

BYLAWS
Of
PINE BLUFF PROPERTY OWNERS ASSOCIATION

Version 2.1 – July 2025

Article 1 Name, Location, and Purpose

- 1.1 The name of the organization shall be the Pine Bluff Property Owners Association (PBPOA).
- 1.2 The boundaries for membership in PBPOA shall be ownership in one (1) or multiple lots 1 through 85 as shown on drawings 1 through 4 of the Pine Bluff Cabin Site Subdivision recorded at the Franklin County Courthouse in Winchester, Tennessee. The Platt is recorded in Books P126, Pages 1 & 2, and P127, Pages 1 & 2.
- 1.3 The purposes of this civic, non-profit, non-partisan corporation shall be:
 - 1.3.1. To protect the residential integrity of the neighborhood.
 - 1.3.2. To prevent unwanted commercial encroachment into the neighborhood.
 - 1.3.3. To serve as a liaison between the neighborhood and governmental agencies.
 - 1.3.4. To promote and encourage the safety, improvement, beautification, and general quality of life in the neighborhood.
- 1.4 The PBPOA shall be operated exclusively for such purposes as stated above. No part of the earnings of the PBPOA shall inure to the benefit of any director, officer, member of the PBPOA, or any private individual. No substantial part of the activities of the PBPOA shall be the attempt to influence legislation, by propaganda or otherwise. The PBPOA shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article 2 Membership

- 2.1 All Property Owners are members of the PBPOA (Ref. Statement of Cabin Site Standards, Item P in [Appendix A](#)).

- 2.1.1. Active Membership. Property Owners who chose to pay annual dues are entitled to be an Active Member of the PBPOA. Active membership includes the right to enjoy all benefits provided by the Association and voting privileges. Active members are required to adhere to the guidelines as specified in the PBPOA Bylaws, Rules and Regulations, Statement of Cabin Site Standards (Ref. [Appendix A](#)), and the PBPOA Amended and Restated Charter (Ref. [Appendix C](#)). A copy of the Bylaws and Rules and Regulations shall be given by the Treasurer to each new Active Member and a copy posted on the website. Dues are not refundable.
- 2.1.2. Inactive Membership. Property Owners who chose not to pay annual dues are entitled to be an Inactive Member of the PBPOA. Inactive Members are required to adhere to the PBPOA Bylaws, Rules and Regulations, Statement of Cabin Site Standards (Ref. [Appendix A](#)) and the PBPOA Amended and Restated Charter (Ref. [Appendix C](#)). Any Inactive Member may become an Active Member by paying unpaid back dues (maximum of three years) and any unpaid Late Fees, Fines, or Special Assessments. Inactive Members may attend and participate in the annual meeting but shall have no voting privileges.
- 2.2 Privileges of Dependents. Active Members may extend the privileges of the Association to which the member is entitled to all of his/her dependents without any additional fee. A dependent is defined as a spouse, domestic partner, a legal dependent, an unmarried person under the age of 26, or any permanent resident who resides in the member's household.
- 2.3 Privileges of Guests. Active Members may extend the privileges (see [Article 3.2](#)) of the Association to house guest(s) or long-term renters (rental period of 12 months or greater) without any additional fee, but the Association's Liability Waiver must be obtained by the Active Member from the guest or renter. Active Members may not extend the privileges of the Association to short-term renters (rental period less than 12 months). At all times, the Active Member is responsible for the action of house guests and/or renters who are not eligible for active membership. Such privileges may be modified or extended at the discretion of the Board of Directors in accordance with [Article 6.5](#) below.

Article 3 Dues

- 3.1 Amount. Active Members of the Association shall pay dues in amounts determined by the Board of Directors for each fiscal year (July 1 – June 30). Multiple lot owners may pay dues for each “developed” lot and may pay additional dues for each “undeveloped” lot to receive a vote for each dues-paid lot that they own.
- 3.2 Entitlements. An Active Member of the Association whose dues are current is entitled to a vote in all meetings of the Association, to a key to the gate lock in Outlot A, and to

purchase an annual parking permit (decal) and/or Day Parking pass for parking in the parking lot for Outlot A.

