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Baldwin County Clerk



Harry D'Olive, Jr.

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Date: Apr 10, 2026 08:02 AM -05:00

Doc # 2108905 Recorded: 02/26/2024 11:00 AM Page 1 of 11

**EXHIBIT "B" TO THE ARTICLES OF INCORPORATION OF
GRACE MAGNOLIAS PROPERTY OWNERS' ASSOCIATION, INC.**

**BYLAWS OF
GRACE MAGNOLIAS PROPERTY OWNER'S ASSOCIATION, INC.,**
An Alabama Non-Profit Corporation

These Bylaws are for GRACE MAGNOLIAS PROPERTY-OWNERS' ASSOCIATION, INC.
These Bylaws were modified and approved by the members of the Grace Magnolias Property-Owners Association at
a meeting of the members on February 2, 2023.

These Bylaws are subject to the recorded Declaration of Covenants and Restrictions of Grace Magnolias
Subdivision. Terms defined in the said Declaration and not defined herein shall have the meaning ascribed
to them in the Declaration. In these Bylaws, "Developer" shall mean GRACE MAGNOLIAS, INC. and its
successors and assigns.

2108905

BALDWIN COUNTY, ALABAMA
HARRY D'OLIVE, JR. PROBATE JUDGE
Filed/cert. 02/26/2024 11:00 AM
TOTAL \$43.00 11 Pages



**ARTICLE I
OFFICES**

SECTION 1. REGISTERED OFFICE The registered office of the corporation, required by the Alabama Non-Profit
Corporation Law to be maintained in the State of Alabama may be, but need not be, identical with the principal office in
the State of Alabama, and the address of the registered office may be changed from time to time by the Board of
Directors

**ARTICLE II
MEMBERS**

SECTION 1. PLACE OF MEETINGS. All meetings of members shall be held at a place determined, from time to time
by the Officers.

SECTION 2. ANNUAL MEETINGS. The annual meeting of the Association Membership shall be held bi-annually in
the months of January and September as designated by the Board of Officers and transact business as may properly be
brought before the meeting.

SECTION 3. SPECIAL MEETINGS. Special meetings of the members for any purpose or purposes, unless
otherwise prescribed by statute, may be called by the President or by the Board of Directors, and shall be called by the
President at the request of the owners of not less than ten percent of all votes entitled to be cast as such a meeting.
In order for the members to request such a meeting, the requisite percentage thereof shall deliver to the President or
Secretary a statement in writing signed by the holders of the requisite percentage of Lots stating the purpose or
purposes therefor.



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SECTION 4. NOTICE OF MEETINGS. Written notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall, unless otherwise prescribed by statute, be delivered not less than ten or more than fifty days before the date of the meeting, either personally or by mail, by or at the direction of the President, or the Secretary, or the officer or other persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at the address furnished by him to the Secretary in writing.

SECTION 5. PROXIES. At all meetings of members, a member may vote in person or by proxy executed in writing by the member or by his duly authorized attorney-in-fact. Such proxy shall be filed with the Secretary of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

SECTION 6. QUORUM. All members present, represented in person or by proxy shall constitute a quorum at a meeting of the members. The vote of a majority of the members present or represented and entitled to vote at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the members.

SECTION 7. INFORMAL ACTION BY MEMBERS. Any action required or permitted to be taken at a meeting of the members 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 entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of members and may be stated as such in any writing or document filed under the laws of Alabama.

ARTICLE III
BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS. Except as may be otherwise provided in the Articles of Incorporation, the business and affairs of the corporation shall be managed by the Board of Directors. Officers of the association shall serve as "ex officio" Directors. (Section 10A-3-2.21)

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of directors of the corporation shall be three (3). Following the conclusion of the Period of Developer Control, the number of directors may be, from time to time by amendment to these Bylaws, increased to a number not exceeding nine (9) or decreased, provided that there shall always be at least three directors and provided that no decrease shall have the effect of shortening the term of any incumbent director. Each director shall hold office until the next annual meeting and until his successor shall have been elected and qualified. Directors need not be residents of the State of Alabama or members of the corporation. Except as provided in the Articles, Directors must be Members of the Corporation.



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**EXHIBIT "B" TO THE ARTICLES OF INCORPORATION OF
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SECTION 3. REGULAR MEETINGS. Regular meetings of the Board of Directors may be held with or without notice, at such places and times as shall be determined from time to time by resolution of the directors.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Board of Directors may, and on the written request of any two directors, shall, be called by the President or the Secretary.

