

BY-LAWS
OF
HAMLET CLUSTER ASSOCIATION

ARTICLE I

OFFICE

The principal office of the corporation in the Commonwealth of Virginia shall be located in the County of Fairfax. The corporation may have such other offices, either within or without the Commonwealth of Virginia, -as the directors may from time to time determine.

The corporation shall have and continuously maintain in the Commonwealth of Virginia a registered office and a registered agent whose office is identical with such registered office, as required by the Virginia Non-stock Corporation Act. The address of the registered office and the registered agent may be changed from time to time by the directors and the registered office may be, but need not be, identical with the principal office of the corporation in the Commonwealth of Virginia.

ARTICLE II

MEMBERS

Section 1. Membership in the Association. The following shall be members of the Association:

All persons owning of record any dwelling unit on the property shown within Hamlet Cluster on the plat attached to the Deed of Dedication, or on any Subsequent Plat filed pursuant to the Deed of Dedication (hereinafter referred to as the "property") (except a person taking title as security for the payment of money or the performance of an obligation).

No person shall be a member of the Association after he ceases to be the owner of record of any dwelling unit on the property.

The directors of the Association may, after affording the member an opportunity to be heard, suspend any person from membership in the Association during any period of time when there exists a violation of any of the provisions of the Deed of Dedication (including, but not limited to, the failure to make any payment to the corporation when due and payable under the terms of the Deed of Dedication) with respect to the dwelling

Hamlet Cluster Association

unit he owns or when he is in violation of any rule or regulation adopted by the corporation with respect to the Property.

Each member of: the corporation, by becoming such, agrees he shall be personally responsible for the payment of the charges created under the Deed of Dedication with respect to the dwelling unit he owns and for compliance by himself, his family, guests, and invitees, with the provisions of the said Deed and the rules and regulations adopted by the corporation with respect to the Property.

The qualifications set forth herein for membership in the corporation shall be the only qualifications for such membership.

Section 2. Voting Rights. The members of the corporation shall have the right to vote for the election and removal of directors. Each member of the corporation shall have one vote, except that:

(A) Any person owning more than one dwelling unit shall have the number of votes equal to the number of dwelling units owned.

(B) When any dwelling unit on the Property is owned of record in joint tenancy or tenancy-in-common, or in any other manner of joint or common ownership, such owners shall collectively be entitled to only that number of votes to which one person would be entitled were he the owner of such dwelling unit. Such vote shall be exercised only by the unanimous action or consent of the owners of record of such dwelling unit who are entitled to vote with respect thereto.

(C) Only a member of the corporation shall have the right to vote.

(D) Voting by proxy shall be allowed, provided that a proxy form, to be adopted by the Board of Directors, shall be executed by at least one of the members of the corporation. Proxy forms must be presented to the Chairman of the meeting prior to the commencement of the meeting to which they apply for determination of their validity prior to the taking of any vote.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meeting. The annual meeting of the members shall be held on the third Saturday in September at the hour of 10:00 a.m. for the purpose of electing directors and/or for the transaction of such other business as may come before the meeting. If the date fixed for the annual meeting shall be a legal holiday in the place where the meeting is to be held, such meeting shall be held on the next succeeding business day. If the election of directors shall be not held on the day designated herein for the annual meeting or at any adjournment thereof, or pursuant to Section 5 hereof, the Board of Directors

Hamlet Cluster Association

shall cause the election to be held at a special meeting of the members held as soon thereafter as conveniently may be.

Section 2. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors, or members of the corporation holding not less than one-fifth of the votes.

Section 3. Place of Meeting. The Board of Directors may designate any place within the State of Virginia as the place for any annual or special meeting called by the Board of Directors and the President may designate any place within the State of Virginia as the place of meeting for any special meeting called by him. If no designation is made or if a special meeting be called by the members of the corporation, the place of meeting shall be the principal office of the corporation.

Section 4. Notice of Meetings. The corporation shall publish notice of any annual or special meeting of members in the manner provided by law, but not less than fourteen days prior to the meeting. 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 also be mailed or delivered not less than ten or more than fifty days before the date of the meeting, except as otherwise specified by law, either personally or by mail, by or at the direction of the President or the Secretary or the person calling the meeting, to each member of the corporation at his address as shown on the records of the corporation. A member may, in a writing signed by him, waive notice of any meeting before or after the date of meeting stated therein. Failure to mail or deliver any notice to any member shall not affect the validity of the published notice. All notices shall specifically identify the issues or other matters to be considered at the meeting.

Section 5. Informal Action by Members. Any action required or permitted by law to be taken at a meeting of the members of the corporation 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 of the corporation.

