

**BY-LAWS  
OF  
CREEKSID ESTATES NEIGHBORHOOD ASSOCIATION, INC.**

**I. NAME AND ADDRESS**

**1.1 Name.** The name of the corporation is **Creekside Estates Neighborhood Association, Inc.** referred to as **"the Association."**

**1.2 Address.** The registered address is 30881 Creek Valley Drive, Denham Springs, LA 70726.

**II. DEFINITIONS**

**2.1 Association.** The term **"Association"** shall mean and refer to the Creekside Estates Neighborhood Association, Inc.

**2.3 Board.** The term **"Board"** shall mean and refer to the duly elected Board of Directors of the Association.

**2.4 Common Areas.** The term **"Common Areas"** shall mean and refer to those areas of land defined as such in the Restrictions referred to below.

**2.5 Lot.** The term **"Lot"** shall mean and refer to each individual plot of land as shown on the official final plat entitled "Final Plat of Creekside Estates First Filing" prepared by McLin & Associates, Inc. dated May 15, 2006, recorded as File Number 610415, Book 55, Page 477 and "Final Plat of Creekside Estates Second Filing" prepared by McLin & Associates, Inc. dated April 24, 2008, recorded as File Number 668185, Book 59, Page 473, in the official records of the Clerk and Recorder for Livingston Parish, Louisiana, and any Lot which may be shown on maps of any future filings of Creekside Estates which may be made subject to the Articles of Incorporation of the Association and for which duties and obligations for administration and enforcement of the respective restrictive covenants have been expressly accepted by the Association. The term "Lot" shall not include streets dedicated to the public for public use.

**2.6 Member.** The term **"Member"** shall mean and refer to the record owner, whether one or more persons or entities, of a Lot who have supported the Association by a minimum membership donation as set by the board and membership is active in the current calendar year. Each member household shall have one vote and equal privileges.

**2.7 Restrictions.** The term **"Restrictions"** shall mean and refer to the "Restrictions for Creekside Estates, First Filing", recorded on June 14, 2006, recorded as File Number 608508, Book 934, Page 898, and "Restrictions for Creekside Estates, Second Filing", recorded on May 7, 2008, recorded as File Number 668803, Book 1008, Page 274, in the official records of the Clerk and Recorder for Livingston Parish, Louisiana.

**III. MEETINGS OF MEMBERS**

**3.1 Annual Meetings.** Annual meetings of the Members shall be held as directed by the Board of Directors. Elections of the Board of Directors and officers of the Association shall take place during the annual meeting. Members must have an active membership in the current calendar year in order to vote.

**3.2 Special Meetings.** Special meetings of the Members may be called at any time by the President of the Association, by a majority of the Board of Directors, or upon written request of fifty (50%) percent of all the Members who are entitled to vote.

**3.3 Notice of Meetings.** Notice of each meeting of the Members shall be posted by signage at the entrance of Creekside Estates. Notice of meetings shall be posted at least ten days prior to the meeting.

**3.4 Quorum.** The presence at the meeting of Members entitled to cast ten percent (10%) of the total votes of the membership shall constitute a quorum for any action. If, however, such quorum shall not be present the Members present may, except as otherwise provided by law, adjourn the meeting without further notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

**3.5 Proxies.** At all meeting of Members, each Member shall be entitled to vote either in person or by proxy. All proxies shall be in writing and filed and verified to the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his lot, or his attendance at the meeting for which the proxy has been given. See Exhibit A.

#### **IV. BOARD OF DIRECTORS AND TERM OF OFFICE**

**4.1 Board of Directors.** The affairs of the Association shall be directed by the Board of Directors which shall consist of not less than three (3) nor more than seven (7) members. All members of the Board of Directors shall be in good standing with the Association. Elections for the Board of Directors and the officers of the Association shall be done at the annual meeting. Only members of the Association are allowed to vote. If a vacancy occurs prior to the annual meeting, the Board of Directors will hold a special meeting of the Association to fill the vacancy. The Board of Directors will then fill any officer's vacancy at that time.

**4.2 Term of Office.** All directors shall be elected for two-year terms at the annual meeting. Members of the Board who will complete the second year of their term, may stand for reelection to a consecutive two year term. There is no limit for service on the board.

**4.3 Compensation.** No director shall receive compensation for any service he may render to the Association. However, each director shall be reimbursed for his actual expenses incurred in the performance of his duties.

**4.4 Action Taken Without a Meeting.** Any action required or permitted to be taken by the Board may be taken without a meeting, if all directors shall individually or collectively consent in writing or via written electronic communication of such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Any action or items outside of the annual budget so approved shall have the same effect as though taken at a meeting of the Board.

#### **V. NOMINATION AND ELECTION OF DIRECTORS**

**5.1 Nominations.** Nominations for the Board of Directors may be made by Members from the floor at the annual meeting or such other meeting at which directors are to be elected. Such nominations may be made from among members.

**5.2 Election.** Elections for the Board of Directors and the officers of the Association shall be done at the annual meeting. Only members of the Association will be allowed to vote. If a vacancy occurs prior to the annual meeting, the Board will hold a special meeting of the Association to fill the vacancy. The Board will then fill any officer's vacancy at that time.

