

# **BYLAWS**

## **CROWN COLONY TOWNHOMES OWNERS ASSOCIATION, INC.**

**July 17, 1996**

*July 19, 2016*

# **BYLAWS CROWN COLONY TOWNHOMES OWNERS ASSOCIATION, INC.**

## **ARTICLE I**

### **Name and Location**

The name of the corporation is Crown Colony Townhomes Owners Association, Inc., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 1500 Crown Colony Court, Des Moines, Iowa 50315, but meetings of members and directors may be held at such places within the State of Iowa, County of Polk, as may be designated by the Board of Directors. The president of the Association shall be the person designated to receive service of process for the Association and the president's townhome unit shall serve as the principal office.

## **ARTICLE II**

### **Incorporation**

Crown Colony Townhomes Owners Association was incorporated under Chapter 504A of the Code of Iowa on July 23, 1996 as a not-for-profit corporation. The members are the lot owners in Crown Colony Townhomes Owners Association, as defined by the Declaration of Covenants, Conditions, and Restrictions, dated July 1995 (hereinafter referred to as the Declaration).

## **ARTICLE III**

### **Meetings of Members**

#### **Section 1: Annual Meeting**

Annual meetings of the members shall be held in July of each year at the hour of 7:00 p.m.

#### **Section 2: Special Meetings**

Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon written request of the members who are entitled to vote one-half(1/2) of all of the votes to the membership.

#### **Section 3: Notice of Meetings**

Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by emailing and/or hand delivering a copy of such notice at least fifteen (15) days before such meeting to each member entitled to vote thereat, addressed to the member's address that has been supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day, and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

#### **Section 4: Voting Rights**

Each unit shall have one vote.

### **Section 5: Quorum**

The presence at the meeting of members entitled to cast, or of proxies entitled to cast, two-thirds (2/3) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Declaration or these bylaws. This amounts to 16 of 24 units. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

### **Section 6: Proxies**

At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his/her lot.

## **ARTICLE IV**

### **Board of Directors: Selection and Term of Office**

#### **Section 1: Number**

The affairs of this Association shall be managed by a board of four (4) directors, who shall be members of the Association.

#### **Section 2: Term of Office**

At each annual meeting the members entitled to vote shall elect two (2) of the four (4) directors for a period of two (2) years on a rotating basis.

#### **Section 3: Removal**

Any director may be removed from the board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation, or removal of a director, his/her successor shall be selected by the remaining members of the board and shall serve for the unexpired term of his/her predecessor.

#### **Section 4: Compensation**

No director shall receive compensation for any service he/she may render to the Association. However, any director may be reimbursed for his actual pre-approved expenses incurred in the performance of his/her duties.

#### **Section 5: Action Taken Without a Meeting**

The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written or emailed approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

## **ARTICLE V**

### **Nomination and Election of Directors**

#### **Section 1: Nomination**

Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a chairman who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations shall be made from among members of the Association.

#### **Section 2: Election**

Election to the Board of Directors shall be conducted at the annual meeting. At such election, the members or their proxies may cast, in respect to each vacancy, one vote for each lot owned, as specified in the Declaration. The person receiving the largest number of votes shall be elected.

## **ARTICLE VI**

### **Meetings of Directors**

#### **Section 1: Regular Meetings**

Regular meetings of the Board of Directors shall be held as needed without notice, at such place and hour as may be fixed from time to time by the full board.

#### **Section 2: Special Meetings**

Special meetings of the Board of Directors 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.

#### **Section 3: Quorum**

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

## **ARTICLE VII**

### **Powers, Duties, and Liability of the Board of Directors**

#### **Section 1: Powers**

The board of directors shall have the power to:

- a) Adopt and publish rules and regulations governing the use of the common areas, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- b) Suspend the voting rights and right to the use of the common areas of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days, for infraction of published rules and regulations;
- c) Exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these bylaws, the Articles of Incorporation, or the Declaration of Covenants;
- d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive, regular meetings of the Board of Directors;
- e) Enter any lot when necessary in connection with any maintenance or construction for which the Association is responsible or is permitted to complete on behalf of an owner;
- f) Employ a manager, an independent contractor or such other employees as they deem necessary, and to prescribe their duties;
- g. Assess fines.

#### **Section 2: Duties**

It shall be the duty of the Board of Directors to:

- a) Cause to be kept a complete record of all its acts and corporate affairs and 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 two-thirds (2/3) of the members who are entitled to vote;
- b) Supervise all officers, agents, and employees of this Association, and to see that their duties are properly performed;
- c) Fix the amount of the monthly assessment against each townhome at least thirty (30) days in advance of each annual assessment period;
- d) Send written or email notice of each assessment to every owner subject thereto at least thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same;
- e) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same;

- f) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- g) Procure and maintain adequate liability and hazard insurance on property owned by the Association;
- h) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and
- i) Cause the common areas and the Association responsibility elements to be maintained.

### **Section 3: Liability**

Members of the Board of Directors shall not be liable to the members of the Association for any mistake of judgment or for any acts made in good faith, or omissions to act omitted in good faith as such directors.

## **ARTICLE VIII Officers and Their Duties**

### **Section 1: Enumeration of Offices**

The officers of this Association shall be a president and vice president, , a secretary and a treasurer, and such other officers as the board may from time to time by resolution create.

### **Section 2: Election of Officers**

The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

### **Section 3: Term**

The officers of the Association shall be elected annually by the board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

### **Section 4: Special Appointments**

The board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the board may, from time to time, determine.

## **ARTICLE IX**

### **Committees**

The Board of Directors may appoint such committees as it deems appropriate in carrying out its purpose.

## **ARTICLE X**

### **Books and Records**

The books, records, and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation, and the bylaws of the Association shall be available for inspection by any member. The Declaration and the bylaws are available digitally. Copies of the Articles of Incorporation may be purchased at reasonable cost.

## **ARTICLE XI**

### **Assessments**

As more fully provided in the Declaration, each member is obligated to pay the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of the delinquency at the rate of twelve (12) percent per annum, and the Association may bring an action at law against the owner personally obligated to pay the costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the common area or abandonment of his/her townhome.

## **ARTICLE XII**

### **Amendments**

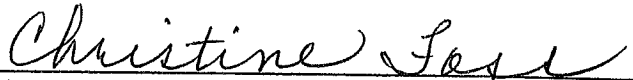
#### **Section 1: Quorum**

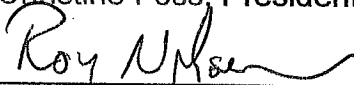
These bylaws may be amended, at a regular or special meeting of the members, by a majority vote of the quorum of members present in person or by proxy.

#### **Section 2: Conflict**


In the case of any conflict between the Declaration and these bylaws, the Declaration shall control.

IN WITNESS WHEREOF, we, being all of the directors of the Crown Colony Townhomes Owners Association, Inc., have hereunto set our hands this 19 day of July, 2016.

  
Christine Foss, President

  
Roy Nilsen, Vice President

  
Fran Cowan, Treasurer

  
Leon Hendricks, Secretary

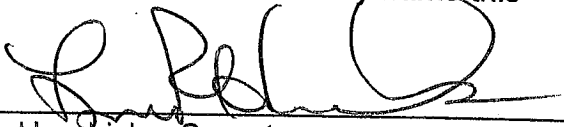
#### CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the Crown Colony Townhomes Owners Association, Inc., an Iowa corporation, and,

THAT the foregoing bylaws constitute the bylaws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 19 day of July, 2016.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 25 day of July, 2016.

  
Leon Hendricks, Secretary