibit a statement of the account annually to the members at the annual meeting.

ARTICLE IV

Section 1. The members shall receive from the Secretary at least fifteen (15) days notice of the annual meeting of the Association, which shall be held on the grounds of the Cacapon Highlands Subdivision or at another location acceptable to a majority of the Trustees, at a time to be designated by the Trustees. At the annual meeting, one or more Trustees, sufficient to fill the Board's defined membership of five (5) persons, shall be nominated and elected by a majority of the members present to serve terms of three (3) years. Two (2) alternate members shall also be nominated and elected for a term of one (1) year. Each eligible member may vote in person or by proxy.

Section 2. The Secretary shall, at least fifteen (15) days prior to each meeting of the Trustees, provide each Trustee a written notice of the meeting by mailing the time and place set for said meeting.

Section 3. Nothing hereinbefore set forth with reference to Trustee meetings and notices of meetings, shall preclude the holding of a meeting pursuant to waiver and by agreement of all the members of the Board of Trustees as the case may be.

ARTICLE V

Section 1. Amendments to these by-laws may be at any annual meeting provided that the proposed amendment being offered be in writing and notice of said proposed amendment be mailed to all members of the Association, together with a copy of same at least fifteen (15) days prior to the annual meeting at which said amendment shall come before the membership for vote.

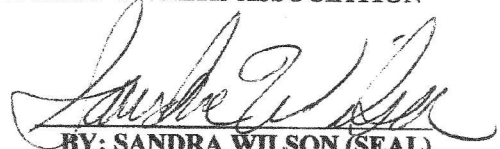
Section 2. To be adopted, any amendments to the By-laws must receive a majority of the vote of the members represented at the Annual Meeting either in person or by proxy.

This CONSTITUTION and BY-LAWS, by authority of the Declaration of Covenants, Conditions and Restrictions of the original Declarant, the Tuscarora Land Company, has transferred to Cacapon Highlands Property Owners Association, all rights, responsibilities and duties of the Declaration of Covenants, Conditions and Restrictions.

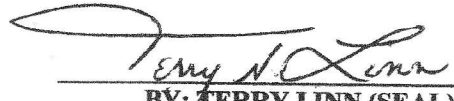
IN WITNESS WHERE OF, the CACAPON HIGHLANDS PROPERTY OWNERS ASSOCIATION, being the new Declarant herein, has caused this declaration to be signed by its Chairperson and Secretary, as attested by;

Witness the following signature(s) and seal(s) this day of 17th of June 2015.

CACAPON HIGHLANDS PROPERTY OWNERS ASSOCIATION



**BY: SANDRA WILSON (SEAL)
IT'S: BOARD CHAIRMAN**

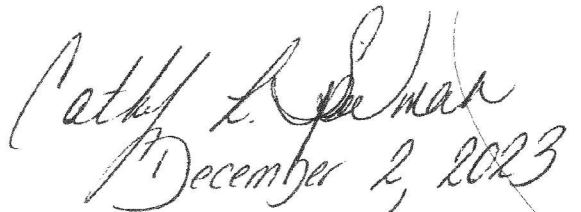


**BY: TERRY LINN (SEAL)
IT'S: BOARD SECRETARY**

STATE OF: West Virginia

COUNTY OF: Morgan

I, Cathy L. Spielman, a Notary Public in and for the county and state aforesaid, do hereby certify that **SANDRA WILSON**, Board Chairperson and **TERRY LINN**, Board Secretary for the **Cacapon Highlands Property Owners Association**, has this day acknowledged this declaration to be the Act of said association.



ANNUAL MEETING
CACAPON HIGHLANDS PROPERTY OWNERS ASSOCIATION
6 MAY 1995

The annual meeting of property owners of Cacapon Highlands was called to the order by Board Chair Gretchen Wyman at 2:00 p.m. on 6 May 1995 in the Thoreau Room at Coolfont, Berkeley Springs, West Virginia.

APPROVAL OF MINUTES

The minutes of the last annual meeting were read and approved by the members present.

FINANCIAL REPORT

Shirley DePaolis presented the financial report through 1 May 1995. She reported that \$6,199.10 had been collected in dues to date with only 2 properties not having paid their annual fees yet. A total of \$315 of the \$915 owed had been paid by the Dyers for the damage to the front gate. Expenses for the year totaled \$4,017.91. The current balance in the checking account is approximately \$6,228.29 and in reserve as a Certificate of Deposit is \$6,465.83 as of 6 May 1995. Shirley then presented the 1995-96 budget proposed by the Board. It was noted that although gypsy moth spraying was not necessary this year, if needed next year the cost will be \$5/acre, or approximately \$3,400. The budget for 1995-96 was approved by the members present.

SECURITY REPORT

Bud Wyman, Security, reported there had been no major problems this year other than receiving many complaints about the front gate being left open. There was much discussion about who was responsible and how to prevent this. It was decided that a notice to lock the gate would be placed on the bulletin board and on the gate. Bud indicated he wanted to step down and Phyllis Manimbo volunteered to take over security. The security report was approved by the members present.

ROAD REPORT

David Klaas presented the road maintenance report indicating that 2 ditches had been installed to control runoff from driveways onto the main road. It was noted that the front gate had been bent and that although there were several possible culprits, no one had stepped forward to claim responsibility. David thanked Tom Thompson for making and helping install the new road signs and Tom Patton who donated the plexiglass for the bulletin board. It was suggested that Bernie Hook be asked to place more gravel around the gate and at the bulletin board. Bud Wyman indicated that the sand barrels needed to be filled and that sand could be obtained at the glass plant. The road report was approved by the members present.

ELECTION OF BOARD MEMBERS

Gretchen Wyman presented the slate of candidates for Board positions which included David Klaas and Phyllis Manimbo as regulars. Sandra Wilson and Ted DePaolis agreed to accept nominations from the floor as alternate board members. Tom Thompson and Karen Day each received one vote by proxy. There being no further nominations, Gretchen called the vote and the slate of candidates was elected by the members present.

PROPERTY MANAGER POSITION

Shirley Depaolis indicated she wished to terminate her position as Property Manager and Barry Stahl volunteered to accept the position.

CONSTITUTION/BYLAWS AMENDMENTS

Elaine Young presented the modifications to the Constitution and Bylaws. Four votes against and seven for the proposed changes were received by proxy. The changes were approved by the members present.

OTHER BUSINESS

There was concern expressed about placing a map on the bulletin board which showed where houses were located. Although it was meant to help locate lots in case of fire or for sale, the concern was that it would also aid potential burglars in locating vacant cabins. It was decided to put up a map with no houses shown.

Elaine Young raised the question about whether the newsletter should be limited to 2/year. The majority of people present indicated they wanted the newsletter to remain 3/year.

Elaine Young announced that Al Stahl was selling his lot D6 for \$37,500 and that interested parties could contact him at (304) 263-6071 or Long & Foster.

The meeting was adjourned at 3:30 p.m.

Elaine Young
Secretary