

Amended and Restated
By-Laws
Of
CEDAR CREST ESTATES HOMEOWNERS ASSOCIATION, INC.
(A Non-Profit Association)

ARTICLE 1: GOVERNING BODY

Cedar Crest Estates Homeowners Association, Inc. (the "Association") shall be governed and managed by a three (3) member board to be called the "Board of Directors", said board to have the powers and responsibilities as set herein, and to be established and continued as set forth herein. These members will be known as the President, Vice-President, and Secretary/Treasurer. The President, and in his stead, the Vice-President, shall preside over the association meetings and appoint someone to take the minutes. The Secretary-Treasurer shall receive, deposit and disburse any and all funds of the association. All expenses will be approved by the Board of Directors. All checks must have two signatures. All checks will be signed by the Secretary-Treasurer and second signature will be either the President or Vice-President.

SECTION 1: Qualification and Election of Board Members.

Any person over the age of twenty-one (21) years who is a property owner or resident in Lake Shores Acres, Bull Shoals Acres, or Landings North Subdivision and a member in good standing of the Association and not delinquent in dues or other amounts owed to the Association, is eligible to serve as a member of the Board of Directors. A person who is an officer of a developer of any of the aforementioned subdivisions is eligible to serve as a member of the Board of Directors. No more than one board seat shall be occupied by a lot owner in, or officer of the developer of, Landings North Subdivision.

SECTION 2: Term of Office.

The Board of Directors shall consist of one (1) member elected for a term of one (1) year, one (1) member elected for a term of two (2) years; and one (1) member elected for a term of three (3) years. Thereafter, each member elected shall serve a term of three (3) years, it being the intention and purpose of this Section 2 to cause the terms of said board to be staggered. Elections of Board members are to be held at the annual meeting as provided in Article II.

SECTION 3: Removal of Board Members.

Any board member may be removed from the board with cause by a majority of the votes entitled to be cast by the lot owners as hereinbefore set out. In the event of death, resignation or removal of a board member, his successor shall be selected by the remaining members of the Board and shall for the remainder of the unexpired term of his predecessor.

SECTION 4: Compensation of Board Members.

No board member shall receive any compensation of any form for his services as such board member. In the event that a board member should incur expenses in the performance of his duties in such capacity, he may submit a statement for such expenses to the board for reimbursement.

SECTION 5: Powers and Duties.

The Board shall have the power to adopt and publish rules and regulations governing the use of the common areas and facilities and the personal conduct of the co-owners and their guests thereon, and to establish penalties for the infraction thereof. The Board shall exercise for the lots all powers, duties and authority vested in or delegated to said lots. Specifically, the Board of Directors shall have the following powers, to-wit:

- A. The power to obtain and continue in effect common area property liability insurance in such form and in such amounts as determined by the Board.
- B. The power to enter into contracts on behalf of the property owners for the benefit of all, such to include, but not limited to, a management contract for the maintenance of the common elements and to provide services desired by said property owners.
- C. The power to make special assessments and annual assessments upon the lot owners, to be secured as hereinafter set forth, to enable the continuing operation of the nonprofit association.
- D. Any and all other powers necessary incidental to the effective and economic performance of the duties of the board.
- E. The Board may appoint any person or entity for carrying out the powers and duties of the Board, which person or entity shall answer to the Board.

The Board does not have the authority to obtain or relinquish Association assets. This must be done by 2/3 majority vote by the property owners in Lake Shore Acres and Bull Shoals Acres.

SECTION 6: Meetings of Board of Directors.

Meetings of the Board of Directors shall be held at any suitable place convenient to the Board of Directors no less often than quarterly. Notice to members of meetings of the board of directors may be accomplished by email, mail or hand delivery in the form of a general announcement on an annual basis. Meetings of the Board of Directors may be held by telephone. A quorum of the Board is three and any action shall require the vote of three.

SECTION 7: Special Meetings.

Whenever a majority of the board shall determine that a special meeting of the Board of Directors should be held, or whenever a petition executed by a majority of the lot owners shall be presented to the board member which petition calls for a special meeting, a special meeting shall be called. It shall be the duty of the Board of Directors to prepare a notice of any such meeting, such notice is to be mailed no less than seven (7) days prior to such meetings, to all of the lot owners and board members, setting forth the fact of a special meeting, the date such will be held, time, the place and a brief description of the business to be conducted at such meeting. The mailing of said notice shall be considered as notice served and actually given.