Section 6. Quorum and Manner of Acting. Members holding one-tenth of the total votes shall constitute a quorum at any meeting. If a quorum is not present at any meeting of members a majority of the members present may adjourn the meeting from time to time without further notice. The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the members, unless the act of a greater number is required by law, or by the Articles of Incorporation of the corporation, or by these By-Laws.

Section 7. Conduct of Meetings. The directors may make such regulations as they deem advisable for any meeting of members, in regard to proof of membership in corporation, evidence of the right to vote, the appointment and duties' of inspectors of votes, and such other matters concerning the conduct of the meeting as they shall deem fit. Such regulations shall be binding upon the corporation and its members.

ARTICLE IV

DIRECTORS

Section 1. General Powers. The affairs of the corporation shall be managed by its directors.

Section 2. Number and Tenure. The initial number of directors shall be three. The length of the initial term of each of the directors constituting the initial board of directors shall be as set forth in paragraph 6 of the Articles of Incorporation. The first election of directors by the members of the corporation shall be held at the annual meeting of the members in 1985. The directors elected by the members at the first election of directors and thereafter, shall be elected for a term of two years, and until their respective successors are elected. Any vacancy occurring in the initial or any subsequent Board of Directors, where the remaining term is less than one year, may be filled at any meeting of the Board of Directors by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors, or by sole remaining director and if not previously so filled, shall be filled at the next succeeding meeting of the members of the corporation. All other vacancies shall be filled by special election. Any director elected to fill a vacancy shall serve as such until the expiration of the term of the director, the vacancy in whose position he was elected to fill. Directors may be removed by a vote of two-thirds of members present or voting by proxy at a meeting called for the purpose of considering removal of a director.

Commencing with the election of directors in 1987 the Board of Directors shall be increased to seven members, two of whom shall serve a term of three years and three of whom shall serve a term of two years.

Section 3. Regular Meetings. Regular meetings of the Board of Directors shall be held at such time and place, within the State of Virginia at the discretion of the Board of Directors, as may be specified in the notice thereof.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two directors. The person or persons authorized to call special meetings of the Board may fix any place, within the State of Virginia, as the place for holding any special meeting of the Board called by them.

Section 5. Notice. Notice of any meeting of the Board of Directors for the holding of which notice is required shall be given at least five days previous thereto by written notice delivered personally or sent by mail or telegram to each director at his address as shown on the records of the corporation; If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope 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, in a writing signed by him, before or after the time of meeting stated therein, waive notice of any meeting. The attendance of a director at any meeting shall constitute

Hamlet Cluster Association

a waiver of notice of such meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law, by the Articles of Incorporation of the corporation, or by these By-Laws.

Section 6. Quorum. Except as otherwise provided by law or by the Articles of Incorporation of the corporation, or by these By-Laws, a majority of the Board of Directors shall constitute a quorum for the transaction' of business at any meeting of the Board; but if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner of Action. The act of a directors present at a meeting at which a quorum be the act of the Board of Directors, unless the number is required by law, or by the Articles of the corporation, or by these By-Laws.

Section 8. Compensation. Directors as receive any stated salaries for their services.

Section 9. Informal Action by Directors. Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the directors.

ARTICLE V

OFFICERS

Section 1. Officers. The officers of the corporation shall be a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer. The Board of Directors may elect such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the .Board of Directors. Any two or more offices may be held by the same person, excepting the offices of President and Secretary. The President shall be .a director of the corporation. Other officers may be, but need not be, directors of the corporation.

Section 2. Election, Term of Office and Vacancies. The officers of the corporation shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected. A vacancy in any off ice arising because of death, resignation, removal, or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 3. Removal. Any officer may be removed by the Board of Directors whenever in its judgment, the best interest of the corporation will be served thereby.

Section 4. Powers and Duties. The officers of the corporation shall, except as otherwise provided by law, by the Articles of Incorporation of the corporation, by these By-Laws, or by the Board of Directors, each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may from time to time be specifically conferred or imposed by the Board of Directors. The President shall be the chief executive officer of the corporation.

ARTICLE VI

COMMITTEES

Section 1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in the resolution; shall have and exercise the authority of the Board of Directors in the management of the affairs of the corporation, provided, however, that no such committee shall have the authority of the Board of Directors to approve an amendment to the Articles of Incorporation of the corporation or a plan of merger or consolidation.

