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Document prepared by:

River Bend Property Owner

Association, Inc.

P. O. Box 337

Hardy, Ark 72542

By: [Signature] D.C.



Vickie Bishop

BYLAWS OF THE RIVER BEND PROPERTY OWNERS ASSOCIATION SHARP COUNTY, FULTON COUNTY, ARKANSAS

These Bylaws, as approved on October 21, 2019, are hereby adopted to govern the affairs of the River Bend Park Property Owners Association (herein referred to as "the Association" or POA") in conjunction with the original Declaration of Restrictions and all amendments thereto, and shall supersede all previous Bylaws, which are hereby repealed.

ARTICLE I Definitions

Section 1. "POA" shall mean and refer to the River Bend Property Owners Association, a nonprofit corporation organized and existing under the laws of the State of Arkansas.

Section 2. "Declaration" shall mean and refer to this document and to the Declaration of Restrictions filed in the Sharp County Courthouse on the 5th day of September, 1986, and there recorded in book 230, page 337, and the Amendment thereto filed on the 26th day of February, 1999, and recorded in book 1999, page 2730, and the Amendment thereto filed on the 18th day of March, 2016 and recorded in book 2016, page 4096, and the Correction thereto filed on the 15th day of November, 2019 and recorded in book 2019, page 17891 in Sharp County, Arkansas, and book 2019, page 4851 in Fulton County, Arkansas.

Section 3. "The Properties" shall mean the real estate described in the Declaration and such additions thereto which have been or may be brought within the jurisdiction of the POA as provided in the Declaration.

Section 4. "Common Properties and/or Common Elements" shall mean those areas so designated on any recorded subdivision plat of The Properties and to any area or improvement

so designated in the Declaration and or such properties as subsequently may be acquired or designated by the POA, and otherwise in accordance with the terms herein.

Section 5. "Board" shall mean the duly elected and acting Board of Directors of the River Bend Property Owners Association.

Section 6. "Member" shall mean every person or entity who is a record title holder or a notarized record of contract filed in the office

Section 7. "Member in Good Standing" shall mean a member whose assessments and/or fees and/or dues are current as reflected by the POA board records and whose privileges are not currently suspended.

ARTICLE II

Purpose of the Association and Common Elements (Properties)

The Association was formed for the purpose of providing an entity for all property owners of River Bend Park to maintain the common elements and properties within the subdivision, as they now exist or as added to in the future, to assess properties for the cost of maintenance, and for other social purposes. Additional common elements and properties may be conveyed to the POA as may be necessary and proper. The common elements shall remain undivided and shall not be the object of action for partition or division by any person.

ARTICLE III

Use of Properties (Elements) Held in Common

No person may use the elements/properties held in common for any purpose unless explicitly stated within these Bylaws that certain described property may be used by individual property owners in accordance with the purpose for which they are intended, in common with other owners, without hindering or encroaching upon the lawful rights of the other co-owners.

ARTICLE IV

Government

Section 1. Organization

A. The POA shall be governed by a Board of Directors elected by the membership. The powers of the Board and duties are set out in these Bylaws.

B. The POA is a non-profit corporation organized under the laws of the State of Arkansas composed of Members as defined in Article 1 Section 6 and 7 of these Bylaws. The rights, privileges, and conditions of the membership and restrictions are set out in these Bylaws.

C. The POA is a corporation existing under the laws of the State of Arkansas, and the Corporation shall have officers known as corporate officers to fulfill the requirements of the laws, the Declaration, Articles of Incorporation and these Bylaws. The Board of Directors shall appoint a President, Vice President, Secretary and Treasurer. The qualifications, responsibilities and duties of corporate officers are set out in these Bylaws.

Section 2. Board of Directors: Qualifications, Number, Terms of Office, Governing Power, Removal and Vacancies.

A. Qualifications. A Director must be a Property Owner in good standing of the POA for at least a year whether appointed or elected having membership privileges and must have been duly elected as provided in these Bylaws.

