

**BYLAWS
OF
REMINGTON VILLAS HOMEOWNERS ASSOCIATION
Approved June 4, 2012
Amended November 5, 2012
Amended June 1, 2015**

**ARTICLE I
NAME AND LOCATION**

The name of the Association is Remington Villas Homeowners Association, hereinafter referred to as the “Association.” The principal office of the Association shall be located at the home address of the President of the Association. The registered office of the Association may be, but need not be, identical with the principal office of the Association, and the address of either office may be changed from time to time by the Board. The Association also may have offices at other places within the state of Missouri as the Board may from time to time determine.

**ARTICLE II
DEFINITIONS**

Section 1. “Association” shall mean and refer to Remington Villas Homeowners Association, its successors and assigns.

Section 2. Elected officers of the Association constitute the “Board of Directors” or “Board” for the Association.

Section 3. An “Ex Officio” officer is a non-voting member of the Board of Directors.

Section 4. “Member” means those persons or entities entitled to membership in the Association as provided in the Declaration. Members with dues current according to the Treasurer are “Members in good standing.”

Section 5. “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 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. “Properties” shall mean and refer to those areas of land designated as Common Areas on any recorded subdivision plat or survey or resurvey of the properties and intended to be devoted to the common use and enjoyment of the Members of the Association, or subject to the control thereof, together with any and all improvements that are now or may hereafter be constructed thereon.

Section 7. "Lot" shall mean and refer to any plot of land so designated, by number, upon any recorded subdivision map of the properties.

Section 8. "Tract" shall mean and refer to any plot of land so designated, by alphabetic letter, upon any recorded subdivision map of the Properties.

Section 9. "Declarant" shall mean and refer to Landmark Builders of Blue Springs or its assigns.

Section 10. "Building" shall mean a residential structure erected upon a Lot.

Section 11. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions of Remington Villas applicable to the Property recorded in the Office of the Recorder of Deeds of Jackson County, Missouri, at Independence.

Section 12. "Fiscal Year" shall be January 1 – December 31.

ARTICLE III ASSOCIATION MEMBERSHIP

Section 1. Membership. The Association shall have one class of voting Members. Every Owner of a Lot which is subject to assessment 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. Members shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Section 2. Responsibilities of Members. Any person, on becoming an Owner, will automatically become a Member and be subject to these Bylaws. Such membership will terminate without any formal Association action whenever such person ceases to own a Lot, but such termination will not relieve or release any such former Owner from any liability or obligation incurred under the Declaration or in any way connected with the Association during the period of such ownership or impair any rights or remedies which the Board or others may have against such former Owner arising out of ownership of the Lot and membership in the Association.

Section 3. Annual Dues. At the annual meeting the Board of Directors shall propose the budget and the dues necessary to support the budget for the coming year. Approval requires a majority vote of the quorum. Any Member who fails to stay current, as defined by the Board, with the annual dues shall stand suspended. Any Member who is under suspension shall be considered not in good standing and shall not

be eligible to vote, hold office, or participate in any official proceeding or function of the Association.

ARTICLE IV MEETING OF MEMBERS

Section 1. Annual Meetings. The Association shall hold two meetings in each calendar year, with one meeting being held the first Monday in June and one meeting the first Monday in November, or if that date is a legal holiday, then at the same hour on the next succeeding day not a legal holiday. The November meeting shall be known as the Annual Business Meeting

The purpose of the November Annual Business Meeting is for the election of officers and presentation and approval of the coming year's budget. Additionally, both the June and November meetings will be held to conduct the transaction of such other business of the Association as may properly come before the Members.

Section 2. Special Meetings. Special meetings of the Members may be called at any time and at any place by the President or by a majority of the Board or upon written request of one-fourth (1/4) of the Members in good standing.

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, stating the place, day, and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called and shall be delivered, postage prepaid not less than five (5) nor more than sixty (60) days before the date of the meeting, either personally or by mail or by e-mail, to each Member.

Section 4. Quorum. Forty percent (40%) of the Members present in person or by proxy and in good standing according to the Treasurer's report shall constitute a quorum for any action except as otherwise provided in these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote at the meeting shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present or represented.

Section 5. Action to Vote. Each Member in good standing shall have one vote. When a quorum is present at any meeting, all of the votes properly cast by Members present in person or duly represented by proxy shall decide any questions including election to any office unless otherwise provided by these Bylaws.