Section 2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the affairs of the corporation may be designated by a resolution adopted by the Board of Directors, to perform such duties and to have such powers as may be provided in the resolution. All recommendations of member committees shall be reduced to writing. The decision of the Board of Directors on such recommendations shall be rendered within forty-five days of presentation. Beginning with the budget for budget year 1989, recommendations of the Budget Committee shall be submitted to the Board of Directors for approval and to the members at the annual meeting for ratification. The Board-approved budget shall be incorporated in the notice of the annual meeting of members. Budget recommendations shall be submitted to the Board of Directors not later than sixty (60) days prior to the date scheduled for the annual meeting of members in these By-Laws.

Section 3. Rules. Each committee may adopt rules for its own government not inconsistent with the terms of the resolution of the Board of Directors designating the committee or with rules adopted by the Board of Directors.

Section 4. Newsletter. The Community Relations and Communications Committee shall issue a minimum of four newsletters per year, one of which shall follow the annual meeting of the members by not more than two weeks. Committees and the Board of Directors shall issue special bulletins as necessary to keep the members informed of ongoing developments.

ARTICLE VII

CERTIFICATE OF MEMBERSHIP

Section 1. Certificates of Membership. The Board of Directors may provide for the issuance of certificates evidencing membership in the corporation, which shall be in such form as may be determined by the Board. Such certificates shall be signed by the President or a Vice President and by the Secretary or an Assistant Secretary and shall be sealed with the seal of the corporation. All certificates evidencing membership shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board of Directors may determine.

ARTICLE VIII

SEAL

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the corporation, the year of its incorporation, and the words "Corporate Seal--Virginia."

ARTICLE IX

MISCELLANEOUS

(A) All contracts executed on behalf of the Cluster must be executed by two members of the Board of Directors. All checks or other financial instruments drawn against Cluster accounts must be signed by two members of the Board of Directors. All contracts with a value of more than \$500.00 must be ratified by the Board of Directors.

(B) All rules and regulations applicable to members shall apply equally to all members.

(C) Members may bring matters for consideration by the Board of Directors in writing at any time. If the matter is within the jurisdiction of a standing committee, the Board shall refer the matter to that committee within two weeks; otherwise, the Board shall act on the matter within forty-five days. If the matter is referred to a committee, the committee shall report to the Board within six weeks of referral and the Board shall act as required by Article VI, Section 2.

ARTICLE X

AMENDMENTS

Hamlet Cluster Association

These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by the Board of Directors, but are subject to ratification by the members. The vote of a simple majority of members present or voting by proxy at a meeting duly noticed shall be sufficient to adopt any change in the By-Laws.

REGULATIONS OF THE HAMLET CLUSTER ASSOCIATION

PURPOSE OF REGULATIONS

The purpose of these regulations is to promote harmony and cooperation in the Cluster and to preserve the aesthetic appearance, ambience and value of all Cluster and member property.

APPLICATION OF REGULATIONS

These regulations have been adopted in compliance with the By-Laws of the Hamlet Cluster Association. They are binding upon all members of the Association whether or not they occupy a dwelling in the Cluster and regardless of the nature of their interest in a Cluster dwelling. Joint owners of Cluster dwelling are jointly and severally responsible for compliance with these regulations. Cluster members who lease or rent to others are responsible for ensuring that their tenants comply with the regulations. All lease agreements for dwellings in the Cluster should contain a clause requiring tenants to comply. All members who lease or rent Cluster dwellings to others must supply the Board of Directors with the following information not later than the occupancy date by the tenants: (1) address and telephone number of the member (2) names and telephone numbers of tenants.

SPEED LIMIT

The speed limit for all vehicles within the Cluster, except Middle Creek, is fifteen (15) miles per hour. On Middle Creek the speed limit is twenty-five (25) miles per hour.

OPERATING AREA FOR VEHICLES

Motorized vehicles may operate within the Cluster only on the paved areas unless authorized in writing by the Board of Directors. Persons responsible for violations of this rule shall be responsible to the Cluster Association for damage to curbs, sidewalks, and other common property of the Cluster.

PET CONTROL

Hamlet Cluster Association

The Fairfax County Leash Law is in force in the Cluster. Dogs shall not be allowed to relieve themselves anywhere within the Cluster except in designated areas (other than the wooded area surrounding the tot lot) or on their own property. If the foregoing rule is reached, it is the responsibility of the owner to clean the area immediately. All pets within the Cluster must be inoculated and licensed in compliance with the Fairfax County Code. No animal shall be allowed to trespass on, damage or destroy any property within the Cluster. Animals shall be prevented from making continually loud and objectionable noise and shall not be kept in such manner as to cause unsanitary conditions.

Animals shall not be allowed to run at large on Cluster property or on the property of other members. Dogs must be restrained by a dependable leash and controlled by a responsible person at all times and at all places within the Cluster.