B. Number. The Board of Directors of the corporation shall be composed of nine (9) members. The President shall be an ex-officio, non-voting member of the board except in the event where the President must break a tie.

C. Term of Office. Each newly elected member shall serve a term of three (3) years. A member's term shall begin at the close of the annual meeting and shall expire at the close of the annual meeting corresponding with the appropriate term.

D. Governing Power. An individual Board Member shall have no powers of governance or administration, derived from the fact that each Director was elected to office. Such governing powers shall come only from actions of the Board as a whole, approved by a majority.

E. Removal. A Director may be removed from office for missing 3 consecutive Board and POA meetings by a majority vote of the Board of Directors or a majority vote of members present at a specially called meeting of the POA. The POA can remove a Board Member without cause by a majority vote at a special called meeting.

F. Vacancies. If a Director, for any reason, does not complete a term of office, the Board may appoint by majority vote any Property Owner and Member in good standing to serve until the next

scheduled election. At such time, the appointed person would be eligible to run for election. The person elected would then serve the remainder of that position's term. If the vacancy is not filled by the Board, it shall be filled at the next succeeding meeting of the members of the POA.

Section 3. POA Officers and Management: Qualifications, Powers and Duties

A. President. The President shall serve as the principal Executive Officer and as Registered Agent of the corporation and shall, in general, supervise and control the business affairs of the Corporation.

B. Vice President. The Vice President shall perform the duties of an absent President and, when so acting, shall have all the powers and be subject to all the restrictions upon the President. The Vice President shall perform all other duties as, from time to time, are assigned by the President or the Board of Directors.

C. Secretary. The Secretary shall keep a permanent record of the minutes of the Board meetings and all called meetings of the Members, including the recording of all votes, and shall perform all other duties required by the Board or by the President, or as may be required by law.

D. Treasurer. If required by the Board, the Treasurer shall be bonded for the faithful discharge of duties and shall have charge and be responsible for all funds and securities of the corporation. In general to perform all the duties as incident to the office of the Treasurer, and such other duties as may be assigned by the President or the Board of Directors.

E. River Bend Park Manager. The Park Manager shall be an ex-officio member of the Board of Directors with the right to take part in discussion but not to vote.

The Park Manager shall serve at the will of the Board under the terms and conditions set forth in an Employment Agreement, agreed upon by the Board and Park Manager, and shall perform the duties assigned by the Board including those specifically outlined in a job description prepared and adopted by the Board. The Park Manager shall administer the Association rules and regulations under the direct supervision and control of the Board of Directors.

Section 4. It shall be permissible at the discretion of the Board for the office of Secretary and Treasurer to be combined.

Section 5. In the event any officer, because of absence or incapacity of any kind, is unable to

perform any of the duties of office or in the event of a vacancy of any office, the President of the Board may designate some other person to perform such duties during such time or until such vacancy is filled by the Board.

ARTICLE V

Board of Directors: Right of Assessment, Powers and Duties

Section 1. Right of Assessment

A. The Board shall have the responsibility to levy and provide for collection of annual assessments from Members to be used for the improvement and maintenance of properties, services, and facilities devoted exclusively to promoting the recreation, health, safety and welfare of the membership pursuant to Article IX of the Amended Declaration of Restrictions dated the 14th day of March, 2016, filed of record the 18th day of March, 2016, in Book 2016, page 4096, and the Corrected Declaration of Restrictions dated the 15th day of November, 2019 and recorded in book 2019, page 17891 in Sharp County, Arkansas and book 2019, page 4856, in Fulton County, Arkansas.

The use of assessments shall include but not be limited to:

1. Payment of all taxes assessed against the property owned by the POA.
2. Payment of the premiums of all insurance policies required, in the reasonable judgment of the Board, for the protection of the POA, its directors, officers, and employees, and its property.
3. Maintenance, repair or replacement of roads and streets even though they may have been dedicated to the public.
4. Maintenance, repair or replacement or additions to the facilities and supplies and equipment of the POA.
5. Furnishing or providing municipal services as deemed necessary and prudent in the reasonable judgment of the Board.
6. Providing for the repair, maintenance or replacement of those amenities deemed necessary to properly promote the recreation, health, safety and welfare of the Owners of the Properties.

