

**BYLAWS OF
CONCORD SQUARE HOMEOWNERS ASSOCIATION**

ARTICLE I – DEFINITIONS

When used in these bylaws:

- A. *“Absentee Vote”* shall mean a vote from a member that is submitted prior to the polls either in person or by mail.
- B. *“Association”* means the Concord Square Homeowners Association, a Non-Profit Omaha organization, and is the Property Owners’ Association of Concord Square Subdivision.
- C. *“Board”* means the Board of Directors of Concord Square Homeowners Association.
- D. *“Bylaws”* means the Bylaws of the Association.
- E. *“City Representative”* shall mean appointed officer, committee member or member of the Concord Square Homeowners Association that has been granted the permission to speak on behalf of the Concord Square Homeowners Association.
- F. *“Compensation”* shall mean being paid for services rendered. Article XI states that officers or members serving on committees of the Concord Square Homeowners Association will not receive salary or compensation for their services.
- G. *“Covenants and Restrictions”* means the Amended Declaratory Statement of Covenants and Restrictions to run with the land.
- H. *“Delinquent”* means being in arrears in annual or special Association assessment payment for more than 30 days after the due date.
- I. *“Ex-Officio”* shall mean by virtue of office or position representative.
- J. *“Good Standing”* shall mean owner of property that resides in Concord Square Subdivision, free and clear of all liens, No outstanding infractions with Concord Square Homeowners Association or the city of Omaha.
- K. *“Impeachment”* shall mean to charge an officer or committee member of concord square with misconduct and start procedures that may result in removal from currently held position.
- L. *“Indemnification”* shall mean that Concord Square Homeowners Association will compensate members by a vote of members representing a majority of memberships. For expenses and costs for any legal action that is brought against said member in connection matters that occur while representing the Concord Square Homeowners Association.
- M. *“Owner”* shall mean:
 - 1. Any person, organization, business or other concern who holds fee simple title, title by tax deed, Sheriffs Deed of Title, or title by any other judicial deed, grant or conveyance, to a lot; or
 - 2. Any person who has contracted to purchase fee simple title to a lot under written agreement, in which case the Seller under said agreement shall cease to be the Owner while said agreement is in effect; or
 - 3. A lessee of a lot under a recorded lease from the owner of fee simple title to said lot for term of not less than fifty (50) years, in which case the lessor under said lease shall cease to be the owner while said lease is in effect.

- N. "Proper Purpose" mentioned in Article XII; Section 1 shall mean any business associated with CSHA.
- O. "Proxy Vote" shall mean that a member has given another individual authorization to submit the sealed vote for them in their absent.
- P. "Quorum" shall mean the minimum number of Concord Square officers and members required to legally transact business.
- Q. "Reasonable time" mentioned in Article XII; Section 1 shall mean 48 hours notice.
- R. "Roberts Rules of Order" shall mean the Parliamentary method (outlined in Article IX; Section 4) of conducting business adopted by the Concord Square Homeowners Association. That will allow everyone to be heard and to make decisions without confusion.
- S. "Subdivision" means Concord Square Subdivision as shown on those plots located at the city of Omaha department of Deeds Lots 1 – 45.

ARTICLE II - NAME

Concord Square Homeowners Association, hereafter referred to as CSHA.

ARTICLE III – PURPOSE AND GOALS

Section 1. Purpose. CSHA was established as an Omaha non-profit homeowners association on November of 2002. The purpose and objectives of this association are as follows:

- a. To serve as a Homeowners association for the Concord Square Subdivision;
- b. To develop a community for safe, healthful and harmonious living;
- c. To promote the maintenance of aesthetic standards in the Concord Square Subdivision;
- d. To enforce the Concord Square Covenants and Restrictions;
- e. To promote a stable financial condition ensuring the services and facilities deemed necessary or desirable for the maintenance and enhancement of a quality of life of high standard for the residents of Concord Square.
- f. To provide the aesthetic and material amenities of a well organized and well regulated community, without profit, for the interest of Concord Square Homeowners.