NOISE

The Fairfax County noise ordinance is enforced by the Zoning Administrator. An inspector may issue a "Notice of Violation" to require corrective measures. If not corrected, the Inspector may obtain a criminal warrant. A Police Officer, or two persons not of the same household, may obtain a warrant to control Nuisance Noises. The Animal Control Department shall also control nuisance noises caused by animals.

For your information, the following are the specific rules as set forth in the Fairfax County noise ordinance:

Specific Prohibitions

Loud speakers & amplifiers (exterior of buildings)
Operating construction equipment (outdoors)
Repairing vehicles or equipment (outdoors)
Powered model vehicles (outdoors)
Refuse collection in residential neighborhoods
Truck loading or unloading (outdoors)

Prohibited Between Hours

11:00 PM-7:00 AM
9:00 PM-7:00 AM
9:00 PM-7:00 AM
9:00 PM-7:00 AM
9:00 PM-6:00 AM
9:00 PM-6:00 AM

Maximum Permissible

Sound Pressure Levels

It is Unlawful to operate any stationary noise source, when measured at the lot line which exceeds: 55 dBA. Domestic power equipment (lawnmowers, etc.) may exceed these limits provided they operate between the hours of 7:00 AM and 9:00 PM and do not constitute a "noise disturbance."

Hamlet Cluster Association

Motor Vehicles

The maximum sound pressure level emitted by motor vehicles which are operated on public right-of-way must meet the requirements of Section 108-4-5 of the Noise Ordinance of Fairfax County.

Nuisance Noises

The following acts are a noise disturbance when plainly audible across property lines or through partitions:

- (a) TV, radio, musical instruments, power tools and other noise makers.
- (b) Animals that howl, bark, meow, squawk frequently or habitually at any time.
- (c) Congregations of persons anywhere on Cluster property.

Discharge of fireworks on Cluster property is prohibited.

TRASH

Trash shall be deposited for pickup at curbside not earlier than full darkness the night before the pickup. All trash should be securely sealed in plastic garbage or leaf bags or in closed containers to deter spillage and penetration by animals.

PLANTING/STORAGE ON COMMON AREAS

No one shall plant new plants on Cluster property without consent in writing of the Board of Directors. Personal property may not be stored on Cluster property, except for neatly stacked firewood, not to exceed one cord per household, stacked immediately adjacent to wooded areas.

Motor vehicles required to be licensed by state or county law must have displayed current license/registration insignia and be maintained in operable condition to be parked or operated on Cluster property. Vehicles not in compliance with this rule shall be treated as abandoned property and shall be removed from the Cluster property, at the vehicle owner's expense, ten calendar days after written notice to the owner. If the owner is unknown or cannot be located, the notice may be given by tagging the vehicle.

Storage of recreational vehicles and business equipment (such as boats, campers, and trailers) is prohibited. Such items should be stored at the RA RV facility or elsewhere.

VEHICLE REPAIR WORK

Repairs on vehicles may be performed only during daylight, hours and all tools and parts must be removed from sight when work is not actually being performed.

MODIFICATIONS TO CLUSTER PROPERTY

No member may modify Cluster common property without the written consent of the Board of Directors. A member may modify his own property within the Cluster only in compliance with Reston Association regulations and Restrictive Covenants applicable to such property and with these regulations. Painting of externally visible portions of dwellings must conform to the approved color palette for the Cluster. Changes in house color schemes from existing color schemes must be approved in advance in writing by the Board of Directors. Fences or other non-natural borders may not be erected around yards without approval in advance of the RA Architectural Board of Review and notification to the Cluster Board of Directors. It is the obligation of each owner of a Cluster unit to properly maintain the unit and yard and to promptly repair damage thereto that is visible to others.

PARKING

Parking is permitted only in designated marked spaces assigned by the Board of Directors.

Double parking is prohibited throughout the Cluster. Parking in areas restricted by signage or other appropriate markings for fire zones is a violation of law, as well as these Regulations, and will be enforced by the Police, including towing.

SIGNS

For the sale or rental of real property within the Cluster, one listing sign may be displayed on each property for sale or for rent. No other listing sign will be permitted. Only one "HOMES FOR SALE" sign may be located at the entrances to the Cluster.

All signs on properties sold or rented are to be removed within five working days of settlement. During the period when a property is "OPEN" for visitor examination, not more than two "OPEN" signs may be displayed on Cluster property. Such signs will be removed as soon as the open period ends.

"FOR SALE BY OWNER" signs are subject to the same rules as broker listing and open signs.

