

BY-LAWS OF  
THE LAKES AT JUBAN CROSSING TOWNHOME OWNER'S ASSOCIATION, INC.  
ADOPTED MARCH 22, 2015

UNITED STATES OF AMERICA

STATE OF LOUISIANA

PARISH OF LIVINGSTON

The Lakes at Juban Crossing Townhome Owner's Association, Inc. (hereinafter referred to as the "Association"), a nonprofit Louisiana Corporation, formed under the laws of the State Louisiana, having for the purpose the governing of a particular subdivision property known as The Lakes at Juban Crossing – First Filing (A Townhome Development), and the Declaration of Covenants and Restrictions for The Lakes at Juban Crossing – First Filing (A Townhome Development) recorded in the official records of Livingston Parish, Louisiana, does hereby adopt the following set of By-laws which shall assist in governing the association and the Association and The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision property.

All present or future owners, lessees, invitees, tenants or occupants of The Lakes at Juban Crossing - First Filing (A Townhome Development) subdivision property as more fully set out in the Declaration of Covenants and Restrictions for The Lakes at Juban Crossing Townhome Owner's Association, Inc., or any other individual who may use the facilities or come upon The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision property in any manner subject to the regulations set forth in these By-laws, the Articles of Incorporation of the Association and the Declaration of Covenants and Restrictions reported in the official records of Livingston Parish, Louisiana. The ownership, rental, occupancy or presence of any individual, firm, person or corporation, on subdivision property, including common areas, will signify and constitute notification and acceptance of these By-laws, the Articles of Incorporation of the Association and the Declaration of Covenants and Restrictions and the rules and regulations for The Lakes at Juban Crossing - First Filing (A Townhome Development) subdivision by such owner, occupant, tenant, employee, invitee or any other person.

ARTICLE I  
OFFICE

The principal office of the Association shall be located at **8733 Siegen Ln. Ste. 338, Baton Rouge, LA 70810** and such other place or places as the Board of Directors of the Association may designate.

ARTICLE II  
MEMBERSHIP MEETINGS

1. All meetings of the members of the Association shall take place at a location within Livingston Parish to be designated by the Board of Directors in the notice of the meeting.
2. An Annual Meeting will be held in the month of **MARCH** each year commencing on the **DATE** and in the **LOCATION** of the **BOARDS** discretion, for the purpose of, but not limited to electing a Board of Directors and for the transaction of such other business as may be properly before the members.
3. Special meetings of members, for any purpose, may be called by the President of the Association or the Board of Directors and shall be called by such officers upon receipt of a written request from any member or members holding in the aggregate, one third of the total voting power.
4. Notice of all member meetings, stating the time and place and the purpose for which the meeting is called, shall be given by the President or Vice-president unless waived in writing by seventy-five percent (75%) of the total voting power of the association. Such notices shall be in writing to each member at his address as it appears on the books of the Association and shall be mailed or delivered not less than ten (10) days nor more than thirty (30) days prior to the date of the meeting. Proof of such mailing may be given by affidavit or in the signed minutes of the meetings.
5. The presence, in person or by written proxy, of the holders of fifty-one (51%) percent of the total voting power shall constitute a quorum.
6. When a quorum is present at any meeting, the holders of 51% of the voting rights present or represented by written proxy shall decide any questions brought before the meeting, unless the question is one upon which by express provisions of statutes, the articles of incorporation, the restrictive covenants or these by-laws a different vote is required, in which case such express provision shall govern and control the decision on such a question.
7. In any meeting of the members, each member in good standing (**A member in good standing is defined as a member that is less than sixty (60) days delinquent on any dues or special assessments and is not in violation of any of the Declaration of Covenants and Restrictions for Association**) of the Association shall be entitled to one (1) vote for each lot owned by any firm, person, corporation, trust or other legal entity. However, there shall be only one vote for each lot and the vote shall be cast in accordance with these By-laws. If a lot is owned by one person, the right to vote shall be established by his record title of his lot. If a lot is owned by more than one person, the vote shall be divided among the ownership of each lot and fractional votes maybe cast. The ownership of a lot may by written authorization, cast the vote for all of the record owners of the lot, which written authorization shall be filed with the secretary of the Association. If the lot is owned by a corporation, the person entitled to cast a vote for the lot shall be designated by the