Section 2. Goals. a) To address the above purpose, the CSHA will work in cooperation with schools, churches, businesses, and other civic groups. b) Community pride and involvement will continue to improve the quality of living for ourselves and our neighbors.

ARTICLE IV – MEMBERSHIP

Section 1. Members. Persons who are owners of their primary residence in Concord Square subdivision, the streets are as follows: West of 20th Street, South of Clark Street, East of 22nd Street, and North of Paul Street (Lot 1-45) shall become members of the Association upon payment of appropriate dues as set by the Board of Directors.

Section 2. Membership. Each residence in Concord Square subdivision, the streets of West of 20th Street, South of Clark Street, East of 22nd Street, and North of Paul Street (Lot 1-45) that is owned by a member(s) is entitled to one (1) membership in the Association.

Section 3. Certificate Non-assignable. The certificate of membership and the rights and privileges of a member shall not be assignable or transferable and will terminate with the sale of the member's house.

Section 4. Boundaries. Only houses in the subdivision of Concord Square as defined by the Deed Restrictions, which are as follows: West of 20th Street, South of Clark Street, East of 22nd Street, and North of Paul Street. (Lot 1–45).

ARTICLE V – VOTING PRIVILEGES

Section 1. Number. Each resident shall be responsible to inform the CSHA, Board of Directors, in writing, of their authorized representative five (5) business days prior to a vote being taken. The vote shall be cast at the all-member meetings of CSHA by the authorized representative. A quorum shall consist of no fewer than 4 – 6 members, 50% of which must be Board members.

Membership grants to the homeowner(s) the right of one (1) vote on each separate matter requiring a vote of the members at general and special meetings of the Association. This one (1) vote may be split into two (2) one-half votes.

Section 2. Proxy Vote. Must be submitted in a sealed envelope to the Board of Directors five (5) business days prior to an all-member meeting in which a vote is to be held.

Section 3. Absentee Vote. A vote by a member may be made in person or by an absentee ballot.

ARTICLE VI – ELECTION OF OFFICERS

Section 1. Nominations. Nominations may be made by any member of the Association. Those members nominated for President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer shall be placed on the ballot if they so desire. Each member nominated must be in good standing. There shall be only one (1) person from each household placed on the ballot in any term.

The nominating committee will be appointed by the Board of Directors in August of the second year and will be comprised of two (2) representatives and one officer, other than the President. The nominating committee will submit a ballot of nominees and a brief descriptive profile of each of them to all CSH and residents at least ten (10) days before the general meeting.

To be eligible for election to office the candidate must: a) be an authorized representative of the neighborhood and a resident for at least six (6) months; b) by acclamation if there is only one candidate for the office; c) installation of new offices shall occur at the first meeting of the new year.

Section 2. Notification of Members. Each member shall receive written notification of all nominations at least ten (10) days prior to the date of the election. An absentee ballot shall be included with this notification.

Section 3. Installation of Officers. All newly elected officers shall take office on January 1st of the new year.

Section 4. Term of office. Each officer shall serve for a term of two years. Newly elected officers shall have a two month period of transition and will assume their duties on January 1st. An officer may serve only one (1) term unless approved by the majority vote of members at large.

ARTICLE VII - BOARD OF DIRECTORS

Section 1. Composition. This organization shall have five (5) officers: President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2. Membership. The Board of Directors will be composed of the current officers of the CSHA and two members at large for a total of five (5) members. Any Board member who decides to run for political office shall be considered to have a conflict of interest and will resign from the board immediately.

Section 3. Duties. The affairs of the CSHA shall be managed by its Board of Directors. The Board shall: a) administer the legal responsibilities of the organization; b) formulate policies of the organization; c) formulate an annual budget which will include determination of monies to be allotted for each of the committee's activities and the function of the homeowner association; d) approve any grant applications before submission to the granting authority.

