

**BYLAWS
OF
THREE MEADOWS SUBDIVISION, PHASE 1, SECTION 2
HOMEOWNER'S ASSOCIATION, INC.**

**ARTICLE I
GENERAL**

Section 1 Name. The name of the corporation is Three Meadows Subdivision, Phase 1, Section 2 Homeowner's Association, Inc. (hereinafter referred to as the "Association").

Section 2 Principal Office. The principal office of the Association shall be located at 325 S Earl Avenue, #4, Lafayette, IN 47904, until and unless changes in accordance with law by the Board of Directors of the Association ("Board").

Section 3 Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

**ARTICLE II
DEFINITIONS**

Section 1 Definitions. Capitalized terms used herein and not defined herein shall have the meanings given to them in the Declaration (defined below). The following terms shall have the meanings set forth below:

"Act" shall have the meaning give to it in the Articles.

"Applicable Date" shall have the meaning given to it in the Articles.

"Articles" shall mean the Articles of Incorporation of the Association, as amended from time to time.

"Declarant" shall mean Citation Homes LLC, an Indiana limited liability company, and any successors and assigns of it whom it designates in one or more written recorded instruments to have the rights of Declarant under the Declaration, including, without limitation, any mortgagee acquiring title to any portion of the Real Estate pursuant to the exercise of rights under, or foreclosure of, a mortgage executed by Declarant.

"Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions of Three Meadows Subdivision, Phase 1, Section 2 dated 11/30/2022 and recorded in the Office of the Recorder of Tippecanoe County, Indiana on 11/30/2022 as Document No. 20222202 and all supplements and amendments thereto. 0746

"Initial Board" shall have the meaning given to it in the Articles.

**ARTICLE III
MEMBERSHIP AND VOTING RIGHTS**

Section 1 Voting Rights. The voting rights of the Members are set forth in the Articles.

Section 2 Quorum. Written notice of any meeting called for the purpose of taking any action authorized under this Article shall be sent to all Members not less than fifteen (15) days nor more than thirty (30) days in advance of the meeting. At the first such meeting called, the presence of Members or of proxies entitled to cast ten percent (10%) of the total number of votes entitled to be cast (Class A and Class B votes combined) shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be one-half ($\frac{1}{2}$) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 3 Proxies. Votes may be cast in person or by proxy. Proxies must be filed with the Secretary of the Association before the appointed time of each meeting of the Members of the Association. Cumulative voting shall not be permitted.

Section 4 Majority Required. A majority of the votes of Members present (in person or by proxy) at a meeting at which a quorum is present shall be sufficient for the transaction of all business of the Association except on matters where a greater vote is required by the Declaration, the Articles, these Bylaws, or by statute.

Section 5 Meeting Location. Meetings of the Members shall be held at such place in Tippecanoe County, Indiana, as may be designed by the Board.

Section 6 Annual Meeting. The first annual meeting of the Members shall be held within six (6) months after the close of the first fiscal year of the Association, the exact date to be decided by the Board. The Board shall, thereafter, continue to decide the day or date of the annual meeting. If any designated day or date falls upon a legal holiday, the actual date of the meeting shall be the next business day succeeding such designated day or date.

Section 7 Special Meetings. Special meetings of the Members shall be called by the President (defined below), by resolution of the Board, or upon a written petition signed by Members who are entitled to vote ten (10%) of all votes of the membership of the Association. Notice of any special meeting shall state the time and place of such meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice.

Written notice of any meeting special meeting of the Members shall be sent to all Members not less than fifteen (15) days nor more than thirty (30) days in advance of the meeting. At the first such meeting called, the presence of Members or of proxies entitled to cast ten percent (10%) of all the votes of each class of the membership shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirements, and the required quorum at the subsequent meeting shall be one-half ($\frac{1}{2}$) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 8 Voting by Co-Owners and Entitles. The vote appurtenant to any Lot in which more than one person owns an interest may be exercised by any of such persons present at any meeting, unless the Association is advised (by objection or protest at the meeting or written notice prior thereto) by any other person owning an interest in such Lot that the Owners of the Lot are unable to agree upon the manner in which the vote appurtenant to such Lot shall be cast at such meeting or on any particular question to come before such meeting. In such event, the vote appurtenant to the Lot shall not be counted at the meeting or on the particular question noted, as the case may be. In the event any Lot is owned by a corporation, limited liability company, or other entity, then the vote appurtenant to such Lot shall be cast by a person designated by the directors, members or managers of such entity, as applicable, and filed with the Secretary (defined below) of the Association prior to the meeting. The vote appurtenant to any Lot owned by a trust or partnership may be exercised by any trustee or partner thereof, as the case may be, and unless any objection or protest by any other such trustee or partner is noted at such meeting or in writing prior thereto, the President or chairman of such meeting if the President is not the chairman, shall have no duty to inquire as to the authority of the person casting such vote or votes.

