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**BY-LAWS OF  
WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION  
AN ILLINOIS NOT-FOR-PROFIT CORPORATION**

WHEREAS, WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION ("Association") is either an Illinois Master Association or Common Interest Community Association as defined by Section 18.5(c)(7) of the Illinois Condominium Property Act (the "Act"); and

WHEREAS, WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION ("Association") is a Not-For-Profit Corporation and governed by the Illinois Not-For-Profit Act which allows for the Board of Directors to implement initial By-Laws governing the roles, responsibilities, duties, and authority of the Board of Directors. This Board hereby approves the following By-Laws of the WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION

Mr. & Mrs. Don Kochniarczyk  
1220 Thomas Drive  
West Chicago, IL. 60185

**BY-LAWS OF  
WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION  
AN ILLINOIS NOT-FOR-PROFIT CORPORATION**

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation is The Willow Creek Single Family Homeowners Association.

**ARTICLE II  
PURPOSE AND POWERS**

**2.01 PURPOSES:** The purposes of this Association are to act on behalf of its members collectively, as their governing body, with respect to the preservation, care, maintenance, replacement, improvement, enhancement, operation and administration of both real and personal property and for the promotion of the health, safety and welfare and the common use and enjoyment thereof by members of the Association, all on a not-for-profit basis. These By-Laws are subject to the provisions of the Declaration of Covenants, Conditions and Restrictions for Willow Creek Single Family Homeowners Association ("Declaration") recorded with the Office of the Recorder of Deeds for DuPage County, Illinois on March 4, 1988 as Document No. R88-52049. All terms used herein shall have the meanings set forth in the Declaration.

**2.02 POWERS:** The Association shall have and exercise all powers as are now or may hereafter be granted by the General Not-For-Profit Corporation Act, the Condominium Property Act of the State of Illinois, the Declaration and these By-Laws.

**2.03 PERSONAL APPLICATION:** All present or future Owners, tenants, future tenants, and their agents and employees, and any other person that might use the facilities of the Property in any manner, shall be subject to the provisions of the Declaration and these By-Laws. The mere acquisition or rental of a Property or the mere act of occupancy of a Property will signify that the Declaration and these By-Laws are accepted, ratified and will be complied with.

ARTICLE III  
OFFICES

3.01 REGISTERED OFFICE: The Association shall have and continuously maintain in this state a registered office and a registered agent whose office is identical with such registered office, and may have other offices within or without the State of Illinois as the Board may from time to time determine.

ARTICLE IV  
MEETINGS OF MEMBERS

4.01 VOTING RIGHTS: The Association shall have one class of membership. There shall be one individual with respect to each Property who shall be entitled to vote at any meeting of the Owners (the "Voting Member"). If the Owner of a Property is one individual, then such individual shall be the Voting Member. If the Record Ownership of a Property shall be in more than one individual or if the Owner is a trustee, corporation, partnership or other legal entity, then the Voting Member shall be designated by the Owner or by a majority of Owners in writing to the Board. If in the case of multiple individual Owners no designation is given and only one of the multiple Owners is present at a meeting of the Owners, then he is entitled to cast all the votes allocated to that Property. If in the case of multiple individual Owners no designation is given and more than one of the multiple Owners are present at a meeting, the votes allocated to that Property may be cast only in accordance with the agreement of a majority in interest of the multiple Owners, provided that the Board shall consider a majority agreement if any one of the multiple Owners casts the votes allotted to the Property without protest being made promptly to the person presiding over the meeting by any of the other Owners of the Property. Any or all Owners may be present at any meeting of the Owners, but the voting rights shall be vested exclusively in the Voting Members; provided, however, that a Voting Member may vote either in person or by proxy executed and dated in writing by the Voting Member or his duly authorized attorney-in-fact and filed with the secretary before the meeting. No proxy shall be valid after 11 months from the date of its execution, unless otherwise provided in the proxy. Except as otherwise specifically provided in the Declaration or these By-Laws, each Voting Member shall have one vote.

4.02 PLACE OF MEETING: QUORUM: Meetings of the Owners shall be held on the Property or at such other place in the County in which the Property is located and convenient to the Owners as may be designated in any notice of a meeting. All meetings shall be conducted in accordance with the rules and provisions set forth in Roberts Rules of Order, as from time to time published. Voting Members holding 75% of the votes, represented in person or by proxy,

shall constitute a quorum. The vote of a majority of the votes entitled to be cast by the Voting Members present or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the Voting Members. The affirmative vote of 75% of the votes entitled to be cast shall be required for the following action: (a) merger or consolidation of the Association; (b) sale, lease, exchange, mortgage, pledge or other disposition of all, or substantially all of the property and assets of the Association; and (c) purchase or sale of land or of Property on behalf of all Owners.

**4.03 ANNUAL MEETINGS:** The meeting of the Owners shall be held annually upon written notice given by the Board. There shall be an annual meeting of the Owners at such time and on such date designated by the Board.

