

Countryside Subdivision Land Use Restrictions

WITNESSETH: The undersigned, being 75% of all the owners of all the lots in Countryside Subdivision, located in Oldham County, Prospect, Kentucky, do hereby adopt the following the following revised and amended restriction and covenants, which restrictions and covenants shall apply to all of the lots of the said Countryside Subdivision as shown on the plat of same, styled Countryside Subdivision, which plat is recorded in Plat Book 2, page 47 and any amendments therof in the Oldham County Court Clerk's Office. (Established by the subdivision developer, Barnwill, Incorporated).

1. All improvements erected shall be used for single family residential purposes only.
2. Only one (1) residence and one (1) private garage for not over three (3) cars may be erected or placed on each lot. Carports may be permitted if approved in writing under Paragraph 4 of these restrictions. This restriction shall not prevent larger building sites, but each lot is a minimum building site.
3. The ground floor area of any residence shall be a minimum of 1200 square feet living space, if residence is a one floor plan; 800 square feet on first floor, 500 square feet on second floor, if residence is one and one-half story; 800 square feet on first floor, 500 square feet on second floor, if residence is full two stories; if residence is of tri-level or bi-level design, the living space shall be not less than 1800 square feet.

Square footage shall be determined without including garage, breezeway and porches of open type.

4. No building shall be erected, placed or altered on any lot until the construction plans, and a plan showing the location of the structure, the type of exterior material, and the driveway, culvert or apron which have been approved before construction is begun by Fielding H. Dickey and/or J. William Frentz, as Agents, or by anyone authorized by Barnwill, Incorporated in writing, or by any person or committee to whom said Corporation, its successors or assigns, may delegate such rights in writing, after seventy-five (75) percent of all lots have been sold. The plans and specifications of each residence garage, or carport, drive, sidewalk and entrance to the street, showing the plan, type, kind, size, shape, height, exterior materials location, elevation, and grade levels, shall be submitted to and approved by the aforementioned before construction is begun.
5. Building setback lines shown on the recorded plat shall be observed as a minimum.
6. Any fencing shall be of hedge or open type and shall not extend nearer to the front line of the lot than the front wall of the residence, no fencing shall exceed five and one-half (5 1/2) feet in height.
7. No noxious or offensive trade shall be carried on upon any lot above described, nor shall anything be done thereon which may be or become an annoyance or nuisance to the neighborhood.
8. No trailer, basement, tent, shack, garage or other outbuilding erected on any lot described above at any time shall be used as a residence, temporarily or permanently. No structure shall be moved onto any lot unless it shall conform to the restrictions herein.
9. No chickens, ducks, geese or other fowl and no swine, cattle, goats or other like animals shall be kept on any lot. No animals are to be raised for commercial purposes on said property.
10. No more than one sign shall be permitted on any unimproved lots and the same shall not be larger than two (2) feet by three (3) feet. This restriction, however, shall not apply to contractors' signs, which shall not exceed three (3) feet by five and one-half (5 1/2) feet.

11. The easements shown on the recorded plat of said subdivision are reserved as perpetual easements for the purposes shown on said plat.
12. All restrictive covenants set forth above shall have a continuing use with the land until January 1, 2010, and thereafter until such time as the owners of seventy-five (75) percent of said lots may in writing, duly recorded, change, alter, amend or cancel said restrictions, in whole or in part.
13. At any time after seventy-five (75) percent of the lots in said subdivision have sold by Barnwill, Incorporated, its successors or assigns, the owners of the lots in said subdivision may elect from their number a committee of not less than three (3) of said lot owners to make approvals under Paragraph 4 of these restrictions and to perform and carry out any other functions and duties of the developer under these restrictions.
14. All front yards shall be seeded or sodded at the time of construction of residences to the edge of the macadam road.
15. All individual lot owners shall be required to install water meters with lines having not less than a one (1) inch water service connection to the main line.
16. It is further understood and agreed that all lots in said subdivision shall be assessed by the developer, its successors and assigns, annually for the maintenance of the roads and other general maintenance of the subdivision, beginning January 1, 1971, the sum of ten (\$10.00) dollars per lot. Proceeds from said annual maintenance charge shall be expended in the discretion of the developer, its successors or assigns. Any profit derived therefrom shall belong to the developer, its successors or assigns. The foregoing annual charge shall constitute a lien upon which each lot until paid however, this lien shall be second and inferior to any subsequent valid mortgage or vendor's lien against any lot, and the developer does hereby subordinate the same. It is understood and agreed that the aforementioned assessment will continue until the maintenance of said road is assumed by Oldham County or some other public authority, it being further provided that the developer, its successors and assigns, shall have the right to continue said assessment for the general maintenance of the subdivision in the event that same is deemed necessary by the developer, its successors and assigns.
17. All of the restrictions and provisions herein shall be deemed to be covenants running with the land and binding upon the parties hereto, their successors and assigns, and to each purchaser of a lot in Countryside Subdivision, his heirs, successors and assigns, and shall be in full force and effect from the date of execution of same by the parties hereto and shall apply to all lots in Countryside Subdivision, as shown on the plat hereinabove referred to, which plat is recorded in Plat Book 1, page ____, of the Oldham County Clerk's Office.
18. In the event that any of the requirements contained in the above restrictions are less than those set by the Oldham County Planning and Zoning Commission, then the requirements of the Oldham County Planning and Zoning Commission shall govern and apply.

