

BY-LAWS
OF
CHAPEL ACRES
HOMEOWNERS ASSOCIATION, INC.

ARTICLE I
NAME AND LOCATION; MEMBERSHIP

Section 1.1. Name and Location. The name of the nonprofit corporation is Chapel Acres Homeowners Association, Inc. (the "Association"). The principal office of the Association shall be located at 468 SW 24th Ave., Goldsby, OK 73093 but meetings of members and directors may be held at such places within the State of Oklahoma as may be designated by the Board of Directors

Section 1.2. Membership. Each owner of a Lot identified on the Plat shall be a Member of the Association. Each Lot shall carry one (1) vote and each owner shall exercise one (1) vote for each Lot it owns. If an owner combines, splits or otherwise modifies the original Lot as shown on the Plat, the original Lot structure shall determine the Owner's assessment obligations and voting rights For clarity, if an Owner purchases Lot #1 and Lot #2, as depicted on the Plat, and combines those into a single lot, then such Owner will be deemed to own two (2) Lots for purposes of these Bylaws and the Declaration.

ARTICLE II
DEFINITIONS

"*Association*" shall mean and refer to Chapel Acres Homeowners Association, Inc., its successors and assigns.

"*Properties*" shall mean and refer to that certain real property described in the Declaration (for McClain County, Oklahoma), and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

"*Owner*" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

"*Declarant*" shall mean and refer to Southwind Hills Land & Development, LLC, an Oklahoma limited liability company, its successors and assigns.

"*Declaration*" shall mean and refer to that certain Declaration of Covenants, Conditions Restrictions, Easements, and Homeowner Association for Chapel Acres Subdivision dated October 1, 2018, recorded in the Office of the County Clerk of McClain County, Oklahoma on November 1, 2018 in Book 2508 at Page 884.

"*Member*" shall mean and refer to those persons entitled to membership as provided in the Declaration.

"*Lot*" shall mean each lot as depicted on the Plat, regardless of whether such lots are subsequently combined or otherwise modified.

“*Plat*” shall mean and refer to that certain Final Plat of Chapel Acres, a Planned Unit Development (PUD) of Part of the SE/4 of Section 28, Township 8 North, Range 3 West of the Indian Meridian, McClain County, State of Oklahoma.

“*Super Majority*” shall mean and refer to those Members owning more than two-thirds (2/3) of the Lots.

ARTICLE III
MEETING OF MEMBERS

Section 3.1. Annual Meetings. 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 meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 10:00 a.m., when they shall elect a Board of Directors and transact such other business as may properly be brought before the meeting. 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 3.2. Special Meetings. Special meetings of the members may be called at any time by the president or by a majority of the Board of Directors, or upon written request of one-third (1/3) of the members who are entitled to vote. Any such request shall state the purpose of the meeting.

Section 3.3. 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 notice. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 3.4. Quorum. The presence at the meeting of members entitled to cast or of proxies entitled to cast at least one-third (1/3) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members present, though less than a quorum, may give notice to all members as required herein for the transaction to be considered, at an adjourned meeting, and at the adjourned meeting one-half (½) of the required quorum at the preceding meeting shall constitute a quorum. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 3.5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot(s).

ARTICLE IV
BOARD OF DIRECTORS—SELECTION;
TERM OF OFFICE

Section 4.1. Number. The property and affairs of this Association shall be managed by a Board of not less than three (3) nor more than five (5) directors. The organizational directors shall be as set forth in the Certificate of Incorporation. Those directors elected subsequent to the organizational Board must be members of the Association.

Section 4.2. Term of Office. At the first meeting the members shall elect one director for a term of one year, two directors for a term of two years and two directors for a term of three years; and at each annual meeting thereafter, the members shall elect directors for a term of three years. If there are only three (3) directors, then in that event the term of the second and third director shall be for two and three years respectively.

Section 4.3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association (meaning a majority of those members present at a special or regular meeting of the Association at which there is a quorum present). In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4.4. Compensation. No director shall receive compensation for any service he may render to the Association. However, by resolution of the Board, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each meeting of the Board, provided that nothing herein shall preclude any director from serving in any other capacity and receiving compensation therefore.

Section 4.5. 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 the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V **NOMINATION AND ELECTION OF DIRECTORS**

Section 5.1. Nomination. Nominations of candidates for the Board of Directors shall be made from the floor at the annual meeting. The Board of Directors may, in its sole discretion, create a Nominating Committee for the nomination of candidates to the Board of Directors. Members of the Nominating Committee may, but not need be, members of the Board of Directors.

Section 5.2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI **MEETING OF DIRECTORS**

Section 6.1. Regular Meetings. The regular meetings of the Board of Directors shall be held from time to time (whether, monthly or quarterly in the directors' discretion), without notice, and immediately following the annual meeting of the members without notice at such

place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 6.2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by the written request of a majority of the current directors, after not less than three (3) days notice to each director.

