

**OAK POINTE HOMEOWNERS ASSOCIATION, INC.**  
**ARTICLE OF BY-LAWS**  
**Amended 10-07-19**

**ARTICLE I. IDENTIFICATION AND DEFINITIONS**

Section 1.1 -- Name.

The name of the corporation shall be Oak Pointe Homeowners Association, Inc.

Section 1.2 -- Definitions

The following terms, for purposes of these by-laws, are defined as follows.

(a) “association” shall mean and refer to Oak Pointe Homeowners Association, Inc., an Indiana not-for-profit corporation, its successors and assigns.

(b) “common area” shall mean and refer to all real property (including the improvements thereto) owned by the association for the common use and enjoyment of the owners, including recreation/green areas, play and picnic, and pond areas.

(c) “lot” shall mean and refer to either any of said lots as platted or any tract or tracts of land as conveyed originally or by subsequent owners, which may consist of one or more lots as platted upon which a residence may be erected in accordance with the restrictive covenants.

(d) “members” shall mean and refer to those persons or entities entitled to membership as provided in the restrictive covenants and Article II of these by-laws.

(e) “owner” shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any lot which is part of the properties, including contract sellers, but including those having such interest merely as security for the performance of an obligation.

(f) “properties” shall mean and refer to that certain real estate constituting the subdivisions located in Allen County, Indiana, known as Oak Pointe Section I, Oak Pointe Section II, Oak Pointe Section III, Oak Pointe Section IV, and Oak Pointe Section V, and such additions thereto as may hereafter be brought within the jurisdiction of the association.

(g) “restrictive covenants” shall mean and refer to the Dedication, Protective Restrictions, Covenants, Limitations, Easements, and Approval Appended To As A Part of The Dedication and Plat of Oak Pointe Section I, Oak Pointe Section II, Oak Pointe Section III, Oak Pointe Section IV, and Oak Pointe Section V, A Subdivision of part of the Northwest fractional quarter of Section 31, Township 32, Range 13, Allen County, Indiana, applicable to the properties and as appended to the plat of Oak Pointe Section I, Oak Pointe Section II, Oak Pointe Section III, Oak Pointe Section IV, and Oak Pointe Section V and as amended from time to time and shown in the records of the Office of the Recorder of Allen County, Indiana.

Section 1.3 – Fiscal Year.

The fiscal year of the association shall begin on the first day of January and end at the close of the last day of December next succeeding.

Section 1.4 – Seal.

The corporation shall have no corporate seal.

**ARTICLE II. MEMBERSHIP**

Section 2.1 – Membership.

Every owner of a lot shall be a member of the association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment, as set forth in the restrictive covenants.

Section 2.2 – Class of Membership.

The association shall have two classes of voting membership.

Class A Members shall be all members with exception of Oakmont Development Co., the Developer. Each member shall be entitled to one vote for each lot in which they hold the interest required for membership. When more than one person holds such interest or interest in any lot, all such persons shall be members, and the vote for such lot shall be exercised as they, among themselves, determine, but in no event shall more than one vote be cast with respect to any such lot.

Class B Members will be any Development Co. as of September 1, 1989. Oakmont Development Co. runs less than 1/3 of all lots in said association and is therefore entitled to but one vote per lot owned by such Developer Incorporation.

Section 2.3 – Assessments.

2.3 (1). Each member of the association shall be assessed an amount determined by the Board of Directors as an annual membership assessment for the association. The assessments levied by the association shall be used exclusively:

- a) To promote the recreation, health, safety and welfare of the residents in the properties including the enforcement of all restrictive covenants;
- b) For the improvement and maintenance of the common areas of the associations; and
- c) For the maintenance and repair of the surface drainage system as may be required from time to time by the Allen County Surveyors or proper public authority having jurisdiction over storm drainage.

2.3 (2). Prior to January 1, 1989, there shall be no assessment. As of January 1, 2020, the annual assessment shall be \$225.00 per lot. Beginning January 1, 2020, and on the same date annually thereafter, the maximum annual assessment may be increased more than eight percent (8%) over the maximum annual assessment for the previous year only with the affirmative vote of 2/3 of the members of the Board of Directors.

2.3 (3). In addition to the annual assessment authorized in Clause 2.7(2), the association may levy, by affirmative vote of 2/3 of the members of the Board of Directors, in any assessment year, a special assessment applicable to that year only, for the purpose of defraying, in whole or in part, the cost of any construction, reconstruction, repair, or replacement of a capital improvement upon the common area, including fixtures and personal property relating thereto, or for the purpose of defraying the cost of any maintenance or repair to the surface drainage system.