President or Vice-president and attested by the Treasurer of such corporation and filed with the President of the Association. The certificate shall be valid until revoked, or until a change in the ownership of the lot concerned. If the lot is owned by a partnership, the person entitled to cast a vote for the lot shall be a person or persons who would be entitled to convey title to real estate under the terms of the partnership agreement. Evidence of authority to represent the partnership shall be filed with the President of the Association prior to voting. A certificate designating the person entitled to cast a vote maybe cast in person or by written proxy. Proxies may be made by any person entitled to vote. They shall be valid only for the particular meeting designated and must be filed with the President before the appointed time of the meeting.

8. If any meeting of members cannot be organized because of a lack of quorum, the members who are present, either in person or by proxy, might adjourn the meeting for lack of quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the Members present shall constitute the required quorum at the subsequent meeting. No such subsequent meeting shall be held more than thirty (30) days following the preceding meeting.
9. The order of business at annual members meetings and as far practical at all other members meetings, shall be:
  - a. At the meeting the Board President shall chair the meeting.
  - b. Calling the role and certifying proxies or other authority to cast votes by the Vice-president and/or, by the chairman of the meeting so designated.
  - c. Proof of notice of meeting or waiver of notice.
  - d. Reading and disposal of minutes.
  - e. Reports of officers.
  - f. Reports of committees.
  - g. Election of directors, if necessary.
  - h. Unfinished business.
  - i. New business.
  - j. Adjournment.
10. Whenever, by any provision of law, the Declaration of Covenants and Restrictions for The Lakes at Juban Crossing Townhome Owner's Association, Inc., the Articles of Incorporation of The Lakes at Juban Crossing Townhome Owner's Association, Inc., these By-laws, or the rules and regulations of The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision, the affirmative vote of members is required authorize or constitute action by the Association, the written consent of those necessary to decide the particular question shall be sufficient for the purpose, without necessity for a meeting of the members.

11. Whenever the "total voting power" or "entire membership" of the Association is referred to in the Articles of Incorporation or the By-laws of the Association or the Declaration of Covenants and Restrictions for The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision, it includes the total vote of all existing classes of membership.

### ARTICLE III DIRECTORS

1. The affairs of the Association shall be managed by a Board of Directors shall be composed of a President, Vice-president and Treasurer, and along with two (2) other Owners determined from time to time by the members. Unless otherwise determined by the Board, there shall be five (5) directors. Each member of the Board of Directors shall be a member in good standing of the Association; in the event of a corporate ownership, an officer or designated agent therein; in the event of a partnership the member shall be a partner or designated agent of the partnership.
2. Election of Directors.
  - a. A request for nominations shall be sent with annual meeting notification by the Board of Directors at least thirty (30) days prior to the annual Members Meeting. Additional nominations for directorships and directors may be made from the floor. The election shall be by ballot (unless dispensed with by unanimous consent) and by a plurality of the votes cast, each person voting being entitled to cast his vote for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting.
  - b. Vacancies in the Board of Directors occurring between annual meetings of members shall be filled by the Board of Directors by majority vote.
  - c. Any director may be removed by concurrence of a simple majority (51%) of the votes of the entire membership at a special meeting of members called for that purpose. The vacancy in the Board of Directors so created shall be filled by majority vote of the members of the Association present or represented by proxy at the same meeting.
3. Directors Meeting.