B. The Board shall have the authority to raise or lower the assessments pursuant to Paragraph 19.2, Article X of the Amended Declaration of Restrictions dated the 14th day of March, 2016, and filed the 18th day of March, 2016, recorded in Book 2016, page 4096 and the Corrected Declaration of Restrictions dated the 15th day of November, 2019 and recorded in book 2019,

page 17891 , in Sharp County, Arkansas and book 2019 , page 4851 in Fulton County, Arkansas.

Section 2. Powers

The Board shall have the power to:

- A. Borrow money for the purpose of promoting the recreation, health, safety and welfare of the membership as well as managing and maintaining said properties, equipment, supplies, and affairs of the POA, and shall have the power to mortgage Common Properties (Common Elements) or amenities in aid thereof upon approval of majority of Members in good standing.
- B. Own and operate the Common Properties and the facilities and any other real estate or the improvements for the efficient operation of the POA.
- C. Levy and collect service or use charges and admissions or other fees for the use of enjoyment of the common properties.
- D. Adopt and publish rules and regulations and enact and publish resolutions, which the Board shall deem necessary for the efficient operation of the POA, including but not limited to the use of the Properties and all facilities, and the personal conduct of the Members and guest on the Properties.
- E. Suspend some or all of the rights and privileges of any Member, including the right of a Member to vote, who is in default of or who refuses to pay any annual or special assessment or any service or use charge or any admission or other fee which has been properly levied. However suspension for nonpayment of any assessment of charge can be only for the period of the same remains unpaid. The Property Owner has the right to petition the Board for a hearing. Suspend some of or all the rights of member or guest who has violated any published rules, regulations, or resolutions adopted by the Board as provided above or any State or Federal Law. They are to be suspended until requesting a hearing with the Board and the issued resolved.
- F. Employ or appoint the officers of the corporation as set forth in these Bylaws, setting their salaries, if any, and describing their job responsibilities and job description, as well as the terms and conditions of their employment or appointment, and require security or fidelity bonds as deemed necessary.
- G. Employ a Park Manager, provide a job description for the Park Manager and set the

salary, terms and conditions of employment, and require security or fidelity bond of Park Manager if deemed necessary.

H. Nepotism.

The Park Manager nor the Board can hire any person that is a relative of the Park Manager or any Board Director.

I. New Hire

All applicants must pass a background check and a drug test before being hired. All employees are subject to random drug testing.

Section 3. Duties

A. Establish policies relative to the management of the POA.

B. Keep a complete record of all its acts and of all corporate affairs, and present a summary statement at the annual meeting of the Members or at any special meeting of the Members which has been requested in writing by ten (10) percent of the voting membership.

C. Provide a job description for, and supervise the job performance of the Park Manager with at least an annual written evaluation.

D. Designate a qualified auditing firm to conduct an audit of the accounts and financial transactions of the Association for the current fiscal year, and announce said designee to the membership at the annual meeting.

E. Make the books and records of the POA, including but not limited to the rules, regulations, and resolutions passed by the Board, available to the membership for inspection and copying to the extent permitted by law.

F. Provide for the orientation and education of Board Members as soon as possible after the annual election.

ARTICLE VI

Board of Directors: Elections

A. All persons wanting to be a candidate must follow the guidelines and procedures set out in a policy developed by the Election Committee and approved and adopted by the Board.

B. For the regular election of Directors at the annual meeting, the list of candidates shall be presented to the Election Committee Chairman by the Corporate Secretary forty-five (45) days prior to the election. Upon delivery of the list of candidates to the Election Committee Chairman, the list of candidates shall be announced to the Board. There shall be no disclosure of the list of candidates prior to this announcement. The Election Committee shall proceed with the preparation of the ballots and the planning of the election.

Section 2. Election

A. Election of Directors shall be held at the annual meeting of the membership. However, In the event the election is delayed for any reason, the delayed election shall be scheduled as soon as practical following elimination of the reason for the delay.