SECTION 8: Fidelity Bonds.

All board members or their agents, designees or subordinates, responsible for the handling of funds shall furnish adequate fidelity bonds, the premiums for such bonds to be paid out of funds from said association.

SECTION 9: Advisory Board.

The Directors of the Corporation shall have the power, if they so desire, to appoint an Advisory Board that shall be seated at the will of the Directors for purposes of providing the Directors with necessary advice. Such Advisory Board shall not constitute another Board of Directors for purposes of the Corporation's operations, but its members shall be indemnified and held harmless in the same manner as stated above.

ARTICLE II: Property Owner's Association

Cedar Crest Estates Homeowners Association, Inc. shall organize all owners of lots therein into a property owner's association shall be responsible for election of the Board of Directors and shall be the means and manner by which said board members are advised of the needs and necessities of the regime.

SECTION 1: Membership; Election of Board Members.

All individuals who own lots Bull Shoals Acres and Lakeshore Acres, and developers of the said subdivisions, shall be members of the Association. Members of the Board of Directors shall be elected by the members at the annual meeting of members as hereinafter provided. Each owner of a lot shall be entitled to cast one (1) vote for each board member position available for each lot owned. Where a lot is owned by more than one (1) individual, those co-owners shall elect one (1) of the owners as their spokesman, and cast their one (1) vote. In no instance shall more than one (1) vote per position per lot owned be cast. As long as units remain unsold by the developer, the developer may cast one (1) vote per position per unsold lot. The number of votes available for the developer shall be determined by counting unsold lots. In order for a vote to count, the property owner must be in good standing and not delinquent in dues and or fees.

SECTION 2: Annual Membership Meetings.

The annual meeting of the members shall be held during the month of June each year. At such meetings there shall be transacted such business as may come before the membership. A copy of the minutes and financial statements shall be sent to each property owner after the meeting. A quorum shall consist of the owners of a simple majority of all lots present in person or proxy. Unless otherwise provided herein, all actions of the membership shall require the affirmative vote of owners of more than thirty (30%) percent of the lots.

SECTION 3: Order of Business.

The order of business at all annual meetings shall be as follows, to-wit:

- A. Roll Call.
- B. Assign someone to take the minutes.
- C. Proof of Notice of Meeting or Waiver of Notice shall be read (special meetings only).
- D. Reading of the minutes of the previous meeting only if requested by lot owner.

- E. Financial report.
- F. Election of board member(s).
- G. Other Business.
- H. Close meeting.

SECTION 4: Dues and Assessments.

All members shall pay into the treasury of the Association to be received by and managed by the Board of Directors a sum as determined by the Board to be necessary. The initial fee shall be \$100 per year per lot to be paid to the Cedar Crest Estates Homeowners Association and set aside in a separate bank account in the name of the Association. Dues are to be paid by January 30th for the year and will be considered delinquent after May 15th of same year. Any lot owner delinquent in CCEHA dues, assessments, payments or maintenance fees shall forfeit the right to vote in any election, or make any suggestions or requests for improvements. All costs for collection of delinquent amounts due the Association will be the responsibility of the lot owner, including legal fees. Owner has three weeks to comply. All obligations for amounts due shall be a lien against the lot without necessity of filing a notice of lien.

The Association shall contract and pay for: airstrip, street maintenance, and other reasonable undertakings.

The Board may increase or decrease the Assessment for dues based upon the cost of carrying out its purpose for the year. Assessments enable the Association to maintain and manage efficiently the common areas and to administer all of the authorized action of the Association. Assessments shall not generate a profit nor shall it operate at a loss and should either happen, the following year's fee shall compensate. The Board shall have the right to set aside funds for specific future purposes which shall not be considered profits. The Board may fix the Assessment at an amount not in excess of the maximum amount as set forth herein. The maximum amount of Assessment the Board is permitted to fix for the first year after the ratification of these Covenants is \$100.00 but this amount may be increased/decreased by not more than 10% after a period of one year from the first Assessment, and increases/decreases of up to 10% may be fixed no more often than annually thereafter, provided that there shall be no more than two such increases within any five-year period without member approval. A vote of two thirds (2/3) of the members in good standing voting in person or by proxy at a meeting duly held at which a quorum is present shall be required for increases requiring member approval.