- a. The organization meeting of the newly-elected Board of Directors shall be held within 30 days of their election at such place and time as shall be fixed by the Directors at the meeting at which they are elected, and no further notice of the organization meeting shall be necessary, providing a quorum of elected directors shall be present.
- b. Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the directors. Notice of regular meetings shall be given to each director, personally or by mail, telephone, or email, at least three (3) days prior to the day named for such meeting, unless such notice is waived, which notice shall state the time, place and purpose of the meeting.
- c. Special meetings of the directors may be called by any of the directors, and must be called by the President at the written or verbal request of one third of the votes of the board. Not less than three (3) days' notice of the meeting shall be given personally or by mail, telephone, or email, which notice shall state the time, place and purpose of the meeting.
- d. Any directors may waive notice a meeting before, during or after the meeting and such waiver shall be deemed equivalent to the giving of notice.
- e. A quorum at Directors' meetings shall consist of the Directors entitled to cast a majority of the votes of the entire board. The acts of the board approved by fifty-one percent (51%) of those present at a meeting at which a quorum is present shall constitute the acts of the Board of Directors, except as specifically otherwise provided by law or in the Declaration of Covenants and Restrictions, Articles of Incorporation, By-laws or rules and regulations of the Association. If at any meeting of the Board of Directors, less than a quorum is present, the majority of those present may adjourn the meeting for lack of a quorum (adjourned meeting). If a notice of the failure to obtain a quorum at the adjourned meeting is sent to the directors entitled to vote, stating the purpose or purposes of the meeting and that the previous meeting was not held for lack of a quorum, then any number of Directors, present in person or represented by proxy, although less than the specified quorum fixed by this article, shall nevertheless constitute a quorum for purposes of electing Directors or transacting any of the business specified in the notice to members.

- f. The presiding officer at Director's meetings shall be the President if such an officer has been elected, and if not, then the Directors present shall designate one of their number to preside.
  - g. Any action which may be taken at a meeting of the Board of Directors, or at a meeting of any committee may be taken by a consent in writing, signed by all of the members of the Board of Directors or by all of the members of the committee, as the case may be, filed with the records of proceedings of the board or committee.
4. All of the powers and duties of the Association existing under law, and in accordance with the Declaration of Covenants and Restrictions for **The Lakes at Juban Crossing – First Filing (A Townhome Development)** subdivision and other documents regarding the Association, By-laws, Articles of Incorporation, rules and regulations for **The Lakes at Juban Crossing – First Filing (A Townhome Development)** subdivision shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, however, subject to the approval of the lot owners and the members of the Association when such is specifically required. A Director may not be an employee of the Association.

#### ARTICLE IV OFFICERS/COMMITTEES

1. The executive officers of the Association shall be President, Vice-President, Treasurer, and two (2) other Owners all of whom shall be member in good standing. All officers shall be elected annually by the Board of Directors and may be peremptorily removed by vote of the directors at any meeting thereof. Any person may hold two offices except that the President shall not also be the Treasurer. The Board of Directors shall from time to time elect such officers and designate their powers and duties as the board shall find to be required to manage the affairs of the Association.
2. The President shall be the Chief Executive Officer of the Association. The President shall have all the powers and duties which are usually vested in the office of the President of an Association, including, but not limited to, the power to appoint committees from among the members from time to time, as he may in his discretion determine appropriate, to assist in the conduct of the affairs of the Association and to preside over the member meetings.



3. The Vice-President shall, in the absence or disability of the President, exercise the powers and perform the duties of the President. He shall also generally assist the President and exercise such other powers and perform such other duties as shall be prescribed by the Directors.
4. Treasurer shall have custody of all property of the Association including funds, securities and evidences of indebtedness. He shall keep the books of the Association in accordance with good accounting practice; and he shall perform all other duties incident to the office of Treasurer.
5. Between the other two (2) Owners, one or the other shall keep the minute book wherein the resolutions of all proceedings of the Directors and the members shall be recorded. One or the other shall attend to the giving and serving of all notices to the members and Directors and other notices required by law. One or the other shall keep the records of the Association, except those of the Treasurer, and shall perform all other duties incident to the office of Secretary of an association and as may be required by the Directors or the President.
6. The Architectural Control Committee (ACC) members shall be re-affirmed each year by the Board of Directors. The ACC shall review, advise, and approve any and all improvements to lots in accordance with the Declaration of Covenants and Restrictions for The Lakes at Juban Crossing – First Filing (A Townhome Development).
7. Chairperson(s) and members of other committees shall be appointed each year at the Board Meeting held after the Annual Meeting of members.

