

**BYLAWS FOR
THE GROVE ON KICKAPOO CREEK SUBDIVISION HOME OWNERS ASSOCIATION,
BLOOMINGTON, ILLINOIS,
AN ILLINOIS NOT-FOR-PROFIT CORPORATION**

ARTICLE I
NAME OF CORPORATION

1.01. Name: The name of this corporation is The Grove on Kickapoo Creek Subdivision Home Owners Association, Inc., an Illinois Not-for-Profit Corporation (hereinafter referred to as the “Association”).

ARTICLE II
PURPOSE AND POWERS

2.01. Purposes: The purposes of the 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 of the members of the Association, all on a not-for-profit basis.

2.02. Powers: The Association shall have and exercise all powers as are now or may hereafter be granted by the *Illinois General Not For Profit Corporation Act*, the *Illinois Common Interest Community Act*, these Bylaws, and the Declaration. These Bylaws shall be deemed to incorporate and include any provisions that are specifically required by either the *Illinois General Not For Profit Corporation Act* or the *Illinois Common Interest Community Act*.

2.03. Personal Application: All present or future Owners of lots in The Grove on Kickapoo Creek Subdivision (hereinafter referred to as the “Owners”), and any other person that might use the facilities of the Association in any manner, shall be subject to the provisions of these Bylaws and the Declaration. The acquisition of a lot in the Association or the act of occupancy of a home in the Association will signify that these Bylaws and the Declaration are accepted and ratified and will be complied with.

ARTICLE III
OFFICES

3.01. Registered Office: The Association shall have and continuously maintain in the State of Illinois 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.

3.02. Principal Office: The Association's principal office shall be located at a site within The Grove on Kickapoo Creek Subdivision, at the office of the registered agent engaged by the Association, or at the office of the managing agent engaged by the Association.

ARTICLE IV
MEETINGS OF MEMBERS

4.01. Initial Meeting: The first meeting of the Owners shall occur not later than the earlier to occur of three (3) years after the recording of the Association's Declaration or sixty (60) days after the sale of seventy-five percent (75%) of any and all constructed lots, lots under construction, and/or lots added pursuant to the terms of the Declaration.

4.02. Voting Rights: The Association shall have one class of membership. There shall be one individual with respect to each lot who shall be entitled to vote at any meeting of the Owners (hereinafter referred to as a "Voting Member"). If the Owner of a lot is one individual, then such individual shall be a Voting Member. If the record ownership of a lot is in more than one individual's name or if the Owner is a trustee, corporation, partnership, or other legal entity, then the Voting Member shall be designated by the Owner or Owners in writing to the Board of Directors, and, if in the case of multiple individual Owners, no designation is given, then the Board of Directors may, at its election, recognize an individual Owner of the lot as the Voting Member for such lot. 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. A Voting Member may vote either in person or by proxy executed in writing by the Voting Member or his or her duly authorized attorney-in-fact and filed with the Secretary before the meeting. Proxies must be dated and no proxy shall be valid after eleven (11) months from the date of its execution. However, a proxy may indicate that it is valid for a period of time less than eleven (11) months. Each Voting Member shall have one vote for each lot that he or she represents. No Voting Member may present more than twelve (12) proxies at any time.

4.03. Place of Meeting/Quorum: Meetings of the Owners shall be held at a facility located within The Grove on Kickapoo Creek Subdivision or at such other place in McLean County, Illinois 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 *Robert's Rules of Order*, as from time to time published. Voting Members holding ten percent (10%) 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 on by the Voting Members, unless a greater proportion is required by either the *Illinois General Not For*

Profit Corporation Act, the *Illinois Common Interest Community Act*, the Declaration, or these Bylaws. The affirmative vote of sixty-seven percent (67%) of the votes entitled to be cast shall be required for the following actions: (a) the merger or consolidation of the Association; and (b) the sale, lease, exchange, mortgage, pledge, or other disposition of all, or substantially all, of the property and assets of the Association.

4.04. Annual Meetings: There shall be an annual meeting of the Owners on the second (2nd) Tuesday of October of each year at 6:00 p.m. or at such other time and/or date as shall be designated by the Board of Directors.

