

WARD PARKWAY ESTATES
HOMES ASSOCIATION
2019

Bylaws
&
Declaration of Restrictions

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BYLAWS

ARTICLE I

NAMES, BOUNDARIES & MEMBERSHIP

Section 1. As used in the Bylaws, the term “District” shall mean all of the land now included in the two plats of Ward Parkway Estates, in Jackson Country, Missouri, subject to the assessment set forth in the Ward Parkway Estates Homes Association Declaration, recorded in Book B-4978, Page 119 in the Office of the Recorder of Deeds in and for Jackson Country, Missouri, at Kansas City.

Section 2. Any person who has legal title of record to any lot or tract of land within the limits of the District as it now exists or may hereafter exist shall hold membership in the Association.

Section 3. In case the legal title to any lot or land in the District is held in any form of joint tenancy by the entirety, joint tenancy, or tenancy in common, the owners shall be eligible to membership, but shall jointly have the right to cast only one vote for any candidate at any election or on any question. Such owners may, if they prefer, designate in writing one of them as member in their stead, and he shall become eligible to membership, subject to the approval of the Board of Directors.

Section 4. In case the legal title to any lot or land in the District is held by a corporation, then the Board of Directors of such corporation, or its president or vice president, may designate in writing one of its officers, members or employees as its member representatives, who shall become eligible to membership, subject to the approval of the Association Board of Directors.

Section 5. The corporation or its Board of Directors shall be the sole judge of its membership and any acts or proceedings of the corporation made or done in the manner herein described shall be conclusive against all parties. Only owners of one or more tracts of land in the District, or their duly accredited representatives as herein provided, shall be eligible to membership in the Association. No member shall have the right to more than one vote for any candidate at any election, or on any question, although he may own more than one lot or tract of land.

Section 6. Membership in this Association may continue only during the ownership of any lot or land in the District by the member or person or party whom he represents, as herein provided.

Section 7. The Secretary shall keep a correct list of all members who are in good standing and entitled to vote, and their last known addresses. All members shall notify the Secretary of any change of address.

ARTICE II

BOARD of DIRECTORS

Section 1. The corporate powers of this Association shall be vested in a Board of Directors. The Board shall consist of a minimum of five (5) directors and a maximum of ten (10). The number of directors at any one time shall be the discretion of the Board.

Section 2. Fifty (50) percent of the directors shall constitute a quorum for the transaction of business at any meeting.

Section 3. All Directors shall be *bona fide* residents of the District, and shall at all times be members of the Association in good standing.

Section 4. Directors shall be elected by the Board of the Association at a Board meeting, to serve for a period of two (2) years. In 2017, one half (½) of the candidates will be elected for a 1 year term, one half (½) of the candidates will be elected for a 2 year term. No Board member shall serve more than six (6) consecutive years. May be reelected after two (2) year waiting period.

Section 5. In case of vacancy in the office of a Director, the remaining Directors at a regular or special meeting shall elect another eligible member to fill the vacancy for the unexpired term and until a successor shall be duly elected and qualified.

Section 6. The Board shall conduct, manage and control the property, affairs, and business of the Association, and shall make all necessary rules and regulations for the guidance of officers and management of the affairs and business of the Association, not inconsistent with the laws of the State of Missouri or the United States. They shall cause to be kept a complete record of all their acts and proceedings, and of the proceedings of the meetings. At each Annual Meeting, they shall present a complete financial statement showing the general condition of the Association showing all receipts and expenditures, assets and liabilities.

Section 7. The Board shall employ and discharge at will, all agents, servants and employees of the Association, prescribe their duties, fix the compensation, if any, of officers, and in their discretion may require of them a bond or other security for faithful performance of their duties and fidelity. They shall determine who shall sign and countersign all checks, drafts and other papers and documents, except as otherwise provided herein. They shall vote on all applications for membership, as provided herein. They shall do and perform any other duties that may be prescribed for them by the members of the Association at any regular or special meeting.

