

**BYLAWS OF THE HOMEOWNERS' ASSOCIATION OF  
COPPERFIELD DEVELOPMENT, INC.  
(hereinafter the "ASSOCIATION")**

**Article 1. General Provisions**

Section 1. **Members.** All owners of real property within the Copperfield Subdivision and Copperfield Cove as evidenced by the most current records of the Floyd County, IN Auditor's office are members of the ASSOCIATION. All members of the ASSOCIATION may vote for and are eligible to be officers of the ASSOCIATION. Each lot as identified on the Plat Map filed with Floyd County Recorder's Office shall have one vote. Joint owners of a lot shall not be entitled to split a vote.

These bylaws are applicable to Copperfield Cove Instr. #200205294; Copperfield Subdivision, Sections 1 through 7, inclusive, Instr. #200205296, 200303640, 200303641, 200507907, 200611591, 200706802, 200711491, and 201009594.

The ASSOCIATION shall maintain a current roster of all members of the ASSOCIATION, the mailing address and legal description of each member of the ASSOCIATION, and other information as allowed or required by I.C. 32-25.5-3-1.

Section 2. **Annual Homeowners' Association Meeting.** The membership shall elect a board of directors at the annual meeting to be held in or near the community at a time designated by the President of the ASSOCIATION during the month of **October**. The membership and Board of Directors shall be notified not less than **30 days** before the date of the annual meeting. Notice shall be given by posting the scheduled date, time, and place of the meeting in at least two prominent public locations in the community and on an internet forum available to all homeowners or by mailing a notice to each eligible member. The annual meeting shall be open to the public.

Section 3. **Directors' Meetings.** The ASSOCIATION Board of Directors will meet regularly at least once per calendar quarter. These meetings shall be open to the public and shall be publicly noticed by posting the scheduled date, time, and place of the meeting in at least two prominent public locations in the Community and on an internet forum available to all homeowners.

Section 4. **Special Homeowners' Association Meetings.** Special meetings of the membership may be called by or at the request of two Board Members or by a petition of ten percent of the registered members of the ASSOCIATION. The request must describe the purpose for which the meeting is to be held and is to be signed by the members requesting the same. Any such meeting shall be public and shall be publicly noticed at least 30 days in advance by posting the date, time, place, and purpose of the meeting in at least two prominent public locations in the community and an internet forum available to all homeowners. The members may not address any matter which is not stated in the public notice as the purpose of the meeting. If the members request a special meeting and the Board fails to schedule and notice the special meeting within 30 days, a member who has signed the request may schedule and send out notice of the special meeting.

Section 5. **Quorum.** A majority of the members of the Homeowners' Board of Directors constitutes a quorum for the transaction of business at any meeting of the Board. A majority vote of those Directors in attendance is required for any action taken by the Board. **Fifty percent (50%)** attendance constitutes

a quorum for the transaction of business at any annual meeting or special meeting ~~except the initial meeting of the Association~~, which will follow the quorum rules as stated in the Restrictive Covenants of Copperfield Development. Majority vote of members in attendance is required for any action.

Section 6. **Homeowners' Association Voting and Voting by Proxy.** All members in good standing are entitled to vote and shall have the right to do so in person or by an agent authorized by a written proxy executed by the member and filed with the Secretary of the Corporation. Such proxy shall be valid only if it is in accordance with I.C. 32-25.5-3-10. The voting rights of a member shall be suspended for the nonpayment of any assessments so long as the assessments are delinquent for more than six (6) months.

Section 7. **Order of Business.** The order of business at all meetings of the members shall be as follows:

- A. Roll Call
- B. Proof of Notice of Meeting or Waiver of Notice
- C. Reading and Approval of Minutes of Preceding Meeting
- D. Reports of Directors
- E. Reports of Committees
- F. Establishment of Annual Budget Under I.C. 32-25.5-3-3
- G. Unfinished Business
- H. New Business
- I. Election of Directors (if Applicable)
- J. Adjournment

## **Article 2. Board of Directors**

Section 1. **Homeowners' Association Directors.** The Directors shall be as such:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Neighborhood At Large

The President, Vice President and Treasurer must pass background checks before assuming duties in his or her role. Passing of the background check requires no convicted felonies or as in the case of Treasurer, no Felony or Misdemeanor conviction concerning the mishandling of monies or funds. The addition or removal of open positions may be decided by a majority vote of quorum at the annual meeting. Directors shall be members of the Corporation and shall act on good faith charge of the members of the Corporation.

