

ALLEN ACRES HOMEOWNERS ASSOCIATION BY-LAWS

ARTICLE I

Definitions

1. "Association" shall mean and refer to Allen Acres Homeowners Association, a non-stock, nonprofit corporation organized and existing under the laws of the State of Maine.
2. "Plan" shall mean and refer to the land situated along Main St, Cumberland County, Maine, and designated as those lots shown on a subdivision plan entitled "SUBDIVISION PLAN OF: ALLEN ACRES, MAIN ST, GORHAM MAINE," dated April 14, 2011, Project No. 10180, by Pinkham & Greer Consultant Engineers, of Falmouth, Maine, for Susan Duchaine, LLC, approved by the Town of Gorham Planning Board on __September 12, 2011, and recorded at the Cumberland County Registry of Deeds in Plan Book 211, Page 279/280 (hereinafter "Plan"); and.
3. "Member" shall mean and refer to each owner (whether an individual person, corporation, partnership or other legal entity) of record of said lots in as shown on aforesaid Plan, but shall not mean and refer to an owner of record whose only interest in such lot or parcel of land is as mortgagee under a real estate mortgage as security for the performance of an obligation, until and unless such owner shall have commenced proceedings under the laws of the State of Maine to foreclose such mortgage and shall have delivered a certificate to the effect to the Secretary of the Association.

ARTICLE II

Location

The principal office of the Association shall be located at Gorham, in the County of Cumberland and the State of Maine.

ARTICLE III
Membership and Voting Rights

Each owner of a lot as designated in Article I, Paragraph 3, shall be a Member of the Association. However, each lot is allocated only one (1) vote regardless of whether the owner of the lot is one or more individuals, a corporation, partnership or other legal entity.

ARTICLE IV
Purpose and Financing of Association

Section 1. Purpose. The purposes of the Association shall be:

1. To maintain a road or way depicted on the Plan as Carnation Drive & Geranium Drive (hereinafter "Road") until such time that the Road maybe be accepted by the Town of Gorham as a Town Road, including
2. The operation, inspection and maintenance of the Storm Water Management System and its infrastructure including all drainage and maintenance easements as shown on the Plan, the detention basin infrastructure, and all other aspects of the Storm Water Management System, in accordance with the BMP Maintenance Plan of Stormwater Facilities. The "Homeowners Association" is responsible for compliance with the Town of Gorham's Stormwater Ordinance, The "Homeowners Association" is also responsible for compliance with the DEP Stormwater permit, Chapter 2, Post-Construction Stormwater Management. The Town of Gorham will not be responsible for any maintenance related to the Storm Water Management System except those portions located in the road right-of-way and only if the road is excepted by the Town of Gorham as a 'Town' road.
3. The administration and enforcement of any protective covenants and easements set forth in the "ALLEN ACRES DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS. By Susan Duchaine LLC.", recorded at the Cumberland County Registry of Deeds at Book 211, Page 271/280; including any restrictions related to buffer areas as required by the Maine Department of Environmental Protection Storm Water Management Permit No. I-25314-NJ-A-N or as articulated in the notes on the Plan.
4. The performance of any functions relating to the use, maintenance or improvement of the Property.

The Association or any Owner shall have the right to enforce, by any proceeding at law or in equity, all restrictions, conditions, covenants, reservations, liens and charges now or hereafter imposed by the provisions of this Declaration. Failure by the Association or any Lot Owner to enforce any covenant or restriction herein contained, shall not be considered a waiver of the right to do so thereafter. This Declaration is independent of any requirements or restrictions imposed by the Ordinances of the Town of Gorham. Nothing in this Declaration relieves any person of any obligation to comply with such ordinances. Except as otherwise expressly set forth herein, the Town of Gorham has no authority or responsibility to enforce the provisions of this Declaration.

Section 2. Financing. Financing of the actions of the Association shall be through gifts to the Association or from the Association members from time to time upon affirmative vote of $\frac{2}{3}$ Members, and from fund raising activities in which the Association may engage. The Association's funds shall be used for the purpose described in Article IV, Section 1. The Association shall have the authority to levy annual charges against all association members to defray the reasonable expenses associated with protection of the drainage easement, common open space and maintenance of the road at an amount to be established by the homeowners, which each owner would be responsible for $\frac{1}{25}$ of total. An annual charge levied pursuant to this paragraph shall be subordinated to the lien of a recorded first mortgage on any lot. After ten (10) days written notice to any lot owner of any unpaid assessments or charges, the Association may enforce the collection of said assessments or charges by recording a lien against said lot in the Cumberland County Registry of Deeds.