Section 6.3. Quorum. A majority of the number of directors 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.

ARTICLE VII
POWERS AND DUTIES
OF THE BOARD OF DIRECTORS

Section 7.1. Powers. The Board of Directors shall have the power to:

(a) Adopt and publish rules and regulations governing the maintenance and security of the Properties, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;

(b) Suspend the voting rights of a Member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period 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 By-Laws, the Articles of Incorporation or the Declaration;

(d) Establish assessments from time to time for the purpose of paying the common expenses;

(e) 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 meetings of the Board of Directors; and

(f) Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties, establish their compensation and remove them at any time with or without cause.

Section 7.2. 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 statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is required in writing by one-third (1/3) of the members who are entitled to vote;

(b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed.

(c) As more fully provided in the Declaration, to:

(i) Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(ii) Send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(iii) Foreclose the lien against any property for which assessments are not paid within thirty (90) days after due date, or to bring an action at law against the owner personally obligated to pay the same.

(d) Issue, or to 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 payments;

(e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) Procure and maintain adequate officers and directors liability insurance;

(g) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(h) Cause the performance of the maintenance and security functions set forth in the Declaration.

ARTICLE VIII **OFFICERS AND THEIR DUTIES**

Section 8.1. Enumeration of Offices. The officers of this Association shall be a President who shall be at all times a member of the Board, and as many Vice Presidents as the directors shall from time to time deem advisable, a Secretary and a Treasurer ("Regular Officers"), who must all be members of the Board, and such other officers ("Additional Officers") as the Board may from time to time by resolution create (collectively, Regular Officers and Additional Officers are referred to as "officers").

Section 8.2. Election of Officers. The election of Regular Officers shall take place initially at the organizational meeting of the incorporators and directors, and, thereafter, shall take place at the meeting of the Board of Directors following each annual meeting of the members.

Section 8.3. Term. The Regular Officers of this Association shall be elected annually by the Board and each shall hold offices for a term of one (1) year, unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. All Regular Officers must be members.

Section 8.4. Special Appointments. The Board may elect such Additional Officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may from time to time determine. All Additional Officers must be members.

Section 8.5. Resignation and Removal. At any time any officer may be removed from

office with or without cause by the Board. Any officer may resign at any time by 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, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8.6. 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 he replaces.

Section 8.7. Multiple Offices. The offices of secretary and treasurer may be held by the same person and any of the vice presidents may hold at the same time the office of secretary or treasurer. 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 8.8. Duties. The duties of the officers are as follows:

(a) President. The president shall be the chief executive officer of the Association and shall preside at all meetings of the members and Board of Directors; shall see that orders and resolutions of the Board are carried out; he shall have general and active management of the business of the Association; and he shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.

(b) Vice President. The vice president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

(c) Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal (however, the use of such seal is not required for any purpose); serve notice of meetings of the Board and of members; keep appropriate current records showing the members of the Association, together with their addresses; and shall perform such other duties as required by the Board, all subject to the supervision of the president.

(d) 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; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant 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 regular meeting, and deliver a copy of each to the members.

ARTICLE IX **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 Lot against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within ninety (90) days after due date, the assessment shall bear interest from the date of delinquency at a rate of ten percent (10%) per annum, and the

Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the Lot, or both, and interest, costs and reasonable attorney's 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 nonuse or abandonment of his or her Lot, or the Common Areas.

ARTICLE X
MISCELLANEOUS

Section 10.1. Books and Records. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

Section 10.2. Corporate Seal. The Association shall have a seal in circular form having within its circumference the words: CHAPEL ACRES HOMEOWNERS ASSOCIATION, INC. However, the use of such seal is not required by these By-laws for any purpose.

Section 10.3. Fiscal Year. The fiscal year of the Association shall begin on the 1st day of January and end of the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

ARTICLE XI
AMENDMENTS

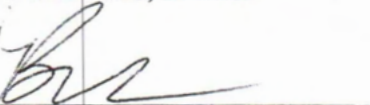
Section 11.1. These By-Laws may be amended, at a regular or special meeting of the Members, by a vote of a majority of Board members and a vote of a Super Majority of the Members.

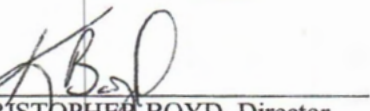
Section 11.2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

[SIGNATURES TO FOLLOW]

IN WITNESS WHEREOF, the undersigned, being all of the directors of Chapel Acres Homeowners Association, Inc., have hereunto set our hands this 4th day of January 2019.


TINA ADKINS, Director


BRETT ADKINS, Director


KRISTOPHER BOYD, Director