4.05. Special Meetings: Special meetings of the Owners may be called at any time for the purpose of considering matters that, 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 of Directors, or by Voting Members representing at least twenty percent (20%) of the votes.

4.06. Notice of Owners' Meetings: Written notice of any Owners' meeting shall be mailed by U.S. mail, electronic mail, and/or facsimile or personally delivered not less than ten (10) nor more than thirty (30) days prior to the meeting. Notice shall also be posted on the Association's website and social media page within the foregoing timeframe. The notice must state the time, place, and purpose of the meeting.

ARTICLE V BOARD OF DIRECTORS

5.01. In General: The affairs, direction, and administration of the Association shall be vested in the Board of Directors, which shall consist of no less than seven (7) and no more than nine (9) persons (hereinafter referred to as the "Directors"). The Board shall have all of the powers granted it under the Declaration, these Bylaws, the *Illinois General Not For Profit Corporation Act*, and the *Illinois Common Interest Community Act*.

5.02. Election: At the first annual meeting of the Owners after these Bylaws become effective, a full Board of Directors shall be elected. At each election for Directors, each Voting Member for each lot that he or she represents shall be entitled to nine (9) votes and cumulative voting shall be permitted. Once the Directors have been elected at the first annual meeting, said Directors shall draw lots and four (4) Directors shall be elected to a two- (2) year term and five (5) Directors shall be elected to a one- (1) year term. In the event that there are eight (8) Directors, four (4) Directors shall be elected to a two- (2) year term and four (4) Directors shall be elected to a one- (1) year term. In the event that there are seven (7) Directors, three (3) Directors shall be elected to a two- (2) year term and four (4) Directors shall be elected to a one-

(1) year term. At each subsequent annual meeting, Directors shall be elected to replace those Directors whose terms expire, and each such Director shall serve a two- (2) year term. Each Director shall serve until his or her term expires or is terminated or until his or her successor shall have been elected and qualified. A Director may succeed himself or herself in office.

5.03. Annual Meetings: The Board of Directors shall hold an annual meeting within ten (10) days after the annual meeting of the Owners at such place as shall be fixed by the Directors at the annual meeting of the Owners, for the purpose of electing Officers and such other purposes as the Board of Directors deems appropriate.

5.04. Regular Meetings: Regular meetings of the Board of Directors shall be held on the second (2nd) Tuesday of January, April, July, and October at 6:00 P.M. or at such other dates and times as shall be determined at the annual meeting of the Board of Directors or from time to time by a majority of the Directors. In the event that a meeting of the Directors occurs on the same date as a meeting of the Owners, then the meeting of the Directors shall immediately follow the meeting of the Owners. The October meeting of the Board of Directors shall be considered the Board of Director's annual meeting. Meetings of the Directors shall be held at a facility located within The Grove on Kickapoo Creek Subdivision or at such other place in McLean County, Illinois and convenient to the Directors as may be designated in any notice of a meeting. In no event shall the Directors meet less than four (4) times in a calendar year.

5.05. Special Meetings: Special meetings of the Board of Directors may be called by the President or by at least one third (1/3) of the Directors then serving.

5.06. Notice of Board Meetings: Notice of each meeting of the Board of Directors shall be mailed by U.S. mail, electronic mail, and/or facsimile or personally delivered to each Director as least forty-eight (48) hours prior to the meeting. Notice shall also be posted to the Association's website and social media page within the foregoing timeframe. The notice must state the time, place, and purpose of the meeting. Notice of any meeting of the Board of Directors concerning the adoption of a proposed annual budget or any increase or establishment of an assessment for a capital improvement or otherwise shall be given to each Owner in the same manner as provided for in Section 4.06 above, unless a written waiver of such notice is signed by the person or persons entitled to such notice before the meeting is convened.