#### ARTICLE V ASSESSMENT AND FISCAL MANAGEMENT

1. On or before January 1 of each year, the Board of Directors shall prepare a budget (the "Annual Budget") based on an estimate of the total amount required for the cost of wages, materials, insurance, services and supplies and other common expenses which will be required during the ensuing calendar year for the management of the Association and the maintenance of the property for The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision, together with reasonable amounts considered by the board to be necessary for the reserves hereinafter established (annual expense). Along with the Annual Meeting notification each year, the Board of Directors shall give each lot owner a copy of the proposed annual budget for the ensuing year together with a written statement of the annual and monthly assessments pertaining to the lot, which

assessments shall be fixed in accordance with provisions of the Declaration of Covenants and Restrictions for The Lakes a Juban Crossing – First Filing (A Townhome Development) subdivision, the Articles and By-laws of the Association. If the budget or proposed assessments are amended, a copy of the amended budget or statement of assessments shall be furnished to each lot owner concerned.

2. The failure or delay of the Board of Directors to prepare or to transmit to landowners an Annual Budget or statement of assessment shall not constitute a waiver release in any manner of any landowner's obligation to pay their monthly assessments against his lot, whenever the same shall be determined, and in the absence of an Annual Budget or statement of assessments, each lot owner shall continue to pay the existing installments against the assessments established for the previous period until changed by delivery of a revised statement of assessments.
3. When the first Board of Directors takes office, it shall forthwith determine the Annual Budget for the year of office ending in March of the next calendar year. Assessment shall be levied during this period as provided in section 1 of this article in accordance with the restrictive covenants.
4. The annual budget shall include allocations for, and the funds and expenditures of the Association shall be credited and charged to, accounts under the following classifications as shall be appropriate, all of which expenditures shall be expenses of the Association:
  - a. Current operating expenses.
  - b. Reserved for alterations and improvements.
  - c. Working capital.

The Board of Directors in its absolute discretion may establish from time to time such other accounts or budget classifications as it may deem appropriate for the proper administration of the property in The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision under the management or maintenance of the Association.

5. At the annual members meeting of each year, the Board of Directors shall provide all lot owners present with a copy of an itemized accounting of the expenses actually incurred and paid for the preceding year by the Association, together with a tabulation of all amounts collected pursuant to assessments levied, and showing the net amount over or short of actual expenditures plus reserves.



6. The Treasurer shall keep full and correct books and accounts, including itemized records of all receipts and expenditures, and the same shall be open for inspection by any lot owner, any representative of a lot owner duly authorized in writing or any mortgagee of a lot at such reasonable time or times during normal business hours as may be requested by a lot owner or his representative or mortgagee. The Treasurer shall also maintain a separate account for each lot which shall be kept current at all times and which shall show:

- A. The name and address of the lot owner or owners and the mortgagee of the lot, if any (provided the information has been furnished by the lot owner);
- B. The amount and due date of all assessments pertaining to the lot;
- C. All amounts paid on account;
- D. Any balance due.

Upon written request of a lot owner or his mortgagee, the Treasurer shall promptly furnish a certificate or statement of account setting forth the amount of any unpaid assessments or other charges due and owing by such lot owner.

7. Monthly installments shall be made and due on or before the 1<sup>st</sup> day of each calendar month of each calendar year. Any installments on assessments shall be payable to the order of The Lakes at Juban Crossing Townhome Owner's Association, Inc. and shall be paid at the principal office of the Association; or to such other person or entity and in such other places as the Board of Directors may from time to time designate.

