

BY-LAWS

OF

ARBOUR MEADOWS HOMEOWNERS' ASSOCIATION

ARTICLE I

Offices

The corporation shall maintain in the State of Illinois a registered office and a registered agent, at such office and may have other offices within or without the state.

ARTICLE II

Members

SECTION 1. CLASSES OF MEMBERS. The corporation shall have one class of members. The designation of such class shall be as follows: Ownership of a lot in Arbour Meadows Subdivision.

SECTION 2. ELECTION OF MEMBERS. Members shall be elected by a two-thirds vote of the Board of Directors, although anyone meeting the requirements of Section 1 hereof shall be deemed automatically elected.

SECTION 3. VOTING RIGHTS. Each member shall be entitled to one vote for each lot owned on each matter submitted to a vote of the members. In the event that the equitable ownership of any lot in Arbour Meadows Subdivision, Champaign County, Illinois, is held by two or more persons, then such persons shall collectively constitute one member. Said persons may vote their membership for such lot only by their mutual agreement. In the event mutual agreement between such persons is not reached, said persons shall not be entitled to vote on such matters submitted to a vote of membership. The assertions of any one of such persons as to their mutual agreement shall be binding on the corporation and its members.

SECTION 4. TERMINATION OF MEMBERSHIP. The Board of Managers by affirmative vote of two-thirds of all of the members of the Board may suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues for the period fixed in Article XI of these by-laws, or in the payment of assessments for the period fixed in Article XV of these by-laws.

SECTION 5. RESIGNATION. Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

SECTION 6. REINSTATEMENT. Upon written request signed by a former member and filed with the Secretary, the Board of Managers may by the affirmative vote of two-thirds of the members of the Board reinstate such former member to membership upon such terms as the Board of Managers may deem appropriate.

SECTION 7. TRANSFER OF MEMBERSHIP. Membership in this Corporation is not transferable or assignable.

SECTION 8. NO MEMBERSHIP CERTIFICATES. No membership certificates of the Corporation shall be required.

ARTICLE III

Meetings of Members

SECTION 1. ANNUAL MEETING. An annual meeting of the members shall be held in the month of December of each year for the purpose of electing Directors and for the transaction of such other business as may come before the meeting.

SECTION 2. SPECIAL MEETING. Special meetings of the members may be called either by the president, the Board of Directors, or not less than one-fifth of the members having voting rights.

SECTION 3. PLACE OF MEETING. The Board of Directors may designate any place as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Illinois.

SECTION 4. NOTICE OF MEETINGS. Written notice stating the place, date, and hour of any meeting of members shall be delivered to each member entitled to vote at such meeting not less than five nor more than forty days before the date of such meeting. In case of a special meeting or when required by statute or by these by-laws, the purpose for which meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

SECTION 5. INFORMAL ACTION BY MEMBERS. Any action required to be taken at a meeting of the members of the corporation, or any other action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

SECTION 6. QUORUM. The members holding 51% of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting at any time without further notice. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the original meeting; withdrawal of members from any meeting shall not cause failure of a duly constituted quorum at that meeting.

SECTION 7. PROXIES. Each member entitled to vote at a meeting of members or to express consent or dissent to corporate action in writing without a meeting may authorize another person or persons to act for him by proxy, but no such proxy shall be voted or acted upon after eleven months from its date, unless the proxy provided for a longer period.

ARTICLE IV

Board of Directors

SECTION 1. GENERAL POWERS. The affairs of the corporation shall be managed by its Board of Directors.

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of Directors shall be five. Each Director shall hold office until the next annual meeting of members and until his successors shall have been elected and qualified. Directors need not be residents of Illinois or members of the corporation. The number of Directors may be decreased to fewer than three or increased to any number from time to time by amendment of this section, unless the articles of incorporation provide that a change in the number of Directors shall be made only by amendment of the articles of incorporation.

