

HARBORVIEW HOMEOWNERS ASSOCIATION, INC.

EMERGENCY BY-LAWS

On this 24 day of November, 2020, the Board of Directors of Harborview Homeowners Association, Inc. hereby adopts these temporary emergency by-laws.

WHEREAS, the Association is the community association of Harborview by virtue of the "Declaration of Covenants and Restrictions" as recorded in the records of Clay County, Missouri, as may be amended ("Declaration"); and

WHEREAS, the Association is a Missouri nonprofit corporation pursuant to the Missouri Nonprofit Corporation Act ("NCA") and governed pursuant to its "By-Laws of Harborview Homeowners Association, Inc. "as may be amended ("By-Laws"); and

WHEREAS, it is imperative to foster the health and safety of the members of the Association by reducing the possible exposure to, and reducing the spread of, COVID-19; and

WHEREAS, countless government entities and other private businesses have implemented numerous immediate changes to conducting business; and

WHEREAS, the Association desires to implement all reasonable and prudent changes to operations to help protect its members and residents as more particularly set forth below.

NOW, THEREFORE, the Board of Directors hereby adopts these Emergency By-Laws that shall become effective immediately and shall cease after the emergency ends.

ARTICLE I: APPLICABILITY AND DURATION.

- 1.1 **Applicability & Duration.** These emergency by-laws shall apply to all events and circumstances during the emergency and shall no longer be applicable upon the end of the emergency.
- 1.2 **Impact on Existing By-Laws.** Absent a provision to the contrary contained herein, the By-Laws shall remain valid and enforceable during this emergency.
- 1.3 **Limitation on Authority to Act.** As these emergency by-laws are to ensure limited interruption of the operations of the Association, no provision of these by-laws shall be interpreted as authorizing an action of the Association or the Board not otherwise permitted herein or by law.
- 1.4 **Goals and Purposes.** As much as practicable, the Association will take all reasonable actions and efforts to reduce the impact of this emergency upon the operation of the Association by taking advantage of technology to conduct its affairs.
- 1.5 **Government Response.** As this emergency remains fluid and changes may occur to applicable laws and regulations, these provisions shall not conflict with any applicable law or regulation as may be adopted the federal or state government including their political subdivisions and agencies.

1.6 Distribution and Recitals. Upon adoption, these emergency by-laws shall be distributed to the Members. Recitals are incorporated as if fully stated herein.

ARTICLE II: ANNUAL MEETINGS

2.1 Annual Meeting. Pursuant to Section 355.231 of the NCA, the Association is required to conduct its election as well as provide an update on the financial condition of the Association at its annual meeting. To comply with such requirements without the necessity of meeting in-person, the Association shall:

- (a) Conduct all elections by mail (or in conjunction with an online election application) after notice is provided to its Members as provided herein.
- (b) Conduct a separate telephone conference (or online virtual platform) for discussion on the financial condition of the Association.
- (c) Conduct any other votes that are otherwise required to be taken under the Declaration or By-Laws by mail (or in conjunction with an online election application) after notice is provided to its Members as provided herein.

2.2 Notice of Meeting. The Association shall, unless a Member otherwise notifies the Association, shall notify the Owner via email if an email address has been provided. The notice shall be sent not less than 20 days prior to the deadline for casting a ballot. If conducted electronically or through an online election application, the notice shall provide instructions on accessing the ballot online and a telephone number to contact for assistance or to request a paper ballot. If done by mail, the ballot shall contain instructions on its return.

2.3 Quorum. The quorum to conduct the election of the Association shall be suspended so long as 40 Members cast a ballot in conducting the election.

ARTICLE III: BOARD MEETINGS & ELECTRONIC TRANSACTIONS

3.1 Method of Meeting & Quorum. All meetings of the Board shall be via telephone conference and the quorum shall be a majority of the Board members that are not otherwise prevented from participating as a matter of law or medical condition.

3.2 Notice to Owners. If practicable, the Board shall provide a telephone conference number before a Board meeting to facilitate Members in hearing the conducting of business of the Board.

3.3 Minutes. The Board shall distribute the minutes of the meeting electronically to those Members that have requested such information if it is not otherwise available via other means.

3.4 Electronic Transactions and Communications. The Board, so long as such actions are approved by a majority of the Board, may conduct business, including execution of contracts, electronically even if such action is not unanimously adopted.

CERTIFICATION

We, the undersigned, being the President and Secretary of the Board of Directors of Harborview Homeowners Association, Inc., a Missouri nonprofit corporation, do hereby certify that the foregoing constitute a temporary amendment to the By-Laws of said Association, as duly adopted by the Board on the date written above.

Harborview Homeowners Association, Inc.

By:

Jean
Its President

Jennifer Pease

[No Seal]

Attest:

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Secretary