

BY-LAWS
Of

Jonathon Oaks Community Association, Inc.

Article I: **Name and Location**

The name of the corporation is JONATHON OAKS COMMUNITY ASSOCIATION, INC., hereinafter referred to as the "Association." The mailing address of the corporation shall be PO Box 15164; Fort Wayne, IN 46885-5164; but the meeting place of the members and directors shall be designated by the Board of Directors.

Article II: **Definitions**

Section 1: "*Association*" shall mean and refer to Jonathon Oaks Community Association, Inc., its successors and assigns.

Section 2: "*Properties*" shall mean and refer to that certain real property described in the Article of Incorporation of the Association and the Sections thereof which will be platted from time to time in the Plat Records of Allen County, Indiana, together with the Protective Restrictions, Covenants and Limitations appended thereof .

Section 3: "*Common Area*" shall mean and refer to all real property either owned by the Association or located within the Properties 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 plat of the Properties with the exception of the Common Areas.

Section 5: "*Owner*" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple 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 and excluding St. Joe Development Corp. and Charles F. Leonard, Trustee.

Section 6: "*Restrictive Covenants*" mean and refer to the Protective Restrictions, Covenants, Limitations and Easements applicable to the various Sections of the Properties appended to the plats of such Sections as Shown in the records of the Offices of the Recorder of Allen County, Indiana.

Sections 7: "*Member*" shall mean and refer to those person(s) entitled to membership as provided in the Restrictive Covenants.

Article III: **Meeting of Members**

Section 1: ***Annual Meeting.*** The first annual meeting of the members shall be held on May 27, 1992, and each subsequent regular annual meeting of the Association shall be held in September each year thereafter.

Section 2: ***"Special Meeting"*** 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 Class A membership.

Section 3: ***"Notice of Meeting"*** Written notice of each "special meeting" of the members shall be given by, or at the direction of, the secretary or person authorized to call meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote there at, 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 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, or of proxies entitled to cast, one-tenth (1/10) of the votes of each member shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Restrictive Covenants, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting from time to time, without notice other than announcement at the meeting, no business may be acted on 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**

Section 1: ***"Number"*** The affairs of the Association shall be managed by a Board of Directors not less than three (3) nor more than nine (9) in number, the exact number to be fixed by the Class A Membership of the Association at any annual meeting, the initial Board to be three (3) in number, which number may be increased thereafter. Said Directors need to be members of the Association. It is deemed desirable that each of the various Sections of Jonathon Oaks be equally represented on the Board of Directors.

Section 2: ***"Term of Office"*** At the first annual meeting the members shall elect not less than seven (7) directors, three (3) for a term of one (1) year, three (3) for a term of two (2) years, and one (1) for a term of three (3) years; at the expiration of

each of said term, and at each annual meeting thereafter. Directors shall be elected for terms of three (3) years.

Section 3: ***“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, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4: ***“Compensation”*** No Director shall receive compensation for any service he may render the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5: ***“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 a meeting by obtaining the written approval of all of the Directors. Any action so approved shall have the same effect as though at a meeting of the Directors.

Article V: **Nomination and Election of Directors**

Section 1: ***“Nomination”*** Nominations may be made in writing and mailed to the Association’s mailing address, or president or secretary, five (5) days prior to the annual meeting.

Section 2: ***“Election”*** Election to the Board of Directors shall be by secret written ballot. At such election, the member or their proxies, any cast, in respect to each vacancy, as many vote as they are entitled to exercise under the provisions of the Articles of Incorporation. 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 quarterly without notices, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2: ***“Special Meeting”*** Special meeting of the Board of Directors shall be held when called by the President of the Association or by any two (2) Directors, after not less than three (3) days notice to each Director.

Section 3: ***“Election 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 facilities 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 right to use of the recreational facilities of a member during any period in which such member shall be in default of the payment of any assessment levied by the Association. Such right may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for an 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 By-Laws, the Articles of Incorporation, or the restrictive Covenants;

D). declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent for **three consecutive regular meetings of the Board of Directors;**

E). employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

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 annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth(1/4) of the Class A member who are entitled to vote.

B). supervise all officers, agents and employees of this Association, and to see that their duties are properly performed.

C). accept fee simple title in the name of the Association as grantee to the Common and Recreational Areas at such time as warranty deed for same is delivered and agree to pay any real estate taxes on said areas commencing with the installment due and payable after date of delivery of said deed.

- D). cause payment to be made, when due, for the illumination of the streets and Common and Recreational Area contained within the Properties.
- E). cause the Common and Recreational Area to be properly and carefully maintained.
- F). fix the amount of the annual assessment to every owner subject thereof at least thirty(30) days in advance of each annual assessment period.
- G). send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period.
- H). foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay same.
- I). issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive of such payment.
- J). procure and maintain adequate liability and hazard insurance of property owned by the Association.
- K). cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate.
- L). cause all of the Restrictive Covenants for any Section of Jonathon Oaks to be adhered to and enforced.