SECTION 3. REGULAR MEETINGS. A regular annual meeting of the Board of Directors shall be held without other notice than these by-laws, immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place, for the holding of additional regular meetings of the Board without other notice than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the president or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meeting of the Board called by them.

SECTION 5. NOTICE. Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by written notice to each Director at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Notice of any special meeting of the Board of Directors may be waived in writing signed by the person or persons entitled to the notice either before or after the time of the meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

SECTION 6. QUORUM. A majority of the Board of Directors shall constitute a quorum 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 to another time without further notice.

SECTION 7. MANNER OF ACTING. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by statute, these by-laws, or the articles of incorporation.

SECTION 8. VACANCIES. Any vacancy occurring in the Board of Directors or any directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors unless the articles of incorporation, a statute, or these by-laws provide that a vacancy or a directorship so created shall be filled in some other manner, in which case such provision shall control. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

SECTION 9. COMPENSATION. Directors shall not receive any stated salaries for their services, provided that nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving reasonable compensation therefor.

ARTICLE V

Officers

SECTION 1. OFFICERS. The officers of the corporation shall be a president, one or more vice presidents (the number thereof to be determined by the Board of Directors), a treasurer, a secretary, and such assistant treasurers, assistant secretaries or other officers as may be elected by the Board of Directors. Officers whose authority and duties are not prescribed in these by-laws shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of president and secretary.

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election of an officer shall not of itself create contract rights.

SECTION 3. REMOVAL. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 4. PRESIDENT. The president shall be the principal executive officer of the corporation. Subject to the direction and control of the Board of Directors, he shall be in charge of the business and affairs of the corporation; he shall see that the resolutions and directives of the Board of Directors are carried into effect except in those instances in which that responsibility is assigned to some other person by the Board of Directors; and, in general, he shall discharge all duties

incident to the office of president and such other duties as may be prescribed by the Board of Directors. He shall preside at all meetings of the Board of Directors, except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Board of Directors or these by-laws, he may execute for the corporation any contracts, deeds, mortgages, bonds, or other instruments which the Board of Directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument. He may vote all securities which the corporation is entitled to vote except as and to the extent such authority shall be vested in a different officer or agent of the corporation by the Board of Directors.

SECTION 5. VICE PRESIDENT. The vice president (or in the event there be more than one vice president, each of the vice presidents) shall assist the president in the discharge of his duties as the president may direct and shall perform such other duties as from time to time may be assigned to him by the president or by the Board of Directors. In the absence of the president or in the event of his inability or refusal to act, the vice president (or in the event there be more than one vice president, the vice presidents, in the order designated by the Board of Directors, or by the president if the Board of Directors has not made such a designation, or in the absence of any designation, then in the order of their seniority of tenure) shall perform the duties of the president and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Board of Directors or these by-laws, the vice president (or any of them if there are more than one) may execute for the corporation any contracts, deeds, mortgages, bonds or other instruments which the Board of Directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.

SECTION 6. TREASURER. The treasurer shall be the principal accounting and financial officer of the corporation. He shall:
(a) have charge of and be responsible for the maintenance of

adequate books of account for the corporation; (b) have charge and custody of all funds and securities of the corporation, and be responsible therefor, and for the receipt and disbursement thereof; and (c) perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the president or by the Board of Directors. If required by the Board of Directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

SECTION 7. SECRETARY. The secretary shall record the minutes of the meetings of the members of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporation records and of the seal of the corporation; keep a register of the post office address of each member which shall be furnished to the secretary by such member; and perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

SECTION 8. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES. The assistant treasurers and assistant secretaries shall perform such duties as shall be assigned to them by the treasurer or the secretary, respectively, or by the president or the Board of Directors. If required by the Board of Directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine.