19. The owner of any lot in Countryside Subdivision, as well as the developer, its successors and assigns, may enforce these restrictions and covenants by proper legal proceedings, and the invalidation of any one or more of these restrictions and covenants or any part thereof, by judgment and order of any Court shall not affect the other restrictions and covenants which shall remain in full force and effect as herein provided.

20. The above restrictions shall not be construed to apply to any other property which Barnwill, Incorporated may now own or may hereafter acquire in the immediate vicinity of the property hereinabove described.

Land Use Restrictions of Countryside Subdivision
and Bylaws of Countryside Homeowner's Association, Inc.

Countryside Homeowner's Association Bylaws
Table of Contents

<u>Contents</u>	<u>Page</u>
Article I, Organization	2
Article II, Objectives	2
Article III, Area Defined	2
Article IV, Membership	2
Article V, Board of Directors-General	2
Article VI, Election of Directors	3
Article VII, Powers and Duties of the Board of Directors	3
Article VIII, Officer-Duties of Officers	4
Article IX, Member's Assessments	5
Article X, Meetings of the Association	6
Article XI, Association-General	6
Article XII, Amendment of Bylaws	6
Article XIII, Committees	7
Article XIV, Rules of Order	7
Original History of Amended Sections	8

ARTICLE I

1. Organization:

1.1 "Association" shall mean and refer to Countryside Homeowner's Association, Inc., a non-stock, non-profit corporation organized and existing under the laws of the Commonwealth of Kentucky.

ARTICLE II

2. Objectives:

2.1 To protect and promote the welfare of the membership.

2.2 To acquire, construct, manage, maintain and care for Association property, including the improvement of roads, outside lighting system and general appearance of the common areas in Countryside at Prospect.

2.3 To otherwise advance the interests of the membership in person and property.

2.4 To maintain a wholesome, healthy, safe environment in the area.

2.5 To take preventive action on all matters detrimental to the membership and/or area.

ARTICLE III

3. Area Defined:

3.1 The geographical limitations of the area covered by this Association's interests shall be that area in Oldham County known as Countryside at Prospect subdivision.

ARTICLE IV

4. Membership:

4.1 The membership of this Association shall consist of:

a) Active Members - lot owners in the area who are record owners of a fee or undivided fee. However, voting privileges shall only be extended to those members who are current on the assessments pursuant to Article 9.2 hereafter. (Amended March 24, 1992)

b) No more than two adult members from any one household shall be entitled to voting membership cards, and their names shall appear on the "paid" membership list.

ARTICLE V

5. Board of Directors - General:

5.1 The affairs of the Association will be managed by a Board of eleven (11) Directors. The initial Board of Directors will consist of eleven (11) Directors and they shall hold office until the election of their successors, but for no more than one (1) year. At least five of said Directors shall be elected from the existing Board.

5.2 At the first annual meeting the five (5) Directors receiving the most votes shall serve a term of two (2) years, the remaining six (6) receiving the next largest number of votes shall serve for a one (1) year term. On the expiration of the respective terms, the Successor to each shall be elected for a term of two (2) years.

5.3 Vacancies in the Board shall be filled by a majority of the remaining Directors. Any such appointed Director is to hold office for the unexpired term of the Director being replaced until the next annual meeting.

5.4 All eleven (11) of the existing Board members are eligible to be voted on. The five Directors receiving the majority of votes will be re-elected for another one (1) year term.

5.5 Newly elected Directors shall begin serving on the Board immediately after the adjournment of the meeting at which they were elected.