- 3.3 Time Payable. Dues are payable on June 1 for the next fiscal year. Renewal of dues are considered delinquent if not paid by June 30, after which time the nonpayment of dues will automatically result in revocation of all entitlements of an Active Member. Late fees for payment received after August 1 are determined by majority vote of the Board.

Article 4 Special Assessments

- 4.1 Special Assessments can be made against the active membership of the Association upon approval by a Special Meeting with Mail Ballot to all Active Members. A majority vote of those who return ballots is required to pass the assessment. Thirty returned ballots shall constitute a quorum. The Special Assessment will be allocated pro-rata to each of the lots mentioned in [Article 1.2](#) above. Non-payment of an assessment within 60 days after the meeting in which it was authorized will automatically result in revocation of all entitlements and will result in potential fees, interest, and/or penalties.

Article 5 Officers

- 5.1 The officers of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer. Only Active Members listed as owners of record on the property deed or their spouses are eligible to serve. The officers shall be elected at the annual meeting of the Association and shall hold office for a period of two years from the first day of the month following the annual meeting. The President, Secretary and At-Large Member #1 shall be elected in even-numbered years. The Vice President, Treasurer, and At-Large Members #2 and #3 shall be elected in odd-numbered years. If the current Vice President is elected to replace the President, a new Vice President shall be elected also. The new Vice President will then serve the normal term for that office.

Article 6 Directors

- 6.1 The Board of Directors (the Board) shall consist of seven members: the four officers of the Association and three at-large members elected from the active membership during the annual meeting. The Board shall hold office from the first day of the month following the annual meeting.
- 6.2 The Board shall have a minimum of three regularly scheduled meetings each year with others as needed and conducted in accordance with the latest edition of Robert's Rules

of Order. The agenda of each meeting shall include a call to order, registration of attendance, approval of minutes of previous meeting, old business, reports, new business, and adjournment. Any active member of the Association may attend, unless the Board is in executive session, and may request the privilege of speaking but will have no vote. Meetings will be held at a location in the neighborhood at 9:00 am. Meetings may be adjusted from the time, schedule, or place as deemed necessary by the President. If a meeting date is adjusted or an additional meeting is called, notice must be sent to all members who have listed their email address with the Treasurer when the current annual dues were paid. Members without an active email address must provide a current mailing address.

- 6.2.1. Second Saturday of August. The agenda for the meeting shall include planning for the year, which may include appointment of committees, special task groups, budgeting, and review of the annual meeting. The Board shall plan the annual Fall Workday for the maintenance and improvement of the common property. The Fall Workday shall be held on a day other than Thanksgiving weekend designated by the Board.
- 6.2.2. Second Saturday of March. The agenda for this meeting shall include a progress report by the President regarding the nomination process for the upcoming year (Ref. [Article 10.1](#)). The Board shall also plan the Spring Workday for the maintenance and improvement of the common property. The Spring Workday shall be held on a day other than a day in the Memorial Day weekend designated by the Board.
- 6.2.3. First Saturday of May. The agenda for this meeting shall include ensuring that the Board has a proposed slate of nominees for Association Officers and Directors to be submitted to the entire membership in the annual meeting and a review of plans for the annual meeting. Plans for the annual meeting should include the site, an alternate site in case of inclement weather, proposals and/or recommendations to be submitted to membership for discussion and vote, the annual budget to be recommended to membership, and a review of the Notice of the Annual Meeting. The Notice of the Annual Meeting shall include the date, the site, the alternate site, the upcoming year's dues and parking lot fee(s), and a response form for members unable to attend. The form shall include name, mailing address, email address, phone information, payment of dues notation, and the name and address of current Treasurer for returning the form and dues.
- 6.2.4. Private Executive Sessions. Private Executive Sessions shall be limited to pending litigation; conferences with government officials including, but not necessarily limited to, such entities as Tennessee Valley Authority or Tennessee Department of Environment and Conservation; and disciplinary action as provided for below in [Article 6.5](#). The President or Secretary shall notify Board members of these sessions seven days prior to the meeting, by verbal communication, email, or by

mail through the United States Postal Service to be delivered seven days prior to the meeting. Board Members may call for an Informal Executive Session at the end of a scheduled board meeting to address matters specific to the Board if agreed to by the majority of the board members present.