Section 2. **Term of Office.** The term of office for the President, Vice President, and Treasurer shall be for two years. The Secretary and one Neighborhood At Large Member shall be for one year from the time of his or her election at the annual meeting until his or her successor has been elected and qualified. In order to stagger election cycles of the officers, the term of the President and Secretary for the first year of the organization only shall be for one year.

Section 3. **Vacancies.** Except as otherwise provided, any vacancies occurring in the Homeowners' Association Board of Directors, whether by resignation or removal, shall be filled by the majority vote of the remaining Directors. In the event of the simultaneous resignation and/or removal of two or more Directors, the membership shall hold new elections to fill those vacant positions on the Board. Those Directors so elected will serve for the remaining portion of the unexpired term.

Section 4. **Removal of Directors.** Any Director may be removed by a majority of the members who vote on the issue so long as, in their judgment, the best interests of the ASSOCIATION would be served by doing so.

### **Article 3. Homeowners' Association and Election Voting Rules**

Section 1. **HOA Election Notice.** A notice of vacancies for expired terms of office for Board of Directors and a notice that an election shall be held shall be prepared, posted, and distributed as allowed or required by the provisions of I.C. 32-25.5-3-1 by the Secretary and shall contain the following:

1. Whether the election is general or special
2. Date of the election
3. Location of the meeting where the election will be held
4. Time of election meeting
5. Seat(s) or office(s) to be filled
6. A statement describing voter qualifications

Section 2. **Nominations.** Nominations for Board of Director positions shall be open from the floor at the annual membership meeting.

Section 3. **Ballots.** Ballots will be on plain white paper with a space for writing in the nominee's name and a blank square for marking a vote next to the nominee's name.

Section 4. **Voting Procedures.** Voting procedures are as follows:

1. The Secretary shall check for the member's name on the Master List of members. If the member's name appears on the master membership list, that person is deemed qualified to vote.
2. Qualified voters shall give their name to the Secretary and then write it on the blank list or the membership roster.
3. Voters shall mark the ballot next to the name of the nominee(s) they wish to vote for, as provided in Section 3: Ballots.
4. Voting will be by secret ballot. Ballots will be marked in pen. After the ballot is marked, the voter will fold it and deposit it in the ballot box.

Section 5. **Tallying Procedures.** Before counting the ballots, the Secretary shall check to make sure the number of members' names signed on the membership roster is equal to the number of ballots in the ballot box. The ballot box shall be opened in public. The ballots shall be tallied by the Secretary or a committee of judges selected from the membership and recorded by the Treasurer.

Section 6. **Certifying the Election.** The election shall be certified by the President of the ASSOCIATION. Nominees receiving the greatest number of the votes cast shall be considered elected Directors. The

Secretary shall post a copy of the report of election results in two public places the day after the election results are known. The notice shall include the following three pieces of information:

1. That the election has been certified by the President.
2. The final results of the election.
3. A list of the names of the new Directors and their positions.

#### **Article 4. Officers**

Section 1. **President.** The President is the principal executive officer of the Corporation and shall, in general, supervise and control all of the business and affairs of the Corporation. He/She shall preside at all meetings of the Board of Directors. He/She shall sign and award contracts or other instruments for goods or services under certain guidelines. All services for Goods and Services must be received as a minimum of three sealed bids. The bidder who meets or exceeds specifications will be awarded the bid and all bids that do not meet specifications will become disqualified. Specifications will be developed by the Board as a whole for a specific need for the HOA. The Secretary will print out a copy of the specifications to be approved by the majority of the Board and distributed to vendors or contractors. The sealed bids will be opened by the Treasurer at a regular Board Meeting and the lowest bidder who meets specifications will be awarded the contract after approval by the majority of the Board.

Section 2. **Vice President.** In the event of absence of the President, the Vice President shall act in his/her stead. The Vice President will preside over any meeting where the President is absent and shall assist in any duties of the President should the need arise.

Section 3. **Secretary.** The Secretary shall:

1. Keep a journal of proceedings of the ASSOCIATION, record all votes at meetings of the ASSOCIATION, and provide for the electronic recording of meetings of the Corporation when possible, and
2. Provide for the standardization and maintenance of all forms, books, and records of the Corporation.

Section 4. **Treasurer.** The Treasurer shall:

1. Manage, deposit, and invest all funds of the Corporation as directed by the Board of Directors.
2. Disburse money for all corporate obligations, and
3. Keep regular books or accounts of all corporate financial transactions and provide for financial reports or audits as directed by the Board of Directors.

Section 5. **Member at Large.** The Member at Large shall support other members of the Board by assisting with any previously unnamed but necessary duties and shall have voting rights equal to any other board member. In the absence of another member of the board, the Member at Large may fill their role in a temporary capacity not to exceed 30 days or one meeting of any kind.