2.3 (4). Both annual and special assessments shall be fixed at a uniform rate for all lots. If a lot is owned by more than one person, all such persons shall be liable jointly and severally for the assessment.

2.3 (5). The annual assessment amount shall be established by the Board of Directors at least thirty (30) days prior to the first day of January of each year, and shall be fixed as of January 1, of each year and become a lien on the respective lots as of that date. Written notice setting forth the new assessment amount shall be sent to each owner in a timely manner. The annual assessment shall be due and payable on or before February 1<sup>st</sup>, of the assessment year. Any special assessment shall be payable as determined by the Board of Directors and may be payable on a monthly basis if as authorized by the Board of Directors.

2.3 (6). Any assessment not paid within thirty (30) days after the due date shall bear interest from the date of delinquency at the maximum legal rate of interest.

2.3 (7). The Board of Directors shall upon demand at any time furnish to any owner liable for said assessment, a certificate in writing, signed by an Officer of the Association or Management Company, setting forth whether said assessment has been paid. Such certificate shall be conclusive evidence of payment of any assessment therein stated to have been paid. A reasonable charge may be made by the Board of Directors and/or Management Company of the issuance of such certificates.

2.3 (8). No part of any assessment or any other income of the associations shall inure to the private benefit of any member.

### **ARTICLE III. MEETING OF MEMBERS**

#### **Section 3.1 – Place of Meetings.**

All meetings of members shall be held within Allen County, Indiana, and at the place as is specified in the notice of the meeting.

#### **Section 3.2 – Annual Meeting.**

The annual meeting of the members for the election of directors and for the transaction of such other business as may come properly before the meeting shall be held in the month of November of each year at the time and place specified in the notice of such meeting. If for any reason the annual meeting of the members shall not be held at the time and place herein provided, the same may be held at any time thereafter, but not later than six months after the close of each fiscal year of the association.

### Section 3.3 – Special Meetings.

Special meetings of the members may be called by the President, by a majority of the Board of Directors, or upon the written petition signed by not less than one-tenth (1/10) of all members authorized to vote by the articles of incorporation.

### Section 3.4 – Notice of Meetings.

A written, printed, or electronic notice, stating the place, day and hour of the annual or special meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered, mailed, or electronically communicated by the secretary, officer, or person calling the meeting to each member of the association at the time entitled to vote, at such address as appears upon the records of the association, at least ten (10) days before the date of the meeting; except that thirty (30) days' notice of the annual meeting shall be given. Notice of such meeting may be waived in writing by any member if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called, and the time and place thereof. Attendance at any meeting, in person or by proxy, shall constitute a waiver of notice of such meeting.

### Section 3.5 – Voting at Meetings.

Clause 3.5 (1) -Voting Rights. Except as otherwise provided by the provisions of the articles of incorporation or these by-laws, every member shall have the right at every membership meeting of the association to one vote for each membership standing in his name on the books of the association. No member shall vote at any meeting if they are not current with the annual or special assessments or if they becomes a member within ten (10) days next preceding the date of the meeting.

Clause 3.5 (2) – Proxies. A member may vote, either in person or by proxy executed in writing by the member or a duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from the date of its execution, unless a longer time is expressly provided therein.

Clause 3.5 (3) – Quorum and Voting. Unless otherwise provided by the articles of incorporation, at any meeting of the members, a quorum shall be constituted by those members who are entitled to vote and who are present, in person or by proxy. Unless otherwise provided by law or in the articles of incorporation, at all meetings of members, all matters shall be decided by the affirmative vote of a majority of votes cast by members present in person or by proxy.

Clause 3.5 (4) – Organization. The president shall call meetings of the members to order and shall act as chairman of such meetings, and the secretary of the corporation shall act as secretary of all meetings of the members.

## **ARTICLE IV. BOARD OF DIRECTORS**

### Section 4.1 – Board of Directors

The Board of Directors shall consist of seven members who shall be elected annually at the annual meeting of the members. Such directors shall hold office commencing with their election and

until the next annual meeting of members and until their successors are elected and qualified. Directors shall be members of the association.

The corporate power of this association shall be vested in the Board of Directors who shall manage and control the business of the association.

