

**BYLAWS  
OF  
YANKEE RIDGE TOWNHOME ASSOCIATION**

**Article I. Purpose**

Yankee Ridge Townhome Association (the "Association") has been organized for the purposes set forth in the Articles of Incorporation. The general purpose for which the Association is formed is to promote the health, safety, recreation, welfare and enjoyment of the residents of the Townhome Property, legally described in the Declaration of Covenants, Conditions, Restrictions and Easements for Yankee Ridge Townhomes recorded with the Lancaster County Register of Deeds office as Instrument No. 2007053171, as the same may be amended from time to time as therein provided (the "Declaration"), said Declaration being incorporated as if fully set forth herein. Capitalized terms not otherwise defined herein are defined in the Declaration.

**Article II. Offices**

The principal office of the Association in the State of Nebraska will be located at 7211 South 27<sup>th</sup> Street, in the City of Lincoln, County of Lancaster. The Association may have such other offices, either within or without the State of Nebraska, as the Board of Directors may determine or as the affairs of the Association may require from time to time.

The Association will have and continuously maintain a registered office, and a registered agent whose office is identical with the registered office. The registered office may be, but need not be, identical with the principal office, and the address of the registered office may be changed from time to time by the Board of Directors.

**Article III. Members**

Section 1. Membership. Every person or entity who becomes a record titleholder of a fee interest in any Lot which is subject to the terms of the Declaration shall be a Member of the Association, including contract buyers. However, any person or entity who holds an interest merely as security for the performance of an obligation shall not be a Member. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the terms of the Declaration.

Section 2. Membership Voting Rights. The Members of the Association shall have the absolute and unconditional right to elect the members of the Board of Directors, subject to the qualification requirements for such Directors provided in these Bylaws. The Association shall have two classes of membership: Class A membership shall include all Members of the Association except the Declarant and Class B membership shall include the Declarant. All Class A Members, whether one or more persons and entities, shall be entitled to one (1) vote per Lot on each matter properly coming before the Members of the Association. Class B Members shall be

entitled to twenty-five (25) votes per Lot on each matter coming before the Members of the Association.

Section 3. Meetings of Members. An annual meeting of the Members shall be held on the first Tuesday in the month of February in each year, beginning with the year 2008 at the hour of 7:00 p.m. for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Nebraska, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the Members as soon thereafter as conveniently may be.

Section 4. Special Meetings. Special meetings of the Members may be called by the President, the Board of Directors, or by Members holding at least five percent (5%) of the voting rights of the Association.

Section 5. Place of Meeting. The Board of Directors may designate any place, either within or without the State of Nebraska, as the place of meeting for any annual meeting or for any special meeting of the Members. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the Association in the State of Nebraska.

Section 6. Notice of Meeting. Written or printed notice stating the place, day and hour of the annual meeting and any special meeting of Members shall be delivered either personally or by mail to each Member entitled to vote at such meeting, not less than ten (10) nor more than sixty (60) days before the date of such meeting, by or at the direction of the President or the Secretary or the officers or persons calling the meeting. The purpose or purposes for which the meeting is called shall be stated in the notice along with a description of any matter or matters that must be approved by the Members. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Member at said Member's address as it appears on the records of the Association, with postage thereon prepaid.

Section 7. Informal Action by Members. Any action required or permitted by law to be taken at a meeting of the Members may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by Members holding at least eighty percent (80%) of the voting power with respect to the subject matter thereof and is filed with the Secretary of the Association.

Section 8. Voting. When more than one Member holds an undivided ownership interest in any Lot, the vote for such Lot shall be based upon each undivided titleholder voting its undivided percentage recorded ownership interest for said Lot. In the event there is a contract buyer, the record titleholder of the Lot shall cast the vote for said Lot, unless the contract buyer and record titleholder agree otherwise in writing and deliver a copy of the written agreement to the Association. Members are entitled to use cumulative voting when voting for directors.