- 6.3 A majority of the Board shall constitute a quorum.
- 6.4 Should a vacancy occur in the office of President, the Vice President shall assume that position. All other vacancies occurring in the membership of the Board during the fiscal year shall be filled with an Active Member of the Association for the remainder of the term by the Board on a majority vote.
- 6.5 The Board shall govern the Association and transact its business in accordance with these Bylaws and Regulations of the Pine Bluff Property Owners Association.
 - 6.5.1. The rules and regulations of the Association are stated in a document entitled Rules and Regulations of the Pine Bluff Property Owners Association. Changes to Rules and Regulations require a majority vote of a quorum of 15 Active Members at the Annual Meeting, Special Meeting, or Special Meeting with Mail Ballot called for such purpose unless otherwise specified in these Bylaws. The Rules and Regulations document is to be made available to all homeowners via neighborhood website, email notification, and/or a printed document. Approved changes to the Rules and Regulations document are to be made by the Secretary noting month and year, per Board action, Annual Meeting, Special Meeting, or Special Meeting with Mail Ballot.
 - 6.5.2. The Board shall propose enforcement procedures including notifications, warnings, and penalties for violations of Bylaws and Rules and Regulations. The enforcement procedures are to be approved by majority vote of a quorum at the Annual Meeting, Special Meeting, or Special Meeting with Mail Ballot. The Board shall have the power to execute the approved enforcement procedures to fix penalties or designate forfeitures which shall arise under the Charter or the Bylaws by reason of the acts or omissions of members.
 - 6.5.3. The Board shall have the authority to expel or suspend any Active Member or Board Member for the violation of provisions of the Charter or Bylaws for any conduct deemed improper or prejudicial to the interest of the Association, such action requiring a two-thirds vote of the Board members at a called Board meeting.
- 6.6 The Board shall control and manage all property of the Association and the appropriation of its funds.

- 6.6.1. The Board shall have the authority to create committee(s) to assist in the management of the Association and shall define the powers and duties of these committees.
- 6.6.2. The Board shall propose Rules and Regulations for the authorization of use and management of Outlot A dock space and facilities to be approved at the Annual Meeting, Special Meeting, or Special Meeting with Mail Ballot by majority vote of a quorum.
- 6.6.3. The Board shall determine any fees and regulations for use of the parking lot and other facilities by majority vote of the Board.

Article 7 Responsibilities of Officers

- 7.1 President and Vice President. The President shall preside at all meetings of the Association or the Board and shall appoint all committees and exercise general supervision and executive direction in executing the policy of the Association. In the absence of the President, the Vice President shall assume his or her duties.
- 7.2 Secretary. The Secretary shall have custody of all documents of the Association except those for which the Treasurer is responsible. The Secretary shall: (a) keep the minutes of the meetings of the Association and of the Board; (b) conduct all primary incoming and outgoing correspondence of the Association; (c) report all applications for membership or resignations from membership to the Board; (d) maintain a record of the name, address, email address, lot number(s), and telephone number of all Association members; (e) direct all official mail to the last address provided by an active member; and (f) make available registration forms. All correspondence of the Association must be sent to the members of the Board for review and approval by a simple majority of the board members prior to being sent to members of the Association.
- 7.3 Treasurer. The Treasurer's duties and responsibilities are three-fold, as follows:
 - 7.3.1. Fiduciary. Responsible for all money of the Association and for keeping the accounts of the Association and reporting thereon to the Board upon its request. The accounts maintained shall be reviewed annually by a committee consisting of three members of the Association appointed by the Board following the annual meeting. The Treasurer collects all monies due the Association and pays all invoices approved by the chairperson of the appropriate committee or appropriate Board member. All expenditures greater than \$500 must be approved by the Board prior to incurring the cost. Checks greater than \$500 must be signed by the two officers authorized to sign checks unless the payment is for a budgeted item that has received Board approval to proceed.

- 7.3.2. Collections. Responsible for mailing to members statements of any indebtedness they have to the Association.
- 7.3.3. Annual Budget. Prepares the annual budget in conjunction with the Board and after receiving input from all appropriate committees of the Association. The proposed annual budget shall be presented to and approved by the Board at the board meeting prior to the annual meeting. The annual budget for any major project(s) estimated to exceed the current amount specified in the addendum, is subject to approval by a majority of Active Members at the annual meeting prior to the start of the fiscal year.
- 7.3.4. Checks written to reimburse the Treasurer for incurred expenses shall be signed by the second officer authorized to sign checks.

