

**BY LAWS  
OF  
REGHAN PLACE HOMES ASSOCIATION**

**ARTICLE I  
NAME AND OFFICES**

- 1.1 Name: The name of the corporation is Reghan Place Homes Association, a not-for-profit Kansas corporation, referred here as the "Association."
- 1.2 Location: The principal office of the Association shall be at 4200 Somerset Drive, Suite 216, Prairie Village, KS 66208, or at such other place as the Board of Directors, by resolution, may designate from time to time. Meetings of members and directors may be held at such other place as designated by the Board of Directors or Officers.

**ARTICLE II  
DEFINITIONS**

- 2.1 Association shall mean the Reghan Place Homes Association, its successors, and assigns.
- 2.2 District shall mean all of the property which is now or hereafter within the jurisdiction of the Association as provided in the Declarations.
- 2.3 Street shall mean the roads and rights of way therefore as shown on the Plats of Reghan Place, subject to easements for utilities and held by the Association for the use of the members, their families, and guests, and of public officials acting in such capacity.
- 2.4 Lot shall mean and refer to any separate owned tract shown by the survey of the properties but excepting the Common Properties.
- 2.5 Dwelling Unit shall mean and refer to any portion of a building structure situated upon a Lot within the District designated and intended for use and occupancy as a residence by a single family, divided along a boundary which may lie within or across the structure, and defined by the party wall which is erected on said boundary.
- 2.6 Declaration shall mean the Association's Declarations recorded in the Office of the Register of Deeds, Johnson County, Kansas as such Declaration may be amended from time to time.

**ARTICLE III  
MEMBERSHIP**

- 3.1 Membership: Except as otherwise provided in the Declaration, membership in the Association shall be limited to any person or entity who is the Owner of the fee interest or of an undivided portion of the fee interest in any Dwelling Unit which is now or hereafter within the jurisdiction of the Association. Persons or entities who hold an interest merely as security for the performance of an obligation shall not be members. Tenants may vote with a written proxy from the Owner of a Dwelling Unit, signed and dated by the Dwelling

Unit Owner(s), as provided in Article X, subsection 10.6. There are 76 Dwelling Units in the District.

3.1.1 Membership for Guardian of Minors: In the case the legal title to a Dwelling Unit in the District is held by one or more minors, their natural or legal guardian or guardians shall be eligible for membership or, if there be more than one such guardian, they shall jointly have the right to cast only one vote for any candidate at any election or on any question or such guardian may designate in writing one of them as a member in their stead and such person shall thereupon become eligible for membership, subject to the approval of the Board of Directors.

3.1.2 Membership for Representatives of Corporations: In case the legal title to a Dwelling Unit in the District is held by a corporation, partnership, or other entity, the Owner may designate, by filing a written instrument with the Association, any person as its member representative.

#### **ARTICLE IV** **BOARD OF DIRECTORS**

- 4.1 Number: The business and affairs of the Association shall be managed by a Board of Directors, composed of five (5) directors. Each individual elected as a director shall serve for a term of two (2) years and until his or her successor is duly elected and has commenced his or her term of office or until his or her earlier resignation or removal. The two-year terms shall be staggered such that the President and the Vice President are elected on opposite years and the Secretary and Treasurer are elected on opposite years.
- 4.2 Qualifications: All directors shall be members in good standing of the Association.
- 4.3 Removal: Any director may be removed from the Board of Directors, with or without cause, by a majority vote of the members of the Association entitled to vote. In the event of death, resignation, or removal of a director, his or her successor shall be selected by the remaining members of the Board of Directors and shall serve the unexpired term of his or her predecessor.
- 4.4 Resignation: Any officer may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified in the notice, and, unless otherwise specified in the notice, the acceptance of such resignation shall not be necessary to make it effective.
- 4.5 Compensation: No director shall receive compensation for the service he or she may render to the Association as a director. However, any director may be reimbursed for his or her actual expenses incurred in the performance of his or her duties.