5.6 Any Director that misses two (2) consecutive Board of Directors meetings and fails to attend the third, without being excused, shall automatically be removed. Any vacancy shall be filled as provided for in Articles 5.3 and 7.5. (Amended March 13, 2005)

5.7 All Officers and Directors shall have equal voting rights at Board meetings.

5.8 Any Director that missed two (2) consecutive quarterly assessments shall be automatically replaced as provided in Article 5.3 above. (Amended/Added March 24, 1992; July 19, 2014)

ARTICLE VI

6. Election of Directors:

6.1 Not later than December 1st of each year, the President shall appoint the chairman of the nominating committee from the Board of Directors. This chairman shall select four persons from the active membership to serve as the nominating committee. The names of the nominees selected by the nominating committee shall be sent to the membership at least twenty (20) days before the date of the annual meeting.

6.2 In addition to persons selected by the nominating committee, nominations may be made from the floor or by letter of intent, mailed to the President or Corresponding Secretary, and received at least ten (10) days prior to the annual meeting. All nominees must give full consent to serve prior to their names being placed on the ballot.

6.3 Elections shall be held at the annual meeting and shall be by secret ballot.

ARTICLE VII

7. Powers and Duties of the Board of Directors:

7.1 The newly elected Board of Directors shall meet immediately following the adjournment of the annual meeting to elect from its members or the membership at large the following offices:

- a) President
- b) Vice-President
- c) Recording Secretary
- d) Corresponding Secretary (Amended April 20, 2008)
- e) Treasurer

7.2 The Board of Directors shall hold regular meetings once every other month. The Board shall call special meetings whenever deemed necessary by a quorum of the Board or when requested by 1/4th of the voting membership in writing. The Board shall meet within the state of Kentucky and may meet as often and at such times and places as the Board may deem advisable provided, however, the Board must meet at least once every month. (Amended July 19, 2014)

7.3 Directors shall attend all meetings of the Board and represent the membership in a manner suitable to their office.

7.4 It shall be the duty of the Board to care for the property and interests of the Association and to determine policies for the conduct of its affairs. The Board shall have the power to raise and expend funds to promote the welfare of the Association and to employ any and all lawful means it may deem proper and expedient to secure the objectives of the Association unless specifically denied such authorization by a majority vote of the membership present and voting at a meeting called for that purpose.

7.5 The Board is authorized and empowered to fill any vacancy which may occur among the officers of the corporation until the next annual meeting.

7.6 The fiscal year of the Homeowner's Association shall be determined by the Board of Directors.

7.7 A majority of the current members of the Board, present in person, shall constitute a quorum at all meetings of the Board of Directors. (Amended July 19, 2014)

ARTICLE VIII

8. Officers - Duties of Officers:

8.1 President

- a) Shall preside at all meetings of the Association.
- b) Shall appoint all standing and special committee chairmen, with the approval of a majority of the Directors, including, but not limited to, those outlined in Article XIII hereinafter, and shall be an ex-officio member of all such committees, excepting the nominating committee.
- c) Shall call meetings of the Board of Directors and/or membership at such times as he may deem necessary and appropriate.
- d) Shall carry out the will of the Board and the Association as expressed at their respective meetings, and in general shall conduct the affairs of the Association in a manner consistent with the authority and responsibility pertaining to his office.
- e) Shall enforce filing of lien against property owner when his \$10 assessment, referred to in Article IX, remains unpaid 30 days from due date.

8.2 Vice-President In the absence of the President, or in the event of his inability to act, the Vice-President shall discharge the duties of the President.

8.3 Recording Secretary

a) The Recording Secretary shall attend all meetings of the Association and shall keep a true and accurate record of the proceedings.

b) Within thirty (30) days after the election of his/her successor the Recording Secretary shall deliver all of the corporate records in his/her possession to the aforesaid successor.

8.4 Corresponding Secretary (Amended April 20, 2008)

a) The Corresponding Secretary shall keep a complete list of all members of the Association, their addresses and telephone numbers. (Amended April 20, 2008)

b) Shall carry on all the correspondence of the Association as instructed by the Board and the President or the Association.

c) Shall give notice of all meetings of the Board and/or the Association.

d) Shall give notice to all members of the Association of the names of the nominees to the Board-as required in Article VI.

e) Within thirty (30) days after the election of his/her successor, the corresponding secretary shall deliver all corporate records in his/her possession to the aforesaid successor. (Amended April 20, 2008)

8.5 Treasurer

a) Shall collect all monies due the Association and shall keep account of all monies received by and expended by or on behalf of the Association.

