

BYLAWS

SMITHVILLE COMMUNITY, INC.

(A North Carolina Non-Profit Corporation)

ARTICLE I

BOARD OF DIRECTORS

Section 1. General Powers. The business property and affairs of the corporation shall be vested in, exercised, controlled and managed by, its Board of Directors, except as otherwise provided by law, the Articles of Incorporation or the Bylaws. No expenditures of corporation funds shall be made by the Board unless such expenditures are in accordance with the provisions of a budget which has been approved by vote of the general membership of the corporation.

Section 2. Number, Tenure, and Election. The number of directors shall be no more than 15, to be increased at any time upon a unanimous vote of the Board of Directors; but a majority of all members of the Board shall always be residents of the Smithville Community, as that community is hereinafter defined. Tenure of the directors, except as hereinafter qualified, shall be on an annual basis, with the first year beginning to run from the 1st day of November, 1968.

Subject to the foregoing provisions of this Section, the Board may choose and elect additional Board members from time to time, if at any time there are openings or vacancies in the Board's membership number, with such additional directors being elected by a majority vote of the Board. If the Board elects a person to fill a vacancy that may occur on the Board for any reason, from time to time, then the person so elected shall serve for the unexpired term of the person he is replacing. All directors, including those elected to fill a vacancy, shall serve until their successors are elected and qualified as successors by attendance at a meeting of the Board following such election and indicating acceptance of their election.

Any director after being notified as hereinafter provided by registered mail by the President may be immediately removed from office by a two-thirds vote of the remaining directors taken at any regular meeting or at a special meeting of the Board of Directors called for that purpose.

With respect to the first Board of Directors serving immediately following incorporation on September 9, 1968, the above provisions regarding Board members to be elected by the membership of the corporation shall apply only to four positions; five other positions shall be filled by those currently holding office in the Smithville Chapter of the Piedmont Area Development Association and these five persons presently holding office will continue as Board members and serve until the first annual meeting, unless sooner removed or otherwise resign, as herein provided.

Section 3. Compensation. No director shall be entitled to or shall receive any compensation but may receive reimbursement of expenses advanced for attendance at meetings of the Board of Directors or for such other services rendered to ~~Mecklenburg Inner City Committee~~ ^{SMITHVILLE COMMUNITY}, Inc. as director or member of a committee of the corporation, with such reimbursement being approved by the Board of Directors.

Section 4. Meetings. An annual meeting of the Board of Directors shall be held in each year on the last Thursday in October, if not a legal holiday, and if a legal holiday, then on the next day not a legal holiday at such place and at such hour as shall be designated in the notice thereof, for the purpose of considering reports brought before the meeting, electing directors and transacting such other business as may be specified in the notice of the meeting; and provided that the Board of Directors may in any year fix a

different date for such meeting. If the annual meeting is not held, a special meeting may be called and held for any and all of such purposes. Special meetings may be held upon call of the President or any two directors.

The Board of Directors shall meet at least once in each month on the First Thursday thereof.
(day)

Section 5, Notice. Notice of the time and place of any special or annual meeting of the Board of Directors shall be served on or telephoned to each director at least forty-eight (48) hours in advance of the meeting, or mailed or telegraphed to each director at his address as it thus appears on the records of the Smithville Community, Inc. at least three days before the time of the meeting.

Section 6. Quorum. To constitute a quorum at any meeting of the Board of Directors there shall be present not less than two-thirds of the directors; provided, however, that one-half of the directors shall constitute a quorum at meetings at which the business transacted is limited to that specified in the notice of the meeting. Each director shall be entitled to cast one vote with respect to any vote or action of the Board of Directors. The vote cast or action taken by a majority of the Directors present and constituting a quorum at a meeting shall control on all matters unless otherwise specified.

ARTICLE II

COMMITTEES

Section 1. General. There may be an Executive Committee and such other committees as the Board of Directors may determine. All appointments to committees, except the Executive Committee, shall be made by the President, subject to the approval of the Board of Directors.