Section 4. Officer Resignation. An officer shall give a fourteen (14) days written notice to the Board of Directors if they desire to relinquish the position.

Section 5. Impeachment. A call for impeachment of an officer or an external audit, may be made based on the recommendation of a majority of the Board or petition of a simple majority of the voting authorized representatives. Impeachment of an officer will be accomplished by an explanation to the membership and a vote of a simple majority of the voting membership present. Any officer impeached or removed from the office will immediately relinquish the Board all property owned by CSHA which has been in their possession. If an officer missed at least two (2) consecutive meetings, he/she shall be considered to have resigned.

Section 6. Vacancies. If a vacancy occurs among the officers, the Board of Directors shall select a member to fill the unexpired term with the approval of the majority of general members. Any person filling a vacancy shall serve the unexpired term of his predecessor in office.

Section 7. Quorum. A simple majority of the Board members shall constitute a quorum for the transaction of any business at any meeting of the board.

ARTICLE VIII – DUTIES OF OFFICERS

Section 1. President. The President shall call to order all meetings. Formulate an agenda for each meeting (any neighborhood organization wishing to be on the agenda of the next all-member meeting will contact the President in writing). Conduct all meetings, liaison with city and other officials; appoint ad hoc committees as needed. Prepare an annual report in conjunction with the other officers of the association. Cast the deciding vote in the case of a tie in all-member meetings. Be an ex-officio member of all committees except the nominating committee.

Section 2. Vice-President. In the absence of the President, the Vice-President shall perform the duties of the President. Prepare and distribute membership packets for new members. Assist the President and other officers of the association with other duties as directed.

Section 3. Recording Secretary. The Recording Secretary shall keep the minutes of the all-member meetings and of the Board meetings. The Recording Secretary shall read such minutes at the beginning of each meeting for approval. Keep a permanent file of minutes from all-member meetings and have these present at all-member meetings for the perusal of any member present. See that all notices are duly given in accordance with the provision of these bylaws. Provide the President with a copy of each meeting's attendance list. Assist the President with other duties as directed.

Section 4. Corresponding Secretary. The Corresponding Secretary shall have the responsibility of notifying the members or the Board of Directors of all notices. He/she shall keep an updated list of members in good standing. Coordinate and plan publicity for any CSHA events. Together with the Treasurer seek any and all contributions "in-kind". Work with the Recording Secretary as needed. Assist the President with other duties as directed.

Section 5. Treasurer. The Treasurer shall have charge of all receipts and moneys of the Association, and shall deposit them in the name of the Association in a bank approved by the Board of Directors. He/she shall keep a regular account of the Association's receipts and disbursements, shall submit all records when requested, and shall provide an itemized statement for distribution at general meetings of the Association. He/she shall sign checks and withdrawal slips on behalf of the Association for withdrawal of funds from the Association's bank account(s). All the checks and withdrawal slips must be signed by the Treasurer and the President. If the Treasurer is not available, two (2) officers may sign a check. The Treasurer's Account Book and other records shall be audited at the end of the fiscal year by a committee appointed by the Board of Directors.

The Treasurer shall help prepare grant proposals and write all grant budget summaries at the completion of any grant. Prepare a financial report for each all-member meeting. File any IRS reports, should that become necessary. Assist in any audit and report if shall agree to a criminal background check. Assist the President with other duties as directed.

Section 6. Indemnification. The members, by a vote of members representing a majority of memberships present at a general or special meeting of the Association, may indemnify any officer or former officer of the corporation for expenses and costs (including attorney's fees) actually and necessarily incurred by him/her in connection with any claim brought against him/her, by action in court or otherwise by reason except in relation to matters as to which he/she shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Section 7. City Representation. The Board shall ensure that a representative of the Association attends, as necessary, meetings of the City Council and the Planning and Zoning Commission meetings.