ARTICLE V **Board of Directors**

Section 1. Board of Directors. The affairs of the Association shall be governed by the Board of Directors Consisting of no less than three (3) and no more than seven (7) Directors who need not be members of the Association, and who shall hold office until the election of their successors. Such Directors are elected by the member(s) of each property, at the annual meeting of the members.

Section 2. Powers and Duties. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association and shall do all such acts and

things except those which by law or by these By-Laws may not be delegated to the Board of Directors by the members. Such powers and duties of the Board of Directors shall include, but shall not be limited to, the following:

1. Protection, inspection, and maintenance of the Storm Water Management System Infrastructure as described in Article IV, Section 2;
2. Employment and dismissal of the personnel necessary for such protection;
3. Adoption and amendment of reasonable rules and regulations governing use of the road so long as it remains a private road;
4. Opening of bank accounts on behalf of the Association and designating the signatories required therefor;
5. Maintenance of the road and associated drainage, if not accepted by the Town of Gorham.
6. Revisions to the drainage infrastructure cannot be made with out prior review and approval by MDEP and the Town of Gorham.

Section 3. 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 the majority of the members of the Board of Directors, but at least one (1) such meeting shall be held during each fiscal year to elect the officers of the Association and to transact such other business as may be necessary. Notice of regular meetings of the board of Directors shall be given to each member of the Board of Directors, by mail, telephone or telegraph, at least five (5) business days prior to the day named for such meeting.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by the President on three (3) business days notice to each member of the Board of Directors, given by telephone or telegraph, or on five (5) business days notice given by ordinary first-class mail, which notice shall state the time, place and purpose of the meeting. Special meeting of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least three (3) members of the Board of Directors.

Section 5. Waiver of Notice. Any member of the Board of Directors may at any time waive notice of any meeting of the Board of Directors in writing, and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a member of the Board of Directors at any meeting of the Board shall constitute a waiver of notice by him or the time and the place thereof. If all the members of the Board of Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 6. Quorum of Board of Directors. At all meetings of the Board of Directors, a majority of the voting interests thereof shall constitute a quorum for the transaction of business, and the votes of a majority of the voting interests of the Board of Directors present at a meeting at which a quorum is present shall constitute the decision of the Board of Directors. If at any meeting of the Board of Directors there shall be less than a quorum; a majority of those present may adjourn the meeting from time to time. At any such adjourned meeting at which a quorum should be present, any business, which might have been transacted at the meeting originally called, may be transacted without further notice.

Section 7. Informal Action by Board of Directors. Any action required to be taken at a meeting of the Board of Directors or any other action which may be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the members of the Board of Directors entitled to vote with respect to the subject matter thereof.

Section 8. Compensation. No member of the Board of Directors shall receive any compensation from the Association for acting as a Director, except that members of the Board of Directors may be reimbursed for expenses they incur in connection with their services of Directors, as the Board may from time to time determine.

Section 9. Fiscal Year. The fiscal year for the Association shall be the calendar year.

ARTICLE VI

Members

Section 1. Annual Meetings. The first annual meeting of the Members shall be held within sixty (60) days after the closing of the sale of the 25th lot by Allen Acres or on the second Tuesday of _____, 20____, whichever is first. Thereafter, the annual meeting of the association shall be held each year on the second Tuesday of April or, in the event that day is a legal holiday, then in the first day thereafter which is not a holiday.

Section 2. Parliamentary Procedure. At all meetings of the members or of the Board of Directors, Roberts' Rules of Order, as then amended, shall be followed, except in the event of conflict, in which case these By-laws shall prevail.

Section 3. Proxies. Votes may be cast in person or by proxy. Proxies must be filed with the Secretary at or before the time of each meeting. A member or Director may designate any person, who need not be an owner, to act as proxy. The designation of any such proxy shall be made in writing, signed by the member or Director and shall be revocable at any time by written notice to the Secretary by the person designating the proxy.