5.07. Open Meetings: Each meeting of the Board of Directors, to the extent required by law, shall be open to any Owner and, if required under either the *Illinois General Not For Profit Corporation Act* or the *Illinois Common Interest Community Act*, notice of such meeting shall be mailed by U.S. mail, electronic mail, and/or facsimile or personally delivered and posted to the Association's website and social media page at least forty-eight (48) hours prior thereto, unless a written waiver of such notice is signed by the person or persons entitled to such notice before the

meeting is convened. The Board of Directors may adopt reasonable rules governing the conduct of Owners who attend meetings and Owners who do not comply with such rules may be removed from the meeting. Owners attending open meetings of the Board of Directors shall have the right to record the meetings by audio, video, and/or digital recording and the Board of Directors shall enact reasonable rules governing an Owner's right to make said recordings.

5.08. Closed Meetings: A meeting or any portion thereof devoted to the discussion of 1) litigation when an action against or on behalf of the Association has been filed in a court of law or administrative tribunal or when the Board of Directors finds that such an action is probable or imminent; 2) violations of these Bylaws and/or any other duly adopted rules and regulations of the Association; and/or 3) matters pertaining to the performance, retention, discipline, salary, benefits, and/or contracts of employees and/or other personnel shall be closed to the Owners. In order to close a meeting of the Board of Directors, a Director must make a motion citing this section of these Bylaws, which motion must be seconded and affirmed by the vote of a majority of the Board of Directors. Minutes taken during a closed session shall be reviewed by the Board of Directors at least two (2) times per year and shall remain sealed until such time as the Board of Directors determines, in their reasonable discretion, that such minutes should no longer be sealed.

5.09. 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 of Directors. 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.

5.10. Compensation/Reimbursement for Expenses: No Director shall be compensated by the Association for services rendered to the Association, except as expressly provided for in a resolution duly adopted by 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 or her duties as a Director.

5.11. Removal or Resignation of Director: Any Director may be removed from office, with or without cause, by action of the Voting Members at any annual meeting or at a special meeting called for such purpose. Any Director whose removal has been proposed by the Owners shall be given an opportunity to be heard at the meeting. Any Director may resign at any time by submitting his or her written resignation to the Board of Directors. Any Director may be removed by agreement of a majority of the Directors if he or she misses three (3) consecutive meetings without good cause shown. If a Director ceases to be an owner or a Voting Member, he or she shall be deemed to have resigned as of the date of such cessation. A successor to fill the unexpired term of a Director who resigns or is removed may be appointed by an affirmative vote

of sixty-seven percent (67%) of the Board of Directors at any regular meeting or special meeting called for such purpose. Any successor so selected shall serve until the next scheduled meeting of the Owners at which time the Owners shall elect a Director to serve for the balance of the term. Alternatively, in the event that a petition is signed by twenty percent (20%) of the Owners and filed with the Secretary, a meeting of the Owners shall be held within thirty (30) days of the filing of said petition for purposes of voting on an individual to serve the balance of the unexpired term.

5.12. Powers and Duties of the Board: The Board shall have all of the powers and duties granted to it or imposed on it by the *Illinois General Not For Profit Corporation Act*, the *Illinois Common Interest Community Act*, the Declaration, and these Bylaws, including, without limitation, the following powers and duties:

- (a) To engage the services of a manager or managing agent to assist the Association in performing and providing such services as the Association is required to provide its members under the Declaration and these Bylaws;
- (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 for the effective administration of the Association;
- (c) To provide for the maintenance, repair, alteration, addition, improvement, or replacement of the common areas for which the Association is responsible under the Declaration and these Bylaws;
- (d) To estimate and provide each Owner with an annual budget as provided for in the Declaration. Each lot Owner shall receive notice of the availability of a draft annual budget no less than thirty (30) days and no more than sixty (60) days prior to the adoption by the Board of Directors of the same;
- (e) To furnish all Owners with an itemized accounting of the Association's expenses for the preceding year, both incurred and paid, together with a tabulation of the amounts collected pursuant to the annual budget, and showing the net surplus or deficit of income over expenditures and reserves, no less than seven (7) days prior to the annual meeting of the Owners;
- (f) To set, give notice of, and collect assessments from the Owners as provided in the Declaration;

- (g) To pay expenses associated with the common areas;
- (h) To adopt rules and regulations provided in the Declaration;
- (i) To delegate the exercise of its power to committees appointed pursuant to these Bylaws;
- (j) To furnish any Owner with a statement of his or her account upon the receipt of a ten- (10) day notice from said Owner and the payment of a reasonable fee determined by a majority vote of the Board of Directors;
- (k) To own, convey, encumber, lease, or otherwise deal with the Association property or other real property conveyed to or purchased by the Association; and
- (l) To keep detailed, accurate records of the receipts and expenditures affecting the use and operation of the Association property.