**4.04 SPECIAL MEETINGS:** Special meetings of the Owners may be called at any time for the purpose of considering matters which, by the terms of the Declaration, require the approval of all or some of the Voting Members or for any other reasonable purpose. Said meetings shall be called by written notice, authorized by the President, a majority of the Board or by Voting Members representing at least 75% of the votes.

**4.05 NOTICE OF MEMBERSHIP MEETINGS:** Written notice of any membership meeting shall be mailed or personally delivered and posted conspicuously on the Property, giving Owners not less than 30 days notice of the time, place, and purpose of the meeting.

#### **ARTICLE V BOARD OR DIRECTORS**

**5.01 IN GENERAL:** The affairs of the Association and the direction and administration of the Property shall be vested in the Board, which shall consist of 5 persons ("Directors"). The Board shall have all of the powers granted to it under the Declaration, these By-Laws and the General Not For Profit Corporation Act and Condominium Property Act of the State of Illinois or such other rules, regulations or resolutions duly adopted by the Board.

**5.02 ELECTION PROCESS:** Effective with the December 2007 Board election and going forward in future years, three (3) Board Members will be elected each year. The two (2) receiving the largest number of votes will serve a two (2) year term with the remaining (1) serving a one (1) year term. In the event there is a tie vote count for an open Board Seat then the candidate who has owned his property for the longest period of time (based upon property transfer closing date) will be considered the elected Board Member. In the event that a Board Member resigns his Board Seat within ninety (90) days after an election then the candidate with the next highest vote count would become a Board Member. If the resignation were to occur after ninety (90) days from the election

then the remaining Board Members will by simple majority agreement appoint a homeowner to fill the open Seat.

5.03 COMPOSITION OF THE BOARD: The Board shall consist of a President, Vice-President, Secretary, Treasurer, and Committee Chairperson all appointed by vote of the Directors at the annual meeting. All Board members shall be titled Property Owners who live on the Property. No more than one joint Property Owner can serve on the Board at any one time..

5.04 PRESIDENT: The President of the Board shall be responsible for enforcing all rules and regulations of the Association. The President shall have the power to execute all financial documents should the Treasurer be unable or unwilling to do so.

5.05 VICE-PRESIDENT: The Vice-President of the Board shall serve as Acting President in the event of the official President's inability or unwillingness to act.

5.06 SECRETARY: The Secretary of the Board shall be the official record-keeper of the Association.

5.07 TREASURER: The Treasurer of the Board shall be responsible for providing annual reports at Association meetings, reconciling accounts, and keeping Association books and records for the fiscal year auditing.

5.08 COMMITTEE CHAIRPERSON: The Committee Chairperson shall be responsible for tasks collectively agreed upon by the other Board members reporting to the Board and Association at large as directed by the Board.

5.09 REGULAR MEETINGS: Regular meetings of the Board shall be held at such time and place as shall be determined at the annual meeting or, from time to time, by a majority of the Directors, provided that not less than four such meetings shall be held during each fiscal year. Notice of regular meetings of the Board shall be given to each Director, personally or by mail, at least two (2) days prior to the day named for any such meeting and such notice shall state the time and place of such regular meeting and such notice shall be posted conspicuously on the Premises so as to inform the Owners of such meetings.

5.10 SPECIAL MEETINGS: Special meetings of the Board may be called by the President or at least a majority of the Directors then serving.

5.11 ATTENDANCE AT MEETINGS BY OWNERS: Owners may attend meetings of the Board only if, and to the extent, permitted by the Board in its discretion. It is not the intention that Owners shall have the right to attend meetings of the Board in the same manner as provided for members of condominium associations under the Illinois Condominium Property Act.

5.12 **QUORUM:** A majority of the Directors serving from time to time shall constitute a quorum for the election of officers and for the transaction of business at any meeting of the Board, provided, that if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. Except as otherwise expressly provided herein or in the Declaration, any action may be taken upon the affirmative vote of a majority of the Directors present at a meeting at which a quorum is present.

5.13 **COMPENSATION/REIMBURSEMENT FOR EXPENSES:** Directors shall receive no compensation, except as expressly provided in a resolution duly adopted by 75% of the Voting Members. Upon the presentation of receipts or other appropriate documentation, a Director shall be reimbursed by the Association for reasonable out-of-pocket expenses incurred in the course of the performance of his duties as a Director.

5.14 **POWERS AND DUTIES OF THE BOARD:** The Board shall have all of the powers and duties granted to it or imposed upon it by the Declaration, these By-Laws, the Illinois General Not-For-Profit Corporation Act, and the Illinois Condominium Property Act including, without limitation, the following powers and duties:

- (a) To engage the services of a manager or managing agent upon such terms and with such authority as the Board may approve;
- (b) To provide for the designation, hiring and removal of such employees and such other personnel, including attorneys and accountants, as the Board may, in its discretion, deem necessary or proper;
- (c) To provide for any maintenance, repair, alteration, addition, improvement or replacement of the Community Area, Landscape Easement Area, and Monument Sign Area for which the Association is responsible under the Declaration and these By-Laws;
- (d) To procure insurance as provided for under the Declaration;
- (e) To estimate and provide each Owner with an annual budget showing the Community Expenses;
- (f) To set, give notice of, and collect Community Assessments from the Owners as provided in the Declaration;
- (g) To pay the Community Expenses;
- (h) Subject to the provisions of the Declaration, to own, convey, encumber or otherwise deal with any real property conveyed to or purchased by the Association;

- (i) To adopt and, from time to time, to amend such regulations, restrictions, and resolutions as the Board may deem advisable for the use, enjoyment, administration, management, maintenance, conservation, and beautification of the Community Area, Landscape Easement Area and Monument Sign Area, and for the health, comfort, safety and general welfare of the Owners. Written notice of any such rules and regulations or amendments thereto shall be given to all Owners affected thereby;
- (j) To delegate the exercise of its power to committees appointed pursuant to Article Six of these By-Laws.