ARTICLE IX – DUTIES AND POWERS OF THE BOARD OF DIRECTORS

Section 1. Powers. The affairs of the Association shall be managed by the Board of Directors, and it may do all acts and exercise its authority over all matters in concert with the Articles of Incorporation, the Covenants and Restrictions and the Bylaws of the Association. The Directors reserve to themselves, but are not limited to, the following powers and authority:

- a. To adopt a budget annually, and to determine and approve the amounts of all assessments and other charges to be levied against the lots;
- b. To develop and execute Long Range Plans;
- c. To borrow money;
- d. To provide municipal services;
- e. To provide recreational facilities and resources, including the promulgation of reasonable regulations for the use of the facilities.
- f. To promulgate Operating Policies for the Association, including Operating Policies for the recreational facilities and resources.

Section 2. Duties. Duties of the Board shall include but not be limited to the following:

- a. Prepare and adopt an annual budget to be approved by the Board at the November meeting and presented at a special meeting of the membership to be held during the month of December. This special meeting shall be held prior to the regular

- December meeting and noticed at least seven (7) days prior to the time of the meeting by a posting in a conspicuous place. The budget shall be adopted by the Board at the regular December meeting only after the members shall have had an opportunity to review same and to comment thereon. Upon adoption thereof, the Board shall, based upon said operating budget, and taking into consideration other sources of income that the Association may have, if any, levy the annual assessment for each lot in the development for the following year, following guidelines enumerated in Part V, Section 18 of the Covenants and Restrictions. Upon the adoption of the budget, the Board of Directors shall be bound by the same and shall not vary there from by more than fifteen percent (15%) of the total amount thereof, without having called a special meeting of the Board to hear the reasons.
- b. Manage, control, operate, maintain, repair, and improve property owned by the Association or other property for which the Association by rule, regulation, declaration or contract has a right or duty to manage, control or operate.
 - c. Enforce all provisions detailed in the Covenants and Restrictions affecting any property to the extent the Association may be authorized to do so under the Bylaws. This specifically includes the duty to ensure that owners maintain their property in accordance with Covenants and Restrictions and further authorizes the Board to take corrective action when owners fail to perform, including the levying of charges against the owner for such action.
 - d. Engage in activities which will directly foster, promote, and advance the common interest of all property owners, including the promulgation of Board Operating Policies.
 - e. Establish the means and methods of collecting assessments, to levy penalties for late payment of assessments, and to establish procedures for installment payment of the annual assessment. Installment payments shall be established individually in the best interest of Concord Square Homeowners Association, and with prior approval of the Treasurer and notification to the Board by the Treasurer.
 - f. Collect the assessments, deposit the proceeds thereof in a bank depository which it shall approve, and use the proceeds in the conduct of Association affairs; any reserve fund may be invested in a safe and secure depository or account that bears interest.
 - g. Designate, employ, and dismiss sufficient staff or independent contractors to manage the operational and financial business of the Association. The Board shall approve job descriptions for such staff and conduct annual evaluations of performance which shall be used as a basis for compensation. The Board may delegate to its Administrative Committee the responsibility to implement these requirements and to insure that such staff is provided with the necessary equipment, supplies, materials and outside services to satisfactorily fulfill their job requirements.
 - h. Employ such other personnel as may be needed in order to carry out the work of the Board and the Association.
 - i. Employ and compensate architects, attorneys, accountants and other professionals needed to assist in conducting Association business.
 - j. Make and amend rules and regulations for property owned or operated by the Association.
 - k. Open bank accounts on behalf of the Association and designate the signatures required.

- l. Bring legal proceedings on behalf of or against the Owners in all matters concerning the Association, and to defend proceedings brought against the Association.
- m. Obtain and carry adequate insurance against casualties and liabilities arising from acts of Officers, Directors, and other personnel of the Association affecting property owned by the Association or other property for which the Association by rule, regulation, declaration or contract has the right or duty to so provide, and paying the premiums thereof.
- n. Keep books with detailed accounts of the receipts and expenditures of the Association and its administration, specifying the maintenance and repair expenses and any other expenses incurred. All books and records shall be kept in accordance with generally accepted accounting practices. All books and records shall be audited under the supervision of an Audit Committee appointed by the Board.
- o. The President and Secretary are the authorized officers of the Association to execute deeds, mortgages, contracts and other documents on behalf of the Association, unless otherwise designated by the Board by written resolution.