Clause 4.1 (1) – Powers. The Board of Directors shall have the power to manage and control the association, which powers shall include but are not limited to, the following:

- (a) Adopt and publish rules and regulations governing the use of the common areas 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 the common areas of a member during any period in which such member shall be in default of the payment of any assessment levied by the association;
- (c) Exercise for the association of 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; and
- (e) Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Clause 4.1 (2) – Duties. In addition to its other duties, it shall be the duty of the Board of Directors to:

- (a) Cause to be kept a complete record of all of its actions and the association's 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-tenth (1/10) of the members who are entitled to vote;
- (b) Supervise all officers, agents and employees of the association, and to ensure that their duties are properly performed;
- (c) Accept fee simple title in the name of the association as grantee to the common areas at such time as a proper deed for same is delivered and agree to pay any real estate taxes on said areas commencing with the installation due and payable after date of delivery of said deed;
- (d) Cause the common areas to be properly and carefully maintained;
- (e) 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;
- (f) 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 for the issuance of the certificates;
- (g) Procure and maintain adequate liability and hazard insurance on property owned by the association;

- (h) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- (i) Any other powers and duties as listed under Section VIII, Section 1, of the restrictive covenants set forth for Oak Pointe Development.
- (j) Cause all of the restrictive covenants to be adhered to and enforced.

#### Section 4.2 – Resignation.

A director may resign at any time by filing his written resignation with the secretary.

#### Section 4.3 – Removal.

At a meeting of members called expressly for that purpose, directors may be removed in the manner provided in this section, unless otherwise provided in the articles of incorporation. A quorum being present at such meeting, any or all of the members of the Board of Directors may be removed, with or without cause, by a majority of the members that are entitled to vote at an election of directors.

#### Section 4.4 – Vacancies.

In case of any vacancies in the Board of Directors through death, resignation, removal, or other cause, the remaining directors by the affirmative vote of a majority thereof may elect a successor to fill such vacancy until the next annual meeting and until his successor is elected and qualified. If the vote of the remaining members of the Board shall result in a tie, the vacancy shall be filled by members at the annual meeting or a special meeting called for that purpose. Members shall be notified of the name, address, principal occupation and other pertinent information about any director elected by the Board to fill any vacancy.

#### Section 4.5 – Annual Meeting

The Board of Directors shall meet each year immediately after the annual meeting of the members has been held, for the election of officers of the association and for the consideration of any business that may be brought before the meeting. No notice shall be necessary for the holding of the annual meeting.

#### Section 4. 6– Election of Officers.

The officers of the association shall be chosen by the Board of Directors and shall hold office commencing with their election and until the next annual meeting of the Board of Directors and until their successors are chosen and qualified.

#### Section 4.7 – Other Meetings.

Other meetings of the Board of Directors may be held upon the call of the president, or of a member of the Board of Directors at any place within Allen County, Indiana, upon forty-eight hours' notice, specifying the time, place and general purposes of the meeting, given to each director, either physically or electronically. At any meeting at which all directors are present, notice of the time, place and purpose thereof shall be deemed waived; and similar notice may likewise be waived by absent directors, either by written instrument or electronically.

#### Section 4.8 – Quorum and Voting.

At any meeting of the Board of Directors, the presence of a majority of the Board elected and qualified shall constitute a quorum for the transaction of any business except the filling of vacancies in the Board of Directors. Unless otherwise provided by law, or in the articles of incorporation or in these by-laws, at all meetings of the Board of Directors, a quorum being present, all matters shall be decided by the affirmative vote of a majority of director's present. The act of a majority (or of such greater number of directors if such greater number is required) of the directors' present at a meeting who constitute a quorum shall be the act of the Board of Directors.

Section 4.9 – Board Action Without Meeting.

Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, if prior to such action a written or electronic consent to such action is sent by all members of the Board of, and such consent is filed in the minutes of the proceeding so of the Board.

Section 4.10 – Organization

The president shall call meetings of the Board of Directors to order and shall act as chairman of such meetings. The secretary of the association shall act as secretary of the Board of Directors.

Section 4.11 – Order of Business

The order of business of all meetings of all meetings of the Board of Directors shall be as follows:

- (a) Call meeting to order and perform roll call.
- (b) Reading of the minutes of the preceding meeting and action thereon.
- (c) Approval of Financial Reports
- (d) Reports of Officers
- (e) Reports of Committees.
- (f) Unfinished business.
- (g) New business.
- (h) Miscellaneous business.
- (i) Adjournment of Meeting

**ARTICLE V. OFFICERS OF THE ASSOCIATION**

Section 5.1 – Officers.