B. Election of Directors shall be by written ballot. The Directors shall be elected at large, and in the event there are more candidates than there are open Board positions, the Members receiving the largest number of votes will be elected.

C. Each qualified voter shall receive one ballot which states the candidate names.

D. A brief biography of each candidate shall be prepared and made available to all property owners in good standing at the POA office and posted at the community building, gates and bathhouses at least 30 days in advance of the meeting date. To be eligible to be counted the completed ballot must be delivered to the POA no later than the called time of the election.

E. The following instructions for a mailed ballot:

1. Early voting ballots can be handed out in the office for Property Owners in good standing. Property Owner then completes the ballot, places it in an envelope, seals it, and writes ballot on the envelope and gives it to the office personnel to give to the Election Committee Chairman.
2. Any vote which is unqualified or restricted in any way is invalid and shall not be counted.
3. Property Owners in good standing may request thru the office to have a ballot mailed to them. Ballots must be mailed back and received before the election date to be counted.

F. Upon receipt of each ballot by the POA it shall be delivered to the Chairman and remain unopened and secured as directed by the Election Committee until counted.

G. The Election Committee shall open and then proceed with the counting and tabulation. It shall have the right to appoint a Counting Committee consisting of such number of POA Members as the Election Committee shall deem necessary to assist in the counting and tabulation of the ballots. No Board member shall serve on the Counting Committee.

H. The election results shall be announced at the annual meeting by the Chairman of the Election Committee, and the tabulated results presented to the Secretary for recording as a permanent record.

I. Fifteen (15) days after the announcement of the election results, unless a recount is requested, the ballots shall be destroyed.

ARTICLE VII

Association Meetings and Voting

Section 1. Meeting of Members

A. Annual Meeting. The annual meeting of the Members shall be held on the Saturday of the weekend of the Labor Day Holiday each year.

B. Special Meetings. Special meetings of the Members for any purpose may be called at any time by the Board of Directors or the President. A special meeting must be called if ten (10) percent of the members in good standing sign, date, and deliver to any officer one or more written demands for such a meeting. The demand must include the purpose or purposes for which the meeting is to be held.

C. Notice. Notice of all meetings shall be made by posting a notice of the meeting in the community building and the office of the POA and shall set forth, in general, the nature of the business to be transacted. In addition, and not required, notice of a meeting may also be delivered by electronic mail if a Member has provided an address to the POA Secretary at least thirty (30) days prior to the meeting date and such electronic communication is available to the Secretary. The Secretary is also authorized to provide notice of meetings in any electronic form now existing or which may be in use in the future that is reasonably calculated to provide actual notice of a meeting to the Members.

D. Quorum. Members present at any meeting shall constitute a quorum. All decisions shall be made by a majority of the Members in good standing present and voting.

E. Proxies. Voting by proxy shall be permitted. A proxy shall be submitted to each Member with or on the ballot. The proxy shall apply to one election only and the ballot shall be transmitted by the Member to the proxy who shall cast the ballot in the same manner as provided for Members.

F. Methods of Voting. Voting on any question shall be either by ballots received by the POA at or before the commencement of the meeting or during the meeting of the Members, or their proxies who are in attendance, or as otherwise prescribed by the Board.

Section 2. Voting

A. Each member of the POA in good standing shall be entitled to cast one vote in regards to each and every matter requiring a vote by the members of the POA.

B. To be eligible to vote a Member must be a Property Owner in good standing.

C. If a membership is held by two (2) or more co-owners (for example husband and wife) the membership vote may be cast as the co-owners decide among themselves. The co-owner authorized to cast the membership vote shall be one of the names on deed or names on a recorded contract for deed.

Section 3. Parliamentary Authority

The current edition of Robert's Rules of Order and Parliamentary Procedure, or a simplified version thereof if adopted by the Board, governs the POA in all parliamentary situations that are not provided for in the law, the Declaration, the Articles of Incorporation, these Bylaws or policy.