Section 6. Proxies. Members in good standing may vote in person or by proxy. A proxy is the signed, dated, written authority from a Member to another Member to cast a vote(s) at a specific meeting of the Members. All proxies shall be in writing, dated not more than 30 days before the meeting named therein, and filed with the

Secretary. Proxies may be filed by mail, but any mailed proxy received by the Association after the date of the meeting shall be declared invalid, marked "Received After Meeting Date," and left unopened

ARTICLE V
OFFICERS
SELECTION, TERM OF OFFICE

Section 1. Number. The affairs of the Association shall be managed by no fewer than five (5) officers. The officers of the Association shall consist of:

- (a) President. The President shall be the Chief Executive Officer of the Association. The President shall have general charge and supervision of the affairs of the Association; shall preside at all meetings of the Members and at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall see that the Articles of Incorporation, the Declarations and these Bylaws are complied with at all times; shall cause to be prepared and will execute, certify and record amendments to the Declaration on behalf of the Association; shall have authority to sign all written instruments and, as necessary, will exercise and discharge such other duties as may be required of the Homeowners Association to fulfill said duties. In Board meetings, the President shall vote only when necessary to break a tie.
- (b) Vice President. The Vice President shall have such duties and powers as the Board shall determine. The Vice President shall have and may exercise all the powers and duties of the President during the absence of the President or in the event of his/her inability to act and will exercise and discharge such other duties as may be required by the officers.
- (c) Immediate Past President. The Immediate Past President shall be available to give counsel and advice to the elected officers and shall act in the place and stead of the President and Vice President in both their absences
- (d) Secretary. The Secretary shall act in the place and stead of the President, Vice President, or Immediate Past President in the event of their absence, inability, or refusal to act; shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Association; shall make such records available to the Communications Director for electronic distribution; shall 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.

- (e) Treasurer. The Treasurer shall be in charge of the Association accounting records and procedures. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and will disburse funds as directed by resolution of the Board. The Treasurer may cosign all promissory notes and checks of the Association. The Treasurer shall prepare a budget and statement of income and expenditures to be presented to the membership at its November meeting and shall maintain a list of Members in good standing.

Section 2. Term of Office. At the first election the Members shall elect five (5) officers to serve until the next November annual election. The terms of office shall be two years. January 1 through December 31 will constitute one (1) year of service. Each officer will hold office until such officer's successor is duly elected by the Members and qualified to assume the office or until he/she sooner dies, resigns, is removed, or becomes disqualified. An officer may serve no more than two consecutive terms in the same office.

Section 3. Special Appointments. The Board may recommend for appointment Ex Officio officers as the affairs of the Association may require, each of whom hold office for such period, have authority, and perform such duties as the Board may from time to time determine.

- (a) Communications Director. The Communications Director shall be an Ex Officio officer of the Board. He/she shall be the liaison for general communication between the Board and the Members and maintain an up-to-date listing of names, addresses, telephone numbers, and e-mail addresses. This listing shall be used for Association purposes only. He/she shall provide an updated residential directory to be distributed to all Members, publish newsletters, and send out announcements as requested by the Board and/or committee chairmen. The Communications Director may also coordinate information to be posted on the Homeowners Association web site, if applicable.

Section 4. Suspension or Removal. Any officer may be suspended or removed from office without cause by a two-thirds (2/3) vote of the Members. An officer may be removed with cause only after reasonable notice and opportunity to be heard and by majority vote of the membership.

Section 5. Resignation. An officer may resign by delivering a written resignation to any of the officers. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.

Section 6. Vacancies. Any vacancy of the officers shall be deemed to exist in the case of death, resignation, or removal of any officer, pursuant to these Bylaws. A successor shall be selected by the remaining officers and shall serve for the unexpired term of his/her predecessor. The officers shall have and may exercise their powers notwithstanding the existence of no more than two vacancies in their number.

Section 7. Multiple Offices. Not more than one (1) office may be held by the same person.

Section 8. Compensation. No officer shall receive compensation for any service he may render to the Association. However, any officer may be reimbursed for actual expenses incurred in the performance of duties as approved by the Board.

ARTICLE VI NOMINATION OF OFFICERS

Section 1. Nomination. Nomination for election of an officer shall be made by a Nominating Committee. Nominations may also be made from the floor at the November Annual Meeting. The Nominating Committee shall consist of the Vice President and two (2) or more Members of the Association selected by the Board. The Nominating Committee shall serve until the close of the November meeting.

Section 2. Election. Election of officers shall be by written ballot. At such election the Members 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. Any member not present may vote by proxy as defined in these Bylaws.

ARTICLE VII MEETINGS OF BOARD OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly at such places and at such times as the Board may determine. Said meetings shall be open to Members of the Association. At least seven (7) days' notice shall be required for regular meetings of the Board

Section 2. Special Meetings. Special meetings of the Board may be held at any time and at any place with seven (7) days' notice when called by the President or by two or more officers. Any officer out of town during special meetings may be contacted by the presiding officer for input and vote if necessary.

Section 3. Quorum. A majority of the number of elected officers shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 4. Action by Vote. When a quorum is present at any meeting, all of the officers present and voting shall decide any question.