SECTION 5. PLACE OF MEETING. The Board of Directors may designate any place, either within or without the State of Alabama, as the place of meeting for any regular or special meetings of the Board of Directors. Members of the Board of Directors may participate in a meeting of such Board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting.

SECTION 6. NOTICE. Notice of any special meeting shall be given at least five days previously thereto by written notice delivered personally or mailed to each director at his business address, or by telegram. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meetings of the Board of Directors need be specified in the notice or waiver of notice of such meeting. If the President and Secretary refuse or fail to give notice of a special meeting on the written request of two directors, the notice of the same may be given by such two directors.

SECTION 7. QUORUM. Two-thirds of the directors serving on the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such number of directors is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice. If a quorum is present when the meeting is convened, the directors present may continue to do business, taking action by a vote of a majority of a quorum, until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum present, or the refusal of any director present to vote.

SECTION 8. MANNER OF ACTING. A two-thirds vote of the entire Board of Directors shall be necessary to fix the annual assessment; otherwise, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

SECTION 9. ACTION WITHOUT A MEETING. Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.



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SECTION 10. VACANCIES. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected to serve until the next annual meeting of members. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of members called for that purpose. Notwithstanding the foregoing, any vacancy during the Period of Developer Control shall be filled by the Developer.

SECTION 11. PRESUMPTION OF ASSENT. A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

SECTION 12. POWERS. The Board of Directors shall exercise all of the powers of the corporation except such as are by law, or by the Articles of Incorporation, or by these Bylaws, conferred upon or reserved to the members; shall determine the compensation of officers; and may, with or without cause, remove any officer at any time.

SECTION 13. REMOVAL. Following the conclusion of the Period of Developer Control, at a meeting of members called expressly for that purpose, all or any directors may be removed, with or without cause, by a vote of the holders of a majority of the Lots then entitled to vote at an election of directors. After removal of all or any directors, the members may forthwith, at such meeting, proceed to elect a successor or successors for the unexpired term.

SECTION 14. COMMITTEES. The Board of Directors may, by resolution or resolutions adopted by a majority of the whole board, designate one or more committees, each committee to consist of two or more of the Directors- of the corporation, which to the extent provided in such resolution or resolutions, or in these Bylaws, shall have and may exercise all the powers of the Board of Directors-except that no such committee shall have the authority of the Board of Directors in reference to declaring a dividend or distribution from capital surplus, issuing stock, amending the Articles of incorporation, adopting a plan of merger or consolidation, recommending to the members the sale, lease, mortgage or exchange or other disposition of all or substantially all the property and assets of the corporation, recommending to the members a voluntary dissolution of the corporation or a revocation thereof, filling vacancies in the Board of Directors or amending these Bylaws. The procedure and rules governing any committee designated as provided in this Section shall be determined by a majority of the whole Board of Directors. The designation of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any member thereof, of any responsibility imposed upon it or him by law.



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ARTICLE IV
OFFICERS

SECTION 1. NUMBER. The officers of the corporation shall be a President, vice president, Treasurer and Secretary All of whom shall serve as ex-officio Directors elected by the Association membership and shall carry out such duties as requested by the association members at such called meeting a quorum is present. Other officers and assistant officers as may be deemed necessary may be elected by the association membership. Except as is provided in the Articles to the contrary, two or more offices may be held by the same person

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation to be elected by the Association Membership and shall be elected to serve (4) year terms. Terms shall begin in January of each year. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Officer elections shall be staggered within the fourth year.
January – Nominations and elections shall take place by the Association Members for President and Recording Secretary.
September- Nominations and elections shall take place by the Association Members for Vice President and Financial Secretary.

SECTION 3. REMOVAL Any officer or agent may be removed by majority vote of the members at which a quorum is present of the Association Membership whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights

SECTION 4. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

SECTION 5. PRESIDENT. The President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the and of the Board of Directors. He may sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors Association from time to time.



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SECTION 6. THE VICE-PRESIDENT. In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in the order designated at the time of their election, or in the absence of any designation, then in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such duties as from time to time may be assigned to him by the President or by the Board of Directors

SECTION 7. THE SECRETARY The Secretary shall: (a) keep the minutes of the proceedings of the members and of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized; (d) keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors

SECTION 8. THE TREASURER. The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such money in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these Bylaws; and (c) in general perform all of the duties incidents to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

ARTICLE V

CONTRACTS, LOANS, CHECKS, AND DEPOSITS

SECTION 1. CONTRACTS. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. LOANS. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

SECTION 3. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

SECTION 4. DEPOSITS. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.