ARTICLE III

EXECUTIVE COMMITTEE

Section 1. Number, Election, and Tenure. There shall be an Executive Committee of the Board of Directors composed of the President and two other directors who shall be elected at least annually by the Board of Directors at its regular annual meeting or at any other meeting called for such purpose, with at least two persons on the Executive Committee being from the Smithville Community, and unless otherwise provided by the Board of Directors, shall hold office until their respective successors shall have been duly elected as herein provided.

Section 2. Chairman and Vice-Chairman. The President of Smithville Community, Inc. shall serve as Chairman of the Executive Committee, and the Committee shall elect a Vice-Chairman to serve in the event the Chairman is absent.

Section 3. Meetings. Meetings of the Executive Committee shall be

held upon the call of the President or upon the written request of any one member of the Executive Committee. Notice of the time and place of the meetings of the Executive Committee shall be served on or telephoned to each member of the Executive Committee at least twenty-four (24) hours, or mailed or telegraphed to each member of the Executive Committee at his address as it thus appears from the records of Smithville Community, Inc., in time to arrive twenty-four (24) hours, prior to the time of the meeting.

Section 4. Quorum and Manner of Acting. At all meetings of the Executive Committee a quorum shall consist of a majority of the members of the Executive Committee. Each member of the Executive Committee shall have one vote upon all matters that shall come before the Committee. The vote cast or taken by a majority of the members of the Committee present and constituting a quorum at the meeting shall control in all matters.

Section 5. General Powers. The Executive Committee shall have full authority to act in the stead of the Board of Directors between meetings of the Board of Directors, except in the case of action pursuant to Section 1 of this Article III or Section 5 of Article V, and except that the Executive Committee shall not have policy-making powers. All actions of the Executive Committee must be brought before and ratified by the Board of Directors at its next regular meeting in order for such action to be proper and to remain

in effect after the date of that meeting of the Board of Directors.

ARTICLE IV

OFFICERS

Section 1. General. The officers of Smithville Community, Inc. may include a President, a Vice-President, a Secretary and a Treasurer, and may have such other officers as the Board of Directors shall from time to time designate. Any two or more offices except those of President and Secretary may be held by the same person. All officers shall be elected, either by the Board of Directors at their regular annual meeting, or if not done at such meeting, by the Board of Directors at any meeting called for such purpose, and shall, unless otherwise provided by the Board of Directors, serve terms of one year and shall hold office until the next annual meeting, or meeting held to elect their successors, and until their respective successors shall be elected and qualify. Any officer may be removed by a majority vote of the members present at any meeting of the Board of Directors at which a quorum is present. Vacancies occurring in any manner in any offices of the corporation shall promptly be filled by a vote of the directors.

Section 2. President. The President shall preside over all meetings of the directors. He shall be chief executive officer of Smithville Community,

Inc. as authorized by the Board of Directors, shall make reports to the Board of Directors, and shall perform such other duties as are incident to his office or are properly required of him by the Board of Directors.

Section 3. Vice-President. In the absence of the President or in the event of death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 4. Secretary. The Secretary shall issue notices for all meetings as provided by the Bylaws, shall keep minutes of all meetings, shall have custody of the books and records of Smithville Community, Inc. except as they shall be vested in the Treasurer or some other officer, and shall perform such other duties as are an incident of the office as are properly required of him by the Board of Directors.

Section 5. Treasurer. The Treasurer shall have the custody of all monies and securities of Smithville Community, Inc. and shall deposit them in the name of Smithville Community, Inc. in such bank or banks as the directors may designate. He shall disburse the monies of Smithville Community, Inc. in payment of the just demands of the corporation or as may be ordered by the Board of Directors, by means of checks, cash or

otherwise, taking proper vouchers for such disbursements, and shall render to the Board of Directors from time to time as may be required of him an account of all the transactions as Treasurer and of the financial condition of Smithville Community, Inc. All checks shall be countersigned by the President or other person duly appointed by the Executive Committee.

