

**AMENDED BY-LAWS
OF
C.F. MEADOWS HOMEOWNERS ASSOCIATION**

**ARTICLE I.
NAME AND OBJECT OF CORPORATION**

SECTION 1. NAME. The corporation shall be known as C.F. Meadows Homeowners Association, hereinafter called the "Association".

SECTION 2. OBJECTS. The objects and purposes for which this corporation is organized are to own, acquire, maintain and improve association property, including a pond and common areas, and establish rules and regulations, all to enhance the beneficial enjoyment of the private residences by their owners.

**ARTICLE II.
MEMBERSHIP AND VOTING RIGHTS**

SECTION 1. MEMBERSHIP. Each and every owner, in accepting a deed or contract for any lot within the subdivision, agrees to and shall be a member of and subject to the obligations, rules and regulations of C.F. Homeowners Association.

SECTION 2. VOTING RIGHTS. Members shall be entitled to one vote for each lot in which they hold the interest required for membership by Section 1 as shown by the records of the corporation as of the last day of the month preceding the next membership annual meeting. When more than one person holds such interest or interests in any lot, all such persons shall be members and the vote for the lot shall be exercised as they may among themselves determine, but in no event shall more than one vote be cast for any one lot.

SECTION 3. SUSPENSION OF MEMBERSHIP RIGHTS. The membership rights (including voting rights) of any member may be suspended by action of the Board of Directors if the member has failed to pay when due any assessment or charge lawfully imposed upon him or any property owned by him, or if the member, his family, his tenants, or guests of any of them, shall have violated any rule or regulation of the Association regarding the use of any property or conduct.

**ARTICLE III.
GOVERNMENT**

SECTION 1. BOARD OF DIRECTORS. The general management of the affairs of the Association shall be vested in the Board of Directors who shall be elected as provided in Section 1 of Article V of these By-Laws. The number of directors shall be seven and may not be greater than seven at any time.

SECTION 2. OFFICERS. The officers of the Association shall consist of a President, a Vice President, a Secretary and a Treasurer selected from the Board of Directors as provided in

Section 2 of Article V of these By-Laws. The Secretary and Treasurer may be one person if the Board of Directors so votes.

SECTION 3. PRESIDENT AS COMMITTEE MEMBER. The President shall be a member, exofficio, of all committees.

ARTICLE IV. ANNUAL MEETING OF MEMBERS

SECTION 1. ANNUAL MEETING OF MEMBERS. The annual meeting of members of the Association shall be held on the 4th Tuesday in January of each and every year commencing with calendar year 2006. Notice of the time and place of holding the annual meeting shall be mailed to each member at least ten (10) days prior to such meeting date.

SECTION 2. SPECIAL MEETINGS OF MEMBERS. Special meetings of members may be called by the President at any time on his/her own initiative or by the President or Secretary upon request of the owners of two (2) lots to such officer made in writing. Notice of the meeting shall be mailed to each member at least ten (10) days previous to the meeting and at such special meeting there shall only be considered such business as is specified in the notice of meeting.

SECTION 3. QUORUM FOR MEMBERS MEETING. At all meetings of the Association, either regular or special, 10% of the votes in good standing shall constitute a quorum. At such meetings where a quorum is present, a majority vote of those present shall be required in order to conduct business.

SECTION 4. LACK OF QUORUM. If a quorum is not present, the presiding officer may adjourn the meeting to a day and hour fixed by him.

SECTION 5. ORDER OF BUSINESS. At all meetings of the Association, the order of business shall be as follows:

- (a) Reading of minutes of immediate prior meeting for information and approval;
- (b) Reports of officers;
- (c) Reports of committees;
- (d) Election of directors;
- (e) Unfinished business;
- (f) New business; and
- (g) Reading and approval of minutes of meeting just held, if requested.

SECTION 6. MEETINGS OF BOARD. Meetings of the Board of Directors shall be called by the President on his own initiative whenever in the President's judgment it may be deemed necessary or by the Secretary upon request of any two (2) members of the Board of Directors. Ten (10) days notice of meetings of the Board shall be sent by mail to all directors and shall be deemed sufficient notice of such meetings.

SECTION 7. QUORUM FOR BOARD MEETING. A majority of the Board of Directors shall constitute a quorum.

SECTION 8. Any meeting of the Board of Directors may be called and held by telephone calls as long as all Board members agree to that method.

