

The Preserve at Wolf Bay Property Owners Association, Inc.  
Bylaws and Declaration of Covenants, Conditions, and Restrictions

March 29, 2025

The Members of The Preserve at Wolf Bay Property Owners Association, Inc., by proper vote pursuant to the Bylaws adopted on April 24, 2004, adopt the following Bylaws and Declaration of Covenants, Conditions, and Restrictions on March 29 , 2025.

**Bylaws**

**Members**

The Association shall be composed of persons or entities owning in fee simple the properties in the Preserve at Wolf Bay shown on the attached map. The owners shall be called "Members." Each Member shall have one vote for each lot in the Preserve the Member owns. This means, for clarity, that each lot gets one vote. There are presently 13 lots in the Preserve.

**Meetings**

The Association shall hold regular meetings as called by the President. Special meetings may be called by the President or by written request of the Members entitled to 25% of the 13 possible votes. Any participant may call for the meeting to be conducted in accordance with Roberts Rules of Order—Simplified.

The notice of a regular meeting shall be provided to all Members by regular mail and/or electronically via email no less than 30 days and not more than 60 days before the meeting is to take place and shall designate the date, time, and place (which shall be in the City of Foley and preferably in the Preserve); an agenda showing matters to be considered in reasonable detail; the minutes of the prior meeting; and any special matters to be considered. Any notice of a special meeting will describe with specificity the purpose of the special meeting.

Members may attend in person, by virtual means (such as Zoom or Teams), or by proxy (which shall be delivered in writing in hard copy or from the email address of record to the Secretary no less than 72 hours before the meeting and shall be valid only for one meeting). Presence at the meeting shall constitute waiver of objection to lack of proper notice unless the Member is present solely for the purpose of objecting to the notice. Each Member, upon adoption of these Bylaws and Declarations, will provide the Secretary with a mailing address and an email address. Each Member shall be responsible for providing any changes to those addresses, and the notice shall be sent to the addresses on the list maintained by the Secretary. A quorum for any meeting shall require the presence, in person, virtually, or by proxy, of no less than Members with 66% of the 13 possible votes. Whether a quorum exists shall be determined when roll is called or attendance is otherwise recorded for the minutes.

**Executive Committee and Officers**

The Executive Committee shall consist of the Officers. The Association shall have a President, a Vice President, a Treasurer, a Secretary, and such other officers as the Members decide are appropriate at any meeting. The President, Vice President, and Treasurer shall be separate Members. The same Member may

serve as Treasurer and Secretary. There shall be only one officer from any one household. Any officer may be elected or removed with or without cause by a majority vote of the Members.

The President shall preside at Executive Committee meetings and Member meetings, see that the duties of the Executive Committee and the officers are carried out, and approve and sign any legal documents related to the Association. The President shall approve in writing (which may be by email but not by text) any payment made on behalf of the Association in excess of \$1000.

The Vice President shall act as the President in the absence or infirmity of the President.

The Treasurer, or the Treasurer's designee (which shall be bonded), shall receive and deposit all money received by the Association. The Treasurer shall receive, review, and if appropriate approve any invoices from any vendors; cause such vendors to be paid as appropriate; and prepare current and proper records of all receipts and expenditures for review by the President and the Members. The financial records shall be presented at any Executive Committee meeting upon request and at any regular Member meeting

The Secretary, or the Secretary's designee, shall issue notices of Executive Committee, regular, and special meetings. The Secretary shall keep minutes of Executive Committee and Member meetings including, but not limited to records of any votes, maintain accurate lists of Members with contact information, and perform such other duties as assigned by the Executive Committee. Minutes of any meeting shall be distributed to the Members within 60 days of the meeting.

Any designee must be approved by the Executive Committee before taking any action.

The Executive Committee shall have the power and responsibility to:

Exercise any powers and fulfill any duties necessary or appropriate to manage the Preserve, fulfill the Declaration, and protect the property values of the Members, unless authority to take actions is reserved to the Members. This shall include but not be limited to obtaining insurance, arranging contracts for maintenance of common areas, and designating committees to serve specific purposes. The Executive Committee shall have the powers required by Alabama Code 35-20-5 (c).

Enforce the Declaration through directions to Members, imposition of fines, initiation of legal proceedings, and/or other lawful and appropriate acts.