Any installment on any assessment authorized hereunder or under the Declaration of Covenants and Restrictions shall be a debt and obligation of the lot and the owner of the lot against which it is levied. In the event of nonpayment of an assessment within thirty (30) days after it is due, the amount owed shall become delinquent and shall bear interest at the rate of 1.5% per month and only be enacted after sixty (60) days of the account being delinquent, notice fee, and may also, by resolution of the Board of Directors, subject the member obligated to pay the same to the payment of such other penalty or "late charge" as the board may fix. In the event of nonpayment of an assessment after ninety (90) day period provided above, a lien affidavit setting forth the amount is maybe filed against the lot and the lot owner thereof as authorized by and provided for in LSA R.S. 9:1145 et. seq. The association is further authorized to file suit in its own name in any court of competent jurisdiction to perfect said lean and collect said assessments, late charges and other penalties, as well as to enforce any other provisions of these restrictions and/or rules and regulations. The party cast in judgment shall pay all reasonable attorney's fees and costs.

8. In the event of nonpayment of amounts due the Association, the President, Vice-President or Treasurer shall, not later than ninety (90) days after any assessment levied pursuant to this act becomes due, take necessary measures to file in the records of the Clerk of Court for the Parish of Livingston, a claim of lien on behalf of the Association and against the lot of the delinquent owner liable for such assessment. The claim of lien shall be signed and verified by affidavit of an officer or agent of the association and shall include:

- A. A description of the lot or parcel of land owned by the drop the delinquent association member and any other information necessary for proper identification;
- B. The name of the record lot owner;
- C. The amount of all delinquent installments or payments or assessments;
- D. The date on which said installments or payments became delinquent, all in accordance with LSA R.S. 9:1145 et seq.

The association or its agents shall file the lien in the records of Livingston Parish and serve upon the delinquent owner a sworn detailed statement of the claim by certified mail, registered mail or personal delivery.

In the event that payment of the claim of lien is not forthcoming after filing of the claim of lean, the Board of Directors shall take necessary measures to have filed on behalf of the Association, a suit on such claim in a civil action in a court of competent jurisdiction in Livingston Parish, Louisiana.

9. The Association shall, upon demand, furnish to any member liable for any assessment levied pursuant to this act (or any other party legitimately interested in the same) a certificate in writing signed by an officer of the Association, setting forth the status of the assessment, i.e. whether the same is paid or unpaid. Such certificate shall be presumptive evidence of the payment of any assessment therein stated to have been paid. A reasonable charge may be levied in advance by the Association for each certificate so delivered.

Upon default in the payment of any one or more periodic installments of any assessment levied pursuant to this act, or any other installment thereof, the entire balance of said assessment may be accelerated at the option of the Board of Directors and maybe declared due and payable in full.

10. Any lot owner who mortgages his lot shall notify the President or Treasurer of the name and address of his mortgagee. Any such mortgagee shall have the right to notify the secretary of the Association of the existence of a mortgage on the lot. The Treasurer shall maintain



such information in a special book or file. The President or Treasurer may report to a mortgagee of a lot any unpaid assessments or other defaults by the owner of such lot. A copy of every notice of default and claim for delinquent installment or assessment or claim of lien sent by the Association to a lot owner may also be sent to the mortgagee of the lot whose name and address has heretofore been furnished the Association, however, the failure to send such notice to the mortgagee or the lot owner shall not affect the validity of the lien filed in accordance with law in the official records of Livingston Parish, Louisiana.

11. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board of Directors. Withdrawals of money from such accounts shall be only by checks signed by persons authorized by resolution of the Board of Directors. All funds collected by the Association from assessments may be commingled in a single fund but they shall be held for the lot owners and credited to accounts from which shall be paid the expenses for which the respective assessments are made. The records of the Association shall be maintained to evidence the amount due by each lot owner to the Association.
12. Any obligation of the Association or any of its officers contained in this article may be assigned or delegated to an agent of the Association pursuant to an agreement entered into between the Association and the firm, person or corporation designated by the Association.