Section 3. Appointment of Committees. The Board of Directors may appoint such committees as it deems necessary.

ARTICLE X – MEETINGS

Section 1. General Meetings of the Association. Each year a minimum of four (4) general meetings of the members of the Association shall be held. One meeting shall take place in October to hold elections. All general meetings shall be held on the 2nd Wednesday of every third month. Notice of the time and place of the meetings shall be delivered to each member at least ten (10) days prior to the day of the meeting. This notice shall contain an agenda and details of any matters requiring a vote of the members.

Section 2. Special Meetings of the Association. Special meetings of the Association may be called by the Board members at any time or by an officer upon request of members made in writing stating the purpose of the meeting. Notice of the meeting shall be delivered to each member at least five (5) days prior to the meeting, and at such special meeting there shall be considered such business as is specified in the notice of the meeting.

Section 3. Quorum for the Meetings of the Association. At all meetings of the Association, either general or special, addressing questions requiring a vote of the members, there shall be a quorum present in person or by proxy before the meeting may be called to order. A quorum shall consist of no fewer than 4 – 6 members (50% of which must be board members).

Section 4. Lack of Quorum. If a quorum is not constituted by members present and the absentee votes brought to the meeting, the presiding officer will adjourn the meeting to a day and hour fixed by him/her.

Section 5. Order of Business. At all meetings of the Association, the order of business shall be as follows:

- a. Reading of minutes of prior meeting for information and approval.
- b. Reports of officers.
- c. Reports of committees.
- d. Election of officers (election meetings only).
- e. Unfinished business.
- f. New business.
- g. Announcements
- h. Adjournment

Section 6. Meetings of the Board of Directors. Meetings of the Board of Directors shall be called by the President on his/her own initiative whenever in his/her judgment it may be deemed necessary, or by an officer upon request of any two (2) members of the Board of Directors. Five (5) days notice of a meeting of the Board shall be given. The Board shall meet at least one week prior to every all-member meeting and as needed.

ARTICLE XI – COMPENSATION

The officers and members serving on committees shall not receive any salary or compensation for services rendered to the Association. Board members may be reimbursed for expenses that are pre-approved by the Board. Any use of personal equipment by the members of the Board and the committees shall be considered as “in-kind” contribution.

ARTICLE XII – BOOKS AND RECORDS

Section 1. Inspection by Members. All books, records and meeting minutes may be inspected by any member, for any proper purpose at any reasonable time, by request in writing to the President.

Section 2. General Meeting Minutes. The Board shall cause to be kept correct and complete minutes of the meetings of its members. These minutes shall be read at the next general meeting, corrected if necessary, and accepted into the official record by majority vote of the memberships present.

Section 3. Board Meeting Minutes. The Board shall cause to be kept correct and complete minutes of the meetings of the Board. These minutes shall be read at the next Board meeting, corrected if necessary, and accepted into the official record by majority vote of the officers present.

Section 4. Treasury Receipts. The Board shall cause to be kept correct and complete records of financial receipts. Account records to be kept by the Treasurer shall include the purpose for which funds were received, the date of receipt by the Treasurer, and the name and address of the person from whom the money was directly received; if the money is received from an intermediary, the account records shall also include the purpose for which the funds were given to the intermediary, the date of receipt by the intermediary, and the name and address of the person(s) from whom the intermediary received the money.

Section 5. Treasury Disbursements. The Board shall cause to be kept correct and complete records of financial disbursements. Account records to be kept by the Treasurer shall include the purpose for which funds were disbursed, the date of the disbursement by the Treasurer, and the name and address of the person to whom the check was disbursed; if the check is disbursed by an intermediary, the date of the disbursement by the intermediary, and the name and address of the person(s) to whom the intermediary disbursed the money.