Section 9 Proxies. A Member is entitled to vote in person or by proxy. A proxy must include all the following: (a) the name and address of the Member giving the proxy; (b) the name of the individual empowered to exercise the Member's proxy; (c) the date on which the proxy is given; (d) the date of the meeting for which the proxy is given; (e) the Member's signature, whether executed by hand or as an electronic signature; and (f) an affirmation under the penalties for perjury that the individual signing the proxy has the authority to grant the proxy to the individual named in the proxy to exercise the Member's proxy. A proxy that does not comply with this subsection is void.

Furthermore, a Member may (a) state in a proxy that the proxy is limited in its use to specific matters described in the proxy, and (b) give a proxy for a specific meeting and any continuation of that meeting, if the proxy states that it expires on a stated date that may not be more than one hundred eighty (180) days after the date on which the proxy is given.

A proxy, or a copy of the proxy, regardless of whether the copy is a paper copy or an electronic copy, that is exercised for any purpose at a meeting must be kept with the records of the meeting.

A Member may submit a proxy that complies with this section by hand delivery, United States mail, facsimile, or electronic mail or other electronic means.

ARTICLE IV NOMINATION AND ELECTION OF DIRECTORS

Section 1 Nomination. The Initial Board shall serve as the Board until the Applicable Date and, in the event of any vacancy or vacancies occurring in the Initial Board for any reason or cause whatsoever prior to the Applicable Date, every such vacancy shall be filled by an individual appointed by Declarant. Any such individual appointed by Declarant shall thereafter be deemed a Director. After the Applicable Date, nomination for election to the Board shall be made from the floor at the annual meeting of the Members.

Section 2 Election. After the Applicable Date, election to the Board shall be by vote in the manner determined by the President at the annual meeting of the Members. 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 V BOARD OF DIRECTORS

Section 1 Number and Qualification. The affairs of the Association shall be governed by the Board. The Board shall consist of not fewer than three (3) Members nor more than seven (7) Members.

Section 2 Additional Qualifications. Where an Owner consists of more than one person, or is a partnership, corporation, trust or other legal entity, then one of the persons constituting the multiple Owner or partner, officer or trustee, as the case may be, of the partnership, corporation, trust or other entity, Owner shall be eligible to serve on the Board of Directors of the Association, except that no Lot may be represented on the Board of Directors by more than one person at a time.

Section 3 Term of Office Generally. At such first annual meeting of the Members of the Association after the Applicable Date, the Members required by the Declaration, other provisions of these by-Laws, the Articles of Incorporation, or statute shall elect one-third (1/3) of the Board of Directors for a term of one year, one-third (1/3) of the Board of Directors for a term of two years and one-third (1/3) of the Board of Directors for a terms of three years; and at each annual meeting thereafter the Members shall elect Board of Director Members for a term of three years. Each Board of Director Member shall hold office until the next annual meeting of Members and until their successors are elected and qualified.

Section 4 Duties. The Board shall have the following duties:

- a. to 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 required in writing by Members holding twenty-five percent (25%) of the total votes of the Membership entitled to vote;
- b. to supervise all officers, agents and employees of the Association;
- c. to establish the annual assessment period and fix the amount of the annual assessment against each Member for each Lot owned, all in accordance with the terms of the Declarations and these Bylaws;
- d. to fix the amount of any special assessment against each Member for each Lot owned, all in accordance with the terms of the Declarations and these Bylaws;
- e. to send written notice of each assessment to each Owner in accordance with the Declarations;
- f. to foreclose the Association's lien for assessments against any property for which assessments are not paid within thirty (30) days after the due date thereof or to bring an action at law against the Owner or other person personally obligated to pay the same;

- g. to issue, or to cause an Officer to issue, upon demand by any person or entity, a certificate setting forth whether or not any assessment has been paid;
- h. to procure and maintain the insurance coverages required by the Declarations and such other insurance coverages as the Board, in its sole discretion, deems necessary or advisable;
- i. to cause all Officers or employees of the Corporation having fiscal responsibilities to be bonded, as it may deem appropriate, and at least as required by the Declarations;
- j. to cause all of the Common Areas (as defined in the Declarations) and all easements thereunder, to be maintained to the extent of the Association's responsibilities therefor as provided in the Declarations; and
- k. if the Board, in its sole discretion deems necessary, to secure professional managerial services by employing a professional manager, contracting with a professional management or entity, or otherwise, which services may include administrative, managerial, bookkeeping, legal, architectural, engineering, maintenance, repair, construction and other services.