Article 8 Meetings of the Membership of the Association

- 8.1 Annual Meeting. The annual meeting of the Association shall be held on the second Saturday of June at 12:00 p.m. or at another date during the last two weeks of June at the discretion of the Board and upon two weeks' written notice to the membership. No proxies will be allowed at the annual meeting, and a quorum will consist of the presence of fifteen Active Members. Annual meetings shall be conducted according to the guidelines of Robert's Rules of Order.
- 8.2 Special Meeting. A special meeting of the Association may be called upon (1) a majority vote of the Board, or (2) written request of ten Active Members. Notices for a special meeting shall state the business to be presented and that no other business will be transacted. The presence of fifteen Active Members will constitute a quorum. No proxies will be allowed.
- 8.3 Special Meeting with Mail Ballot. A special meeting with a mail ballot of the Association may be called upon a majority vote of the Board or as required by the Bylaws.
- 8.3.1. Ballots and documentation of the proposed changes must be sent via registered mail or an equivalent service that provides for acknowledgment of delivery to the Property Owner's address of record and must be returned postmarked within 30 days from mailing. Returned ballots must have an original signature of the Property Owner or spouse and shall be kept for a period of 12 months following the vote.
- 8.3.2. A mail ballot vote must be preceded by a Special Meeting open to all Property Owners to present the changes and answer questions. Said Special Meeting must take place within 30 days prior to a mail ballot vote.

- 8.4 Notices of Meetings. Notice and an agenda of any regular or special meeting of the Association shall be sent by the Secretary to all active members by email or mail or by telephone number of record at least two weeks prior to the regular or special meeting.

Article 9 Voting Rights

- 9.1 Every Active Member is entitled to one vote per lot owned for which dues are current on matters put before the Association. Joint ownership of a lot in Pine Bluff Cabin Sites Subdivision will constitute one vote for the owners. In the event the joint owners cannot agree, then no vote shall be recorded, but their presence at a meeting will count towards the quorum requirements. An owner may receive multiple votes for multiple lots. See [Article 3.1](#).

Article 10 Nominations and Elections

- 10.1 Nominations. In April of each year, an email will be sent by the Association's Secretary to the PBPOA membership to provide notification of positions that need to be filled for the upcoming fiscal year. Active Members may nominate themselves or other Active Members for the vacant positions. The names submitted will be provided to the Board, and they will obtain each nominee's concurrence as pertains to willingness to serve. The Board will send the list of nominations to the PBPOA membership with the agenda for the annual meeting. Nominations may also be made from the floor at the Annual Meeting for election of officers and directors provided the nominee is present at the meeting.
- 10.2 Elections. Elections will take place at the Annual Meeting, and each position will be voted on individually starting with the officer positions and proceeding to the directors. Election of officers shall be by ballot or voice vote, and a majority of the votes cast shall be necessary for election. A majority is required for the election of the officers. If a second vote is necessary, a vote may be taken between the top two candidates having the highest number of votes. Election of directors shall be by ballot or voice vote, and the required number of directors having the greater number of votes shall be declared elected.

Article 11 Declaration of Sovereign Rights

- 11.1 The Association claims sovereign rights to Outlots A and B and to the water rights of Lots 27 through 31 in the Pine Bluff Cabin Sites Subdivision, as defined and restricted in those deeds, for the benefit of members. Use of Outlot A is specifically reserved for

Active Members, their dependents, and their guests as described in [Article 2.4](#). The Philips cemetery located within Outlot B is held in trust for the benefit of heirs and those entitled to its use.

Article 12 Amendments to Charter, Bylaws, and Rules and Regulations

- 12.1 Amendments to the Charter of the Pine Bluff Property Owners Association and Bylaws of the Pine Bluff Property Owners Association must be approved by Special Meeting with Mail Ballot. The ballot shall be declared a legal ballot of the membership on the basis of a two-thirds majority vote of the returned ballots unless otherwise specified in the bylaws. Thirty returned ballots shall constitute a quorum.
- 12.2 Rules and Regulations may be amended by a majority vote of a quorum at the Annual Meeting, Special Meeting, or Special Meeting with Mail Ballot. Fifteen active members shall constitute a quorum.