#### ARTICLE VI EXTENT OF LEGAL ACTION

Notwithstanding any other authority granted to the Board of Directors herein, the Board of Directors shall take no legal action against any firm, person or corporation in the name of and on behalf of The Lakes at Juban Crossing Townhome Owner's Association, Inc., except for the following suits or actions:

1. A suit seeking collection of monies due as provided in article V herein.
2. A suit to enforce Declaration of Covenants and Restrictions, Articles or By-laws for The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision.
3. A suit to enforce contract provisions or failure to complete contractual third party commitments due to Association.
4. **A suit for any other matters to the extent permitted by Louisiana law**
5. Settlement of any of 1 through 4 above.

No other suits, demands or claims in law or in equity shall be filed in any court.

#### Article VII NOTICES

1. Any notice required by the Declaration of Covenants and Restrictions Restrictive Covenants, Articles or By-laws for The Lakes at Juban Crossing – First Filing (A Townhome Development) subdivision or by law to be given in writing by any lot owner to another lot owner or the Association or its Board of Directors or by the Association or its Board of Directors to any lot owner, Association member or other person or entity shall be deemed sufficient if delivered personally or deposited in the United States mail. All proof of mailing shall be by the affidavit of the person mailing and the affidavit shall be prima facie proof that notice has been given, address to the registered office of the Association, as filed with the Louisiana Secretary of State, with respect to the Association, and to the last address of such lot owner, Association member or other person appearing in the records of the Association.
2. A written waiver of any required notice, executed by the person or persons entitled to such notice, whether executed before or after the required time for the notice, shall be deemed equivalent to the required notice.
3. Failure of the Board of Directors to enforce any provision of the Articles, the By-laws, or the Declaration of Covenants and Restrictions of the Association does not waive its right to enforce such provision at a later time. Failure to enforce any provision will not be deemed a waiver of the Declaration of Covenants and Restrictions, the Articles, or the By-laws.

#### ARTICLE VIII PARLIAMENTARY RULES

*ROBERTS RULES OF ORDER* (latest edition) shall govern conduct of the Association proceedings when not in conflict with the Declaration of Covenants and Restrictions, Articles of Incorporation or these By-laws or with the laws of the State of Louisiana.

#### ARTICLE I X AMENDMENTS

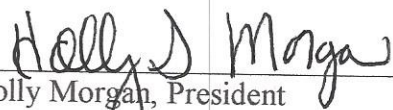
Amendments to the bylaws shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.




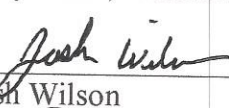
2. A resolution adopting a proposed amendment must receive approval by a vote of fifty-one percent (51%) of the entire Board of Directors.
3. An amendment may be proposed by either the Board of Directors or by any member of the Association.
4. An amendment when adopted as set forth in section 2 of this article above shall become effective only after a copy of the same, certified by the President and Treasurer as having been duly adopted, is recorded with the Clerk of Court of Livingston Parish, Louisiana, in the same manner as recordation of the original Declaration of Covenants and Restrictions to which the original Articles of Incorporation and By-laws are annexed as an exhibit.
5. No amendment shall discriminate against any lot owner or against any lot or class or group of lots unless the lot owners so affected shall consent.
6. No amendment to these By-laws shall operate to change any lot owner's share of the total expenses of the Association, or change the voting rights of its members, unless the record owner of the lot concerned and all mortgagees who have duly recorded instruments in the records of Livingston Parish and whose mortgage is registered with the secretary of this Association shall join in the execution of the amendment.

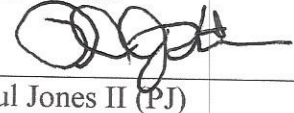
Dated this 27<sup>th</sup> day of March, 2015, at Denham Springs, LA, Parish of Livingston, and State of Louisiana.

  
Holly Morgan, President

  
Nathan Borget, Vice-President

  
Cory Fleck, Treasurer

  
Josh Wilson

  
Paul Jones II (PJ)