1. All expenditures shall be approved by the Board and all checks issued signed by two (2) members of the Board of Directors who are bonded. The premiums of such bonds shall be paid out of the funds of the Association.

2. Anything herein to the contrary notwithstanding, no expenditures of Association funds shall be made, nor obligations incurred, in excess of two thousand dollars (\$2000.00) for any one purpose or project unless the same be first approved by a majority vote of the membership present and voting, except payment to the sanitation company for garbage pick-up. (Amended April 20, 2008)

3. All monies of the Association shall be deposited in a bank approved by the Board in the name of the Association.

b) On leaving office, the Treasurer shall deliver to his/her successor all monies, books, papers, and other property belonging to the Association which may then be in his/her possession or under his/her control.

c) In the case of the absence or the inability of the Treasurer to act, the Board may authorize the President and Recording Secretary of the Association to issue checks and perform such other duties of the Treasurer as may in the event become necessary.

d) The Treasurer may at any time be required to give bond in such sum as the Board may deem advisable.

e) The Treasurer shall give a statement of finances as often as required. However, a compilation of the Treasurer's accounts shall be done annually (and more often, if deemed necessary by the Board), by a graduate accountant or CPA to be selected by the Board. (Amended April 20, 2008)

ARTICLE IX

9. Member's Assessments:

9.1 The assessments of all members shall be ten dollars (\$10.00) per year per lot, due and payable on January first of each year as stated in paragraph sixteen (16) of the original land use restrictions; and any regular and or special assessments as determined by a quorum of the general membership. HOA general fund assessment of all members shall be thirteen dollars and fifty cents (\$13.50) per year per lot, due and payable on January first of each year as stated in paragraph sixteen (16) of the original land use restrictions. (Amended December 4, 2018) Assessments shall not contain payment for personal services such as garbage, recycling. (Amended March 24, 1992)

9.2 Any member whose assessment remains unpaid at the time of the annual meeting shall be ineligible to vote in the annual election or to enjoy other rights and privileges of membership.

ARTICLE X

10. Meetings of the Association:

10.1 The annual meeting of the Association shall be conducted in April at such time and at such place within the Commonwealth of Kentucky as the Board shall determine. Reports of the various Officers, and all Committee Chairman for the year just ended shall be submitted to the membership at the annual meeting. (Amended April 20, 2008) The Board voted on August 12, 2012 to amend that the Association be required to hold one (1) annual meeting per year.

10.2 Special meetings of the Association may be called by the President with the support of a majority of the Board whenever they shall deem a meeting necessary or advisable. Special meetings shall also be called by the Secretary on the written request of not less than 25 % of the active eligible voting members of the Association.

10.3 Notice of all meetings of Association members, both special and regular, shall be given to all members of the Association at least ten (10) days prior to the date of said meeting and shall set forth the time and place thereof and the business to be transacted at such meetings.

10.4 Meetings of the Board of Directors are open to active members of the Association.

ARTICLE XI

11. Association General:

11.1 Fifteen (15) members of the Association in good standing shall constitute a quorum for the transaction of any business at any annual, semi-annual or special meeting of the Association. (Amended: March 28, 1989; August 11, 2012)

11.2 The Association may remove from office any Officer, Director, Committee Chairman, or Committee Member whenever, in its judgement, the welfare of the Association requires such removal, provided that a statement signed by at least twenty (20) members in good standing and setting forth the intention to ask for such removal shall be filed with the Secretary or with the President and shall be read by him/her at a stated meeting of the Association. Thirty (30) days after the reading of the removal request, a special meeting of the Association shall be called to determine by secret ballot whether or not such removal shall be put into effect. An affirmative vote of at least two-thirds of the entire membership shall be required for removal.

ARTICLE XII

12. Amendment of Bylaws:

12.1 The bylaws of the Association may be amended at any regular meeting of the Association; provided, however, that such proposed amendment is made in writing and a notice of such amendment is given to all members by the Secretary at least ten (10) days prior to the regular meeting. Two-thirds of the votes cast, a quorum being present, shall be required for the adoption of any such amendment.

ARTICLE XIII

13. Committees:

13.1 The standing committees of the Association shall be as follows:

- a) Architectural control and land use restriction
- b) Roads, road maintenance, sanitation and drainage
- c) Traffic and safety
- d) Membership and publicity
- e) Social and community affairs
- f) Bylaws
- g) Audit
- h) Landscaping and beautification
- i) Special projects, garbage collection

13.2 The Association shall also have such special or "ad hoc" committees as the President shall, from time-to-time, deem necessary.