Appendix A: Statement of Cabin Site Standards

The Statement of Cabin Site Standards are part of the original deeds issued by the Tennessee Elk River Development Agency (TERDA) as Exhibit 1. As stated, they are to be carried forth in any subsequent deed of the property. They are placed here for ease of access and clarity. If any discrepancy exists between here and the original issued by TERDA the original shall take precedence.

STATEMENT OF CABIN SITE STANDARDS

This declaration of restrictions and covenants shall apply to Pine Bluff Cabin Site in Franklin County, Tennessee, for the benefit of all property in said development and shall constitute real covenants which shall attach to and run with the land and shall be binding upon anyone who may come into ownership thereof, whether by purchase, devise, decent, or succession.

- A. The premises shall be used for private residence purposes only, and no lot shall be subdivided.
- B. No building other than a single family dwelling and necessary and appurtenant outbuildings shall be constructed or maintained on any one lot.
- C. The principal dwelling unit constructed on any lot shall contain not less than 800 square feet of floor space exclusive of porches, breezeways, carports, and attached garages.
- D. All buildings shall be constructed to comply with material and architectural requirements of the Southern Building Code.
- E. Buildings located adjacent to road rights of way shall be located so as to meet the current setback requirements of the Franklin County Planning Commission or comparable requirements adopted by TERDA.
- F. No basement or foundation of unfinished dwelling shall be used for residence purposes, and no dwelling shall be occupied until construction has been substantially completed.
- G. Trailers, mobile homes, or house trailers shall not be located on any lot.
- H. No building or any portion of a building or any other structure, except water use facilities, constructed at locations and in accordance with plans approved in advance by TERDA and TVA, shall be constructed, placed, moored, or maintained on land located below the 895-foot contour; the first floor and any habitable portion of a dwelling must be above elevation 898 feet. Any plans for construction involving filling between 898

and 895-foot elevations shall conform to plans and specifications approved in advance by TERDA.

- I. All water systems and sewage disposal systems shall be the responsibility of the individual lot owner and shall meet the requirements of the Franklin County Health Department. The lowest portion of such subsurface disposal field shall be installed above elevation 890.
- J. Underground Electrical Service is required on each lot and shall be provided as follows:
(1) Each individual lot owner must grant the Duck River Electric Membership Corporation an easement for the location, protection and maintaining of facilities, providing further that no trees will be planted, building erected, or deep excavation made on the easement without coordination with the corporation; subject easement to be executed on Corporation's standard "Right-Of-Way Easement" form in the presence of a Notary Public so as to be suitable for recordation. (2) Each individual lot owner must open and close all trenches, furnish all conduits needed on the Corporation's riser pole, in the trench route where needed, and at the meter base, and furnish and install all trench bedding materials required . . . all in accordance with specifications furnished by Duck River Electric Membership Corporation. (3) Duck River Electric Membership Corporation will furnish and install low voltage service wires suitable for burial in lieu of the conventional overhead service drop. (4) Duck River Electric Membership Corporation will provide metering at or near the designated service point provided the installation has met with approval on all applicable inspections; the meter location will be designated by Duck River Electric Membership Corporation and shall not be moved without the Corporation's permission.
- K. Water-use facilities may not be built until the principal dwelling unit is substantially completed as determined by TERDA.
- L. Plans and specifications for all buildings, including a plot plan showing placement of improvements on the lot, shall be subject to review and approval by TERDA or its agents, and no type of structure shall be erected on any of the lots without TERDA's written approval or written waiver of such rights of review and approval.
- M. In outlot A the agency will construct the access road, launching ramp, and parking area which will be for the use of lot owners in the Pine Bluff Cabin Site.
- N. Management of outlot B will be the responsibility of The Property Owners Association except where limited by these cabin site standards or the special warranty deed of which these are a part.
- O. Each and all of the restrictions and covenants herein contained shall be for the benefit of Grantor, and their successors in title and assigns, and any and all of said restrictions may be enforced either in law or in equity by any one or a number of all of the persons who may from time to time be owner or owners of lots in the Pine Bluff Cabin Site, and

furthermore, said restrictions and covenants likewise may be enforced by the Pine Bluff Property Owners Association.

