



Timber Ridge of Clermont County
Homeowners Association
PO Box 524 Goshen, OH 45122

Directors: Anita Crowder, Ryan Wesseling, Bernie Kainec, Jennifer Sizemore

October 11, 2025

TO: The Members of Timber Ridge of Clermont County Homeowners Association

RE: Meeting Notice and Amended and Restated By-Laws

Dear Owner:

The purpose of this letter is to formally notice the *Annual Meeting* on October 27, 2025 at 7:00pm at Heartland Christian Church, 1790 St. Rt. 28, Goshen, Ohio 45122. Our first attempt at conducting the Annual Meeting on October 4, 2025 was unsuccessful and postponed; we did not meet quorum requirements (greater than 51% of Members) for the adoption of any matter voted on by the Members (see Article 3.11 in our current Code of Regulations). 105 Members must be present in person or by proxy to conduct a vote for the Board of Directors election and to adopt the proposed Amended and Restated By-Laws.

Voting to elect Board of Directors and adoption of the Amended and Restated Bylaws must happen at the annual meeting, therefore directed proxies will be used for “attendance” at a meeting. Since they are to be given directly to a Board Member they can be tabulated in advance, thus saving time at the meeting. Having these proxies in advance of the meeting will also help establish quorum to actually have the meeting and the election.

During the May 3 Education Meeting Cassaundra, the Association’s attorney, explained our current Code of Regulations (“Bylaws”) are more important and more urgent, therefore it’s the priority at October’s Annual Meeting. Cassaundra would not be surveying Members on the Bylaws because under the law it’s a “Fundamentally Legal” document, it is a largely prescribed document, and the amendments are an either/or situation. The Amended and Restated Bylaws would be presented, reviewed and voted on by Members during October’s Annual Meeting.

Previous mailer packets were delivered to everyone before the October 4, 2025 meeting and included the meeting notice, a copy of the Amended and Restated Bylaws, and two directed proxies (one for the Bylaw vote, a second for the Board election). This time you are receiving a new meeting notice and two new directed proxies. A PDF of the Amended and Restated Bylaws has been uploaded to our website at www.timberridgeloveland.org.

For quick reference, these are the notable changes in the Amended and Restated Bylaws:

Article II; Section 1: Annual Meeting.

Article II; Section 3: Place and Method of Meetings.

Article II; Section 6: Quorum.

Article III; Section 2: Number and Qualification of Directors.

Article III; Section 3: Election of Directors.

Article III; Section 4: Term of Office; Resignations.

Article III; Section 6: Removal of Directors.

Article IV; Section 1: Officers.

Article VI; Section 4: Computation of Assessments.

The proposed Amended and Restated By-Laws you have received “cleans up” the regulations to comply with Ohio law. Adopting this document will provide a clear, coherent, and enforceable corporate governing document for our Association, so we are urging the Membership to adopt this document quickly. Our current Code of Regulations Article 8.1 states we must wait until the annual meeting to adopt new regulations and Bylaws so if we are unsuccessful in our second attempt on October 27, 2025 we may be forced to wait until October 2026 to try this again.

The Board and the Association’s attorney have spent many months hard at work bringing about these amendments and your understanding, attendance, and cooperation are much appreciated. Thank you in advance for your time and your votes.

Sincerely,

The Board of Directors

Timber Ridge of Clermont County HOA