ARTICLE VI

Committees

SECTION 1. COMMITTEES OF DIRECTORS. The Board of Directors, 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 provided in said resolution and not restricted by law, shall have and exercise the authority of the Board of Directors in the management of the corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

SECTION 2. OTHER COMMITTEES. Other committees not having and exercising the authority of the Board of Directors in the corporation 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 members of the corporation, and the president of the corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

SECTION 3. TERM OF OFFICE. Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

SECTION 4. CHAIRMAN. One member of each committee shall be appointed chairman.

SECTION 5. VACANCIES. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

SECTION 6. QUORUM. Unless otherwise provided in the resolution of the Board of Directors 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.

SECTION 7. RULES. Each committee may adopt rules for its own government not inconsistent with these by-laws or with rules adopted by the Board of Directors.

ARTICLE VII

Contracts, Checks, Deposits and Funds

SECTION 1. CONTRACTS. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the

absence of such determination by the Board of Directors, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or a vice president of the corporation.

SECTION 3. DEPOSITS. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, corporation companies, or other depositories as the Board of Directors may select.

SECTION 4. GIFTS. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or, devise for the general purpose or for any special purpose of the corporation.

ARTICLE VIII

Certificates of Membership

SECTION 1. CERTIFICATES OF MEMBERSHIP. The Board of Directors may provide for the issuance of certificates evidencing membership in the corporation which shall be in such form as may be determined by the Board. Such certificates shall be signed by the president or a vice president and by the secretary or an assistant secretary and shall bear the corporation's seal which may be in facsimile. The name and address of each member shall be entered on the records of the corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefor upon such terms and conditions as the Board of Directors may determine.

SECTION 2. ISSUANCE OF CERTIFICATES. When a member has been elected to membership and has paid an initiation fee and dues that may then be required, a certificate of membership shall be issued in his name and delivered to him by the secretary, if the Board of Directors shall have provided for the issuance of certificates of membership under the provisions of Section 1 of this article.

ARTICLE IX

Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books

and records of the corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE X

Fiscal Year

The fiscal year of the corporation shall be fixed by resolution of the Board of Directors.

ARTICLE XI

Dues

SECTION 1. ANNUAL DUES. The Board of Directors may determine from time to time the amount of initiation fee, if any, and annual dues payable to the corporation by members of each class. Arbours Development Company, as developer, has contributed \$150.00 to the Homeowners' Association for each lot which has been sold. Those amounts constitute the first annual dues for each such lot. No other fees or assessments of any kind shall be levied against Arbours Development Company. Subsequent annual dues shall be levied against each lot owner who purchases from Arbours Development Company.

SECTION 2. PAYMENT OF DUES. Dues shall be payable in advance on the 15th day of March in each year. Dues of a new member shall be prorated from the first day of the month in which such new member is elected to membership, for the remainder of the fiscal year of the corporation.

SECTION 3. DEFAULT AND TERMINATION OF MEMBERSHIP. When any member of any class shall be in default in the payment of dues for a period of two (2) months from the beginning of the period for which such dues became payable, his membership may thereupon be terminated by the Board of Directors in the manner provided in Article II of these by-laws.

ARTICLE XII

Seal

The corporate seal shall have inscribed thereon the name of the corporation and the words "Corporate Seal, Illinois".

ARTICLE XIII

Waiver of Notice

Whenever any notice is required to be given under the provisions of the General Not For Profit Corporation Act of

Illinois or under the provisions of the articles of incorporation or the by-laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIV

Amendments

The power to alter, amend, or repeal the by-laws or adopt new by-laws shall be vested in the Board of Directors unless otherwise provided in the articles of incorporation or the by-laws. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or the articles of incorporation.

ARTICLE XV

Monthly Assessments

The Board of Directors may determine from time to time the amount of any monthly or annual assessments, if any, payable to the corporation by the members of each class. Such assessments shall be payable in advance at such times as may be determined by the Board of Directors. The equitable owner of any lot as of the date of any assessment shall be liable for said assessment. Said assessments may be prorated by said equitable owner and any subsequent equitable owner of such lot in the event of sale or other disposition thereof.