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**EXHIBIT "B" TO THE ARTICLES OF INCORPORATION OF
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ARTICLE VI
SEAL

The corporate seal shall be circular in form and shall contain the name of the corporation and the words "Corporate Seal." Said seal may be used by causing it or a facsimile thereof to be impressed, affixed, reproduced, inscribed or otherwise.

ARTICLE VII
WAIVER OF NOTICE

Whenever any notice is required to be given to any member or director of the corporation under the provisions of these Bylaws or the provisions of the Articles of incorporation or under the provisions of the Constitution of Alabama or the Alabama Non-Profit Corporation Act, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE VIII
AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the members at any regular or special called meeting, provided that a majority of the members present or represented by proxy and entitled to vote at a meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the members.

Delivery of certain information to the board upon election.

Within 10 days of the selection of the board of officers of the association the declarant, or his or her designee, shall deliver to the board of officers all of the following:

- All books, records, Financials, and governing documents of the association in the possession of the declarant, or any person or entity under the declarant's control.
- All records of any outstanding and unpaid assessments.
- Any contracts of the association with any third parties respecting the operation of the association or the maintenance and upkeep of any property of the association.
- Any insurance policies currently in force.
- A list of the names and addresses of the members of the association as shown on its records.
- Any written unexpired warranties of any contractor or subcontractors, suppliers, or manufacturers relative to the common area or any improvements to the common area



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STATE OF ALABAMA :
COUNTY OF BALDWIN :

I, the undersigned Notary Public, in and for said county in the said State, personally.
appeared Jeffrey B. Smith, who being first duly sworn doth depose and say: That he has
personal knowledge of the facts set forth in the foregoing statement of lien and that the
same are true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me on this 15th day of February 2024.

Notary Public *Brittney E. Hogle*

My commission expires: _____



This Instrument Prepared By:
Signature:

Jeffrey B. Smith

Jeffrey B. Smith
President
P.O. BOX 1802
Daphne, AL 36526
251-689-4116



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SIGN IN SHEET 2.2.23					
ADDRESS	NAME	DATE	TIME	INITIALS	SIGNATURE
11929 Squirrel Dr	Hodges				
11954 Squirrel Dr	Prewitt				<i>Carol Prewitt</i>
11964 Squirrel Dr	Malec				<i>Anne Malec</i>
11972 Squirrel Dr	Grice				
11975 Squirrel Dr	Stricklan				
11990 Squirrel Dr	Varga				
11996 Aurora Way	Key				<i>Key</i>
12001 Squirrel Dr	Paul				
12005 Aurora Way	Ellsworth				
12010 Aurora Way	Massey				<i>Massey</i>
12019 Squirrel Dr	Oates				
12022 Aurora Way	Riley				
12024 Squirrel Dr	Smith				<i>Smith</i>
12028 Squirrel Dr	Stanhope				<i>Stanhope</i>
12034 Squirrel Dr	Armstrong				<i>Armstrong</i>
12034 Aurora Way	Ivey				
12042 Squirrel Dr	Reese				
12046 Aurora Way	Schaffer				
12050 Squirrel Dr	Nall				<i>Nall</i>
12057 Squirrel Dr	Wilkins				<i>Wilkins</i>
12060 Aurora Way	Dart				<i>Dart</i>
12064 Squirrel Dr	Jaimes				
12065 Aurora Way	Walton				<i>Mary K. Walton</i>
12076 Squirrel Dr	Childree				<i>Childree</i>
12076 Aurora Way	Sullivan				<i>Sullivan</i>
12080 Squirrel Dr	Alley				
12081 Aurora Way	Salter				
12084 Squirrel Dr	Bradley				
12089 Ariel Way	Howard				
12092 Squirrel Dr	Vasquez				
12092 Aurora Way	Grimme				<i>Grimme</i>
12097 Aurora Way	Griffin				<i>Griffin</i>
12098 Ariel Way	Flowers				<i>Flowers</i>
12099 Squirrel Dr	Duck				<i>Duck</i>
12101 Ariel Way	Livingston				
12104 Squirrel Dr	Palumbo				<i>Palumbo</i>
12112 Ariel Way	Landon				
12115 Aurora Way	Baker				
12117 Ariel Way	Vaughn				
12118 Squirrel Dr	Lyles				
12119 Squirrel Dr	Chatman				<i>Chatman</i>
12126 Ariel Way	Haggitt				
12131 Squirrel Dr	Barr				<i>Barr</i>
12132 Squirrel Dr	Wood				<i>Wood</i>
12133 Aurora Way	Hart				
12136 Ariel Way	Armstrong				