Section 6. Assistant Secretary and Assistant Treasurer. The Board of Directors may appoint an Assistant Secretary and an Assistant Treasurer to perform the duties of the offices of Secretary and of Treasurer in the absence or disability of such officers. One person may be named to fill both offices.

Section 7. Bonding. Every officer and employee of Smithville Community, Inc. who shall handle funds or securities of the Fund shall be bonded at the discretion and the expense of the corporation in the amount designated by the Board.

ARTICLE V

MISCELLANEOUS

Section 1. Indemnification Against Liability. Smithville Community, Inc. shall indemnify and hold harmless each person who shall serve at any time as a director or officer of the corporation from and against any and all claims and liabilities to which such person shall become subject by reason

of his having been a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability arising out of his own negligence or willful misconduct.

Section 2. Voting of Stock. Unless otherwise ordered by the Board of Directors, the President or any Vice-President in person or by proxy or proxies appointed by any one of them shall have full power and authority on behalf of Smithville Community, Inc. to vote, act and consent with respect to any shares issued by other corporations which Smithville Community, Inc. may own.

Section 3. Corporate Seal. The seal of the corporation, if the Board of Directors determines to have one, shall be in such form as determined by action of the Board of Directors.

Section 4. Charter Takes Precedence Over Bylaws. In case any provision of these Bylaws shall be inconsistent with the Articles of Incorporation, the Articles of Incorporation shall govern.

Section 5. Amendments to Bylaws. These Bylaws may be amended by

the affirmative vote of a majority of the members of Smithville Community, Inc. at a meeting called for the purpose of considering and voting upon such amendments.

Section 6. Definitions. Throughout these Bylaws the masculine gender shall be deemed to include the feminine, and the feminine gender shall be deemed to include the masculine. Smithville Community shall be defined as follows:

(a) In Lemley Township: all lots appearing on Tax Map Nos. 21A and 23 applicable to said Township in Mecklenburg County, North Carolina, which maps are dated October 13, 1960 and January 1, 1952, respectively, and which encompass certain streets specified on said map, namely, Arlington Street (County Highway 73), Smith Street (County Highway #2413), Ferry Street (County Highway #2412), and Burton Lane (County Highway #2192), with said Lemley Township portion of Smithville being divided by and located next to North Carolina Highway 73 (apparently also known as Catawba Avenue, Catawba Street, and as an extension of Beatties Ford Road; and,

(b) In Dewese Township: lots 1A, 1B, 1C, 1D, and 2 of Block 24 appearing on Tax Map Nos. 4 applicable to said Township in Mecklenburg County, North Carolina, which map is dated January 1, 1952, with said Dewese Township portion of Smithville being bordered by North Carolina Highway 73 (apparently also known as Catawba Avenue, Catawba Street, and as an extension of Beatties Ford Road), and also being contiguous to and in between said Lemley Township portion of Smithville and the town of Cornelius, North Carolina.



Elaine F. Marshall
Secretary

North Carolina
**DEPARTMENT OF THE
SECRETARY OF STATE**
PO Box 29622 Raleigh, NC 27626-0622 (919)807-2000

Date: 8/23/2012

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PC, PLLC, LP and Non-Profit entities are not required to file annual reports.

Corporation Names

Name	Name Type
NC SMITHVILLE COMMUNITY, INC.	LEGAL

Non-Profit Corporation Information

SOSID:	0135200
Status:	Current-Active
Effective Date:	9/9/1968
Annual Report Due Date:	
Citizenship:	DOMESTIC
State of Inc.:	NC
Duration:	PERPETUAL

Registered Agent

Agent Name:	KNOX, SAMUEL
Office Address:	PO BOX 463 CORNELIUS NC 00000
Mailing Address:	PO BOX 463 CORNELIUS NC 00000

Principal Office

Office Address:	NO ADDRESS
Mailing Address:	NO ADDRESS

Officers

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