ARTICLE VII Officers

Section 1. Designation. The principal officers of the Association shall be the President, the Secretary/Clerk and the Treasurer, all of whom shall be elected by the Board of Directors. The Board of Directors may appoint such other officers as in its judgment may be necessary.

Section 2. Election of Officers. The officers of the Association shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors and shall hold office at the pleasure of the Board of Directors.

Section 3. Removal of Officers. Upon the affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor may be elected at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for that purpose.

Section 4. President. The President shall be the chief executive officer of the Association. He shall preside at all meetings of the members and the Board of Directors. He shall have all of the general powers and duties which are incident to the office of the President of a non-profit corporation organized under the laws of the State of Maine, including, but not limited to the power to appoint committees, from among the members and from time to time as he may in his discretion decide is appropriate, to assist in the conduct of the affairs of the Association. Susan J. Duchaine shall act as President until some other person is elected.

Section 5. Secretary/Clerk. The Secretary/Clerk shall keep the minutes of all meetings of the members and of the Board of Directors; he shall have charge of such books and papers as the Board of Directors may direct; and he shall, in general, perform all the duties incident to the office of Secretary/Clerk of a non-profit corporation organized under the laws of the State of Maine.

Section 6. Treasurer. The Treasurer shall have the responsibility for Association funds and securities and shall be responsible for keeping full and accurate financial records and books of accounts showing all receipts and disbursements and for the preparation of all required financial data. He shall be responsible for the deposit of all monies and other valuable effects in the name of the Association, or the managing agent, in such depositories as may from time to time be designated by the Board of Directors; and he shall in general, perform all the duties incident to the office of Treasurer of a non-profit corporation organized under the laws of the State of Maine.

Section 7. Agreements, Contracts, Checks etc. All agreements, contracts, check and other instruments of the Association shall be executed by two officers of the Association or by such other person or persons as may be designated by the Board of Directors.

Section 8. Compensation of Officers No officer shall receive any compensation from the Association for acting as such, except that officers may be reimbursed for expenses incurred by them for their services as officers of the Association, as the Board of Directors may from time to time determine.

ARTICLE VIII
Records

Section 1. Records and Audits. The Board of Directors or its agent shall keep detailed records of the actions of the Board of Directors and its agent, minutes of the meetings of the Board of Directors, and financial records and books of account for the Association and maintain records per plans for MDEP.

Section 2. Statement. A written report summarizing all receipts and expenditures of the Association shall be rendered by the Board of Directors to all members at least annually.

ARTICLE IX
Miscellaneous

Section 1. Notices. All notices hereunder shall be sent registered or certified mail to the Board of Directors, care of the President, to the office of the Board of Directors or to such other address as the Board the Directors may hereafter designate from time to time by notice in writing to all members. All notices to any lot owner shall be sent by ordinary prepaid mail to the address or to such other address as may have been designated by them form time to time, in writing to the Board of Directors. All notices shall be deemed to have been given when mailed, except notices of change of address, which shall be deemed to have been given when received.

ARTICLE X
Amendments to By-laws

These By-laws may be altered, amended or added to at any duly called meeting or members provided: (1) that the notice of the meeting shall contain a full statement of the proposed amendments; and (2) that the amendment shall be approved by at least seventy-five percent (75%) of the total votes in the Association.

ARTICLE XI
Dissolution

Upon dissolution, if permitted by law, or final liquidation of the Association, all assets of the association shall become the sole and exclusive property of the then existing members of the Association in the proportion to their respective membership interests.

IN WITNESS WHEREOF, said corporation has caused this instrument to be executed this, 5 day of October, 2011.

Susan Duchaine, LLC.

[Signature]
Witness KATHLEEN A MAURER

[Signature]
Susan J. Duchaine: Owner

Received
Recorded Register of Deeds
Oct 05, 2011 12:58:57P
Cumberland County
Pamela E. Lovley

STATE OF MAINE
CUMBERLAND,

October 5, 2011

The personally appeared the above-named Susan Duchaine LLC, acknowledged the foregoing instrument to be her free act and deed in her said capacity and the free act and deed of Susan Duchaine, LLC.

Before me,

[Signature] **SEAL**
Notary Public

Typed or printed name of Notary:

Allen ACres homeowners association 01-06-2011

KATHLEEN A. MAURER
NOTARY PUBLIC, STATE OF MAINE
MY COMMISSION EXPIRES: NOV 23, 2013