- P. Owners of lots in Pine Bluff Cabin Site are members of the Pine Bluff Property Owners Association, a non-profit corporation, subject to the restrictions and requirements set forth in said corporation's charter which is recorded in Trust Deed Book _____, Page _____, in the Register's Office of Franklin County, Tennessee. (Reference Appendix B)

Appendix B: Original PBPOA Charter of Incorporation

Original PBPOA Charter Of Incorporation

Recorded in Book T248 Pages 933 - 937

MAY 17, 1976

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STATE OF TENNESSEE
CHARTER OF INCORPORATION

Be it known that the undersigned do hereby apply for a Charter of Incorporation to constitute themselves a body politic under the authority of Title 48 of the Tennessee Code Annotated with particular reference to Section 48-1105(1)-(6) and Section 48-1106.

ARTICLE I

The name of the corporation shall be PINE BLUFF
PROPERTY OWNERS ASSOCIATION.

ARTICLE II

The principal place of business and the mailing address of the corporation shall be Pine Bluff Cabin Sites Subdivision, Route 1, Winchester, Tennessee 37398.

ARTICLE III

This corporation is organized not-for-profit.

ARTICLE IV

The purpose or purposes of this corporation shall be to initiate and implement worthwhile programs of community interests and benefit to the property owners in the Pine Bluff Cabin Sites Subdivision.

ARTICLE V

Persons owning a lot in the Pine Bluff Cabin Sites Subdivision shall be eligible for membership in this corporation.

SWAFFORD, DAVIS
& PETERS
Attorneys at Law
Winchester, Tenn.

Book T248 Page 933

Ownership shall be determined by reference to the record owner of the lots as recorded in the Register's Office of Franklin County, Tennessee. On all matters of business, the person or persons owning a lot shall be entitled to one vote for each lot owned. Any person eligible for membership in the corporation shall be a proper incorporator.

At a convenient time after the registration of this charter with the Secretary of State and the Register of Deeds, the incorporators shall publish notice in a newspaper of general circulation in Franklin County, Tennessee, that a meeting of the eligible members will be held for the purpose of approving this charter, adopting bylaws and electing the first Board of Directors. The Board of Directors shall be made up of not less than three persons nor more than fifteen as may be fixed from time to time by the membership or the bylaws. The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer, but the Secretary and Treasurer may be one person.

ARTICLE VI

The members of the corporation may voluntarily vote to surrender the charter and dissolve this corporation at any time by the conveyance of all of its assets to the State of Tennessee, Franklin County, a municipality within Franklin County, another governmental agency authorized to receive said assets or to another corporation holding a similar charter from the State of Tennessee organized not for profit with similar to those purposes stated herein.

If at anytime the officers, directors and members fail to meet and function for a period of five or more years, any one or more persons eligible for membership herein shall be permitted by publication of notice in a newspaper of general circulation in Franklin County call a meeting of all interested

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members for the purpose of reactivating the corporation or dissolving the same and surrendering the charter under the prevailing laws of the State of Tennessee.

ARTICLE VII

Neither the means, assets, income or property of this corporation shall be employed, direct or indirectly for the personal and private profit of any member or other person but on the contrary shall be used only to accomplish the legitimate and legal purposes for which this corporation has been created. Membership in this corporation shall not create any individual or private liability against any of the members for any corporate debts or activities. The only penalty or sanction of a member for the nonpayment of dues or assessments fixed by the officers, directors or members shall be expulsion from voting membership in the activities of the corporation. The individual member or prospective member shall not be personally liable for such dues and assessments against his or her will.

We, the undersigned, the incorporators, hereby apply to the State of Tennessee for a charter of incorporation for the purposes herein stated.

Witness our hands this 1 day of May, 1976.

