

Kimberlea Homeowners Association By-Laws

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Article I – Management

Section 1. The management and administration of the Kimberlea Homeowners Association (hereinafter referred to as “Association”) shall be vested in the Board, constituted as provided by and subject to Article IV of the Constitution of this Association and subject to Section 28 of Article XI of these By-Laws.

Article II – Meetings and Elections

Section 2. There shall be an annual meeting of this Association, which shall be held in October of each year at Oktoberfest; and such other meetings as provided for in Section 5 and 6 of Article II of these By-Laws. The annual meeting may be postponed for not more than thirty (30) days at the discretion of the Board.

Section 3. At least ninety (90) days prior to the October meeting, a request for volunteers or nominations for Officers and Directors shall be printed and distributed in a newsletter to the membership. A final slate of candidates shall be presented at the October meeting. Nothing in these By-Laws shall be construed to prevent nominations from the floor at the October meeting. At each election for Officers and Directors, every eligible household shall have one (1) vote (potentially divisible into 2 one-half votes) for each Officer and Director to be elected.

Section 4.

- (a) The Board of Directors will be elected at the October meeting by the membership at large. Each Director will serve for a period of two (2) years.
- (b) All voting for election of Officers or Directors will be conducted by secret written ballot with immediate vote tabulation.
- (c) The elected candidates will immediately take office.
- (d) Outgoing Officers and Directors will be available for transition until December 1st of the current year.

Section 5. Regular meetings of the Association will be determined by the President. The October meeting being designated as the annual meeting of the Association.

Section 6. Any meeting may be called by the following persons and in the following manner:

- (a) The President may, in case of an emergency to be determined by the President, call a meeting of the full membership of the Association by written notice stating the purpose of the meeting.

- (b) It shall be the duty of the President to call a meeting of the full membership of the Association whenever requested to do so in writing by five (5) members of the Board stating the purpose of the meeting.
- (c) It shall be the duty of the President to call a meeting of the full membership of the Association upon written request of at least fifteen (15) member households in good standing stating the purpose of the called meeting.
- (d) Notices of meetings of the Association under (b) and (c) above shall state the purpose, the date, and the hour of the meeting, and said meeting shall be held not earlier than ten (10) or later than thirty (30) days from the date of the notice. Business transacted at such meeting shall be confined to the purpose or purposes stated in the notice.

Section 7. For all purposes of voting, eligible households shall be limited to one (1) qualified vote per single-family dwelling. The vote may be split and each household may cast two (2) 1/2 votes. One member of the eligible household must be present to vote.

Article III - Qualifications of Officers and Directors

Section 8. No person shall be eligible to hold any office or be a Director unless they are a member of an eligible household in good standing.

Article IV — Board Meetings and Election of Chairman

Section 9. The Board shall hold one (1) meeting a year, at the discretion of the President.

Section 10. The President of the Association shall also be the Chairman of the Board, and such Chairman will preside at all meetings of the Board. It shall be their duty to generally perform all the duties appertaining to the office, and they shall decide all questions of procedure and order at the meetings of the Board.

Section 11. In the absence or removal of the Chairman of the Board, as contemplated in Article VI, Section 16 of these By-Laws, the Vice-President of the Association shall perform the duties of such position, and in the absence of the Chairman and the Vice-President, the remaining members by a majority vote may elect one of their members as temporary Chairman to act in their stead.

Section 12. If any Officer or Director shall fail to attend two (2) successive meetings without good and valid reason for their absence in the judgment of the Board, such Officer

or Director shall automatically cease to be a member of the Board, and the vacancy created shall be filled as provided in Section 14, Article V of these By-Laws.

Section 13. Special meeting of the Board may be called by the following persons and in the following manner:

- (a) The Chairman of the Board may, in case of an emergency to be determined by the Chairman, call a meeting of the Board.
- (b) It shall be the duty of the Chairman of the Board to call a meeting of the Board, when requested to do so in writing by three (3) members thereof stating the purpose of the meeting.
- (c) Notice of any special meeting of the Board may be given to all members thereof by telephone, in person, or by written notice.

Article V – Vacancies

Section 14. All vacancies occurring on the Board between annual meetings shall be appointed by the Board within sixty (60) days of notification.

Article VI - Removal

Section 15. Any Director or Officer can be removed if they fail to perform their duties as described in Article VIII of these By-Laws. Removal of an Officer or Director requires a special meeting to be called per Article II, Section 6b and 6c.

Section 16. Any Director or Officer elected by the Association or appointed by the Board may be removed from office by a three-fourths (3/4) vote of the member households in good standing present at a special meeting called for such purpose.

Article VII – Place of meeting

Section 17. Meetings of Directors, Officers, and Board of this Association may be held at such place or places as designated by the Board. Membership meetings shall be held at such place or places as may, from time to time, be designated by the Board and concurred by the membership or designated by the membership.

Article VIII — Duties and/or powers of Officer and Board

Section 18. DUTIES OF THE PRESIDENT. It shall be the duty of the President to preside at all meetings of the Association; to enforce the By-Laws; to preserve order and decorum; to require all Officers and members of the committees to perform their duties; to appoint all committees not otherwise provided for; to sign all official documents; and be added to the signature card on all accounts. The President shall be ex-officio member of all committees and generally perform all the duties appertaining to the office, and shall decide all questions of procedure and order not provided for in this Constitution and By-Laws. The President shall not vote at meetings of the Association except in case of a tie vote. The President shall, within five (5) days after retiring from office, deliver to their successor all papers and other property in their possession belonging to the Association.