Formatted: Font: Bold

#### **Article 5. Contracts, Checks, Deposits, Budget, and Finances**

Section 1. **Contracts.** The Board of Directors, at the direction of the membership during its annual meeting or any special meeting called, may authorize any officer or officers, agent or agents of the

Corporation, in addition to the officers so authorized by these Bylaws, 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 as authorized by the Board of Directors provided the Board shall be under the contract restrictions as provided by I.C. 32-25.5-3-4.

Section 2. **Checks, Drafting Signing Authority.** All checks, drafts, or orders for payment of money, notes or other evidence of indebtedness issued in the name of the Corporation and in such a manner as shall be determined from time to time by the Board of Directors, shall be signed by the Treasurer and shall be countersigned by the 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, 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 device for any special purpose for the Corporation.

Section 5. **Grants.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or device for any special purpose for the Corporation.

Section 6. **Dues.** Dues will be assessed by the Board of Directors and will be \$150 per year.

These dues may be adjusted as necessary in accordance with the Restrictive Covenants of Copperfield Subdivision. The dues may also be adjusted as necessary in order to meet the financial requirements of the annual budget adopted by the ASSOCIATION.

Section 7. **Annual Budget.** Should the ASSOCIATION fail to adopt an annual budget as required by I.C. 32-25.5-3-3, the BOARD may adopt a budget for the ensuing year so long as it is not in excess of 110% of the prior year's budget.

Section 8. **Borrowing.** Money borrowing shall be limited as provided in I.C. 32-25.5-3-5.

Section 9. **Fiscal Year.** The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December.

#### **Article 6. Books and Records**

The Corporation shall keep correct and complete records of financial transactions and accounts, and shall also keep minutes of the proceedings of its Board of Directors. All books and records of the Corporation may be inspected by any member or his/her agent or attorney for any purpose at any reasonable time at no cost to the member. A reasonable charge may be assessed if a member requests a copy of any document.

#### **Article 7. Grievance Procedures**

The Board and the ASSOCIATION shall be subject to the grievance procedures set forth in I.C. 32-25.5-5-8 through I.C. 32-25.5-5-17; no legal procedures, except for exempt claims as that term is defined in the applicable code provisions may be instituted without first complying with the grievance procedures set forth therein.

### **Article 8. Miscellaneous Provisions**

Liability Insurance shall be maintained to cover all common areas and all Board Members bonded for the mutual protection of all homeowners.

References are made throughout these Bylaws to the Indiana Code provisions on Homeowners Associations, I.C. 32-25.5-1-1, *et seq.* Every attempt has been made to comply with these provisions and to the extent these Bylaws are in conflict with the applicable code provisions, the code provisions shall prevail. Further, any references to code sections shall apply to the referenced code provisions as the same may be from time to time amended or re-codified.

#### **Amendment to Bylaws or Restrictive Covenants**

The Bylaws or Restrictive Covenants may be amended by an affirmative vote of one-half of all members of the ASSOCIATION. This vote may be done at an annual meeting provided proper notification is given according to Article 1, Section 2 of these Bylaws or by a mailed ballot authorized and conducted by the Board of Directors. Members shall have at least 30 days, but no more than 60 days, to return the ballot.

#### **Adoption of Bylaws**

This is to certify that the above Bylaws were adopted by a majority of members in attendance at the ASSOCIATION meeting on the 14<sup>th</sup> day of May 2016, which met quorum requirements according to the Restrictive Covenants of Copperfield Development.

This is to certify the above were adopted as Bylaws of the ASSOCIATION on the 14<sup>th</sup> day of May 2016.

\_\_\_\_\_  
Secretary

STATE OF INDIANA )  
                          :SS  
COUNTY OF FLOYD )

Before me, a Notary Public in and for said State and County, personally appeared \_\_\_\_\_, Secretary of Copperfield Homeowners Association of Floyd County, Inc., and acknowledged the execution of this instrument this \_\_\_\_ day of May 2016.

\_\_\_\_\_  
Notary Public (Signature)

THIS INSTRUMENT PREPARED BY:

Robert P. Hamilton  
Indiana Attorney No. 8437-22  
LORCH NAVILLE WARD LLC  
P.O. Box 1343 – 506 State St.  
New Albany, IN 47151-1343  
(812) 949-1000

I AFFIRM UNDER THE PENALTIES OF PERJURY THAT I HAVE TAKEN REASONABLE CARE TO REDACT EACH SOCIAL SECURITY NUMBER IN THE DOCUMENT UNLESS REQUIRED BY LAW. Robert P. Hamilton