When any member shall be in default in the payment of assessments for a period of one (1) month from the date of such assessments become payable, his membership may thereupon be terminated by the Board of Directors in the manner provided in Article II of these by-laws.

Monthly assessments may be determined by the Board of Directors for the following purposes:

(a) to maintain, operate and manage the common areas and the improvements thereon of all of the various subdivisions known collectively as Arbour Meadows Subdivision situated in the Village of Savoy, County of Champaign, and State of Illinois;

(b) to promote the common good and to provide and furnish goods, services and facilities for the benefit of members of

the corporation and their guests, said members and guests being the consumers of such goods, services and facilities.

If any member or former member of the corporation is in default in the payment of the monthly assessments provided hereunder, or the dues provided in Article XIII hereof, the Board of Directors may bring suit for and on behalf of the corporation, to enforce collection thereof, or to foreclose the lien therefor as hereinafter provided; and there shall be added to the amount due the costs of said suit, and other fees and expenses together with interest at the rate of 18% per annum and reasonable attorneys' fees to be fixed by the Court. To the extent permitted by any decision or any statute or law now or hereafter effective, the amount of any delinquent and unpaid assessments or dues and interest, costs and fees as above-provided, shall be and become a lien or charge against the real estate of the delinquent party located in Arbour Meadows Subdivision, situated in Champaign County, Illinois and may be foreclosed by an action brought in the name of the corporation as in the case of foreclosure of liens against real estate. Any encumbrancer may from time to time request in writing a written statement from the Board of Directors of the corporation setting forth the unpaid dues and assessments with respect to said member covered by such encumbrance and unless said request shall be complied with within twenty (20) days, all such dues and assessments which become due prior to the date of the making of such request shall be subordinate to the lien of such encumbrance.

The Board of Directors of the corporation are specifically empowered with the power and authority to enforce all provisions of this section, together with all other provisions of these by-laws, and shall be further authorized and empowered to enforce all provisions of the Arbour Meadows Subdivision Owner's Certificate and Dedication, as amended from time to time, as are of public record in the Office of the Recorder of Deeds, Champaign County, Illinois. The Board of Directors of the corporation is further authorized and empowered to impose reasonable penalties for each such occurrence with respect to any violation by a member or former member of the corporation of the provisions of the Arbour Meadows Subdivision Owner's Certificate and Dedication, by-laws of this corporation, and resolutions of this corporation, as the same may exist from time to time.

ARBOUR MEADOWS HOMEOWNERS' ASSOCIATION

PROPOSED AMENDMENT TO BY-LAWS

WHEREAS, pursuant to Article IV, Section 2, of the By-Laws of the Arbour Meadows Homeowners' Association, "[t]he number of Directors shall be five"; and

WHEREAS, the Board of Directors feels it would be advantageous to homeowners to have broader representation on the Board for homeowners living in all phases of Arbour Meadows;

THEREFORE, the following AMENDMENT TO THE BY-LAWS is adopted:

AMENDMENT NO. 94-1

1. Section 2 of Article IV of the By-Laws is hereby amended to read as follows:

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of Directors shall be seven ~~five~~. Each Director shall hold office until the next annual meeting of members and until his successors shall have been elected and qualified. Directors need not be residents of Illinois or members of the corporation. The number of Directors may be decreased to fewer than three or increased to any number from time to time by amendment of this section, unless the articles of incorporation provide that a change in the number of Directors shall be made only by amendment of the articles of incorporation.

2. This amendment shall take effect immediately.

I hereby certify that the foregoing Amendment No. 94-1 to the By-Laws of the Arbour Meadows Homeowners' Association was duly adopted by the Board on October 19, 1994, by a vote of 4-0.