ARTICLE VIII
POWERS AND DUTIES OF BOARD OF DIRECTORS

Section 1. General. The affairs of the Association shall be managed by not less than five (5) officers who shall have and may exercise all the powers of the Association except those powers reserved to the Members by law, the Articles of Incorporation, the Declaration, or these Bylaws.

Section 2. Specific Powers and Duties. The Board shall have the full authority and responsibility to:

- (a) Adopt and provide a copy of Covenants to all homeowners governing the use of the Common Areas, including any improvements and amenities located on the Common Areas;
- (b) Administer and enforce the Declaration of Covenants, Conditions and Restrictions of Remington Villas, easements, uses, limitations obligations, and all other provisions set forth in the Declaration;
- (c) Establish, make, amend from time to time, and enforce compliance with such reasonable rules and regulations as may be necessary for the operation, use, and occupancy of Remington Villas subject to the approval of the Members. A copy of such rules and regulations will be made available to each Member, either by mail or e-mail, promptly upon adoption;
- (d) Keep in good order, condition, and repair all of the Common Areas and all items of common property, if any, used in the enjoyment of the Common Areas;
- (e) As more fully provided in the Declaration to:
 - 1) Assure the Lot maintenance assessment amount of the annual and special assessments is fixed at a uniform rate for all Lots. Assessments may be collected annually, quarterly, or monthly as determined by the Board.
 - 2) Send written notice of each annual assessment to every Owner subject thereto no later than the 10th day of December. The due date for the assessment shall be January 1 of each year or as established by the Board.

- 3) Fix, determine, levy, and collect special assessments whenever, in the opinion of the Board, it is necessary to do so in order to meet increased operating or maintenance expenses or costs or additional capital expenses or because of emergencies provided that any such assessment shall have the assent of two-thirds (2/3) of the vote of the Members.
 - 4) Send written notice of such special assessment subject thereto not less than thirty (30) days nor more than sixty (60) days.
 - 5) Collect delinquent assessments. If any assessment is not paid within thirty (30) days after the due date, this assessment may bear interest from the due date at the rate of six (6) percent simple interest per annum. This will be applied to the full amount of the delinquency including prior interest, and the Association may bring an action of law against the Owner personally obligated to pay the same or foreclose the lien against the property; interest, cost, and reasonable attorney's fees for any such action shall be added to the amount of such assessment.
- (f) Employ and supervise all independent contractors or other employees or contractors as deemed necessary in order to accomplish their duties;
 - (g) Establish a bank account to be the operating account of the Association and for all separate funds as required or deemed advisable by the Board;
 - (h) Cause to be kept and maintained full and accurate books and records of all its acts and Association affairs and to present a statement thereof to the Members at the November business meeting or at any special meeting when such statement is requested in writing by two-thirds (2/3) majority of the Members in good standing;
 - (i) Cause the maintenance of the lawn, trees, shrubs, and the sprinkler or other irrigation systems located on the Common Areas;
 - (j) Procure as needed and maintain adequate liability and hazard insurance on property owned by the Association as well as liability coverage of the Association;
 - (k) Enter into contracts within the scope of their duties and powers;
 - (l) Develop and present the annual budget for approval at the November meeting;

- (m) Assure continuity and consistency in the management of the Association; the Board shall review the Operating Procedures as needed to assure compliance with governing documents, local, state, and federal laws;
- (n) Publish and deliver a newsletter, the frequency of publication to be determined by the Board;
- (o) Appoint the following committees:
 - 1) Nominating. This committee shall consist of the Vice President and two (2) or more Members of the Association and shall be appointed September 1 to serve until the close of the November meeting.
 - 2) Aesthetics Review. At its first meeting, the Aesthetics Review Committee shall develop standards and rules to govern the approval or disapproval of plans submitted to it which may include adoption of the previous Committee's rules. Standards and rules shall include maintaining the overall appearance of the subdivision. This committee shall consist of three (3) or more Members of the Association and shall review, approve, or disapprove all plans and specifications submitted by Owners of a Lot.
 - 3) Bylaws. This committee shall consist of three (3) or more Members of the Association and shall conduct an annual review of the Bylaws of Remington Villas and propose such amendments, additions, or deletions as may be necessary to accommodate the changing needs and activities of the Association.
 - 4) Environmental. This committee shall consist of five (5) or more Members of the Association and shall be responsible for lawn care, snow removal, trash collection, operation of the sprinkler system(s), and care and beautification of the Common Areas. The committee shall recommend to the Board any actions it believes are needed regarding contractors or purchases. The Environmental Committee as more fully defined shall be further divided into sub-committees as decided by the chairperson as follows:
 - i. Lawn Care, Trash Collection, and Snow Removal. This sub-committee is responsible for gathering and organizing feedback from the Members regarding lawn care, drainage, snow removal, and trash

collection as well as contacting prospective contractors and obtaining bids;

- ii. Beautification. The responsibilities of this sub-committee are to keep the Common Areas attractive and to make recommendations to the Board regarding purchases or changes to the Common Areas and entrance(s) to the subdivision.

