

CARRINGTON PLACE HOMEOWNERS ASSOCIATION
BYLAWS

Authority - These Bylaws are adopted under the authority granted by the Carrington Place Section No. 1 Declaration of Covenants, Easements, Restrictions, Assessment Liens and Carrington Place Association.

Bylaw I - Definitions

As used in these Bylaws the following terms shall have the meanings set forth below:

Homeowners in Carrington Place shall mean any person or persons owning a fee simple interest in a lot in Carrington Place Subdivision phases 1, 2, and 3, (lots numbered 1 through 162) as further described and delineated in Exhibit 1, attached hereto and incorporated herein.

For purposes of voting, each homeowner shall be entitled to one vote and considered one person per lot, and shall be represented by one person who shall be at least 18 years of age.

“Referendum” shall mean by petition circulated to the homeowners and specifying the purpose of the petition, which petition shall be signed by greater than fifty percent (50%) of the homeowners.

The “Board” shall mean the Board of Trustees, including the President.

Bylaw II - Name and Purpose

The name of the organization shall be the Carrington Place Association, hereinafter known as the Carrington Place Homeowners Association or CPHA.

The purpose of CPHA shall be to administer the maintenance of the Entranceway and Drainage Reserve as well as to enforce restrictions and conditions under which the maintenance will be carried out.

Bylaw III - Membership

All homeowners are members of CPHA.

Bylaw IV - Board of Trustees

The Board of Trustees (the “Board”) shall be comprised of seven (7) duly elected representatives, one from each of the six (6) areas indicated in Exhibit 2, and one (1) at-large President. All members of the board shall be homeowners and have their primary residence in Carrington Place. Residency by each Area Trustee in his/her respective area of representation is preferred but not required. Each Area Trustee and the President shall have the right to vote on matters before the Board.

Officers of the Board shall be:

One (1) President
One (1) Treasurer
One (1) Secretary

Trustees and President shall be elected during the first quarter of the calendar year. Notwithstanding anything to the contrary herein, Trustees and the President shall remain in office until their successors are elected. The President shall be elected by an at-large election, with a term of one (1) year. Trustees shall be elected for a term of two (2) years. All terms shall commence on February 1, and shall end on January 31. Terms shall be staggered such that three (3) Area Trustees become elected during even years, and three (3) Trustees become elected during odd years. There shall be no limit to the number of consecutive terms a Trustee may serve on the Board. The Treasurer and Secretary shall be elected from the Board, by the Board for a term of one (1) year.

All Area Trustee vacancies on the Board shall be filled by a vote of the homeowners in the area where the vacancy exists, to serve the remainder of the term. A vacancy of President shall be elected from the Board, by the Board. A new trustee from the area thus vacated shall be filled by a vote of the homeowners in that area by a special election within 30 calendar days or the vacancy will be filled by appointment of the Board.

Bylaw V - Duties of Officers and Trustees

President

The President, or the prescribed representative, shall preside at all meetings, sign the records thereof, and perform generally those duties usually performed by presidents of like associations, and such other and further duties as shall be from time-to-time required by the membership or the Board. The President shall see that all trustees and committees carry out their duties as prescribed by the Bylaws. The President may also enter into contracts, as approved by the trustees, in the behalf of the CPHA.

Treasurer

The Treasurer shall receive and have charge of all monies and securities belonging to the CPHA and shall disburse, or otherwise deal with same as shall be ordered by the Board. The Treasurer shall keep an accurate account of all monies received and disbursed and shall generally perform such duties as may be required of the Treasurer by the Board. The Treasurer shall make a financial report at every regularly scheduled Board and General Membership meeting. The Treasurer shall open the books for inspection and examination by the Board or its designees, upon request by the Board. All expenditures over twenty five dollars (\$25.00) shall be by check which shall be signed by the Treasurer and countersigned by the President. Expenditures shall be in accordance with the approved budget. Expenditures which have not been included in the budget must have prior approval of the Board. In the absence of both the President and the Secretary, the Treasurer shall perform all duties of the President. The Treasurer is also responsible for the regular duties as Trustee.

Secretary

The Secretary shall keep the minutes of all meetings and make a proper record of same. The Secretary shall maintain a correct and current roster of the membership of CPHA and generally shall perform such other duties as may be required by the President, or the Board. The Secretary shall perform all duties of the President in the President's absence. In the absence of the Secretary, duties of that office shall be performed by any trustee designed by the presiding officer. The Secretary shall be parliamentarian at all meetings. The Secretary is also responsible for the regular duties as a trustee.

Trustee

Each Trustee shall be responsible for the accumulation and or dissemination of information concerning CPHA activities and programs to all homeowners in his/her area. The Trustee is also responsible for soliciting nominations from all homeowners in his/her area for all open positions on the Board prior to the day of election. The Trustee shall also be responsible for the area which he/she presents to perform such duties as:

- Welcoming new residents on behalf of CPHA and advising them of the Association.
- Distributing appropriate materials.
- Canvassing homeowners on questions of CPHA concern.
- Passing petitions for signatures on matters sponsored or endorsed by CPHA.
- Performing such other duties as assigned by the homeowners or the Board.

Bylaw VI - Committees

The Board may create such committees as are necessary to fulfill the purpose of the CPHA. The Board may delegate to any such committee the necessary power to accomplish its purpose and may define the extent to which said powers may be used.