ARTICLE III

OFFICERS

Section 1. (a) The officers of the Association shall be a President, Vice President, Secretary, and Treasurer, who shall be elected by and hold office at the will of the Board of Directors. The Board may also, from time to time, name other or assistant officers who shall hold office at the will of the Board.

(b) The President and Vice President shall at all times be Directors. It is required that all Directors shall be members of the Association. The offices of Secretary and Treasurer may be held by the same person.

(c) The Board may appoint or remove any officer or employee at pleasure, and any vacancy caused by removal, resignation, death, cessation of membership in the Association for any cause whatever, may be filled by the Board as it may deem advantageous.

Section 2. The President shall preside over all meetings of the members and Directors, shall sign all instruments of writing to be executed by the corporation, and as he may be directed by the Board and he shall perform such other duties as may be conferred upon him by the Board, but his authority shall be subject to the control and direction of the Board at all times.

Section 3. The duties of the Vice President shall be to do and perform all the duties of the President in the absence or inability of the President.

Section 4. The duties of the Secretary shall be to keep a permanent and complete record of all proceedings of each meeting of the Board and of the Association members, and to keep the officers informed of all such proceedings whenever called upon; to call special meetings of the Board and of the Association members whenever requested by the President or Vice President or a majority of the Board; to keep a list of all members of the Association and their addresses; and to do and perform all other duties that usually and properly pertain to the office of Secretary. In case of failure, absence, inability or refusal of the Secretary to perform the duties, the President may appoint someone to act in stead until the next meeting of the Board, and in such event the Secretary shall turn over to the successor in office all papers, records, books and other property belonging to the Association.

Section 5. The duties of the Treasurer shall be to receive and deposit in such banks or bank as the Board may from time to time direct, moneys belonging to the Association; to keep a true and detailed account of all moneys received and paid out; to make a financial report at each Annual Meeting of the Association members, and at any special meeting of the Association whenever requested; to turn over to the successor in office, all moneys, reports, papers and other property then on hand belonging to the Association; and to do and perform all other duties that usually and properly pertain to the office of Treasurer.

Section 6. All Board members shall not receive any compensation for their services.

ARTILCE IV

Section 1. The regular Annual Meeting of the members of the Association, herein called the "Association Meeting", shall be held at a location and time set at the discretion of the Board. The annual Association Meeting shall be held in the month of September. Special meetings of the members of the Association, herein called "Association Meeting", may be held at any time on the call of the President, Vice President or the Secretary.

Section 2. The members of the Association shall be notified by the Secretary, President or the Vice President by a printed or electronic notice to the last known address of the members at least ten (10) days before the date of the regular meeting, stating the time and place of the meeting. Special meetings may be called in a like manner after five (5) days notice, but any such notice shall designate the purpose of the meeting. In all such cases, the mailing of the notice need only be given; and notices need only be given to members appearing as such on the books of the Association.

Section 3. At any regular or special Association Meeting, fifty (50) percent of the attending members shall constitute a quorum for the transaction of business; and a majority vote of those present shall be necessary to elect a Director for transacting any other business.

Section 4. Regular meetings of the Board shall be held at such times and place as the Board may designate. No notice of the regular meeting of the Board shall be given. Special meetings of the Board may be held at any time on the call of the President, Vice President or the Secretary, by notice to the last known address of the Directors at least two (2) days before the meeting. The mailing or telephoning shall be considered as the notice required to be given. Or a like notice may be served personally upon the Directors at least one (1) day before such a meeting.

ARTICLE V

Section 1. At all Association meetings each member shall have the right to vote in person or by proxy, but all proxies shall be in writing and shall be filed with the Secretary before the meeting opens. Each member shall have but one vote. All votes shall be by ballot unless waived by unanimous consent.

Section 2. No Director may vote by proxy at any Director's meeting. No Director shall be permitted to vote at any Director's meeting unless present at such meeting.

ARTICLE VI

These Bylaws may be altered, amended, added to or repealed at any Association Meeting by a majority vote of those present, or at any Director's meeting by a two-thirds vote of those present, if there be a quorum.