Article VIII: Officers and Their Duties

- Section 1: ***“Offices”*** The officers of this Association shall be a president and vice president who shall at all times be member of the Board of Directors, a secretary and a 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 first meeting of the Board of Directors following each annual meeting of the members.
- Section 3: ***“Term”*** The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

- Section 4: ***“Special Appointments”*** The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have authority, and perform such duties as the Board may, from time to time determine.
- Section 5: ***“Resignation and Removal”*** Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by 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 therein, the acceptance of such resignation shall not be necessary to make it effective.
- Section 6: ***“Vacancies”*** A vacancy in any office(s) may be filled by appointment by the Board. The officers appointed to such vacancy shall serve for the remainder of the term of the officer he/she replaces.
- Section 7: ***“Multiple Offices”*** The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices, except in the case of special offices created pursuant to Section 4 of this Article.
- Section 8: ***“Duties”*** The duties of the officers are as follows:

Job Descriptions for Board Members & Directors:

- President**
- Preside at all board meetings
 - See that all orders and resolutions are carried out
 - Sign all leases, contracts, mortgages, deeds, and other written instruments
 - Lead discussion/set agenda for all board meetings
 - Chair the Annual Meeting
 - Attend President’s Association Meetings
 - Official Board spokesperson for Board decisions
 - Official Association Spokesperson in legal matters
 - Responsible for securing bids for services (lawn care, snow removal, etc.)
 - Bring neighbors’ concerns, complaints, questions, etc. to board meetings
 - Respond to neighbors’ concerns, complaints, questions, etc.
 - Assist in preparing the annual budget
 - Co-sign or designate a co-signor of all checks
 - Assist other board members as needed

- Vice-President**
- Serve as “President Elect” (will assume President position if current President cannot complete his/her full term)
 - 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

- Works with and/or is the Political Advocate for the Association regarding Community Watch groups, North East Area Coordinator, etc.
- Attend NEAP Meetings and report back to the board.
- Send letters regarding yard light, snow removal, boats, etc. when needed
- Assist in preparing the annual budget
- Count and report board election ballots at Annual Meeting
- Bring neighbors' concerns, complaints, questions, etc. to board meetings
- Assist President and other board members as needed
- Serve as a secondary signer of checks as needed

Treasurer

- Maintain a balanced checkbook, make deposits, and pay bills via check in a timely manner (AEP Invoices, PO Box fee every summer, etc.)
- Make sure taxes are prepared and filed on time. (Taxes usually completed by Brandon Landers = David Wade & Assoc. - November)
- Prepare monthly and annual bank statement reviews
- Give a report of reviews at board meetings and Annual Meeting
- Type & assist in preparing the annual budget
- Assist Vice-President in counting election ballots at Annual Meeting
- Retrieve mail from PO Box 2-3 x's/week; prepare and mail bills and/or status reports on individual lots (to assist with when a lot is purchased)
- Bring neighbors' concerns, complaints, questions, etc. to board meetings
- Assist the other board members as needed
- Pay liability insurance each August

Secretary

- Keep the minutes of all board meetings
- Report minutes from previous meeting at board meetings
- Find and secure building for the Association's Annual Meeting
- Bring neighbors' concerns, complaints, questions, etc. to board meetings
- Assist the other board members as needed
- Attend and report on NEAP Meetings

Directors

- Chair Committees as requested and/or deemed necessary by the board
- Bring neighbors' concerns, complaints, questions, etc. to board meetings
- Assist the other board members as needed

Article IX: Committees

The Board of Directors shall appoint committees as deemed 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 Restrictive

Covenants, The Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association where copies may be purchased at reasonable cost.

Article XI: Assessments

As provided in the Restrictive Covenants, 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 the Assessments is made. Any assessment(s) which are not paid when due shall be delinquent. If the Assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of **eight percent (8%) per annum**, and 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, cost, 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 non-use of the Common or Recreational Area or abandonment of his lot.

Article XII: Amendments

Section 1: These By-Laws may be amended at a regular or special meeting of the members, by a vote of a majority of a quorum of member present in person or by proxy, provided, however, that the provisions herein relating to the Allen County Drainage Board or its legal successor may not be amended without the consent of said Board or its legal successor.

Section 2: In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control, and in case of any conflict between the Restrictive Covenants and these By-Laws, the Restrictive Covenants shall control.

Article XIII: Allen County Drainage Board

The Association shall be bound by the rules and regulations, order or mandates of the Allen County Drainage Board or its legal successor with respect to the maintenance of the Common or Recreational Areas and the Retention Pond which serves the Properties.