Ensure proper records of the acts of the Executive Committee, the officers, and the Members are maintained, including budgets, financial records, and records concerning the common areas. Such records shall be made available to Members upon reasonable notice at reasonable times and places.

Subject to the terms of the Declaration, set the amount of regular annual assessments, serve notice of assessments not less than 30 days or more than 60 days before the assessments are due, and take action to collect and enforce assessments, including bringing legal action if necessary or appropriate.

Supervise the officers.

Appoint the members of the Architectural Review Committee, subject to affirmation as set out below.

Decide whether to engage a management service for the Association and if appropriate engage a manager.

Create and maintain a plan to address issues presented by acts of nature, specifically tropical storms and hurricanes.

## **Other Provisions**

Any action permitted or required to be taken by the Executive Committee shall be decided by majority vote. The Executive Committee may act without a meeting if email or written consent setting forth the action shall be given by all members of the Executive Committee and submitted to the Secretary for inclusion in the minutes book.

The Bylaws and Covenant may be amended at any regular or special meeting upon approval by 75% of the 13 possible votes. A mere quorum shall not have the power to amend the Bylaws or Declaration.

## **Declaration of Covenants, Conditions, and Restrictions**

The Members of The Preserve at Wolf Bay Property Owners Association, Inc., by authorized and proper votes as recorded by the Secretary, adopt this Declaration of Covenants, Conditions, and Restrictions. The terms of the Declaration shall be binding on all Members and their successors or assigns and shall be recorded with the appropriate governmental authorities to provide notice of the terms, which shall run with the land to any and all buyers, lenders, or others with any interest in any portion of any property within the Preserve.

## **Definitions**

“Association” shall mean The Preserve at Wolf Bay Property Owners Association, Inc.

“Member” shall mean the owner or owners in fee simple of any lot in the Preserve.

“Preserve” shall mean the properties shown in Attachment A and such additions as shall be made from time to time.

“Common areas” shall mean the portions of the Preserve designated as “common” in Attachment A. The “common areas” shall be owned by the Association and shall be held and preserved for the common use and enjoyment of the Members.

“Lot” or “lots” shall mean the properties shown in Attachment A designated by the term “lot.”

“Work from home” shall mean conducting activities for profit or not for profit that do not involve customer or client visitation to the Preserve.

## **Covenants**

The Executive Committee shall meet from time to time. The Executive Committee shall annually, during the first calendar quarter of the year, review annual dues and adjust dues as deemed necessary and appropriate. Annual dues shall not be decreased or increased by more than 10% per year without a special meeting of the Members to consider the matter.

Each Member agrees, on behalf of the Member and any successor in interest, to abide by the Bylaws and Declaration. This includes but is not limited to paying assessments when due, including any fees or costs incurred for collection. This includes but is not limited to agreeing that the Association has and may assert a lien on the Member’s property located in the Preserve for any unpaid assessments and related charges.

The assessment shall be deemed delinquent if not received by the last day of the month for which it is due. A late fee, to be determined by the Executive Committee, may be assessed against each Member who

is delinquent in payment of Dues and Assessments, in addition to interest at an annual rate of eighteen percent (18%) on all monthly balances that are delinquent.

Each Member agrees, on behalf of the Member and any successor in interest, to include in any and every instrument transferring any ownership interest in the Member's property in the Preserve provisions binding the owner of any transferred interest to abide by the Bylaws and Declaration. Any unpaid assessments and related charges shall transfer to the new owner.

Each Member agrees that special assessments may be levied by the Association. A special assessment, which shall be levied only for the benefit of the Preserve as a whole and the Members as a collective, may be levied only after a special meeting called for the purpose of addressing the proposed special assessment. Notice of any such meeting shall be provided no less than 30 days and no more than 60 days before the meeting; state the purpose of the meeting; and be provided by regular mail and email to the addresses provided by the Member to the Secretary, or if such address has not been provided, to the address maintained by the governmental property tax authorities. No special assessment shall be effective unless 75% of the 13 possible votes are cast in favor of the special assessment.

No Member may avoid paying assessments by non-use of any common area.

#### **Architectural Review Committee**

The Association shall have an Architectural Review Committee consisting of three Members appointed by the Executive Committee and affirmed by a vote of 50% of the Members. The Members of the Committee shall continue to serve on the Committee until removed by a Members' vote of 66% of the votes, or the Member resigns.

