

PRAIRIE TRACE HOMES ASSOCIATION
BYLAWS

ARTICLE I: NAME

The name of the organization shall be PRAIRIE TRACE HOMES ASSOCIATION. (Hereinafter referred to as "the Association").

ARTICLE II: DEFINITIONS

All defined terms used in these Bylaws shall bear the same definitions used in the Prairie Trace Homes Association Revised and Restated Declaration and Protective Covenants.

ARTICLE III: MEMBERSHIP

Membership in the Association shall consist of each home owner in the Prairie Trace Homes subdivision as provided in the Revised and Restated Declaration and Protective Covenants ("the Declaration"). The addresses covered are in Exhibit "A" of the Declaration.

ARTICLE III: BOARD OF DIRECTORS

3.1 The Board of Directors of the Association shall consist of an Executive Committee of President, Vice-President, Secretary, and Treasurer. If the Board of Directors does not have enough members to provide for a separate Secretary and Treasurer, the same Director may be appointed as both Secretary and Treasurer. If numbers permit, the Board of Directors may also include up to three (3) members-at-large that are not considered part of the Executive Committee.

3.2 Any three members of the Board of Directors shall serve as voting members of the Architectural Control Committee.

3.3 The duties of the officers shall consist of the following:

- (a) President. The President shall preside at all meetings, serve as the chairman of the Architectural Control Committee, and perform all other duties incumbent to the office and those duties the membership at large by majority vote deems necessary.
- (b) Vice President. The Vice-President shall assume the duties of the President in his or her absence and perform other duties as may be assigned by the President.
- (c) Secretary. The Secretary shall keep roll of members, minutes of all meetings, be responsible for the preparation and mailing of all official correspondence including meeting notifications and agendas. Also may be required to perform other duties as may be assigned by the President.

- (d) Treasurer. The Treasurer shall be the custodian of all funds of the Association, collect all monies, pay all bills, prepare and present a financial statement at the close of his or her term of office, and report on the current financial standing at each Association meeting. The Treasurer shall keep records of each lot with delinquent dues and assessments. The Treasurer shall be responsible for the annual filing of taxes for the Association.
- (e) Members-at-Large. Members-at-Large may serve on various committees and assist the Executive Committee in their performance of the assigned duties.
- (f) Captain of the Block Reps. Captain of the Block Reps will be considered as one of the Members-at-Large and will serve as the liaison between the residents and the Board of Directors. The actual Block Representatives will not be considered as voting members of the Board of Directors.

ARTICLE IV: NOMINATION AND ELECTION OF THE BOARD OF DIRECTORS

4.1 Nominees for election shall be presented to the membership at large at the last meeting of the year to be held in either November or December. Nominations may be accepted in writing or verbally, up to and during the meeting prior to a motion of nominations to cease. Only one member of a household may be nominated for any office during a current year. Only actual members with voting rights as outlined in Article III of the Declaration will be eligible to be nominated for the Board of Directors.

4.2 After nominations have ceased there will be a vote of the membership present to determine the new board members.

4.3 Newly elected board members shall assume their new duties on January 1 of the upcoming year. All efforts shall be made by the outgoing officer to provide assistance and records to allow a successful transition. The transition period will be from when the new officers are elected and the January 1 date at which the new officer assumes the duties.

ARTICLE V: OFFICE VACANCIES

5.1 In the event of a premature vacancy of the office of President, the Vice-President will assume the duties of the President with the vacancy of Vice-President being filled as outlined below.

5.2 If the vacancy is the office of Vice-President, the Secretary or Treasurer may assume the duties of the Vice-President with the Secretary having first choice. If neither the Secretary nor Treasurer wants the position of Vice-President then the President, Secretary, and Treasurer shall select from the Members-at-Large by majority vote to fill the remaining time of the current opening.

5.3 If the position that is vacant is the Secretary or Treasurer then the President, Vice-President, and the remaining officer, Secretary or Treasurer, by majority vote will select from the Members-at-Large to fill the vacancy.

5.4 If a Member-at-Large fills a vacancy or vacates his or her seat, the position will remain vacant until the next election or until the membership as a whole and by a majority vote elects to have a special election to fill that vacancy. Filling the vacancy of a Member-at-Large board member shall be listed in the agenda of the next regularly scheduled Association meeting.

5.5 Whenever a new Treasurer is appointed or elected, before any new nominee fills that position an audit can be called for if deemed necessary by any board member or any member of the membership at large. If an audit is called for it will be conducted by three (3) members of the membership at large and two (2) elected board members.

ARTICLE VI: TERM OF OFFICE

6.1 The Board of Directors shall consist of at least three (3), and ideally seven (7), members with at least three (3) members serving a two (2) year term.

6.2 The President, Vice-President, and Secretary will be elected after each one (1) year term. The President, Vice-President, and Secretary may serve a maximum of four (4) years in succession.

6.3 The Treasurer will be elected after each one (1) year term. The Treasurer will not be limited to a maximum number of years in succession.