Section 5 Compensation. No Director shall receive compensation for any service he or she may render to the Association as a Director; provided, however, that any Director may be reimbursed for his or her actual expenses incurred in the performance of his or her duties, and any Director may be paid and compensated for services to the Association in a capacity other than as a Director.

Section 6 Removal of Directors. After the Applicable Date, any Director may be removed with or without cause by a majority vote of the Members. Prior to the Applicable Date, any Director may be removed, with or without cause by the Declarant.

Section 7 Regular Meetings. Regular meetings of the Board shall be held at such regular intervals, without notice, at such place and hour as may be determined 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 8 Special Meetings. Special meetings of the Board may be called by the President, the Secretary, or by no less than two-thirds (2/3) of the Directors. Notices of special meetings of the Board shall state the time, place and purpose of the meeting. Such notices must be provided at least five (5) days before the meeting.

Section 9 Waiver of Notice. Before or at any meeting of the Board, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent of the giving of such notice. Attendance by a Director at any meeting of the Board shall be deemed a waiver of notice by him or her of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 10 Quorum. At all meetings of the Board, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which quorum is present shall be the acts of the Board except as otherwise provided in or required by the Declarations, the Articles, the Act, or these Bylaws. If, at any meeting of the Board, there

shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

Section 11 Action Taken Without a Meeting. The Board shall have the right to take any action in the absence of a meeting which it could take at a meeting by obtaining the written approval of all the Directors.

Section 12 Specific Board Actions Requiring Member Consent.

- a. Except for a contract entered into by a Board that would resolve, settle, or otherwise satisfy an act of enforcement against the Association for violating a state or local law, or a contract under Indiana Code § 36-9-27.8, the Board may not enter into any contract that would result in a new assessment or the increase in an existing assessment payable by the affected Members in the amount of more than \$500.00 per year for each affected Member unless: (i) the Board holds at least two (2) meetings of the Members concerning the contract; and (ii) the contract is approved by the affirmative vote of at least two-thirds (2/3) of the affected Members. The Board shall give notice of the first such meeting to each Member at least seven (7) calendar days before the date the meeting occurs.
- b. Except for money borrowed by the Association that is needed to resolve, settle, or otherwise satisfy an act of enforcement against the Association for violating a state or local law, or address an emergency that affects the public health, safety, or welfare, the Association may not borrow money during any calendar year on behalf of the Association in an amount that exceeds the greater of \$5,000.00 during any calendar year or, if the Association operated under an annual budget in the previous calendar year, an amount equal to at least ten percent (10%) of the previous annual budget of the Association, unless borrowing the money is approved by the affirmative vote of a majority of the Members. A vote held under this section must be conducted by paper ballot. The Association shall distribute paper ballots to persons eligible to vote under this section at least thirty (30) days before the date the votes are to be opened and counted. Votes cast under this section shall be opened and counted at a public meeting held by the Association.

**ARTICLE VIII
MANNER OF NOTICE; CONDUCT OF MEETINGS**

Section 1 Manner of Notice. Notice of any meeting of the Members or Board shall be given in writing and may be sent via regular mail, certified mail, or email.

Section 2 Conduct of Meetings. Any meeting of the Members or Board may be conducted in person, via a virtual platform such as Teams, Google Meets, or Zoom, conference telephone, or similar communications equipment provided that all persons participating in the meeting can hear each other. Participation in a meeting pursuant hereto shall constitute presence in person at such meeting.

ARTICLE VII OFFICERS AND THEIR DUTIES

Section 1 Enumeration of Offices. The Officers shall be a President, a Vice President, a Secretary and a Treasurer, all of whom shall be Members of the Board, and such other officers as the Board may from time to time by resolution create. The offices of Secretary and Treasurer may be held by the same person.

Section 2 Election of Officers. The election of Officers shall take place at the first meeting of the Board following each annual meeting of the Members.

Section 3 Term. The Officers shall be elected annually by the Board and each shall hold office for one (1) year or until his or her successor is elected and qualified unless he or she shall sooner resign, 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 such authority, and perform such duties as the Board may, from time to time, determine.