#### **VI. MEETINGS OF DIRECTORS**

**6.1 Regular Meetings.** Regular meetings of the Board shall be held at a minimum once per quarter unless contrary action is taken by the Board. The meetings shall be at such place and hour in the Parish of Livingston as may be fixed from time to time by resolution of the Board.

**6.2 Special Meetings.** Special meetings of the Board shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days' notice to each director.

**6.3 Quorum.** A majority of the directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

**6.4 Tie Breaker.** Should there be a tie during a vote, the tie breaker is decided by the highest ranking board member, the President.

## **VII. POWERS AND DUTIES OF THE BOARD**

**7.1 Powers.** The Board shall have the power to:

- A. Exercise for the Association all powers, duties and authority vested in or delegated to the Association not reserved to the Members by other provisions of these By-Laws, the Articles of Incorporation of the Association, or the Restrictions;
- B. Declare the office of a director to be vacant for good cause, and
- C. Employ a manager, an independent contractor, or such other employees as it deems necessary, and to perform their duties.

**7.2 Duties.** It shall be the duty of the Board to:

- A. Cause to be kept a complete record of all its acts and corporate affairs to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by fifty (50%) of the Members who are entitled to vote;
- B. Supervise all officer, agents, and employees of the Association, and see that their duties are properly performed;

## **VIII. OFFICERS AND THEIR DUTIES**

**8.1 Enumeration of Officers.** The officers of the Association shall be a President and Vice President who shall at all times be directors on the Board, a Secretary and a Treasurer, and such other officers as the Board may from time to time be resolution established.

**8.2 Election of Officers.** The election of officers shall take place at the annual meeting on the expiration of the initial Board of Directors terms of appointment and on the expiration of any subsequent appointments.

**8.3 Term.** The officers of the Association shall be elected annually by the Board of Directors and each shall hold office for two (2) years unless he/she shall sooner resign, or shall be removed, or otherwise be disqualified to serve.

**8.4 Special Appointments.** The Board of Directors may elect such other officers as the affairs of the Association may require, each to whom shall hold office for such period, have such authority, and perform such duties as the Board of Directors may from time to time designate.

**8.5 Resignation and Removal.** Any officer may be removed from office with or without cause by a majority vote of the Board of Directors. Any officer may resign at any time by given written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

**8.6 Vacancies.** A vacancy in any office may be filled by election held by the Board of Directors for that or any purpose. The officer elected to such vacancy shall serve for the remainder of the term of the office he replaces.

**8.7 Multiple Offices.** Only the offices of Secretary and Treasurer or Vice President and Treasurer and special offices created pursuant to Section 8.4 may be held by the same person.

**8.8 Duties.** The duties of the officers shall be as follows:

- A. **President:** The president of the Association Board shall also act as a Chairman of the Board of Directors. The president shall preside at all meetings of the Association and all meetings of the Board of Directors, shall be an ex-officio member of all committees, and shall perform such other duties as may be prescribed by the Board of Directors and the By-Laws.
- B. **Vice President:** The vice-president shall perform the duties of the president in his absence, failure or inability to act, and shall perform such other duties as may be prescribed by the Board of Directors and the By-Laws.
- C. **Secretary:** The secretary shall keep the minutes of the meeting of this Association and of the Board of Directors, shall handle all of the correspondence of the Association and perform other duties as may be prescribed by the Board of Directors and the By-Laws.
- D. **Treasurer:** The treasurer shall receive and record all dues and other monies of this Association and deposit in appropriate bank accounts all monies of the Association. The treasurer shall disburse such funds as directed by the Board of Directors. The treasurer shall also prepare an annual budget to be adopted by a majority vote of the Board of Directors.

## **IX. MEMBERSHIP DONATIONS**

**9.1 Donations.** Membership donation categories are set by the Board of Directors. Members should complete the Membership Donation Form and send in their donation. Membership donations are per household, not per person. Donations may be changed by a majority vote of the Board of Directors. See Exhibit B.

## **X. MISCELLANEOUS**

**10.1 Amendments.** These By-Laws may be amended at a regular or special meeting of the Board of Directors by a vote of a majority of a quorum of directors present in person or by proxy.

**10.2 Rule of Order.** Robert's Rules of Order shall be the authority governing the conduct of this Association not otherwise provided for in these By-Laws.

**10.3 Order of Business.** The Order of Business at meetings of this Association shall be:

- A. Call to Order
- B. Roll Call
- C. Approval of Minutes
- D. Reports of Officers
- E. Reports of Committees
- F. Unfinished Business
- G. New Business
- H. Adjournment

**10.4 Funding.** This Association shall be a non-profit. Association shall have no capital stock. It shall be operated and maintained by such membership donations and assessments and

endorsements as the Board of Directors shall determine to be necessary or acceptable for the proper functioning of the Association.

**10.5 Fiscal Year.** The fiscal year of the Association shall be the calendar year.

**10.6 Conflict.** In the case of any conflict between the Articles of Incorporation of the Association and these By-Laws, the Articles of Incorporation of the Association shall take precedence; and in the case of any conflict between the Restrictions and these By-Laws, the restrictions shall take precedence.

THUS DONE AND SIGNED ON THIS 1 DAY OF Aug., 2016.

  
E. Anthony Shamis, III, Director

  
Krista Adams, Director

  
Thomas Spiers, Director