SECTION 9. VOTING. No later than the 10th day, or earlier than the 60th day, before the date of an election or a vote, the Secretary of the Association (or other person authorized to do so) shall give written notice of the election or vote to each member of the Association. The vote(s) of a member may be cast or given: 1. in person or by proxy at a meeting of the Association; or 2. by electronic ballot. All votes cast in an election must be in writing and signed by the member voting except in an uncontested race. All members are entitled to one (1) vote for each lot owned. When more than one person holds an interest in a lot, there shall be only one vote cast per lot.

VOTING BY PROXY. Members unable to attend a meeting of the Association and vote in person may elect to fill out a proxy form and give it to any other member of the Association. In the event this person becomes unable to attend the meeting, he or she can then pass on the member's proxy to another person. Members should discuss with the person to whom they give their proxy how they want their vote(s) cast. The person holding the proxy may vote on all matters put to a vote at the specified meeting. The proxy is revocable by the member at any time, and it automatically becomes invalid if the member attends the meeting in person, if the member conveys their lot(s) or if the member dies prior to the specified meeting. A proxy must be signed and dated by the member and filed with the Secretary of the Association prior to the start of the meeting of the Association in order to be valid.

VOTING BY ELECTRONIC BALLOT. For purposes of this section, "electronic ballot" means a ballot: (1) given by email, facsimile or posting on an Internet website; (2) for which the identity of the member submitting the ballot can be confirmed; and (3) for which the member may receive a receipt of the electronic transmission and receipt of the member's ballot. If an electronic ballot is given by email, the ballot must be sent to the Association's email address (MHABoard@TheCFMeadows.com) from the member's email address of record. It is each member's duty to keep an updated email address registered with the Secretary of the Association. If an electronic ballot is posted on a website, a notice of the posting shall be sent to each member that contains instructions on obtaining access to the posting on the website. Electronic votes cast constitute written and signed ballots. An electronic ballot may be counted as a member present and voting for the purpose of establishing a quorum only for items appearing on the ballot. An electronic ballot may not be counted, even if properly delivered, if the member attends any meeting to vote in person. Any vote cast at a meeting by a member supersedes any vote submitted by electronic ballot previously submitted for that proposal. An electronic ballot may not be counted on the final vote of a proposal if the motion was amended at the meeting to be different from the exact language on the electronic ballot. Electronic ballots

may be counted on the final vote in an election of Directors even if there are changes in the slate of candidates during the meeting of the Association (such as disqualification or withdrawal of a candidate or candidates and/or a nomination or nominations from the floor during the meeting).

ARTICLE V. ELECTION OF DIRECTORS AND OFFICERS

SECTION 1. ELECTION OF DIRECTORS. The directors of the Association shall be elected at the annual meeting. Each active member shall be elected as a director at said annual meeting.

SECTION 2. ELECTION OF OFFICERS. The Board of Directors shall elect from among their number a President, a Vice President, a Secretary and a Treasurer. The meeting of the Board of Directors to elect officers shall be held within one (1) month following the annual meeting of members. Officers elected shall hold office until new officers are elected.

ARTICLE VI. VACANCIES IN OFFICE

SECTION 1. If a vacancy occurs among the officers or in the Board of Directors, the vacancy shall be filled for the unexpired term by the Board of Directors.

ARTICLE VII. DUTIES OF OFFICERS

SECTION 1. PRESIDENT. The President shall preside at all meetings of the Association and of the Board of Directors and shall appoint such committees as he or the Association shall consider expedient or necessary.

SECTION 2. VICE PRESIDENT. In the absence of the President, the Vice President shall perform his duties and in the absence of both President and Vice President, the Treasurer shall preside and assume the duties of the President.

SECTION 3. SECRETARY. The Secretary shall keep the minutes of all meetings of the Association and of the Board of Directors; shall, if requested, read such minutes at the close of each meeting for approval; and shall mail out all notices for meetings of the Association or the Board of Directors.

SECTION 4. TREASURER. The Treasurer shall keep an accurate account, and books and records, and shall collect all fees, dues, and charges due for members and perform such other duties as may be required of the Treasurer by the By-Laws, the President or the Board of Directors. The Treasurer shall have charge of all receipts and monies of the Association, deposit them in the name of the Association, in a bank approved by the Board of Directors and disburse funds as ordered or authorized by the Board of Directors. The Treasurer shall keep regular accounts of his receipts and disbursements, submit his record when requested, and give an

itemized statement at regular meetings of the Association. The Treasurer shall sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts, and the same shall be honored on the Treasurer's signature along; in the absence of the Treasurer, any two (2) officers may sign checks and withdrawal slips.

Any check or other instrument dispersing Association funds of greater than \$100.00 requires the signature of both the Treasurer and President of the Association.