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12144	Squirrel Dr	Thorpe			
12146	Ariel Way	Roberts			
12151	Squirrel Dr	Johnson	<i>Michael Fisher</i>		
12156	Squirrel Dr	Conley			
12163	Aurora Way	Li			
12164	Squirrel Dr	Sherwoo			
12167	Ariel Way	Gleadall	<i>Eric Gleadall</i>		
12172	Ariel Way	Morgan	<i>Dan Morgan</i>		
12174	Squirrel Dr	Scott			
12179	Aurora Way	Hardsog			
12180	Ariel Way	Saint-			
12181	Ariel Way	Yadav			
12184	Aurora Way	Stokes			
12188	Squirrel Dr	Fitzhugh			
12191	Squirrel Dr	Self			
12191	Aurora Way	Tindle			
12195	Ariel Way	Taylor			
12202	Squirrel Dr	Kreis			
12204	Aurora Way	Hodges	<i>Audrey Hodges</i>		
12206	Ariel Way	Parker	<i>Walter Parker</i>		
12211	Ariel Way	Glenn			
12212	Aurora Way	Craft	<i>Laurie Craft</i>	<i>Dana Craft</i>	
12213	Aurora Way	Busbin			
12217	Aurora Way	Stacy	<i>M + I</i>		
12220	Squirrel Dr	Matsum	<i>M Matsumura</i>		
12225	Ariel Way	Hudson			
12232	Ariel Way	Whitfield			
12233	Squirrel Dr	Small			
12238	Squirrel Dr	Thomas			<i>James Small</i>
12246	Aurora Way	Morrison			
12247	Aurora Way	Goodma	<i>Shirley Goodma</i>		
12251	Squirrel Dr	McMillan	<i>Robert McMillan</i>		
12252	Aurora Way	Dunnam			
12257	Aurora Way	Guy			
12268	Aurora Way	Varvel			<i>Shirley Goodma</i>
12269	Aurora Way	Drogmill			
12272	Squirrel Dr	Raspberry			
12282	Squirrel Dr	Mitchell			
12298	Squirrel Dr	Mahmud			
12314	Squirrel Dr	Stone			
12326	Squirrel Dr	Henry	<i>David Henry</i>		
12342	Squirrel Dr	Boyd			
12356	Squirrel Dr	Gilmore			
12382	Squirrel Dr	Hinton	<i>Conrad</i>		
12392	Squirrel Dr	Shoemak			
12404	Squirrel Dr	Long			
12414	Squirrel Dr	Corley	<i>St. Cor</i>		
12419	Squirrel Dr	Grace			



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	12432	Squirrel Dr	Jung		
	12435	Squirrel Dr	Smith	<i>Frank Smith</i>	
	12448	Squirrel Dr	Jones		<i>Carl Jones</i>
	12451	Squirrel Dr	Stafford		
	12462	Squirrel Dr	Akins		
	12469	Squirrel Dr	McDonal		
	12472	Squirrel Dr	Smith		
	12489	Squirrel Dr	Waldeck		
	12490	Squirrel Dr	Hathawa		
6	12508	Squirrel Dr	Anderso	<i>Don Anderson</i>	
	12509	Squirrel Dr	Hogle	<i>Don Hogle</i>	
	12524	Squirrel Dr	Orso		
	12525	Squirrel Dr	Christian		
	12539	Squirrel Dr	Morrison		
	12540	Squirrel Dr	Vargas	<i>Curly</i>	
	12557	Squirrel Dr	Collins		
8	12571	Squirrel Dr	Sigler	<i>John Sigler</i>	<i>John Collins</i>
	12585	Squirrel Dr	Youssef		
7	12601	Squirrel Dr	Oglesby		<i>Proxys</i>
	12615	Squirrel Dr	Gengo	<i>JD</i>	
	12618	Squirrel Dr	Chastain		
	12631	Squirrel Dr	Huggins		
	12638	Squirrel Dr	McDonal		<i>JD</i>
	12654	Squirrel Dr	Clifford		
	12665	Squirrel Dr	Freeman	<i>WATSON</i>	<i>Leon Watson</i>
	12672	Squirrel Dr	Price		
	12690	Squirrel Dr	Tunstall		
	12702	Squirrel Dr	Domingu		
	12712	Squirrel Dr	Reynolds		
	12724	Squirrel Dr	Rabblett		
	12725	Squirrel Dr	Hartwig		
	12733	Squirrel Dr	Jo	<i>Penaa Chabz</i>	
	12739	Squirrel Dr	Zamprog	<i>Lidia Zamprogna</i>	
	31662	Emerson Dr	Masterso		
	31663	Emerson Dr	Cribbet		