Section 6. Account Book. The official financial records of the Association shall be kept in the Account Book. Ledger entries shall be made by the Treasurer consistent with Section 4 and Section 5 of this Article and shall include a monthly balance consistent with bank statements.

Section 7. Corporate Record. The official non-official records of the Association shall be kept in the Corporate Record book. This record shall include the approved general meeting minutes, the approved Board meeting minutes, current Bylaws, and a current membership list. The Corporate Record book shall be maintained by the President or his/her designee.

ARTICLE XIII – INITIATION FEES AND DUES

Section 1. Annual Dues. The annual membership per residence dues for each fiscal year commencing December 1st shall be set by the Board of Directors.

Section 2. Time for Payment of Dues. The annual dues shall be payable by each member on or before December 1st and shall be paid to the Treasurer.

Section 3. Loss of Membership. Any membership whose dues are unpaid on December 31st of any fiscal year shall automatically lose membership.

ARTICLE XIV – RULES AND REGULATIONS FOR MEMBERS

Section 1. Membership. Members who own their primary residence in Concord Square Lot 1-45 are entitled to one (1) membership in the Association in accordance with Article IV, Section 2. A membership grants to the homeowner(s) of a residence one (1) vote on each separate matter requiring a vote of the members at general and special meetings of the Association in accordance with Article III, Section 2. This one (1) vote may be split into two (2) one-half votes.

Section 2. Guest Speakers. Guest speakers invited to any meeting must have the approval of the Board of Directors.

Section 3. Expulsion. Any membership can be terminated by a vote for termination by members representing two-thirds (2/3) of all memberships if in the opinion of the members the membership is detrimental to the welfare of the Association. Due notice and a hearing shall be given prior to such vote on termination of the membership.

Section 4. Upon Whom Binding. Each and every member and associate member of the Association shall be bound by and abide by these Bylaws, Rules and Regulations.

ARTICLE XV – NOTICES

Section 1. Notices. All notices to members shall be delivered to their addresses as given on the books of the Association, and such delivery shall constitute presumptive evidence of service thereof.

ARTICLE XVI – BUSINESS YEAR

The business year of the CSHA shall begin on January 1st and end on December 31st of each year.

ARTICLE XVII – COMMITTEES

Section 1. All ad hoc (anything that is not a standing committee) committees shall be appointed by the President.

Section 2. Standing committees shall be Social Membership, Fund Raising, Grant Writing, Youth/Family Activities, and Community Safety.

- a) The Nominating committee shall be appointed by the Board in August every two years.
- b) An Audit committee will meet with the Treasurer as needed to draw up an audit report and shall consist of at least two (2) officers.

Section 3. Written reports shall be submitted by all committees at the last meeting of any fiscal year.

ARTICLE XVIII - AMENDMENTS

Section 1. Amending these Bylaws. These Bylaws may be amended only by a vote for amendment by members representing two-thirds (2/3) of the memberships present at a general or special meeting of the Association, provided notice of the proposed amendments has been stated in the call for the meeting.

ARTICLE XIX – DISBANDMENT

- a) The CSHA shall be disbanded by a two-thirds majority of the voting members present.
- b) The Board of Directors will be responsible for paying all debts outstanding by the CSHA.
- c) Any remaining grant money will be returned to granting agency with the grant report.
- d) Any remaining CSHA funds or equipment will be donated to a non-profit organization of the Board's choice.

IT IS HERBY CERTIFIED THAT THESE BYLAWS WERE UNANIMOUSLY ADOPTED BY THE BOARD OF DIRECTORS OF THE CORPORATION AT A DULY CALLED MEETING HELD THE ____ DAY OF _____, 2003.

CSHA Incorporator

CSHA Secretary

Adopted: _____

Last Revision: _____