John J. Benton Jr. Yelle Hanson #1
Richard A. Cannon Robert W. Binkley
Kenneth W. Floss Joseph L. Gibson
George W. Hale Barclay E. Whitley
Robert E. Chaney H. R. McDaniel

MAY 17 AM 10 45

MAY 17, 1976

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Robert P Rhodes

Ralph W Williams

Wilbur Hill

Carl R Hallman

W.A. Williams

Perry Truhinger

Jean Trammel
Mayford J. Clayton

Charles E. Whitton

Almon R. Stuard

Robert A. Bircholda

Mrs. Mark A. Patton

Marshall Gorken

H. L. P. Minton

TERDS by
WA (Bill) Smith

Grover C Crawford

STATE OF TENNESSEE, FRANKLIN COUNTY

Register's Office May 28 19 76

I, Mrs. Jean Reed, Register for said County, do certify that the foregoing instrument
and certificate, are registered in said office in Jean Reed
Book 248 page 933 that they were received May 28 19 76
at 3:15 o'clock P.M. and entered in Note Book N page 130

Jean Reed Register

MAY 17 AM 10 45



Department of State

CERTIFICATE

The undersigned, as Secretary of State of the State of Tennessee, hereby certifies that the attached document was received for filing on behalf of PINE BLUFF PROPERTY OWNERS ASSOCIATION,
(Name of Corporation)
 was duly executed in accordance with the Tennessee General Corporation Act, was found to conform to law and was filed by the undersigned, as Secretary of State, on the date noted on the document.

THEREFORE, the undersigned, as Secretary of State, and by virtue of the authority vested in him by law, hereby issues this certificate and attaches hereto the document which was duly filed on May Seventeenth, 1976.



[Signature]
 Secretary of State

RECEIVED FOR REGISTRATION May 28, 1976, AT 3:15 O'CLOCK P. M.;
 ENTERED IN NOTE BOOK N, PAGE 1304, REGISTER'S OFFICE OF FRANKLIN COUNTY, TN.

[Signature] REGISTER

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Appendix C: Amended and Restated Charter

Amended And Restated Charter

Recorded in Book T513 Pages 690 – 692

RECEIVED
JUL -8 PM 2:18
RILEY C. BASKELL
SECRETARY OF STATE

AMENDED AND RESTATED CHARTER

of

PINE BLUFF PROPERTY OWNERS ASSOCIATION

FILED
JUL 10 1978
RILEY C. BASKELL
SECRETARY OF STATE

Be it known that the undersigned do hereby apply for an Amended and Restated Charter of Incorporation, superseding the original Charter of Incorporation issued by the Secretary of State of the State of Tennessee on May 17, 1976, under the authority granted by §48-1105 (1) - (6) and §48-1108 (now §48-51-101 through §48-68-105), Tennessee Code Annotated, and which also is of record in Trust Deed Book 248, page 933, Register's Office of Franklin County, Tennessee.

1. The name of the corporation shall be PINE BLUFF PROPERTY OWNERS ASSOCIATION.
2. This corporation is a mutual benefit corporation.
3. This corporation is not a religious corporation.
4. The address of the corporation's registered office in Tennessee is 120 West Paradise Drive, Winchester, Franklin County, Tennessee 37398. (The USPS mailing address is P. O. Box 802, Winchester, Tennessee 37398.)
5. The name and addresses of the officers of the corporation are:

President:	Don Curty, 120 West Paradise Drive, Winchester, TN 37398
Vice President:	Dale Stevens, 374 Ridgefield Drive, Winchester, TN 37398
Secretary:	Carol Wiel, 240 Ridgefield Drive, Winchester, TN 37398
Treasurer:	Bill Kuhar, 163 Ridgefield Drive, Winchester, TN 37398
Director:	Geraldine McDaniel, 249 Ridgefield Drive, Winchester, TN 37398
Director:	Jim Strite, 320 Ridgefield Drive, Winchester, TN 37398
Director:	Open (Director has resigned and left area.)
6. The address of the corporation's principal office is 120 West Paradise Drive, Winchester, TN 37398. (The USPS mailing address is P. O. Box 802, Winchester, Tennessee 37398.)
7. This corporation is a non profit corporation.
8. This corporation will have members.
9. The members of the corporation may voluntarily vote to surrender the charter and dissolve this corporation at anytime by the conveyance of all of its assets to the State of Tennessee, Franklin County, a municipality within Franklin County, another governmental agency authorized to receive said assets, or to another corporation holding a similar charter from the State of Tennessee organized not for profit with purposes similar to those stated herein, first providing for corporate debts. If at anytime the officers, directors, and members fail to meet and function for a period of five or more years, any one or more persons eligible for membership herein shall be permitted by publication of notice in a newspaper of general circulation in Franklin County call a meeting of all interested parties for the purpose of reactivating the corporation, or dissolving the same and surrendering the charter under the prevailing laws of the State of Tennessee.
10. The purpose of this corporation shall be to initiate and implement worthwhile programs of community interests, maintenance and improvement of common grounds and facilities in accordance with the bylaws of this corporation.