Tina M. Colombo, Secretary



Arbour Meadows

Homeowners' Association P.O. BOX 30, SAVOY, IL 61874

PHIL VAN NESS (*President*)
BRUCE BIRD (*Vice President*)
TINA COLOMBO (*Secretary*)
ART STRONG (*Treasurer*)

JIM PIRIE (*Governmental Liaison*)
PAT FRANCIS (*Co-Social Secretary*)
JOHN INSKIP (*Co-Social Secretary*)

May 16, 1995

Bruce Bird
803 Wesley Avenue
Savoy, IL 61874

Bob Hoffman
811 Vista Drive
Savoy, IL 61874

Barbara Pirie
209 Tomaras Avenue
Savoy, IL 61874

John Inskip
4 Redwing Court
Savoy, IL 61874

Russel Francis
206 Tomaras Avenue
Savoy, IL 61874

Gordon Cash
604 Pheasant Lane
Savoy, IL 61874

Nancy Sullivan
Arbours Development Company
1701 Broadmoor
Champaign, IL 61821

Enclosed please find a copy of Amendment No. 95-1 to the By-Laws for Arbour Meadows Homeowners' Association. The amendment was adopted by the Board on May 10, 1995 by a vote of six (6) to zero (0), and became effective on May 11, 1995.

Sincerely,

Tina M. Colombo
Secretary

ARBOR MEADOWS HOMEOWNERS ASSOCIATION

PROPOSED AMENDMENT TO BY-LAWS

WHEREAS, Pursuant to the restrictive covenants applicable to all properties located within the several subdivisions of Arbour Meadows ("the Covenants"), it is the duty and responsibility of the Arbour Meadows Homeowners Association ("AMHOA") to enforce, and to recover reasonable attorney fees to enforce, the Covenants; and

WHEREAS, Pursuant to the Covenants applicable to each Arbour Meadows subdivision, an Architectural Control Committee ("Architectural Committee") is created and authorized to approve or disallow the placement of any structure, including but not limited to any building, planting, dwelling or fence, on any building site within that subdivision; and

WHEREAS, It is therefore necessary for the Board of Directors ("Board") of AMHOA to monitor and structure the activities of the several Architectural Committees to assure that the covenants of title binding owners of property within the Association are properly administered and enforced as necessary for the successful and efficient legal defense of such actions; and

WHEREAS, It has come to the attention of the Board that, not infrequently, plans for improvements and new construction are not properly submitted for approval to the appropriate Architectural Committee; and

WHEREAS, It has come to the attention of the Board that, not infrequently, such plans for improvements and new construction as are properly submitted for approval to the appropriate Architectural Committee are thereafter not subjected to a uniform approval process in a manner that assures careful consideration of proposals and appropriate articulation of decisions and the rationale therefor; and

WHEREAS, The Board has noted that vacancies on some Architectural Committees have not been promptly or properly filled; and

WHEREAS, There presently exists no formal mechanism by which the Board is apprised of decisions made by the several Architectural Committees, or the reasons therefor;

THEREFORE, the following AMENDMENT TO THE BY-LAWS is adopted:

AMENDMENT NO. 95-1

1. Each and every Architectural Committee shall conduct itself as follows:
 - a. No Architectural Committee shall approve or disapprove of plans for any structure except after a meeting of

all standing members of the Committee. For purposes of this provision, where a vacancy on a Committee exists, the remaining members of the Committee shall constitute that Committee.

- b. No meeting of an Architectural Committee shall be held except after not less than 48 hours' prior notice to every member of the Committee. However, a Committee member may, in writing, waive such prior notice.
- c. Every decision by an Architectural Committee shall be accomplished by the affirmative vote of at least two members of the Committee. Each such decision shall be memorialized in writing, and, if such decision is adverse to the applicant, shall include a statement of the reasons therefor, citing the specific provision(s) of the applicable Covenants supporting that decision. A copy of each such decision shall be provided to the Board within 15 days.
- d. All meetings of each Architectural Committee shall be open to members of the Arbour Meadows Homeowners Association. However, no prior notice of such meeting need be given to any person not a member of such Committee unless a majority of the members of the Committee otherwise decide.

