

Bylaws of Spring Ridge Homeowners' Association

Article I **Name and Location**

The name of the corporation is Spring Ridge Homeowners' Association, hereinafter referred to as the "Association." The mailing address of the Association shall be Spring Ridge Homeowners' Association, P.O. Box 540751, Omaha, NE 68154-0751. Meeting of members and directors may be held at such places within the State of Nebraska, County of Douglas, as may be designated by the Board of Directors.

Article II **Definitions**

Section 1. "Association" shall mean and refer to Spring Ridge Homeowners' Association, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property, as described in the Declarations of Covenants, Conditions, Restrictions and Easements, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association, as described in the Declarations of Covenants, Conditions, Restrictions and Easements, for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, Restrictions and Easements applicable to the properties recorded in the office of the Register of Deeds of Douglas County, Nebraska.

Section 7. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

Article III **Meeting of Members**

Section 1. Meetings. The meetings shall be held biannually.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the membership.

Section 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 the posting of the meeting notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast votes of membership shall constitute a quorum for any routine action except as otherwise provided in the Article of Incorporation, the Declaration, or these Bylaws. To change any Bylaw, a majority of members present and proxies cast is required. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote there shall have power to adjourn the meeting from time to

time, without notice other than announced at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

Article IV

Board of Directors: Selection: Term of Office

Section 1. Number. A Board of Directors, the number of which shall be five (5), shall manage the affairs of this Association. The Directors need to be members of the Association. The Directors shall have no outstanding Association fees. The Directors shall be elected at the fall meeting of Owners and will take office January 1.

Section 2. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a Director, their successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of their predecessor.

Section 3. Compensation. No Director shall receive compensation for any service they may render to the Association. However, any Director may be reimbursed for their actual expenses incurred in the performance of their duties.

Section 4. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting, which they could take at a meeting, by obtaining the approval by a majority of the Directors. Any action approved and taken will be formally entered at the next meeting.

Article V

Nomination and Election of Directors

Section 1. Nomination. The current Board of Directors shall make nomination for election to the Board of Directors. Nominations may also be made from the floor at the fall meeting of the Owners. The Board of Directors shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made only from among members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. In the case of one nomination for an office, a verbal vote will be accepted. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Article VI

Meeting of Directors

Section 1. Regular Meeting. Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. All regular meetings are open to all members.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any four (4) directors, after not less than three (3) days notice to each Director.

Section 3. Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Article VII
Powers and Duties of the Board of Directors

- Section 1. Powers. The Board of Directors shall have power to:
- (a) Adopt and publish rules and regulations governing the use of the Common Area and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
 - (b) Suspend the voting rights and all other Association rights of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;
 - (c) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration; and
 - (d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall have unexcused absences from three (3) consecutive regular meetings of the Board of Directors.

- Section 2. Duties. It shall be the duty of the Board of Directors to:
- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the fiscal meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;
 - (b) Supervise all officers, agents, employees of this Association, and to see that their duties are properly performed;
 - (c) As more fully provided in the Declaration to:
 1. Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period,
 2. Send written notice of each assessment to every Owner subject thereto within the first fifteen (15) days of each annual assessment period and monthly thereafter; and
 3. File a lien against any property for which assessments are not paid by the end of the annual assessment period.
 - (d) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. The Board may make a reasonable charge for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
 - (e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;
 - (f) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
 - (g) Cause the Common Area to be maintained.

Article VIII
Officers and Their Duties

Section 1. Enumeration of Officers. The officers of this Association shall be a President and Vice President, who shall at all times be members of the Board of Directors, a Secretary, a Treasurer and an Assistant Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the fall meeting of the Owners. The new Board will take office January 1.

Section 3. Term. The members shall elect the officers of this Association annually and each shall hold office for one (1) year unless they shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointment. The Board may elect such other officers as the affairs of the Association may require, each of who shall hold office for such period, have such authority, and perform such duties as the Board may from time to time determine.

Section 5. Resignation and Removal. The Board may remove any officer from office with or without cause. Any officer may resign at any time giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Office. No person shall simultaneously hold more than one of any of the offices except in the case of special offices created pursuant to Section 4 of the Article.

Section 8. Duties. The duties of the officers are as follows:

President: The President shall preside at all meetings of the Board of Directors, shall see that orders and resolutions of the Board are carried out, and shall have authority to co-sign all checks.

Vice President: The Vice President shall act in the place and stead of the President in the event of absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required by the Board. The Vice President shall also have the authority to co-sign all checks.

Secretary: The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members, serve notice of meeting of the Board and of the members, keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board. The Secretary is responsible for the quarterly publication of the newsletter. The Secretary shall also have the authority to co-sign all checks.

Treasurer: The Treasurer shall retrieve all bills and payments to the Association from the post office box, record all transactions generated from these bills and payments, and turn them over to the Assistant Treasurer to be processed; keep proper books of account; cause an annual audit of the Association to be made by a committee of, at minimum, two (2) other members of the Association (one director and one member-at-large) at the completion of each fiscal year; oversee to the filing of an annual tax return; and shall prepare an annual budget and a statement of income and expenditures to be presented to the members at the regular biannual meetings and deliver a copy of each to the members.

Assistant Treasurer: The Assistant Treasurer deposits all monies in the appropriate bank account, writes checks and balances the funds of the Association. The Assistant Treasurer is also in charge of the vendors (mowing, landscaping, etc.) used by the Association. All checks written for an amount exceeding \$1,000 shall have dual signatures.

Article IX

Committees

The Association shall appoint the following committees: Social/Picnic, Newsletter, Block Captains and other committees that the Association deems necessary.

Article X

Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall be available for inspection by any member through the Board of Directors, where copies may be purchased at a reasonable cost.

Article XI
Assessments

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments, which are secured by a continuing lien upon the property against which assessment is made. Any assessments, which are not paid when due, shall be delinquent. If the assessment is not paid by July 1 of the year in which it is due, a late fee of \$25 will be charged. If, thereafter, the assessment remains unpaid by August 1 of the year in which it is due, interest will then accrue on any unpaid balances at a rate of 6% per annum commencing from the original due date. Said late fees and interest shall hereinafter become part of the dues and assessments as defined in the Declaration. The Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

Article XII
Amendments

Section 1. These Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control, and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

Article XIII
Miscellaneous

The fiscal year of the Association shall begin on the first (1st) day of January and end on the thirty-first (31st) of December of every year.