Section 9. Quorum. The presence in person or by proxy of Members entitled to cast at least ten percent (10%) of the votes of the Lots with respect to the subject matter thereof shall constitute a quorum for the transaction of business at any meeting of Members. The act of a majority of the votes present and entitled to vote at the meeting at which there is a quorum with respect to the subject matter thereof, shall be the act of the Association, except as may otherwise be specifically provided by statute or these Bylaws. Notwithstanding the above, unless one-third of the votes of the Lots with respect to the subject matter thereof are present in person or by proxy, the only matters that may be voted upon at an annual or regular meeting of the Members are those matters described in the meeting notice.

Section 10. Telephone Conference. Members of the Association may participate in a meeting through the use of conference telephone or similar communications equipment so long as all Members participating in such meeting can hear one another. Participation in a meeting pursuant to this section shall constitute presence in person at a meeting.

#### **Article IV. Board of Directors**

Section 1. General Powers. The affairs of the Association will be managed by its Board of Directors.

Section 2. Number, Tenure and Qualifications. The number of Directors shall be no less than three (3) nor more than seven (7) and the initial board of directors shall consist of three (3) Members as set forth in the Articles of Incorporation.

The initial directors shall serve two year terms. In the event that the Members fail to elect or reselect the directors, the existing directors shall continue to hold office for additional one year terms until they resign and/or Members duly elect new directors.

Section 3. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the presiding officer of the Board, the President or twenty percent (20%) of the Directors then in office.

Section 4. Notice. Notice of any special meeting of the Board of Directors will be given at least three (3) days prior thereto by written notice delivered personally or sent by mail to each Director at the Director's address as shown by the records of the Association. If mailed, such notice will be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting will constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 5. Quorum. A majority of the Board of Directors will constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 6. Manner of Acting. The act of a majority of the Directors will be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Section 7. Vacancies. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors may be filled by the affirmative vote of a majority of the remaining Directors, though less than a quorum of the Board of Directors. A Director elected to fill a vacancy will be elected for the unexpired term of the predecessor in office.

Section 8. Compensation. Directors as such will not receive any stated salaries for their services, but nothing herein will be construed to preclude any Director from serving the Association in any other capacity and receiving compensation therefor.

Section 9. Informal Action by Directors. Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the Directors.

#### **Article V. Power and Duties of the Board of Directors**

Section 1. Powers and Duties of the Board of Directors. All the powers and duties of the Association existing under the Articles of Incorporation, the Nebraska Nonprofit Association Act and the Declaration shall be exercised exclusively by the Board, its agents, contractors or employees, subject only to approval by Members who are entitled to vote when such is specifically required.

Section 2. Assessments. The Board shall make and collect dues and assessments against the Lots to pay the costs of administering, insuring, maintaining, repairing, replacing, adding, improving, and to the extent applicable, owning, the Common Area, as defined and set forth in the Declaration. The Members shall pay dues and assessments to the Association as billed. Each Member's dues and assessments shall be determined on an annual basis for each fiscal year, prorating fractional years. Any dues or assessments not paid on or before the due date shall be delinquent.

(a) Budgets. The Board of Directors of the Association shall prepare and adopt an annual budget for the costs associated with the administration, improvement, maintenance, operation, repair and replacement of the Common Area which contains: (1) estimated revenue and expenses on an accrual basis; (2) the amount of the total cash reserves of the Association currently available for replacement or major repair of the Common Area or NU Common Area and for contingencies; (3) an itemized estimate of



the remaining life of, and the methods of funding to defray repair, replacement or additions to, major components of the Common Area and NU Common Area; and (4) a general statement setting forth the procedures used by the Association in the calculation and establishment of reserves to defray the costs of repair, replacement or additions to the major components of the Common Area.

(b) Additional Charges. In addition to any amounts due or any other relief or remedy obtained against a Member who is delinquent in the payment of any dues or assessment, each Member agrees to pay such additional costs, fees, charges and expenditures ("Additional Charges") as the Board of Directors of the Association may incur or levy in the process of collecting from that Member monies due and delinquent. All Additional Charges shall be included in any judgement in any action brought to enforce collection of delinquent dues and/or assessments. Additional Charges shall include, but not be limited to, the following:

(1) Late Charges: A late charge in an amount to be fixed by the Association to compensate the Association for additional collection costs incurred in the event any dues or assessment or other sum is not paid when due or within any "grace" period. The late charge shall not exceed ten percent (10%) of the delinquent dues or assessment or ten dollars (\$10), whichever is greater;