ARTICLE VIII

Board of Directors (Executive Committee): Meetings

Section 1. Regular Meetings. On Saturday of the weekend of the Labor Day Holiday, immediately after the annual meeting of Members, or as soon thereafter as practicable, the Board shall meet at

a place designated by the Board. At this time, the newly elected members of the Board shall assume their duties, and officers of the Board shall be elected. Thereafter, the Board shall meet regularly at least once per month on a day and time to be set by the Board in order to address general business and take action as necessary. However, any such monthly meetings may be dispensed with by the President for good and sufficient reason. No further notice of other regular meetings is required except when changed from the day or time previously set. All meetings shall be open to the general membership.

Section 2. Special Meetings. Special meetings as deemed necessary may be called by the President, and must be called by the President at the request of any POA officer or any two Directors. Each Director shall be notified of every special meeting prior to the meeting as far in advance as possible with delivery of such notice. Notice of such meeting shall include an agenda for the meeting. Motions at a special meeting should be limited to the subject(s) for which the meeting has been called.

Section 3. Quorum. The physical presence or presence by telephonic conference call of the majority of the Board members shall constitute a quorum. The quorum must be established when the meeting is called to order. All Board decisions must be made by the vote of a majority of all Directors except as otherwise provided.

Section 4. Voting by Proxy. A Director may cast a vote by appointing a proxy. The Director must complete and sign an appointment form. The appointment of a proxy is not effective until the Director delivers the completed appointment to the Secretary of the Association, or if unavailable, to another Board member, and a copy of the same to their appointed proxy. The appointment of a proxy by a Director may be limited or general but shall not be valid for more than two regular meetings of the Board of Directors (Executive Committee).

Article IX

Powers of the Association Exclusive

The Association shall have the exclusive right to contract on behalf of the members for all maintenance of common elements, goods, services and insurance, payment for which is to be made from the common expense fund, and the actions of the Association shall be through its properly designated and authorized officers who shall sit as the Executive Committee (Board of Directors).

ARTICLE X
Assessments for Common Expenses

By January 15 of each year, the officers of the Association shall estimate the cost of providing the services for which it is obligated under these Bylaws during the next fiscal year including a reasonable provision for contingencies and replacements and less any expected income and surplus from the prior year's fund. The estimated cash requirements for the next fiscal year as so determined shall be assessed pro rata to each lot in the subdivision. If the estimated cash requirements should prove inadequate, for any reason, the Association may at any time, levy a further assessment, which shall be assessed to the owners in like proportions, unless otherwise provided herein. Each owner shall be obligated to pay assessments made pursuant to these Bylaws. The POA has the power to enforce the provisions of Paragraph 9 of the Amendment to the Declaration of Restrictions as recorded on 18th day of March, 2016 in Book 2016, page 4096 and Corrected Declaration of Restrictions recorded on 15th day of November, 2019, book 2019, page 4891 in Sharp County, Arkansas and book 2019, page 4851 in Fulton County, Arkansas.

ARTICLE XI
Default in Payment of Assessments

Each assessment and each special assessment made pursuant to these Bylaws shall be separate, distinct and personal debts and obligations of the owners. Suit to recover a money judgment for unpaid common expense levies may be maintained in the name of the Association by its officers.

ARTICLE XII
Enforcement

Each owner shall comply strictly with the provisions of these Bylaws and with the administrative rules and regulations drafted pursuant hereto as the same may be lawfully amended from time to time and with decisions adopted pursuant to these Bylaws and administrative rules and regulations, and failure to comply shall be grounds for an action to recover sums due for damage or injunctive relief or both maintainable by the Association on behalf of the owners, or in a proper case by an aggrieved owner.

ARTICLE XIII
Real and Personal Property

The Association may acquire and hold for the benefit of the owners, real property tangible and intangible property by sale or otherwise useable lots but no Common Property can be sold.

ARTICLE XIV

Committees

Section 1. Two (2) months prior to the annual meeting, the President of the Board, with approval of a majority of the Board, shall appoint the following Board advisory committee consisting of five (5) or more Property Owners in good standing.