No signs of any kind may be attached to lamp posts, trees, mail boxes or other structures or natural objects within the Cluster.

LEASES/OCCUPANCY

The Fairfax County ordinances limiting the number of families and/or persons who may occupy a townhouse apply in this cluster.

Hamlet Cluster Association

HAMLET CLUSTER ASSOCIATION

Board of Directors Resolution

Assessing and Collecting Fees for Operation (Cluster Dues):

1. Annual Homeowners' Fee (Cluster Dues)

Assessments will be determined annually based upon the budget, which will be distributed to the unit owners prior to the beginning of each calendar year. If, due to unforeseen circumstances, the budget needs to be revised, the Board of Directors reserves the right to change the assessment with a thirty-day notice. Special assessments will not occur more than once per year.

2. Due Dates

Annual homeowners' fees are payable quarterly and are due on the first day of January, April, July and October.

3. Late Payment

a. Payments postmarked after the 10th day of the second month of the quarter (February 10, May 10, August 10, and November 10,) will be considered "late" and subject to a late charge of \$25.00.

b. Late charges will accrue until paid.

c. In cases where the date of the postmark is missing or not readable, the date the payment was received will be used.

4. Dues Collection Policy

Delinquency in payment of Regular Dues will result in the imposition of a late charge of \$25.00. If the delinquent dues and the late charges are not paid prior to the due date of the next succeeding quarterly payment, an additional late charge of \$25.00 is added and the balance of the annual dues will be accelerated and will become due and payable immediately.

A letter will be sent to the owner advising of the delinquency and acceleration of dues payment. If the owner does not respond by either (1) paying the outstanding obligations, or (2) demonstrating that he meets the standards for a Hardship Deferral set forth below, the Cluster will pursue legal action to secure a judgment and a lien on the property. All costs associated with securing this lien, including court costs and attorneys' fees, and all costs associated with removing the lien will be charged to the owner on the next quarterly dues statement.

A Hardship Deferral means that the owner has experienced an unusual financial problem which is expected to be short term in effect so that the Cluster can reasonably expect to have all dues arrearages paid within nine months of the first delinquent payment. The

Hamlet Cluster Association

grant or denial of a Hardship Deferral is a matter solely within the discretion of the Board of Directors. No Hardship Deferral will be considered unless request therefore is submitted to the Board of Directors in writing. All such requests will be kept confidential.

5. Billing

- a. Bills for quarterly payments will be mailed by the Board of Directors or management company to the individual unit owners one month before payment is due.
- b. Failure to receive a bill does not relieve a unit owner from making a payment by the due date.
- c. A unit owner may contact the management company for a duplicate bill if the original is not received in a timely manner.

6. Where to Mail Payment

- a. All fees must be mailed to:
Hamlet Cluster Association
c/o TWC Association Management
12110 Sunset Hills Road, Suite 410
Reston, VA 22090
- b. The Cluster Association is not responsible for payments assumed to be lost in the mail, or mailed to an address other than the one given above.

7. Method of Payment

- a. Homeowners' fees are payable by personal check, money order, certified check, cashier's check or cash.
- b. Third party checks will not be accepted.

8. Rules of Payment

- a. Fees should be made payable to Hamlet Cluster Association. Fees made payable to any party other than that specified above will not be accepted. The unit lot number and address should be indicated on checks.
- b. Partial payments will not relieve the member of his obligation to make full payment nor shall they serve to waive any amount of accrued late charges.
- c. Any payment that does not meet with rules of negotiability (i.e., stale-dated, post-dated, unsigned, incorrect dollar amount, incorrect payee, etc.) shall be promptly returned to the unit owner for correction. The Cluster will not waive any penalty charges incurred on a payment that is corrected after the grace period has expired.

Hamlet Cluster Association

d. If a unit owner's payment is returned to the Cluster for non-payment by the issuing financial institution, the penalty for the returned check is a \$25.00 administrative fee in addition to any other penalties which may be assessed.

e. If a unit owner's payment is returned, the Board reserves the right to require that future payments be made in the form of a money order, certified check or cashier's check.

9. Questions

Questions or comments concerning assessments should be put in writing to:

Hamlet Cluster Association
c/o TWC Association Management
12110 Sunset Hills Road, Suite 410
Reston, VA 22090

Adopted at a regular-meeting of the Board of Directors October 17, 1990.

<u>Yes</u>	<u>No</u>	
X		Jim Bellis
X		Tim Fields
X		Chris Benonis
X		Kevin Gaughan
X		Kevin Hipps
Absent		Susan McCrea
X		Elizabeth McDowell