(2) Costs of Suit: Costs of suit and court costs incurred as allowed by the court;

(3) Filing Fees: Costs of filing a notice of lien in the office of the Register of Deeds;

(4) Interest: Interest on all dues and assessments at the rate of sixteen percent (16%) per annum or the maximum rate allowed by law, whichever is less, commencing after the date the dues or assessment become due;

(5) Attorney's fees: Reasonable attorney's fees and costs incurred in the event an attorney(s) is employed to collect any dues or assessment or sum due, whether by suit or otherwise; and

(6) Other: Any other costs that the Association may incur in the process of collecting delinquent dues or assessments.

The dues and assessments to be levied for each year against each Lot subject to assessment shall be computed by dividing the budgeted Common Area expenses by the total number of Lots subjected to the Declaration. In addition to annual dues and assessments, the Board of Directors may levy special assessments for the purpose of defraying in whole or in part the cost of any construction, reconstruction, repair or replacement of a capital improvement to the Common Area; provided that such assessment shall be ratified by the Members affected by such assessment. Within thirty (30) days of the Board's adoption of a special assessment, the Board shall (i)

provide a description of the special assessment to all Members of the Association; and (ii) set a meeting date to consider ratification of the assessments not less than fourteen (14) nor more than thirty (30) days after mailing the descriptions. A special assessment for the Common Area is automatically ratified by the Members, whether or not a quorum is present, unless at that meeting Members holding at least two-thirds (2/3) of all votes allocated to all Lots within the Townhome Property reject the Common Area special assessment. Annual dues and assessments and special assessments related to the Common Area must be fixed at a uniform rate for all Lots, but may be abated as set forth in the Declaration.

Section 3. Disbursements. The Board shall use the proceeds of the dues and assessments in the exercise of its powers and duties.

Section 4. Maintenance. The Board shall administer, insure, maintain, repair, replace, add, improve, and to the extent applicable, own the Common Area.

Section 5. Employees. The Board shall have the authority to employ or contract for such personnel on a regular or intermittent basis, full or part-time, as the Board deems necessary in the fulfillment of the responsibilities set forth herein. The Board shall have the authority to fix compensation for such employees or contractors and to terminate or replace such employees or contractors, when, in the judgment of the Board, such action is warranted.

Section 6. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Association, 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 Association, and such authority may be general or confined to specific instances.

Section 7. Checks, Drafts, and Orders for the Payment Money. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President of the Association.

Section 8. Deposits. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

Section 9. Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Association.

## **Article VI. Officers**

Section 1. Officers. The officers of the Association will be a President, one or more Vice Presidents (the number to be determined by the Board of Directors), a Secretary, a Treasurer and



such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it deems desirable, such officers to have the authority, and to perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary and except the offices of President and Vice President.

Section 2. Election and Term of Office. The officers of the Association will be elected annually by the Board of Directors at the annual meeting of the Board of Directors. If the election of officers is not held at such meeting, such election will be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the Board of Directors. Each officer will hold office until a successor is qualified and has been duly elected.

Section 3. Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Association would be served thereby, but such removal will be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The President will be the principal executive officer of the Association and will in general supervise and control all of the business and affairs of the Association. The President will preside at all meetings of the Board of Directors. The President may sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof is expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Association; and in general will perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. In the absence of the President or in the event of the President's inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order of their election) will perform the duties of the President, and when so acting, will have all the powers of and be subject to all the restrictions upon the President. Any Vice President will perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 7. Treasurer. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of the Treasurer's duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Treasurer will have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for moneys due and payable to the Association from any source whatsoever, and deposit all such

moneys in the name of the Association in such banks, trust companies or other depositories as are selected in accordance with the provisions of these Bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 8. Secretary. The Secretary will keep the minutes of the meetings of the Members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the Association and see that the seal of the Association is affixed to all documents, the execution of which on behalf of the Association under its seal is duly authorized in accordance with the provisions of these Bylaws; keep a register of the post-office address of each Director which shall be furnished to the Secretary by such Director; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors.

Section 9. Assistant Treasurers and Assistant Secretaries. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or the Board of Directors.