Election

The President may also appoint such other committees as deemed necessary. All committee Members must be a property owner in good standing.

Section 2. The President of the Board, at the Board's meeting one (1) month after the annual meeting, shall also appoint to each of the following Board Advisory Committees five (5) POA members, including at least one (1) Board member.

Architectural/Engineering

Administrative/Finance

Communications

Planning

Rules and Regulations

Section 3. Each committee shall elect from among its members a chairperson as provided in Board policy.

Section 4. At the first meeting of each committee following the appointment of new members, the committee shall select a Secretary from its membership. The Secretaries shall keep the minutes of each meeting and promptly submit a copy thereof to the Board Secretary for inclusion in the Board meeting minutes.

Section 5. Each committee shall meet as necessary at the request of the Board or at the discretion of the Chairman of that committee.

Section 6. It is the duty of each committee to discuss and analyze the problems within its area of concern. All committees shall perform such duties as are set out in the guidelines for said committees as adopted by the Board, and any such further duties as the Board may authorize.

Section 7. The structure, function, and responsibilities of each standing committee shall be determined as provided in Board policy.

ARTICLE XV

Contracts, Loans, Checks and Deposits

Section 1. Contracts, Checks, Drafts, Etc. All contracts, checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness entered into, or issued in the name of the POA, shall be signed by such officer or officers, agent or agents, of the POA and in such manner as shall from time to time be determined by resolutions of the Board of Directors.

Section 2. Loans. No loans shall be contracted on behalf of the POA and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Deposits. All funds of the POA not otherwise employed shall be deposited from time to time to the credit of the POA in such banks, trust companies or other depositories as the POA may select in accordance with the established investment policy of the Board.

ARTICLE XVI

Bylaws Amendment

Section 1. Amendment. Except as otherwise provided herein, the provisions of these Bylaws may be amended by a majority of the Association membership by an instrument in writing, adopted and approved as provided in Article VII. These Bylaws, and any amendments thereto shall become effective upon the recording of this instrument in both Sharp County and Fulton County, Arkansas.

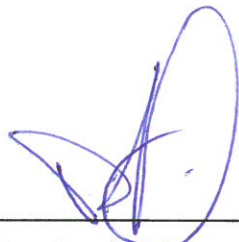
Section 2. Emergency Amendment. Anything to the contrary notwithstanding, if the Board of Directors should determine that an amendment must be adopted and made effective immediately to prevent substantial and irreversible danger to the health, safety or financial security of the POA, the Board may by affirmative vote of at least seven (7) members, adopt such emergency amendment and the provisions of Section 1 hereof shall not apply. Any such emergency amendment shall be

presented for ratification at the next scheduled meeting of the members of the POA.

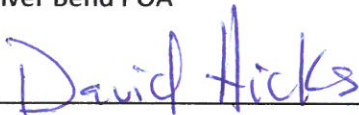
ARTICLES XVII
Controlling Powers

In the case of any conflict between the Articles of Incorporation and these Bylaws, the Bylaws shall control; in the case of any conflict between the Declaration and these Bylaws, the Bylaws shall control; and, in the case of a conflict between the Declaration and the Articles of Incorporation, the Bylaws shall control.

The foregoing Bylaws were adopted by the Members of River Bend Property Owners Association, Inc., at a meeting of the members on the date first written above.



President, River Bend POA



Printed name



Secretary, River Bend POA



Printed name

State of Arkansas)

) ss. Acknowledgement
County of Craighead

On this the 12th day of November, 2019, before me, a Notary Public in and for the State of Arkansas and the County of Craighead personally appeared David Hicks, President of River Bend POA and DeAnn Rucker Secretary of River Bend POA, known to me, or proved by satisfactory evidence, to be the persons whose names are subscribed to the within instrument and acknowledged their execution of the same for

the purposes contained therein.

Witness my hand and seal.

Reginal L. McGuire

Notary Public



My Commission Expires 07/15/2029