The officers of the association shall consist of a president, one or more vice presidents, secretary and treasurer. Any two or more offices may be held by the same person, except that the duties of the president and secretary shall not be performed by the same person. The Board of Directors by resolution may create and define the duties of other officers of the association and shall elect or appoint persons to fill a such offices. Election or appointment of an officer shall not of itself create contact rights. Officers shall be members of the association and shall be members of the Board of Directors.

#### Section 5.2 – Vacancies.

Whenever any vacancies shall occur in any office by death, resignation, increase in the number of offices of the association, or otherwise, the same shall be filled by the Board of Directors, and the officer so elected shall hold office until his successor is chose and qualified.

#### Section 5.3– President.

The president is the chief executive officer of the association and has general and active supervision and direction over the business and affairs of the association and over the association's several officers; subject, however, to the direction and control of the Board of Directors. The President shall, if present, preside at each meeting of the members and of the Board of Directors. Unless otherwise provided by law or in the articles of incorporation, or by the Board of Directors, the president may sign, execute and deliver in the name of the association, all deeds, mortgages, bonds, contracts, or other instruments, authorized by the Board of Directors. In general, the president shall perform all duties incident to the office of president and such other duties as may from time to time be assigned to him by the by-laws or the Board of Directors.

#### Section 5.4 – Secretary.

The secretary shall have the custody and care of the records, minutes and books of the association. The secretary shall attend all meetings of the members and of the Board of Directors, and shall keep or cause to be kept in a book or electronically provided for such purpose, a true and complete record of the proceedings of such meetings, and shall perform a like duty for all standing committees appointed by the Board of Directors, when required. They shall attend to the giving and serving of all notices of the association, shall file and take charge of all papers and documents belonging to the association and shall perform such other duties as the by-laws may require or the Board of Directors may prescribe.

#### Section 5.5 – Treasurer.

The treasurer shall keep correct and complete records of account, showing accurately at all times, the financial condition of the association. The treasurer shall be the legal custodian of all monies, notes, securities, and other valuables which may from time to time come into the possession of the association. The treasurer shall immediately deposit all funds of the association received into a reliable bank or other depository to be designated by the Board of Directors, or whenever requested, a statement of the financial condition of the association, and shall perform such duties as the by-laws may require or the Board of Directors may prescribe. The Treasurer may be required to furnish a bond in such amount as shall be determined by the Board of Directors.

#### Section 5.6 – Vice President.

The vice president shall perform all duties incumbent upon the president during the absence or disability of the president and perform such other duties as the by-laws may require or the Board of Directors may prescribe.

#### Section 5.7 – Loans to Officers/Directors.

No loan of money or property or any advance on account of services to be performed in the future shall be made to any officer or director by the corporation.

Section 5.8 –Board Members/Committee Chairperson.

All committees must have a minimum of one board member who will be the committee chairperson in order to be considered an association committee. All committees must be approved by the Board of Directors and written approval from the Board of Directors must be received prior to handling of official association business. Association committee chairpersons/board members must report to the Board of Directors at each scheduled meeting to report any new or outstanding business.

**ARTICLE VI. ASSOCIATION BOOKS**

Section 6.1 – Place of keeping, In General.

Except as otherwise provided by the laws of the State of Indiana, by the articles of incorporation of the association, or by these by-laws, the books and records of the association may be kept at such place or places, within Allen County, Indiana, as the Board of Directors may from time to time by resolution determine.

Section 6.2 – Membership List.

A membership list, alphabetically arranged, giving the names and address of all members shall be kept at the principle office of the association in Allen County, Indiana.

**ARTICLE VII. DECLARATION OF COVENANTS**

Section 7.1 – Declaration of Covenants.

The restrictive covenants referred to in Section 1.2 (g) herein, as amended from time to time, are incorporated by reference in these by-laws.

**ARTICLE VIII. ENFORCEMENT PROVISIONS**

Section 8.1 – Name of Association.

These by-laws and the restrictive covenants may be enforced in the name of the association through processes and or legal action.

Section 8.2 – Attorney Fees.

If the association has to retain an attorney to enable it to enforce these by-laws or the restrictive covenants, the member or entity against whom enforcement is sought shall be responsible for paying the reasonable attorney fees incurred by the association in such matters.

**ARTICLE IX. AMENDMENTS**

Section 9.1 – Amendments.

By-laws may be adopted and amended by the Board of Directors.