Section 19. DUTIES OF THE VICE-PRESIDENT. It shall be the duty of the Vice-President to perform any duties assigned to them by the President and in the absence of that Officer to act in his stead. The Vice-President shall, within five (5) days after retiring from office, deliver to their successor all papers and other property in their possession belonging to the Association.

Section 20. In the event of the absence of both the President and Vice-President or their inability to serve, a temporary President may be elected or appointed by the Board to serve in their stead.

Section 21. DUTIES OF THE SECRETARY. It shall be the duty of the Secretary to keep full and impartial records of the Association and the Board; to keep minutes of all meetings and to perform such other duties as may be prescribed for them by the Board. The Secretary's records shall be open for inspection by the President and the Board, and any other member of the Association. The Secretary shall, within five (5) days after retiring from office, deliver to their successor all papers and other property in their possession belonging to the Association.

Section 22. DUTIES OF THE TREASURER. It shall be the duty of the Treasurer to be the custodian of all Association's funds and to keep a proper account of all the receipts and expenditures; to prepare and sign all checks and keep all books belonging to the office, which shall at all times be open to inspection of the President and Board. The Treasurer shall deposit all money received to the credit of the Association and in the name of the Association. They shall keep an accurate record of receipts and disbursements and at each membership meeting shall render a monthly operating statement of the financial transactions of the Association for the period of time elapsed since the previous membership meeting.

The Treasurer shall provide quarterly financial statements for publication in the Association's newsletter. The Treasurer shall present an annual budget at the general membership meeting held at Oktoberfest. An audit of the Treasurer's accounts will be performed annually by one Director and one member in good standing during the Fourth (4th) Quarter, with the results of such audit presented to the membership in the next newsletter.

The Treasurer shall, within five (5) days after retiring from office, deliver to their successor all papers and other property in their possession belonging to the Association.

Section 23. The Board shall be subject to Article XI, Section 29 of these By-Laws. The Board is responsible for managing the affairs of the Association. It shall publish the minutes from the Association meetings on the Association's website.

Article IX — Membership dues

Section 24. ANNUAL DUES. The annual dues of the Association shall be Fifty dollars (\$50.00) per household in legal tender, and shall be due and payable at or prior to the Annual meeting. All new residents moving to Kimberlea after June 1st will pay \$50.00 upon move-in which will be applied to the following year's membership dues (effectively giving 5 months of waived dues).

Article X — Expenditures

Section 25. The Board of Directors will present a budget every year at the annual meeting of the year.

Section 26. All expenditures of Association funds for operations shall be authorized by the Board annually who may direct the Treasurer to pay all bills incurred or to be incurred by the Association per the budget. Any expenses not included in the annual budget must be approved by the Board of Directors.

Article XI — Rights of Members

Section 27. The members of the Association shall have the right to call meetings as provided in Article II, Section 6 of these By-Laws, and to initiate resolutions, plans, policies and projects.

Section 28. Every eligible household in good standing shall have all rights and privileges of membership, including the right to vote and hold office in the Association; provided however, that two (2) spouses shall not hold office at the same time; nor can a Director or Officer be re-elected or re-appointed for longer than two (2) consecutive terms for the same office.

Section 29. No member household shall be considered in good standing who is in arrears in payment of dues, fees or assessments. Members of said households shall not be entitled to vote, shall not be eligible to be an Officer or Director of this Association, or shall not be entitled to any other privileges of a member household in this Association.

Article XII — Committees

Section 30. There shall be, in addition to such committees as the Board shall determine, the following standing committees, with such duties as the Board may designate, such committees being:

- (a) Membership Committee
- (b) Social Committee — shall be composed of the Coordinators of all social events. (ie. Bunko, Poker, Supper club, etc...)
- (c) Kimberlea Additional Improvement Committee (Beautification)

Section 31. The President shall appoint the committee Chairman of such Committees. The members of such committees shall be appointed by the chairman of such committee subject to the approval of the Board.

Article XIII — Order of Business

Section 32. The order of business shall be:

- (a) Reading of the minutes of the last meeting
- (b) Treasurer's report
- (c) Unfinished business
- (d) New business
- (e) Program or miscellaneous
- (f) Notification of next meeting

(g) Adjournment

Section 33. All matters brought before the Association for its consideration will be of a nature that affects the entire Association, and all other matters shall be presented to the Board of Directors.

Section 34. ROBERTS RULES OF ORDER, REVISED shall determine the conduct of business in all meetings of the Association, its governing bodies and committees, except where inconsistent with the Constitution and these By-Laws.

Article XIV — Amendments

Section 35. These By-Laws may be amended by resolution in writing presented at an announced meeting of the Association, read and approved by a two-thirds (2/3) majority vote of those members in good standing present at the meeting.

Article XV - Notices

Section 36. Under the provisions of these By-Laws, notices are required to be given in writing. Exceptions will be subject to Article IV, Section 13 (c) of these By-Laws.

Article XVI — Beautification

Section 38. The Association, agrees to provide maintenance on all areas landscaped by Kimberlea Homeowners Association as defined in the most recent agreement with the City of Plano.