

## EXHIBIT D TO DECLARATION OF CONDOMINIUM

# Rules and Regulations

## The Exchange Building, a Condominium

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**DRAFT — FOR DISCUSSION PURPOSES ONLY**

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The following Rules and Regulations are adopted by the Board of Directors of The Exchange Building Condominium Association, Inc. pursuant to the Declaration and Bylaws. These Rules apply to all Unit Owners, their tenants, guests, employees, contractors, and invitees.

### 1. Common Elements

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- Lobby and Entrances.** The main lobby, entrances, and ground-floor common areas shall be maintained in a clean, professional condition. No Unit Owner shall obstruct, deface, or damage common entrances, hallways, stairwells, or elevators.
- Elevator Usage.** Freight/construction moves shall be scheduled with the Association in advance. Moving activities are restricted to [7:00 AM – 8:00 PM, Monday through Saturday]. Elevator pads must be used during moves.
- Common Area Modifications.** No Unit Owner shall modify, paint, decorate, or alter any Common Element without prior written Board approval.
- Storage.** No personal property, equipment, or materials shall be stored in Common Elements (hallways, stairwells, mechanical rooms) without Board approval.

### 2. Construction and Renovations

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- Prior Approval.** Any renovation, alteration, or construction within a Unit that may affect the Building structure, Common Elements, exterior appearance, or adjacent Units requires prior written Board approval. Applications must include plans, contractor information, and insurance certificates.
- Hours.** Construction and renovation work is restricted to [8:00 AM – 6:00 PM, Monday through Friday, and 9:00 AM – 4:00 PM on Saturday]. No construction on Sundays or federal holidays without Board approval.

3. **Contractors.** All contractors must carry general liability insurance of not less than \$[1,000,000] per occurrence and workers' compensation insurance, and must name the Association as an additional insured.
4. **Debris and Cleanup.** The Unit Owner undertaking construction is responsible for removal of all debris and cleanup of Common Elements affected by the work. A construction deposit of \$[\_\_\_\_\_] may be required.
5. **Permits.** The Unit Owner is responsible for obtaining all required permits and ensuring all work complies with applicable building codes and historic preservation requirements.
6. **Historic Compliance.** No work shall be performed that would jeopardize the Building's National Register of Historic Places designation. Any exterior modifications must comply with the Secretary of the Interior's Standards for Rehabilitation.

### 3. Building Systems

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1. **HVAC.** No Unit Owner shall modify shared HVAC risers, ductwork, or equipment without Board approval. Each Unit Owner may install, modify, or replace HVAC equipment within its Unit that connects to shared systems, provided such modifications do not adversely affect the other Unit's service.
2. **Plumbing.** No Unit Owner shall alter shared water risers or waste stacks without Board approval. Each Unit Owner is responsible for maintaining plumbing within its Unit boundaries.
3. **Electrical.** No Unit Owner shall exceed the electrical capacity allocated to its Unit or tap into circuits serving Common Elements or the other Unit.
4. **Fire Safety.** No Unit Owner shall tamper with, disable, or obstruct fire sprinklers, smoke detectors, fire alarms, fire doors, or fire extinguishers. Fire safety equipment shall be inspected and maintained per applicable codes.
5. **Rooftop Equipment.** Installation of rooftop equipment (antennas, satellite dishes, HVAC units, solar panels) requires Board approval and must comply with applicable codes and the Building's historic designation.

### 4. Access and Security

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1. **Building Access.** Each Unit Owner shall have 24/7 access to its Unit via the main entrance and elevators. The Association shall provide each Unit Owner with building access credentials (keys, fobs, codes).
2. **Security Systems.** The Association shall maintain building-wide security systems in Common Elements. Each Unit Owner may install supplemental security within its Unit at its own expense.
3. **Emergency Access.** Each Unit Owner shall provide the Association with emergency contact information and, if requested, access credentials for emergency situations. The Association and the other Unit Owner shall have the right to access any Unit in the event of an emergency threatening life, safety, or property.
4. **Contractor Access.** Contractors, vendors, and service providers must check in with building management. Each Unit Owner is responsible for the conduct of its contractors while on the Property.

## 5. Exterior and Signage

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1. **Building Exterior.** No Unit Owner shall install, modify, or affix anything to the exterior of the Building (including windows, walls, facade, or roof) without prior written Board approval.
2. **Signage.** Each Unit Owner may install one identification sign in the main lobby directory. Additional signage visible from the exterior or Common Elements requires Board approval. All signage must be professional in appearance and comply with City of Memphis signage ordinances.
3. **Window Treatments.** Window treatments visible from the exterior shall be white, off-white, or neutral-toned on the exterior-facing side, or as otherwise approved by the Board.

## 6. Insurance and Liability

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1. **Certificate of Insurance.** Each Unit Owner shall provide the Association with a certificate of insurance evidencing the coverages required by the Declaration within [30] days of acquiring its Unit and annually thereafter.
2. **Water Damage.** Any Unit Owner whose negligence causes water damage to Common Elements or another Unit shall be responsible for the cost of repair and restoration.
3. **Indemnification.** Each Unit Owner shall indemnify the Association and the other Unit Owner against claims arising from the use of its Unit, the acts of its tenants, guests, employees, and contractors, and its failure to maintain its Unit or Limited Common Elements.

## 7. Environmental and Health

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1. **Hazardous Materials.** No Unit Owner shall store, use, generate, or dispose of hazardous, toxic, or flammable materials within the Building except in de minimis quantities for ordinary cleaning and maintenance purposes, and in full compliance with all applicable laws.
2. **Pest Control.** Each Unit Owner is responsible for pest control within its Unit. If pests in one Unit affect another Unit or Common Elements, the responsible Unit Owner shall promptly engage a licensed pest control provider at its expense.
3. **Smoking.** Smoking is prohibited in all Common Elements. Smoking policies within individual Units are at the discretion of the respective Unit Owner.

## 8. Noise and Conduct

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1. **Quiet Hours.** Excessive noise in Common Elements is prohibited between [10:00 PM and 7:00 AM]. Each Unit Owner shall use reasonable efforts to prevent unreasonable noise transmission from its Unit to Common Elements or other Units.
2. **Floor Treatments.** Unit Owners are encouraged to install sound-dampening underlayment beneath hard-surface flooring on any floor that is directly above another Unit's ceiling.

## 9. Parking and Loading

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1. **Parking.** [Describe parking arrangements — allocated spaces, shared spaces, garage access, etc.]
2. **Loading Dock.** [Describe loading dock access and scheduling procedures, if applicable.]

## 10. Enforcement

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1. **Violations.** The Board may impose reasonable fines for violations of these Rules after providing written notice and an opportunity to cure. Fines shall not exceed \$[100] per day per violation.
2. **Cure Period.** Except in emergencies, a Unit Owner shall have [15] days after written notice to cure a violation before fines are imposed.
3. **Persistent Violations.** For persistent or repeated violations, the Board may pursue any remedy available under the Declaration, Bylaws, or applicable law, including injunctive relief.

## 11. Amendment

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1. These Rules and Regulations may be amended, modified, or supplemented by the Board at any time upon [30] days' written notice to all Unit Owners.
2. Any Unit Owner may petition the Board to amend these Rules. The Board shall consider such petition at its next regular meeting.

**Note:** These Rules are subordinate to the Declaration and Bylaws. In the event of conflict, the Declaration prevails, then the Bylaws, then these Rules.

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Must be reviewed by qualified Tennessee condominium counsel before adoption.

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