-1-

11. Eligibility for membership in the corporation shall be evidenced by record of ownership of property located in the Pine Bluff Cabin Sites Subdivision as determined by deeds recorded in the office of the Register of Franklin County, Tennessee. The owner or co-owners of property in the subdivision shall be eligible for a single membership. Voting privileges associated with active and current membership as well as the amount of dues required for membership will be as provided for in the corporation's bylaws.

12. The active membership of the corporation shall have the authority to alter and amend the bylaws of the corporation, which articles shall include, but not necessarily be limited to, Membership; Payment of Dues; Assessments; Officers; Directors; Responsibilities of the President, Vice President, Secretary, Treasurer; Meetings; Voting Rights; Nominations & Elections; Use of Outlot A and to the water rights of lots 27-31; and Changes to Corporation Charter and Bylaws; as provided for in the bylaws of the corporation. The Board will be responsible for the management and maintenance of Outlot B.

13. Neither the means, assets, income or property of the corporation shall be employed, directly or indirectly for the personal and private profit of any member or other person, but on the contrary shall be used only to accomplish the legitimate and legal purposes for which this corporation has been created. Membership may be withdrawn from the corporation at any time. Members who withdraw shall no longer benefit from membership in the corporation or benefit from the activities of the corporation as defined by the bylaws of this corporation. There shall be no individual liability against the members of the corporation debts, but the entire corporation property shall be liable for the claims of creditors.

This amended and restated charter was adopted by the membership of the corporation at a annual meeting held on JUNE 13, 1998, at 12:00 PM by a vote of 25 to 0, and therefore supersedes the original charter of May 17, 1976.

PINE BLUFF PROPERTY OWNERS ASSOCIATION

By Donald H. Hurty, President

ATTEST:

Carol H. Niel, Secretary

98 JUL -6 PM 2:43

WILEY FARNELL
SECRETARY OF STATE
The restatement
amendments requiring

The restatement of the Charter of the Pine Bluff Property Owners Association contains amendments requiring approval of the members, the information required by §48-60-105, Tennessee Code Annotated, but did not contain a amendment requiring approval by a person whose approval is required pursuant to §48-60-301, Tennessee Code Annotated.

PINE BLUFF PROPERTY OWNERS ASSOCIATION

By Donald G. Kirk President

ATTEST:

Carol L. Hill, Secretary

STATE OF TENNESSEE

COUNTY OF FRANKLIN

Personally appeared before me, the undersigned, a Notary Public in and for the above State and County, the within named officers of the Pine Bluff Property Owners Association, Don Curty, President, and Carol Wibel, Secretary, with whom I am personally acquainted, and who acknowledged that they executed the within Amended and Restated Charter on the behalf of the membership of the Association for the purposes therein contained and expressed.

WITNESS my hand and official seal at office in La Vergne, Tennessee, this 24th day of June, 1998.

Kaye L. Coart
NOTARY PUBLIC

My commission expires My Commission Expires JAN. 27, 2001

STATE OF TENNESSEE, FRANKLIN COUNTY

STATE OF TENNESSEE, FRANKLIN COUNTY

The foregoing instrument and certificate were noted in Note Book 4, page 277, at 9:00 o'clock do. a.m., on the 18 day of July, 1978, and recorded in Grant Deed Book 513, page 690, State Tax paid \$ -, Fee \$ -, Recording Fee \$ 5.00

Total \$ 7.00 DAF: 2.00

Witness my hand. Receipt No. 70066 Charley Amacher
REGISTER

These Bylaws of the Pine Bluff Property Owners Association and Appendices A, B, and C are hereby adopted by the Association at the annual meeting held Saturday, June xx, 2025, for which notice was properly given, and which was attended by active members, by a vote of _____ for, and _____ against.

President, Michael Axon

Secretary, Laurie Anderson