SECTION 5. EXECUTION OF INSTRUMENTS. The President and the Secretary, or the Treasurer, shall on being so directed by the Association, sign all leases, contracts or other instruments in writing.

ARTICLE VIII. DUTIES AND POWERS OF BOARD OF DIRECTORS

SECTION 1. MANAGEMENT OF ASSOCIATION. The Board of Directors shall have general charge and management of the affairs, funds and property of the Association. The Board shall have full power, and it shall be the Board's duty to carry out the purposes of the Association according to its Articles of Incorporation, By-Laws and the Deed of Dedication, made a part of the platting proceedings relative to Meadows Addition, Black Hawk County, Iowa, which plat and Deed of Dedication were filed for record July 5, 2002, as Doc. No. 2003-00539; to determine whether the conduct of any member is in violation of the By-Laws or rules of the Association; and to fix the penalty for such misconduct or any violation of the By-Laws or rules.

SECTION 2. RULE MAKING. The Association members may make rules for the conduct of the members and use of Association property including protecting and maintaining the integrity of the land so platted, maintain common areas and a pond for the benefit of all members.

SECTION 3. APPOINTMENT OF COMMITTEES. The Board of Directors may appoint such committees as it deems necessary.

SECTION 4. EXPENDITURE OF FUNDS. The Board may vote to expend up to six Thousand Dollars (\$6,000.00) for the use and benefit of the Association. Any expenditure in excess of Six Thousand Dollars (\$6,000.00) requires the affirmative vote of two-thirds (2/3) of the members in good standing present at a regular or special meeting of the Association, provided notice of the purpose of the proposed expenditure has been stated in the call for the meeting.

SECTION 5. PLACE OF DIRECTORS MEETINGS. The meetings of the directors may be held in the City of Cedar Falls in Black Hawk County, Iowa, or in any place in such county. They shall not be held outside of the State of Iowa.

ARTICLE IX.
COMPENSATION OF DIRECTORS AND OFFICERS

SECTION 1. None of the officers, directors or members serving on committees, or in any other capacity, shall receive any salary or compensation for services rendered to the Association.

ARTICLE X.
FEES, DUES AND ASSESSMENTS

SECTION 1. Dues payable shall be in the amount of One Hundred Dollars (\$ 100.00) due and payable January 1st of each year. Dues will be assessed from year to year thereafter as decided by the Board of Directors. The foregoing notwithstanding, the annual dues for any member of the Board of Directors shall be waived once that member has served on the Board of Directors for one year. At such time as the member no longer serves on the Board of Directors, the obligation to pay annual dues will be reinstated.

SECTION 2. Maintenance and repair of all of the common areas and pond in the Meadows Addition subdivision shall be paid from the fund created by the annual dues assessed.

SECTION 3. The Board of Directors shall, from time to time, decide upon the proper size of the fund and assessments and shall further make all decisions regarding the use of any of the funds for any Association purposes.

Dues for any given year remaining unpaid on February 1 of that year shall be increased by \$20.00 and shall be increased by an additional \$20 per month on the 1st day of each calendar month thereafter until such dues, including any increases thereto as provided for herein, shall have been paid in full.

ARTICLE XI.
RULES AND REGULATIONS FOR MEMBERS AND GUESTS

SECTION 1. RIGHTS OF GUEST TO USE ASSOCIATION FACILITIES. No person except a member of the Association and the family of such member and the guest of such member shall use any Association facilities for any purpose whatsoever.

SECTION 2. ADDITIONAL RULES AND REGULATIONS. The Association may establish and the Board of Directors shall enforce all of the existing rules and any and all additional rules and regulations deemed advisable and necessary.

SECTION 3. ANIMALS. No livestock, poultry or other farm animals shall be placed, kept or maintained on any Lot or part of the Subdivision, except that Lot Owners may keep usual house pets, provided they do not become a nuisance or an annoyance to the neighborhood and provided they are not kept, bred or maintained for any commercial purposes.

ARTICLE XII.
NOTICES

SECTION 1. All notices to members shall be mailed to their addresses as given on the books of the Association and such mailing shall constitute presumptive evidence of service of notice.

ARTICLE XIII.
AMENDMENTS

SECTION 1. These By-Laws may be amended only by a two-thirds (2/3) vote of the members in good standing present at a regular or special meeting of the Association, provided notice of the purpose of the proposed amendment has been stated in the call for the meeting.

Dated this 3 day of Jan., 2023.

APPROVED BY THE ENTIRE BOARD OF DIRECTORS OF THE CORPORATION.

Gwen Schwesky

E. Skye

Jim Payne

Chitra Chakr

Ms. Mahin

Rachel Wallace