#### **Article VII. Indemnification**

Any person who at any time shall serve, or shall have served, as a director, officer, employee or agent of the Association, and the heirs, executors, and administrators of any such person, shall be indemnified to the full extent authorized by Nebraska Law, including, but not limited to, the Nebraska Nonprofit Corporation Act, Neb. Rev. Stat. § 21-1901 et seq., as enacted or hereafter amended.

#### **Article VIII. Books and Records**

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors. All books and records of the Association may be inspected by any Director, or his agent or attorney, for any proper purpose at any reasonable time.

#### **Article IX. Fiscal Year**

The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.



#### Article X. Seal

The Board of Directors may, but need not, provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Association and the words "Corporate Seal."

#### Article XI. Waiver of Notice

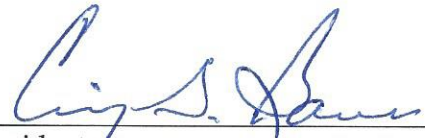
Whenever any notice is required to be given under the provisions of the Nebraska Nonprofit Association Act or under the provisions of the Articles of Incorporation or Bylaws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, and delivered to the Association for inclusion in the minutes or filing with the corporate records, shall be deemed equivalent to the giving of such notice.

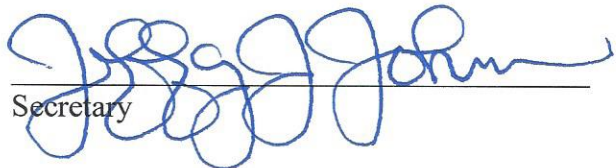
#### Article XII. Amendments to Bylaws

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority vote of the Directors present at any regular meeting or at any special meeting, if at least three (3) days' written notice is given of intention to alter, amend or repeal or to adopt new Bylaws at such meeting.

The foregoing were adopted as the Bylaws of Yankee Ridge Townhome Association, a nonprofit corporation under the laws of the State of Nebraska, at the first meeting of the Board of Directors on November 21, 2007.

Approved:

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary

**Seacrest & Kalkowski, PC, LLO,  
Attorneys**

1111 Lincoln Mall, Suite 350

**NOTICE OF INCORPORATION**

Notice is hereby given that Yankee Ridge Townhome Association (the "Corporation") has been incorporated under the laws of the State of Nebraska. The Corporation is a mutual benefit corporation. The address of the initial registered office is 7211 South 27th Street, Lincoln, Lancaster County, Nebraska 68512 and the registered agent is Jeff Johnson. The name and street address of each incorporator is: Jeff Johnson, 7211 South 27th Street, Lincoln, Nebraska 68512; Craig Bauer, 5824 Rolling Hills Boulevard, Lincoln, Nebraska 68521; and Tom Ruud, 1821 South 33rd Street, Lincoln, Nebraska 68506. The Corporation will have members.

SEACREST & KALKOWSKI, PC, LLO  
1111 Lincoln Mall, Suite 350  
Lincoln, NE 68508

Dec 24 (Mon)      Dec 10-17-24  
                                 yankee/12.24  
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**PROOF OF PUBLICATION**

**AFFIDAVIT**

**State of Nebraska, Lancaster County, ss:**

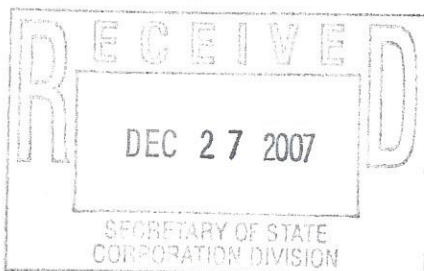
**Patricia J. Seeba**, being duly sworn, deposes that she is an editor or manager of the Daily Reporter, a legal daily newspaper printed, published and of general circulation in the County of Lancaster and State of Nebraska, and that the attached printed notice was published in said newspaper once each week **three** successive weeks, the first insertion having been on the **10th day of December, 2007**, and thereafter on **December 17 and 24, 2007**, and that said newspaper is a legal newspaper under the statutes of the State of Nebraska. The above facts are within my personal knowledge.

*Patricia J. Seeba*

Subscribed in my presence and sworn to  
before me **December 24, 2007**

*Carolyn L. Tucker*  
Notary Public

Printers Fee \$45.71



**COPY**