

BYLAWS OF  
OLD CHENEY PLACE NEIGHBORHOOD OWNERS ASSOCIATION, INC.

ARTICLE I  
NAME AND LOCATION

The name of the corporation is OLD CHENEY PLACE NEIGHBORHOOD OWNERS ASSOCIATION, INC. hereinafter referred to as the Association. The principal office of the corporation is located at 11311 Chicago Circle, Omaha, Douglas County, Nebraska, but meetings of members and directors may be held at such place or places within the State of Nebraska, County of Lancaster, as may be designated by the Board of Directors.

ARTICLE II  
DEFINITIONS

- Section 1. "Association" shall mean and refer to OLD CHENEY PLACE NEIGHBORHOOD OWNERS ASSOCIATION, INC., its successors and assigns.
- Section 2. "Property" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions, and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.
- Section 3. "Common Area" shall mean all real estate owned by the Association and designated as such for the common use and enjoyment of the owners.
- Section 4. "Lot" shall mean and refer to any designated portion of the property as shown upon the recorded subdivision plat of the Property with the exception of Common Area and streets.
- Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any lot which is a part of the Property including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.
- Section 6. "Declarant" shall mean and refer to Dicon, Inc., 11506 Nicholas, Suite 200, Omaha, Nebraska 68154, its successors and assigns, if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.
- Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, and Restrictions applicable to the Properties recorded in the office of the Register of Deeds of Lancaster County, Nebraska.
- Section 8. "Owner" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III  
MEETINGS OF MEMBERS

Section 1. Annual Meeting. The first annual meeting of the members shall be held within one (1) year from the date of incorporation of the association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 7:00 o'clock, p.m. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of one-fourth (1/4) of the members of the Association who are entitled to vote.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of the meeting. If practicable, once such meetings are scheduled, written notice will also be printed on any dues statements mailed to Owners, and included in the Association's monthly newsletter.

Section 4. Quorum. The presence at the meeting of one-tenth (1/10) of the members entitled to cast votes, including or of proxies entitled to cast votes, shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or by these bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. For each meeting regarding which a member intends to vote by proxy, a new proxy must be made in writing and filed with the Secretary. Every member's proxy shall be revocable and shall automatically cease upon conveyance by the member of that member's Lot.

ARTICLE IV  
BOARD OF DIRECTORS  
SELECTION and TERM OF OFFICE

Section 1. Number. The affairs of the Association shall be managed by a group of 7 members, all of which shall be members of the Association which will make up the Board.

Section 2. Term of Office. The members of the Association shall elect a board of directors, each for a term of one year, at the Annual meeting of the Association.

Section 3.        Removal.    Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation, or removal of a director, that director's successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of the director who was replaced.

Section 4.        Compensation.    No director shall receive compensation for any service rendered to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of that director's duties.

## ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

Section 1.        Nomination.    Nomination for election to the Board of Directors shall be made by a Nominating Committee, if the Board so chooses. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to an annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting. The Nominating Committee may make as many nominations for election to the Board of Directors as it shall in its discretion determine are in the best interest of the Association. Current board members will be considered nominees unless they decide not to seek another term.

Section 2.        Election.        Election to the Board of Directors may be by voice vote or written ballot. At such election, each member (or that member's valid proxy) may cast in respect to each vacancy as many votes as said member is entitled to exercise according to the provisions of the Declaration. Which procedure to follow will be determined by the number of nominations made. If the number of nominees exceeds the number of board members to be elected, the vote will be done by written ballot. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

## ARTICLE VI MEETINGS OF DIRECTORS

Section 1.        Regular Meetings.    Regular meetings of the Board of Directors shall be held every 3 months at such place and hour as may be fixed from time to time by resolution of the Board.

Section 2.        Special Meetings.    Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two Directors, after not less than three (3) days' notice to each Director.

Section 3.        Quorum.        A majority of the number of Directors as specified in Article IV, Section 1, shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Section 4      Open Meeting Policy.    Association members may attend any Board meeting. Once scheduled, notice of such meetings, when practicable, will be printed on any dues notice mailed to members, and included in the Association's monthly newsletter. Information regarding upcoming Board meetings may also be obtained by contacting the Board Secretary.

Section 5.      Action Taken Without a Meeting.    The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining a written or email vote from all directors. Any such proposed action receiving a majority vote shall be approved and have the same effect as though taken at a meeting of the directors.

ARTICLE VII  
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1.      Powers.    The Board of Directors shall have the power to:

- (a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default regarding the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period of not to exceed 60 days for infraction of published rules and regulations;
- (c) Exercise for the Association all powers, duties, and authority vested in or delegated to this association and not reserved to the membership by other provisions of these bylaws, the Articles of Incorporation, or the Declaration;
- (d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors;
- (e) Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2.      Duties.    It shall be the duty of the Board of Directors to:

- (a) Cause to be kept a complete record of all its acts and corporate affairs and to present a summary thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Association members who are entitled to vote;

- (b) Supervise all officers, agents, and employees of the Association, and to see that their duties are properly performed;
- (c) As more fully provided in the Declaration, to:
  - (1) Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;
  - (2) Send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and
  - (3) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the Owner personally obligated to pay the same.
- (d) Issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- (e) Procure and maintain adequate liability and hazard insurance on property owned by the Association; and to procure and maintain fire and extended coverage insurance for the dwellings on the Lots owned by the association members, but not to procure and maintain liability and hazard insurance for any lot, nor to procure and maintain contents, fire or extended coverage for any property of any member of the Association whether within or without any lot owned by such member;
- (f) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and
- (g) Cause the Common Area to be maintained.