ARTICLE III: Miscellaneous.

SECTION 1:

The Corporation shall keep at the principal office of the Corporation, complete and correct records, and books of account, and shall keep minutes of the proceedings of the members, the Board of Directors, or any committee appointed by the Board of Directors as well as a list or record containing the names and addresses of all members.

SECTION 2: Corporate Seal.

The corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.

SECTION 3: Fiscal Year.

The fiscal year of the Corporation shall be fixed by the Board of Directors from time to time, subject to applicable law.

SECTION 4: All By-Laws of the Corporation shall be subject to alteration or repeal, and new By-Laws may be made, by a majority vote of the members entitled to vote in the election of directors, at a special meeting of the members called for such purpose.


SECTION 5: Indemnification of Directors and Officers.

Each Director or Officer now or hereinafter serving the Corporation, and each person who at the request of or on behalf of the Corporation is now serving or hereafter serves as a Director or Officer of any other corporation and the respective heirs, executors, and administrators of each of them shall be indemnified by the Corporation to the fullest extent provided by law against all costs, expenses, judgments, and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with or resulting from any claim, action, suit, or proceeding, civil or criminal, in which he is or may be made a party by reason of his being or having been such director or officer by reason of any action alleged to have been taken or omitted by him as such Director or Officer, whether or not he is a Director or Officer at the time of incurring such costs, expenses, judgments, and liabilities, provided that he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction or upon a nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation. The foregoing right of indemnification shall not be exclusive of other rights to which such director or officer may be entitled as a matter of law. The Board of Directors may obtain insurance on behalf of any person who is or was a director, officer, employee, or agent against any liability arising out of his status as such, whether or not the Corporation would have power to indemnify him against such liability.

Further, the indemnification provision, if any, contained in the Articles of Incorporation shall be incorporated herein as though fully set forth. Any conflict between the indemnity provision in these By-Laws and any other in the articles shall be resolved to provide the fullest benefit of protection to the Directors and Officers.

CERTIFICATE

The foregoing Amended and Restated By-Laws were approved by the Board of Directors of Cedar Crest Estates Homeowners Association, Inc. at a meeting duly held on the 22nd day of August, 2020.



BY: Its President (Print): Jerry Miller

ATTEST:

[Handwritten signature]

Secretary (Print): John R. Carman

ACKNOWLEDGEMENT

STATE OF ARKANSAS
COUNTY OF BOONE

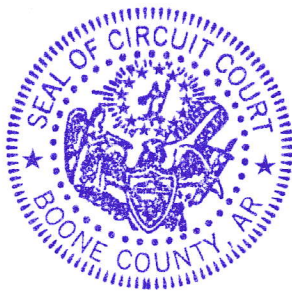
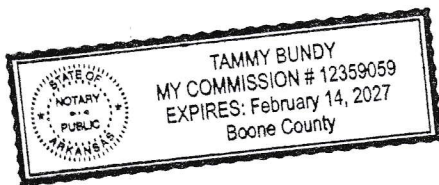
On the 8th day of April, 2021 personally appeared before me, a Notary Public within and for the county and state aforesaid, duly commissioned and acting, the within named Jerry Miller and John Carman, being the President and the Secretary, respectively, of Cedar Crest Estates Homeowners Association, Inc., a corporation, and who had been designated by said corporation to execute the above instrument, to me personally well known, who stated they were duly authorized in their respective capacities to execute the foregoing instrument for and in the name and behalf of said corporation and they further stated and acknowledged that they had executed the same for the considerations, uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal as such Notary Public on the date first above written.

[Handwritten signature: Tammy Bundy]

Notary Public

2-14-2027



STATE OF ARKANSAS--SS
COUNTY OF BOONE

I hereby certify that this instrument was filed for record in my office the 04/08/2021 8:42AM and duly recorded. Record as Instrument # 2021002407 Witness my hand and the court seal this 04/08/2021 8:42AM
JUDY KAY HARRIS
Circuit Clerk and Recorder

By M. Earwood D.C.