5) Neighborhood Watch. The Neighborhood Watch Committee shall consist of eight (8) members (block captains) to act as a liaison between the Independence Police Department and the homeowners to ensure that every effort is made to comply with the requirements of the program; attend monthly meetings sponsored by the IPD and report back to the Board and the Members; work directly with the Communications Director to distribute newsletters and NWP information.

6) Audit/Accounting. The Audit/Accounting Committee shall consist of three (3) Members, shall review the financial records of the Homeowners Association annually, document any discrepancies, and report to the Board.

7) Social. The Social Committee shall consist of two (2) Members responsible for planning and coordinating social events including neighborhood picnics, luncheons, holiday gatherings, etc., and may work with the Communications Director to send out e-mail announcements and post information on the Association web site.

8) Other. The Board may appoint annually such other committees as it deems appropriate. The Board may invite representatives from each of the committees to attend board meetings and participate in deliberations. The representative of committees shall not be voting members.

(p) Accounts and Reports. The following management standards of performance will be followed unless the Board by resolution specifically determines otherwise:

- 1) All checks shall require two officers' signatures.
- 2) Bank accounts shall be maintained by the Association and will only be used for Association business.
- 3) No remuneration will be accepted by the officers from vendors, independent contractors, or others providing goods or services

to the Association whether in the form of commissions, finder's fees, prizes, gifts, or otherwise.

- 4) Members are prohibited from providing paid goods or services to the Association. Providers who are related to Members to the third degree shall be disclosed.
- 5) All books of account and records shall be open to members at the monthly Board meeting. Members desiring such access shall make a written request to the Board 30 days in advance.

(q) Hearing procedure. The Board will not impose a fine, suspend voting, or suspend any rights of a Member or other occupant for violations of rules and regulations or of the provisions of the Association Documents unless and until the procedure below is followed:

- 1) Demand. Written demand to cease and desist from the alleged violation will be served upon the alleged Member specifying:
 - i. The alleged violation;
 - ii. The action required to correct the violation;
 - iii. A time period of not less than ten (10) days during which the violation may be corrected without further sanction, if such violation is a continuing one, or a statement that any additional similar violation may result in the imposition of a sanction after notice and a hearing if the violation is not corrected.
 - iv. A hearing may be requested by the Member.
- 2) Notice. At any time within twelve (12) months of such demand, if the violation continues past the period allowed in the demand for correction without penalty or if the same rule is subsequently violated, the Board or its delegate will serve the Member with written notice of a hearing, if requested by the Member, to be held by the Board. The notice will contain the following:
 - i. The nature of the alleged violation;
 - ii. The time and place of the hearing, which time will not be less than ten (10) days from the giving of the notice;
 - iii. An invitation to attend the hearing and produce any statement, evidence, and witness on the Member's behalf; and
 - iv. The proposed sanction to be imposed.

- 3) Hearing. The hearing will be held pursuant to the notice, affording the Member a reasonable opportunity to be heard. Prior to the effectiveness of any sanction under these Bylaws, proof of notice and the invitation to be heard will be placed in the minutes of the meeting. Such proof will be deemed adequate if a copy of the notice, together with a statement of the date and manner of delivery, is entered by the officer or agent who delivered such notice. The notice requirement will be deemed satisfied if the alleged violator appears at the meeting. The minutes of the meeting will contain a written statement of the results of the hearing and the sanction, if any, imposed. Written and oral evidence may be presented. The presenting party will provide copies of any written evidence to the other party or parties. The decision of the Board will be final.
- 4) Appeal. The Board may in its discretion appoint a Hearing Committee to hear the matter. In such event the above procedure will apply except that either party may appeal the decision of the Hearing Committee, the other party, and the Board. The Board will consider the minutes of the hearing and report the decision of the Board within a reasonable period of time not exceeding sixty (60) days after receipt of the notice. The decision of the Board will be final.

ARTICLE IX PERSONAL LIABILITY

The officers of the Association shall not be personally liable for any debt, liability, or obligation of the Association. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the Association may look only to the funds and property of the Association for the payment of any such contract or claim or for the payment of any debt, damages, judgment, decree, or of any money that may otherwise become due or payable to them from the Association.

ARTICLE X AMENDMENTS

Section 1. These Bylaws may be amended at a regular or special meeting by a vote of two-thirds (2/3) of the Members in person or by proxy. Any proposed change to the Bylaws shall require at least thirty (30) days' written notice to the Members.

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