

**BYLAWS
OF
BRANFORD VILLAGE HOMEOWNERS ASSOCIATION, INC.**

PREAMBLE

Whereas, this corporation (hereinafter referred to as the "Association") has been formed for the purposes set forth in that certain *Declaration of Covenants, Restrictions, Easements and Establishment of Homeowners Association for Branford Village, a Planned Community in East Fallowfield Township, Chester County, Pennsylvania* of record in the office of the Recorder of Deeds in and for Chester County, Pennsylvania in Deed Book 4888, Page 85 (herein referred to as the "Declaration"), this corporation shall be governed in accordance with the Bylaws set forth in this document, as the same may be duly amended from time to time.

**ARTICLE I
NAME AND LOCATION**

- 1.1. Name and Organization. The name of the corporation is **BRANFORD VILLAGE HOMEOWNERS ASSOCIATION, INC.** (herein referred to as the "Association") and is organized and existing as a nonprofit corporation under the laws of the Commonwealth of Pennsylvania.
- 1.2. Principal Office. The initial principal office of the corporation shall be located at 401 City Avenue, Suite 710, Bala Cynwyd, PA 19004-1150. The Association may have such other offices, and meetings of Members and the Executive Board may be held at such places within the State of Pennsylvania as may be designated by the Executive Board.

**ARTICLE II
DEFINITIONS**

- 2.1. The words used in these Bylaws shall be given their normal, commonly understood definitions. Capitalized terms shall have the same meaning, unless the context clearly indicated otherwise, as set forth in the Declaration.

ARTICLE III
MEETINGS OF MEMBERS

- 3.1. Annual Meetings. A meeting of the Members of the Association shall be held at least once each year at the principal office of the Association or at such other suitable location within the Commonwealth of Pennsylvania as shall be designated by the Executive Board. The first annual meeting of the Members shall occur on the last Monday of February next following the termination of the Development Period, and each subsequent regular annual meeting of the Members shall be held on the last Monday of February of each year thereafter, at 7:00 p.m., unless an alternate date and/or time is designated by the Executive Board. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the 7:00 p.m. on the first day following which is not a legal holiday, or on such alternate date and/or time as may be designated by the Executive Board.
- 3.2. Special Meetings. Special meetings of the Members may be called at any time by the President, by the Executive Board, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes of the membership. Special Meetings of the Members of the Association shall be held within sixty (60) days after the request therefor at the principal office of the Association or at such other suitable location within the Commonwealth of Pennsylvania on such date and at such time as shall be designated by the Executive Board.
- 3.3. Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by either hand delivery or first class, postage prepaid mailing such notice at least 10 days but not more than 60 days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify (i) the place, day and hour of the meeting, and (ii) the items on the agenda, including the general nature of any proposed amendment to the Declaration or these Bylaws, any budget or assessment changes, and any proposal to remove a Member of the Executive Board or an officer.

The notice of any Special Meeting shall state the purpose or purposes of such meeting and no business shall be transacted at such Special Meeting except as stated in the notice thereof.

- 3.4. Waiver of Notice. Waiver of notice of a meeting of the Members shall be the equivalent of proper notice. Any Member may waive, in writing, notice of any meeting of the Members, before, at, or after such meeting. Attendance at a meeting by a member shall be deemed a waiver by such Member of notice of the date, time and place thereof, and at any Special Meeting, of all business transacted, unless such Member specifically objects to lack of proper notice at the time the meeting is called to order or upon arrival, whichever shall last occur.