ARTICLE VI
OFFICERS

6.01. Officers: The Officers of the Association shall be a President, a Vice President, a Secretary, a Treasurer, and such assistants to such Officers as the Board may deem appropriate. All officers shall be elected at each annual meeting of the Board of Directors and shall hold office for a term of one (1) year. Officers may succeed themselves in office. All Officers shall be Directors. The Board may appoint a Recording Secretary for purposes of taking minutes of the Board and Owners' meetings, who need not be either a Director or an Owner.

6.02. Vacancy of Office: Any Officer may be removed at any meeting of the Board of Directors by the affirmative vote of the majority of the Directors in office, either with or without cause, and any vacancy in any office may be filled by the Board of Directors at any meeting thereof for the duration of the unexpired term of that office.

6.03. Powers of Officers: The respective Officers of the Association shall have such powers and duties as are from time to time prescribed by the Board of Directors and are usually vested in such Officers of an Illinois not-for-profit corporation, including, without limitation, the following:

- (a) The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Owners and at all meetings of the Board of Directors. The President shall further have the power to appoint Directors and

Owners to any Committees created by the Board of Directors and shall oversee the functions of the other Officers. The President shall further serve as a liaison between the Association and developers, the City of Bloomington, and/or McLean County. The President shall lastly send and receive all notices delineated in the Declaration and these Bylaws and execute amendments to the Declaration and these Bylaws, as provided for in the Illinois *General Not For Profit Corporation Act*, the *Illinois Common Interest Community Act*, the Declaration, and these Bylaws.

- (b) The Vice President shall preside at meetings of the Owners and at all meetings of the Board of Directors in the absence of the President. The Vice President shall further assume any and all duties delegated to him or her by the President.
- (c) The Secretary shall keep minutes of all meetings of the Owners and of the Board of Directors. The Secretary shall further have custody of the corporate seal of the Association and shall have charge of such other books, papers, and documents as the Board of Directors may prescribe.
- (d) The Treasurer shall be responsible for Association funds and securities and for keeping full and accurate accounts of all receipts and disbursements in the Association's books of account kept for such purpose and shall be responsible for the deposit of all moneys and other valuable effects in the name, and to the credit, of the Association in such depositories as may from time to time be designated by the Board of Directors. The Treasurer shall further be responsible for ensuring that funds are paid in accordance with the annual budget as approved by the Board of Directors and oversee an annual audit conducted by a third-party auditor. The Treasurer shall further prepare a Treasurer's Report to be reviewed at each meeting of the Board of Directors and present an annual Treasurer's Report to the Owners at the annual meeting of the Owners. Said Reports shall follow the form of the itemized accounting discussed in Section 5.12(e) of these Bylaws.

6.04. Officers' Compensation: The Officers shall receive no compensation for their services except as expressly provided by a resolution duly adopted by the Voting Members.

ARTICLE VII COMMITTEES DESIGNATED BY THE BOARD OF DIRECTORS

7.01. Board Committees: 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 selected by the President, which committees, to the extent consistent with

law and as provided in said resolution, shall 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 of Directors, or any individual Director, of any responsibility imposed on it or him or her by law.

7.02. Special Committees: Other committees not having and exercising the authority of the Board of Directors 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, the members of each such committee shall be Owners and the President shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such members whenever in their judgment the best interests of the Association shall be served by such removal.

7.03. Term: Each member of a committee shall continue as such until the next annual meeting of the Board of Directors and until his or her successor is appointed, unless the committee shall be sooner terminated, unless such member shall be removed from such committee, or unless such member shall cease to qualify as a member thereof.