2. Every vacancy on an Architectural Committee shall be filled within 30 days. A vacancy occurs on the death, removal or resignation of any member. Removal of a member designated by the Developer of that subdivision as identified in the applicable Covenants (including the Developer's successors or assigns) shall be deemed to occur upon termination of such member's employment or representation by the Developer. Any vacancy may be filled by a person designated by the remaining members of the Committee, as provided in the Covenants. However, vacancies remaining unfilled for more than 30 days shall be filled by the Board. Nothing herein shall preclude changes in the membership of any Architectural Committee by the affirmative vote of the owners of record of 75% of the lots within the affected subdivision, as provided in the Covenants.

3. This amendment shall take effect on May 11, 1995. The Secretary shall provide a copy of this amendment to every member of an Architectural Committee and to every person who is the owner of record of 75% of the lots within a given subdivision of Arbour Meadows.

I hereby certify that the foregoing Amendment No. 95-1 to the By-Laws of the Arbour Meadows Homeowners' Association was duly adopted by the Board on May 10, 1995 by a vote of 6-0.

Tina M. Colombo
Tina Colombo, Secretary

ARBOUR MEADOWS HOMEOWNERS ASSOCIATION

AMENDMENT TO BY-LAWS

WHEREAS, As part of the development of Arbour Meadows, \$100 was contributed to the Association at the time each lot therein was sold for the purpose of providing a parkway tree for each such lot; and

WHEREAS, It has come to the attention that the Association's Parkway Tree Program is not well-understood by Association members; and

WHEREAS, Part of the confusion among Association members is due to the Association's lack of a consistent policy; and

WHEREAS, Current policy encourages over-charging by nurseries and manipulation of pricing by members; and

WHEREAS, The ultimate goal of the tree program is to secure the optimal benefit to the Arbour Meadows community;

THEREFORE, The following AMENDMENT TO THE BY-LAWS is adopted:

AMENDMENT NO. 95-2

1. There is hereby formally created the Arbour Meadows "Parkway Tree Program" (hereafter, "the Program"). Effective July 1, 1995, this program shall supersede the informal program presently in place.

2. For purposes of this By-Law Amendment, "Parkway" shall mean, as to each lot in Arbour Meadows subject to these by-laws, the area between the street and the sidewalk, or, if there is no sidewalk, the area between the street and the front of the residence, but shall not include the area within five (5) feet of any mailbox, utility box or other permitted permanent structure other than driveways or sidewalks.

3. Except as provided in paragraph 4, the Program will fund, up to a maximum of \$100.00, the purchase, delivery and planting within a Parkway of any deciduous variety of tree which at the time of planting is not less than one and one-half (1½) inches in diameter, measured at a point not less than six (6) inches from the bottom of the tree exclusive of roots, and which is not less than six (6) feet tall, exclusive of the roots.

4. The Program will not fund the following species of trees, which are hereby declared to be undesirable:

- a. Any tree unduly hampering visibility of motorists or unusually damaging to infrastructures (e.g., Weeping Willow); and

b. Any tree bearing thorns or poisonous fruit (e.g., Hawthorn).

5. Under no circumstances shall funds from the Program be used to fund more than one tree, one time, per lot. If a tree dies, it will not be replaced under the Program.


6. Under no circumstances shall funds from the Program exceed the actual cost of the tree.

7. The Program shall disburse funds solely on a reimbursement basis, and only after presentation of proof of purchase of a qualifying tree, including adequate proof of cost and confirmation of payment.

8. The Program shall disburse funds only upon proof that the tree has been properly planted in a Parkway.

9. If any tree for which funds have been disbursed under the Program is subsequently removed, except in response to accidental damage, acts of God, or disease, and not promptly replaced by a qualifying tree, the Board may require reimbursement of the funds from the current owner of the lot.