6.4 If at any time the Association deems it necessary to remove a director from office, a meeting shall be called according to Article VII of these bylaws. Approval of the director's removal shall require sixty-seven percent (67%) of the voting members to agree on said removal.

ARTICLE VII: MEETINGS

7.1 There will be at least one (1) regularly scheduled meeting of Members and at least one (1) regularly scheduled meeting of the Board of Directors in a current year, which meetings may be held back-to-back. Special meetings or emergency meetings will be held in addition as necessary.

7.2 Notification of meetings will be distributed to the entire membership no less than ten (10) days and no more than sixty (60) days' prior to a meeting. The notification shall include an itemized agenda of the upcoming meeting.

7.3 Emergency meetings may be called with seven (7) days' notice and with only the subject causing the emergency being discussed.

7.4 A special meeting or emergency meeting can be called for by the membership as a whole if at least eight (8) Owners' signatures are obtained and presented to the Board of Directors to address a special issue.

7.5 Meetings will be conducted in accordance with Roberts Rules of Order. A quorum of a minimum of thirty-five (35) members or ten percent (10%) of the homeowners must be present for official business to take place at a meeting of Members.

7.6 All Board of Director meetings will be open to attendance by any Owner so that issues of the neighborhood can be discussed and addressed in a timely manner.

ARTICLE VIII: VOTING

8.1 Voting rights are established in Article III of the Declaration.

- (a) Each home owner shall be a member in the Association with only one vote being cast for each lot.
- (b) In the instance that an owner of the lot desires to delegate voting rights to the lessee of said lot, written notice shall be provided to the Board of Directors. The written notice shall be updated each calendar year and be presented the Board of Directors prior to any meeting in which the delegated voting rights will be used.

8.2 Whenever a vote is called, care will be exercised to ensure that only one vote per lot is being cast. It is the Secretary's responsibility to ensure that no more votes are cast than lot owners present.

8.3 If a member with voting rights is unable to be present for the meeting or vote, an absentee vote may be cast. An absentee vote may be provided to the Board of Directors, but must be received before the scheduled meeting and verified as accurate to the member by the Board of Directors before it is counted.

8.4 All votes pro, con, and abstention will be recorded in the minutes of the meeting with a description of the motion being voted on.

8.5 Unless otherwise provided by law, any action that may be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the Directors entitled to vote with respect to the subject matter thereof.

ARTICLE IX: MEMBERSHIP DUES

9.1 Membership dues shall be established each year in accordance with Section 5.3 of the Declaration. A report of proposed expenditures shall be provided to determine changes in

assessments. If a change in assessments or dues becomes necessary, a vote shall be held by February 15 of the year of said dues.

9.2 Collection of dues will begin immediately following the first meeting of the year or when the annual dues amount is set. All dues must be paid on or before March 31 of that year.

9.3 Any household moving into the Association between January 1st and June 30th shall be assessed a full year of dues. Any household moving in after July 1st will be assessed at 1/12th of the annual dues for each month left in the year.

9.4 Any owners of Lots purchased with a transfer of deed are not liable for any previous delinquent dues or assessments of the previous owner or deed holder.

9.5 All assessment escalation factors outlined in the Declaration shall remain in effect.

ARTICLE X: RULE VARIATIONS

10.1 Any proposed amendment to the Declaration and Protective Covenants, as amended, may be brought to the Board of Directors by obtaining eight (8) signatures from Members requesting such a change. The Board will then hold a vote of the membership at a meeting as outlined in Article VII of the Bylaws. Any amendment must be recorded. All amendments shall be included in the updates reviewed at the end of the ten (10) year term as outlined in Article IX of the Declaration and Protective Covenants.

10.2 Any member may, as authorized by the Declaration, seek a solution to rule violations through legal action.

10.3 The Association will not act as a roving police force. Any violation of the rules may be brought to the attention of the Board of Directors in writing for appropriate action. The Association will seek to find a solution to the violation using the fullest extent of the powers available to it.

ARTICLE XI: BYLAW AMENDMENTS

These bylaws can be amended at any meeting at any time with proper notification to all Members and votes in favor of the proposed change by fifty-one (51) % of the membership. The Association and Board of Directors shall follow any legislation passed that supersedes these Bylaws. The Board of Directors shall include any known changes in legislation on the next available meeting agenda to propose amendment.

CERTIFICATE OF SECRETARY

I, the undersigned, duly elected, qualified and acting Secretary of Prairie Trace Homes Association, a Kansas not-for-profit corporation, hereby certify that the above and foregoing Bylaws were duly adopted as and for the Bylaws of said Corporation, and I further certify that the foregoing constitutes the Bylaws of the Corporation, such adoption and approval having been made by the unanimous consent of the Directors of the Corporation, executed pursuant to the statutes of the State of Kansas as evidenced by the Consent to and Record of Corporation Action of the Corporation dated the ___ day of _____, 2017.

[INSERT NAME]