7.04. Chairperson: One member of each committee shall be appointed chairperson.

7.05. 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.

7.06. 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.

7.07. Rules: Each committee may adopt rules for its own government not inconsistent with the Declaration, these Bylaws, or rules adopted by the Board.

ARTICLE VIII INSTRUMENTS, CHECKS, DEPOSITS, AND FUNDS

8.01. Execution of Instruments: The Board of Directors may authorize any Officer(s) or agent(s) of the Association, in addition to the Officer(s) so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument (including amendments to the Declaration or these Bylaws that must be executed by the Association) 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 of Directors, any such contract or instrument

shall be executed by the President and attested to by the Secretary.

8.02. Payments: All checks, drafts, vouchers, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by two (2) Officers or agents of the Association, 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 and countersigned by the President.

8.03. 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.

8.04. Special Receipts: The Board of Directors 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 IX FISCAL MANAGEMENT

9.01. Fiscal Year: The fiscal year of the Association shall be determined by the Board of Directors and may be changed from time to time as the Board of Directors deem advisable.

9.02. Assessment Procedure: Within fourteen (14) days of the adoption of an annual budget that increases assessments from the prior year by over one hundred fifteen percent (115%), an Owner may file a petition that has been signed by twenty percent (20%) of the Owners with the Secretary calling a meeting of the Owners to be held within thirty (30) days of the filing. At such duly called meeting, the Owners may reject the adopted annual budget by a majority vote. The adopted budget shall be ratified in the event that a majority of the Owners do not vote to reject the same. In determining whether assessments exceed those of the prior year by over one hundred fifteen percent (115%), special provisions for the repair and/or replacement of Association property and anticipated expenses that will not occur on a regular or annual basis shall be excluded from the computation.

9.03. Forbearance: The Association shall have no authority to forbear the payment of assessments by an Owner.

ARTICLE X INSURANCE

10.01. Common Areas: The Association shall carry both property and general liability insurance in amounts deemed reasonable and proper by the Board of Directors on any and all common areas and facilities. A portion of the Owners' annual assessments shall be allocated to the payment of the foregoing coverage.

10.02. Homeowners' Insurance: Owners shall maintain broad and/or standard form homeowners' insurance coverage on their homes at all times. An Owner's failure to maintain such coverage may result in the Association, by action of a majority vote of the Board of Directors, taking action against said Owner up to and including insuring that Owner's home and assessing the Owner accordingly.

ARTICLE XI BOOKS AND RECORDS

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of meetings of the Owners, the Board of Directors, and committees having any of the authority of the Board of Directors, 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 or her agent, mortgagee, or attorney, for any purpose at any reasonable time.

ARTICLE XII SEAL

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

ARTICLE XIII ENFORCEMENT

Enforcement of these Bylaws shall be by any appropriate proceeding in law or equity in any court or administrative tribunal, including arbitration and mediation, situated in McLean County, Illinois. Failure by the Association to enforce any provision of these Bylaws shall in no event be deemed a waiver or estoppel of the right to thereafter enforce the same. The Association shall be entitled to recover its reasonable attorney's fees and collection costs expended in an effort to enforce these Bylaws pursuant to this Article XIII. Any violation of the Declaration shall also be deemed a violation of these Bylaws.

ARTICLE XIV
AMENDMENTS

These Bylaws may be amended or modified by a majority vote of the Owners at the annual meeting of the Owners or at a special meeting called for the purpose of amending these Bylaws. Any such meeting must meet the notice requirement set forth in Article 4.06 of these Bylaws. No provision of these Bylaws may be amended or modified so as to conflict with the provisions of the Declaration, the *Illinois General Not For Profit Corporation Act*, or the *Illinois Common Interest Community Act*.

Dated and effective as of this _____ day of _____, 2015.

APPROVED:

ATTEST:

_____, President,
The Grove on Kickapoo Creek Subdivision
Home Owners Association

_____, Secretary,
The Grove on Kickapoo Creek Subdivision
Home Owners Association