I hereby certify that the foregoing Amendment No. 95-2 to the By-Laws of the Arbour Meadows Homeowners' Association was duly adopted by the Board on June 29, 1995 by a vote of 5-0.


Tina Colombo, Secretary

ARBOR MEADOWS HOMEOWNERS ASSOCIATION

PROPOSED AMENDMENT TO BY-LAWS

WHEREAS, Pursuant to Article III, Section 1, of the By-Laws of the Arbour Meadows Homeowners' Association, an annual meeting of the members of the association is to be held "in the month of December"; and

WHEREAS, It has come to the attention of the Board that attempting to conduct association business during the busy holiday season discourages attendance of the members and makes the scheduling and conduct of business unreasonably difficult;

THEREFORE, the following AMENDMENT TO THE BY-LAWS is adopted:

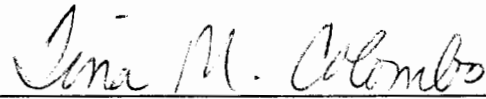
AMENDMENT NO. 95-3

1. Section 1 of Article III of the By-Laws is hereby amended as follows:

SECTION 1. ANNUAL MEETING. An annual meeting of the members shall be held in the month of November ~~December~~ of each year for the purpose of electing Directors and for the transaction of such other business as may come before the meeting.

2. This amendment shall take effect immediately.

I hereby certify that the foregoing Amendment No. 95-3 to the By-Laws of the Arbour Meadows Homeowners' Association was duly adopted by the Board on September 17, 1995, by a vote of 4-0.



Tina Colombo, Secretary

ARBOUR MEADOWS HOMEOWNERS ASSOCIATION

PROPOSED AMENDMENT TO BY-LAWS

WHEREAS, pursuant to Paragraph 1(c) of Amendment No. 95-1 to the By-Laws of Arbour Meadows Homeowners' Association, "[e]very decision by an Architectural Committee shall be accomplished by the affirmative vote of at least two members of the Committee . . ."; and

WHEREAS, at a meeting on August 9, 1995, the Board of Directors of Arbour Meadows Homeowners' Association voted to consolidate the existing Architectural Committees for Arbour Meadows No. 1, No. 3 and No. 5 into one committee consisting of five members; and

WHEREAS, it has come to the attention of the Board that a "vote of . . . two members of the Committee" does not constitute a majority vote of said Committee members;

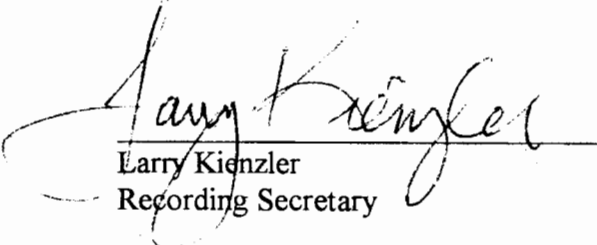
THEREFORE, the following AMENDMENT TO THE BY-LAWS is adopted:

AMENDMENT NO. 96-1

1. Paragraph 1(c) of Amendment No. 95-1 to the By-Laws of Arbour Meadows Homeowners' Association is hereby amended as follows:

- c. Every decision by an Architectural Committee shall be accomplished by the affirmative vote of at least ~~three~~ **two** members of the Committee. Each such decision shall be memorialized in writing, and, if such decision is adverse to the applicant, shall include a statement of the reasons therefor, citing the specific provision(s) of the applicable Covenants supporting that decision. A copy of each decision shall be provided to the Board within 15 days.
2. This Amendment shall take effect immediately.

I hereby certify that the foregoing Amendment No. 96-1 to the By-Laws of Arbour Meadows Homeowners' Association was duly adopted by the Board on June 12, 1996, by a vote of 5-0.


Larry Kienzler
Recording Secretary