Section 5 Resignation and Removal. After the Applicable Date, 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. Such resignation shall take effect on the date of receipt of such notice or at any time specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6 Vacancies. After the Applicable Date, any 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 or she replaces.

Section 7 Duties. The duties of the Officers are as follows:

- a. The President shall preside at all meetings of the Board. The President shall see that orders and resolutions of the Board are carried out. The President shall have and discharge all the general powers and duties usually vested in the office of the President or chief executive officer of an association or a stock corporation organized under the laws of the State of Indiana.
- b. The Vice President shall act in the place and stead of the President in the event of the President's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of the Vice President by the Board or are delegated to the Vice President by the President.
- c. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association (if any is adopted) and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members, together with their addresses, and shall perform such other duties as required by the Board.

- d. The Treasurer shall receive and, where appropriate, deposit in appropriate bank accounts monies of the Association and shall disburse such funds as directed by resolution of the Board; shall keep proper books of account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Members at the regular annual meeting of the Members, and deliver a copy of each to the Members.

ARTICLE VIII COMMITTEES

Section 1 Committees. The Board shall appoint the committees provided for in the Declarations and such other committees as the Board shall deem appropriate or necessary in its sole discretion. Members of such committees may, but need not, be Directors; however, they must be Members.

ARTICLE IX BOOKS OF ACCOUNT AND FISCAL YEAR

Section 1 Books of Account. The Association shall keep detailed books of account showing all expenditures and receipt of administration which shall specify the maintenance and repair expenses of the Common Areas and all easements, and any other expenses incurred by or on behalf of the Association. Such accounts, books, records, financial statements, and other papers of the Association shall be open for inspection by the Members and other persons having an interest in any Lot, including any Owner, any lender and any holds, insurer or guarantor of the first mortgage on any Lot during reasonable business hours or under other reasonable circumstances. Any holder, insurer or guarantor of a first mortgage on a Lot shall be entitled upon written request to receive an unaudited financial statement for the immediately preceding fiscal year free of charge of the requesting party and within a reasonable time of such request. Current copies of the Declarations, the Articles, and these Bylaws shall be available for inspection by any Owner and lender, and to holders, insurers or guarantors of any first mortgage at the principal office of the Association during normal business hours or under other reasonable circumstances, where copies of the same and of audits may be purchased at reasonable costs.

The Association shall also maintain a current roster of all Members, the mailing address and legal description for each Lot owned by each said Member.

Additionally, the Association shall maintain any electronic mail addresses or facsimile (fax) numbers of those Members who have consented to receive notice by electronic mail or facsimile (fax). Electronic mail addresses and facsimile (fax) numbers provided by a Member to receive notice by electronic mail or facsimile (fax) shall be removed from the Association's records when the Member revokes consent to receive notice by electronic mail or facsimile (fax). However, the Association is not liable for an erroneous disclosure of an electronic mail address or a facsimile (fax) number for receiving notices.

Section 2 Fiscal Year. The fiscal year of the Association shall commence January 1, and end the following December 31 each year; provided, however, that the fiscal year for purposes of assessments may be difference than the general fiscal year of the Association.

**ARTICLE X
CONTRACTS, LOANS AND CHECKS**

Section 1 Authorization. The Board may authorize any Officer(s) or agent(s) of the Association to enter into any contract or execute any instrument on the Association's behalf. Such authorization may be general or confined to specific instances. Except as provided in these Bylaws, no Member, Director, Officer, agent or employee shall have any power to bind the Association or to render it liable for any purpose or amount unless so authorized by the Board.

Section 2 Checks. All checks, drafts, or other orders for payment of money by the Association shall be signed by the President, Secretary, Treasurer or such other person as the Board may from time to time designate by written resolution.

**ARTICLE XI
AMENDMENT**

Section 1 These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of Members who are entitled to vote at least seventy-five percent (75%) of all votes of the membership of the Association, subject to the following:

- a. the Declarant consents to the amendment if the Declarant owns one (1) or more Lots and not more than seven (7) years have passed since the Declarations were recorded; and
- b. the consent of the Members to the amendment is evidenced by (i) the necessary vote of the Members at a meeting duly called for the purpose of considering the amendment written instrument signed by the owners, or (ii) a written instrument signed by the required number of Members consenting to the amendment.

Dated this 30TH of NOVEMBER, 2022.



(written)

STEVEN SCHRECKENGAST

(printed)

Title: Secretary