Bylaw VII - Meetings

There shall be at least one (1) general membership meeting per year for all homeowners in order to conduct the business of CPHA which may include the election of new Board members. The Board shall hold not less than one (1) regularly scheduled meeting each quarter, at a time and place designated by the President. Unscheduled meetings may be called by the President or by any two (2) members of the Board. A minimum of seven (7) days notice shall be given preceding all meetings unless approved by all board members. Such notice shall include the purpose of the meeting, the business to be transacted and by whom the meeting is being called. Any homeowner may address the Board on any issues related to CPHA business by first contacting his/her Area Trustee.

Bylaw VIII - Quorum

Fifty percent (50%) of the members of the Board shall constitute a quorum at all meetings. At all meetings, majority affirmative vote shall be required for a decision on any question.

Bylaw IX - Attendance

Unexcused absences from three (3) consecutive board meetings by a Trustee can be considered an automatic resignation. After two (2) unexcused absences and at the direction of the President, the individual Trustee will be notified in writing of this Bylaw provision by the Secretary, after which time the third unexcused absence will be considered a resignation.

Bylaw X - Voting

There shall be one (1) vote for each homeowner on any matter before the membership of CPHA. The board shall prescribe the method of voting. All questions shall be decided by majority vote, unless otherwise specified herein or otherwise required under any Bylaw. Nominations for Area Trustees, and President shall be completed prior to the day of the election for all candidates appearing on the ballot to allow for absentee voting. Write-in votes shall be allowed.

Bylaw XI - Annual Budget

The Board shall be responsible for establishing the annual CPHA budget. An estimated annual budget shall be submitted for approval for of the homeowners no later than the first quarter.

Each year no later than the end of December, the board shall approve a budget which shall serve as a guideline for program and activity spending by the CPHA. The budget shall be for period February 1 of the current year through January 31 of the following year. Budget detail and format shall be at the discretion of the Board; however, the budget shall include an estimate of gross revenues identifying all expected revenue sources and the respective amounts, and a reasonable breakdown of programs and activities for which monies will be expended.

Bylaw XII - Dues

Dues of CPHA shall be on a fiscal year basis commencing February 1 and ending January 31 of the following year. Collection of dues shall be in accordance with Article IV Section D of CP Declaration of Covenants, Easements, Restrictions, Assessment Liens and CP Association.

Dues for the membership in the CPHA shall be established by the Board based on the budget, after approval of the budget by the homeowners. These dues shall be equal for all homeowners.

Bylaw XIII - Amendments

These Bylaws may be amended at a general membership meeting following fifteen (15) days prior written notice containing such proposed amendment. Notices required hereunder shall be given to all homeowners. Amendments shall be proposed by:

An affirmative vote of not less than two-thirds (2/3) of the Board, or
Written request by at least twenty percent (20%) of the homeowners.

Amendments shall be passed if it received at least two-thirds (2/3) of the returned ballots of the homeowners.

Amendments approved under this bylaw shall become effective sixty (60) days after said approval unless defeated by referendum by the homeowners within said sixty (60) days. Amendments defeated by referendum shall become null and void and shall not be reconsidered by the CPHA for one (1) year.

Bylaw XIV - Removal of Area Trustees or President

Area Trustees and President may be removed from office by the affirmative vote of at least two-thirds (2/3) of the homeowners in the area that person represents. In the event the President is voted out of office, a new President shall be chosen from the Board, by the Board. The area from which the new President is chosen shall then have an election to choose a new Trustee to serve out the remaining term.

Bylaw XV - Order of Business

Unless suspended by a majority vote of the members present at any meeting, the order of business shall be as follows:

Reading of the minutes of the last preceding meeting.
Reading reports and statements.
Old business.
New business.
Election of officers and trustees, if applicable.
Installation of officers and trustees, if applicable.
Adjournment

Bylaw XVI - Rules of Order

The latest edition of Roberts Rules of Order Revised shall be the parliamentary standard of the CPHA on all points not otherwise addressed in these Bylaws.

Bylaw XVII - Powers

All of the capacity of the CPHA shall be vested in and all of its power and authority shall be exercised by the Board which shall manage and conduct the affairs of the CPHA except as otherwise provided by the laws of the State of Ohio or these Bylaws.

Bylaw XVIII - Temporary Provisions

The initial terms of office shall start as soon as the first election is final and will continue one (1) or two (2) years from January 1, 1996.

For initial organization, in order to stagger the terms of the Trustees, the three (3) least populated areas will have their Trustees elected for one (1) year terms.

For the initial election of Trustees and President, the Bylaw Committee shall be responsible for soliciting nominations for Trustee and President positions. All nominations received prior to the day of election shall be placed on the appropriate area ballot. The Bylaw Committee shall be responsible for distributing the ballots and counting the returns.

Dues will be one hundred dollars (\$100.00) per homeowner and shall be due January 31, and shall be for the calendar year, as per Bylaw XII.

Bylaw XIX- Carrington Place Driveway Materials

Carrington Place driveway materials must be installed or replaced with concrete and/or paver brick materials. Bituminous concrete (asphalt) and asphalt sealers are prohibited for use in the replacement of the driveway surface.

Bylaw XX- Carrington Place Mailbox Painting

On an as needed basis, the CPHA Board will oversee the painting of all mailboxes in a uniform color (716 Natural Tone Cedar) approximately every three (3) years. Payment to come from annual dues.

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