ARTICLE VIII  
OFFICERS AND THEIR DUTIES

Section 1.        Enumeration of Offices.    The officers of this association shall be a President and Vice-President, who shall at all times be members of the Board of directors, a Secretary, and a Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2.        Election of Officers.    The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3.        Term.    The officers of this association shall be elected annually by the Board and each shall hold office for one (1) year unless the officer shall sooner resign, be removed, or otherwise disqualified to serve.

Section 4.        Special Appointments.    The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period of time, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5.        Resignation and Removal.    Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6.        Vacancies.    A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer replaced.

Section 7.        Multiple Offices.    The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8.        Monies of the Association.    Any business of the Association which involves the issuance of a check for a payment due, or the signing of a promissory note, requires two signatures. The President and the Treasurer shall sign whenever possible, but the Vice-President and an alternate board member will be authorized to sign such instruments if either the President or Treasurer are not able to do so.

Section 9.        Duties.    The duties of the officers are as follows:

President

The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other written instruments, and shall co-sign all checks and promissory notes.

Vice-President

The Vice-President shall act in the place and stead of the President in the event of the President's absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the Board.

Secretary

The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members, and serve notice of meetings of the Board and of the members. It shall be the duty of the Secretary to maintain a complete record of the Association's acts and corporate affairs, and to keep the books, records, and papers of the Association available as required in Article X of these bylaws; keep appropriate current records showing the members of the Association together with their addresses; print and distribute correspondence to association members as necessary, and shall perform such other duties as required by the Board. If the Association chooses to use a corporate seal, the Secretary may affix it on appropriate papers.

#### Treasurer

The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors, and shall keep proper books of account. These duties may be carried out by a bookkeeper under the supervision of the Treasurer. Such bookkeeper will be appointed by the Board of Directors. The Treasurer shall co-sign all checks and promissory notes of the Association; administer all liens filed by the Association for non-payment of assessments; cause an examination by the President and Board of Directors at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its annual meeting.

#### ARTICLE IX COMMITTEES

The Association shall appoint an Architectural Committee, as provided in the Declaration, and a Nomination Committee, as provided in these bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

#### ARTICLE X BOOKS AND RECORDS

The books, records, and papers of the Association, including The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall at all times, during reasonable business hours, be subject to inspection by any member of the Association upon making a request to the Secretary of the Board of Directors. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall also be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

#### ARTICLE XI ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the highest legal rate allowed by law per annum, or as may otherwise be established, from time to time, by the Board of Directors, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, add interest, costs, and reasonable attorneys' fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of said owner's Lot.

#### ARTICLE XII CORPORATE SEAL

The Association may have a seal in form and bearing words all as designated and approved by the Board of Directors. An exemplification of such seal may be affixed to these bylaws at the conclusion hereof.

ARTICLE XIII  
AMENDMENTS

Section 1. These bylaws may be amended at the Annual meeting or any special meeting of the Association's members, by a vote of a majority of a quorum of members present in person or by proxy. These bylaws may also be amended by a majority vote of the Board of Directors at any regular or special board meeting during which all elected or appointed board members register a vote. Board members may cast their vote in writing or by email if unable to attend the meeting.

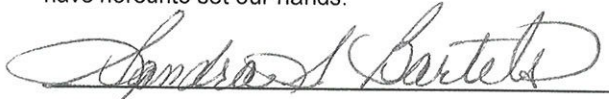
Section 2. In case of any conflict between the Articles of Incorporation and these bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these bylaws, the Declaration shall control.

ARTICLE XIV  
MISCELLANEOUS

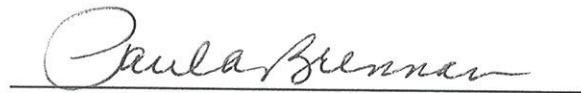
The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of each calendar year.

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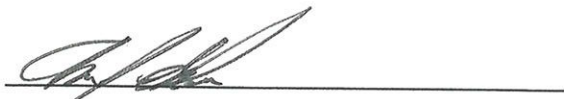
IN WITNESS WHEREOF, we, being all of the Directors of the Old Cheney Place Neighborhood Owners Association, have hereunto set our hands.

  
Sandra Bartels

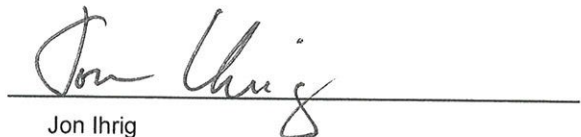
Date Signed 5-30-2023

  
Paula Brennan

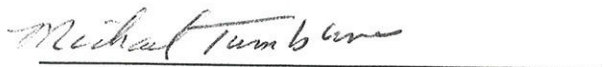
Date Signed 5-30-23

  
Andrew Gnuse

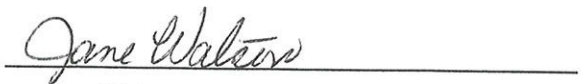
Date Signed 05/31/2023

  
Jon Ihrig

Date Signed 5.30.2023

  
Mike Tumbleson

Date Signed 5-30-2023

  
Jane Watson

Date Signed 5-30-2023