The Architectural Review Committee is charged by the Members with establishing and maintaining a harmonious design of the Preserve, promoting the common good and property values of all Members, preventing any unsightly conditions, and avoiding changing the natural environment including trees, waterways, and wetlands in ways that would degrade the common enjoyment of the Preserve.

To these ends, each Member agrees that before commencement of any construction, the Member will submit plans to the Committee that include structural design, materials to be used, site plans and floor plans, and exterior designs including the buildings and landscaping contemplated as part of the project. The Committee shall take action with respect to any proposed plan within 60 days of submission. Should the Committee fail to act within 60 days, whether to approve, disapprove, or request additional information, the proposed plan shall be deemed approved. The Committee shall have broad discretion to approve projects, disapprove projects, and require additional information and/or plan modification. The Committee's decisions are final and binding.

#### **Conditions and Restrictions**

Each lot shall be used only for single-family residential purposes with only one residence per lot. There shall be no trade or business conducted in the Preserve, other than work from home. Renting or leasing all or any portion of a lot for less than one year is prohibited.

Each single-family residence shall consist of no less than 2350 square feet of living space that is heated and cooled, which does not include decks, porches, attics, or areas under the living space. Existing homes are grandfathered if less than 2350 square feet.

No building may exceed applicable legal height restrictions and in no case may any building exceed two habitable stories. All buildings must conform to federal flood regulations.

All electric meters, gas meters, air conditioning equipment, garbage receptacles, propane tanks, pump equipment, or similar infrastructure shall be located or screened to be concealed from view considering normal lines of sight from the road or adjacent properties. The Architectural Review Committee may grant waivers in unusual circumstances.

No mobile homes, doublewides, trailers, RVs, modular construction type buildings, or similar type of structure or object shall be placed on any lot. No lumber, metal, debris, or bulk materials shall be allowed to accumulate on any lot except as necessary for construction on a temporary basis.

No chain link or cyclone type fences shall be placed on any lot. Any other type of fence must be approved by the Architectural Review Committee prior to placement. Fences existing as of the date this Declaration is adopted are acceptable.

All garages and parking areas shall have doors that shall remain closed when vehicles are not entering or leaving. Garage doors may be open when someone is present in the area. All vehicles, trailers, boats, or other similar equipment must be parked in a garage or covered structure.

All exterior lighting shall be positioned so that the lights do not adversely affect Members' properties.

No Member shall permit any person to fill in or excavate soil from any wetland area, except as approved in advance by the proper governmental authorities, and no structures shall be allowed in any wetland area with the exception of pile supported walkways permitted by the appropriate governmental authorities. All docks or boathouses shall be installed in a manner that does not interfere with Members' use of their similar structures.

Utilities, such as power lines, water lines, fiber optic cable, and the like, shall be underground.

Commonly accepted household pets (which does not include chickens, pigs, goats, or pigeons) such as dogs, cats, and tortoises, are permitted in reasonable numbers and kept on the Member's property. No pet shall be permitted to create a disturbance or become a nuisance by making noise or interfering with other Members' enjoyment of the Preserve.

No political signs or gatherings, other than inside a Member's residence, shall be permitted in the Preserve.

No member shall permit any condition to exist, including physical objects or sounds, that unreasonably interferes with other Members' use and enjoyment of their property including but not limited to loud music or other sounds, meaning sounds that can be heard from other properties after 9 pm.

Construction shall be allowed only between the hours of 7 am and 5 pm. Any construction shall be completed within 12 months from approval of the project by the Architectural Review Committee.

The Bylaws and Declaration, having been properly approved by a vote of more than 75% of the 13 possible votes at the March 29, 2025 Members' meeting (which exceeds the requirements set out in the 2004 Bylaws), by the Members, are hereby adopted and implemented. The Secretary is instructed to take all necessary steps to distribute the executed Bylaws and Declaration to the Members and to file the Bylaws and Declaration with the proper governmental authorities.

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William A. Blue, Jr.

President

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David Wrenn

Vice President

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Rachel Parker

Secretary and Treasurer

Attachments: March 29, 2025 meeting minutes

Plat map

Final execution copy April 9, 2025