13.3 Each committee shall consist of a chairman to be appointed by the President and a minimum of two members to be appointed by the committee chairman.

ARTICLE XIV

14. Rules of Order:

14.1 All meetings of the Association and/or the Board shall be conducted in accordance with the latest revised edition of Robert's Rules of Order.

14.2 The following order of business shall be observed in the conduct of such meetings:

- a) Call meeting to order
- b) Read minutes of the last regular or special meeting for approval
- c) Reports of Officers and Committees
- d) Elections (if annual meeting)
- e) Unfinished business
- f) New business
- g) Adjournment

ORIGINAL HISTORY OF AMENDED SECTIONS

(4) Article IV, Paragraph 4.1 (a) Active Members - lot owners in the area who are record owners of a fee or undivided fee. However, voting privileges shall only be extended to those members who are current on the annual assessments pursuant to Article 9.2 hereinafter. (Amended March 24, 1992)

(5) Article V, Paragraph 5.6- Any Director that misses two (2) consecutive Board of Directors meetings, and fails to attend the third, shall automatically be removed and replaced as provided in Article 5.2 above. (Amended March 13, 2005)

(5) Article V, Paragraph 5.8 was added to the bylaws. (Added / Amended March 24, 1992)

(5) Article V, Paragraph 5.8 Any Director that missed two (2) consecutive quarterly assessments shall be automatically removed and replaced as provided in Article 5.3 above.

(7) Article VII, Paragraph 7.1, d) Secretary (Amended April 20, 2008)

(7) Article VII, Paragraph 7.7 Six (6) members of the Board, present in person, shall constitute a quorum at all meetings of the Board of Directors.

(8) Article VIII, Paragraph 8.4 Secretary (Amended April 20, 2008)

(8) Article VIII, Paragraph 8.4, a) The Secretary shall keep a complete list of all members of the Association, their addresses and telephone numbers. (Amended April 20, 2008)

(8) Article VIII, Paragraph 8.4, e) Within thirty (30) days after the election of his/her successor, the secretary shall deliver all corporate records in his/her possession to the aforesaid successor. (Amended April 20, 2008)

(8) Article VIII, Paragraph 8.5, a), 2., Anything herein to the contrary notwithstanding, no expenditures of Association funds shall be made, nor obligations incurred, in excess of five hundred dollars (\$500.00) for any one purpose or project unless the same be first approved by a majority vote of the membership present and voting, except payment to the sanitation company for garbage pick-up. (Amended April 20, 2008)

(8) Article VIII, Paragraph 8.5, e) The Treasurer shall give a statement of finances, as often as required. However, the Treasurer's accounts shall be audited annually (and more often if deemed necessary by the Board) by a graduate Accountant or C.P.A. to be selected by the Board. (Amended April 18, 1996, Article VIII, Paragraph 8.5,e)) (Amended April 20, 2008)

(8) Article VIII, Paragraph 8.5, f) The Treasurer shall give a complete financial report, which has been audited, at the annual meeting. (Amended April 18, 1996, Article VIII, Paragraph 8.5, f, combined with e))

(9) Article IX, Paragraph 9.1 -The assessment of all members shall be ten (\$10.00) dollars per year, per lot, due and payable on January first of each year as stated in paragraph sixteen (16) of the original land use restrictions. (Amended March 24, 1992)

(10) Article X, Paragraph 10.1, The annual meeting of the Association shall be conducted in March at such time and at such place within the Commonwealth of Kentucky as the Board shall determine. Reports of the various Officers, and all Committee Chairman for the year just ended shall be submitted to the membership at the annual meeting. (Amended April 20, 2008)

(10) Article X, Paragraph 10.1, The annual meeting of the Association shall be conducted in April at such a time and at such a place within the Commonwealth of Kentucky as the Board members shall determine. Reports of various Officers, and all Committee Chairman for the year just ended shall be submitted to the membership at the annual meeting (Amended April 20, 2008)

In addition, a meeting of the Association shall be held in September of each year.

(11) Article XI, Paragraph 11.1, Twenty-five percent (25%) of the members of the Association in good standing shall constitute a quorum for the transaction of business at any meeting of the Association. (Amended March 28, 1989)

(11) Article XI, Paragraph 11.1, Twenty-five (25) members of the Association in good standing shall constitute a quorum for the transaction of any business at any annual, semi-annual, or special meeting of the Association. (Amended August 11, 2012)