**ARTICLE VI**  
**COMMITTEES DESIGNATED BY BOARD**

**6.01 BOARD COMMITTEES:** The Board, by resolution adopted by a majority of the Directors in office, may designate one or more committees, each of which shall consist of two or more Directors, which committees, to the extent consistent with law and as provided in said resolution, shall have and exercise the authority of the Board in the management of the Association; but the designation of such committees and delegation thereto of authority shall not operate to relieve the Board, or any individual Director, of any responsibility imposed upon it or him by law.

**6.02 SPECIAL AND STANDING COMMITTEES:** Other committees not having and exercising the authority of the Board in the management of the Association may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be Owners or representative of Owners and the President of the Association shall appoint the members of such committee and shall designate a Director to act as a liaison between such committee and the Board. Any member of such committee may be removed by the President of the Association whenever in his judgment the best interests of the Association shall be served by such removal. The powers and the duties of any such standing committee shall be as set from time to time by resolution of the Board. The chairman of each standing committee shall be a Director (who shall act as the liaison between the committee and the Board), and the other members of the committee (which need not be Directors) shall be appointed and removed from time to time by such chairman.

**6.05 TERM:** Each member of a committee shall continue as such until the next annual meeting of the Board and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member shall be

removed from such committee, or unless such member shall cease to qualify as a member thereof.

6.06 QUORUM: Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

6.07 RULES: Each committee may adopt rules for its own government not inconsistent with the Declaration, these By-Laws or with rules adopted by the Board.

## ARTICLE VII CONTRACTS, CHECKS, DEPOSITS AND FUNDS

7.01 CONTRACTS: The Board may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these B-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances. In the absence of any such authorization by the Board, any such contract or instrument shall be executed by the President or a Vice-President and attested to by the Secretary or an Assistant Secretary of the Association.

7.02 PAYMENTS: All checks, drafts, vouchers or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association, and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice-President of the Association.

7.03 BANK ACCOUNTS: All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board shall elect.

7.04 SPECIAL RECEIPTS: The Board may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association.

ARTICLE VIII  
FISCAL MANAGEMENT

8.01 FISCAL YEAR: The fiscal year of the Association shall be established by the Association and may be changed from time to time by a resolution adopted by a majority of the Board.

8.02 ANNUAL STATEMENT: Within a reasonable time after the close of each fiscal year the Board shall furnish each Owner with a statement of the income and disbursements of the Association for such fiscal year.

8.03 SPECIAL STATEMENT: Within ten (10) days after receipt of a written request from an Owner (together with payment of a reasonable fee, if any, set by the Board) the Board shall provide the Owner with a statement containing the following information:

- (a) The status of the Owner's account and the amount of any unpaid assessments or other charges due and owing from the Owner; and
- (b) The status and amount of any and all Capital Reserves.

8.04 ASSESSMENT PROCEDURE: Community assessments and special assessments shall be made and collected as provided in the Declaration.

ARTICLE IX  
BOOKS AND RECORDS

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the Board, and committees having any of the authority of the Board, and shall keep at the registered or principal office of the Association a record giving the names and addresses of the members. All books and records of the Association may be inspected by any Owner, or his mortgagee, agent or attorney, for any proper purpose at any reasonable time.

ARTICLE X  
SEAL

The Board may provide for a corporate seal which shall be in the form of a circle and shall have inscribed thereon the names of the Association and the words "Corporate Seal, Illinois".

ARTICLE XI  
AMENDMENTS

These By-Laws may be amended or modified at any time, or from time to time by the affirmative votes of Voting Members having more that 75% of the total votes.

Approved by unanimous vote of the Board this 18 day of June, 2007.

WILLOW CREEK SINGLE FAMILY  
HOMEOWNERS ASSOCIATION

By: Donald Kochniarczyk  
President

STATE OF ILLINOIS            )  
  )     ss  
COUNTY OF DUPAGE        )

The undersigned, a Notary Public in and for the State and County aforesaid, does hereby certify that on the 18<sup>th</sup> day of June, 2007 Don Kochniarczyk, as the President and duly authorized agent of the Board of Directors of WILLOW CREEK SINGLE FAMILY HOMEOWNERS ASSOCIATION appeared before me in person, and acknowledged that he signed the foregoing instrument for the uses and purposes therein set forth.

DBR  
Notary Public

(NOTARY SEAL)

Date: 6/18/07