**ARTICLE V**  
**OFFICERS AND THEIR DUTIES**

- 5.1 Enumeration of Offices: The officers of the Association shall be a President, a Vice-President, a Secretary, and a Treasurer.
- 5.2 Election of Officers: The election of the officers shall take place at each annual meeting of the newly elected Board of Directors and serve at the pleasure of the Board of Directors until the expiration of their terms, and until their successors are duly elected and qualified or until their earlier resignation or removal. An officer shall be deemed qualified when he or she enters upon the duties of the office to which he or she has been elected or appointed, but the Board of Directors may also require of such person his or her written acceptance and promise faithfully to discharge the duties of such office.
- 5.3 Vacancies: A vacancy in any office may be filled by the Board of Directors at any time. The officer elected to such vacancy shall serve for the remainder of the term of the officer he or she replaces.
- 5.4 Duties: The duties of the officers are as follows:
- 5.4.1 President: The President shall be the chief executive officer of the Association and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and officers of the Association. The President shall preside at all meetings of the membership and at all meetings of the Board of Directors. The President shall have the general powers and duties of management usually vested in the office of president and shall have such other powers and duties as may be prescribed by the Board of Directors or these Bylaws.
- 5.4.2 Vice-President: The Vice-President shall act in the place of the President in the event of the President's absence, inability, or refusal to act, and shall exercise and discharge such other duties and have such other powers as may be prescribed by the Board of Directors.
- 5.4.3 Secretary: The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the members; shall serve notice of meetings of the Board of Directors and of the members; shall keep appropriate current records showing the members of the Association, together with their addresses; and shall perform such other duties and have such other powers as may be prescribed by the Board of Directors. The Secretary shall keep the names and addresses of members confidential as the property of the Association. Such information shall not be made known to anyone except for purposes of carrying on the business of the Association.
- 5.4.4 Treasurer: The Treasurer shall be responsible for the safekeeping of the funds of the Association; shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Association and such other books of accounts and accounting records as may be appropriate; and shall perform such other duties and have such other powers as may be prescribed

by the Board of Directors. The Treasurer shall keep appropriate current records showing the members of the Association, together with their addresses. The books of account and accounting records shall at all reasonable times be open to inspection by any director. The Treasurer shall keep names and addresses of members confidential as the property of the Association. Such information shall not be made known to anyone except for purposes of carrying on the business of the Association.

## **ARTICLE VI**

### **MEETINGS OF DIRECTORS**

- 6.1 Annual Meeting of the Board: The annual meeting of the Board of Directors shall be held following the annual meeting of the members at such place as may be fixed by the Board of Directors.
- 6.2 Regular Meetings of the Board of Directors: Regular meetings of the Board of Directors shall be held at such place and time as may be fixed from time to time by the Board of Directors.
- 6.3 Special Meetings of the Board of Directors: Special meetings of the Board of Directors may be called at any time by the President or upon written request of a majority of the directors.
- 6.4 Notice of Special Meetings: Written notice of any special meeting of the Board of Directors shall be given by the Secretary of the Association by email or other acceptable method, at least five (5) days before such special meeting to each director. The notice shall specify the place, date and hour of the meeting and the subject(s) to be presented and the proposed business to be transacted at such special meeting.
- 6.5 Waiver of Notice of the Board of Directors: Any notice provided or required to be given to the directors may be waived in writing by any of them whether before or after the time stated in the notice. Attendance of a director at any special meeting shall constitute a waiver of notice of such special meeting, except where the director attends a special meeting for the express purpose of objecting to the transaction of any business because the special meeting is not lawfully called or convened.
- 6.6 Quorum of the Board of Directors: The presence of a majority of the directors entitled to vote, in person or by telephonic, video, or other conferencing process, shall constitute a quorum for the transaction of business.
- 6.7 Adjournment of the Board of Directors: If a quorum shall not be present at any such meeting, the directors present shall have the power successively to adjourn the meeting, without notice other than announcement at the meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present, any business may be transacted which could have been transacted at the original session of the meeting.
- 6.8 Meetings by Conference Telephone or Similar Communications Equipment of the Board of Directors: Unless otherwise restricted by Kansas law or these Bylaws, members of the Board of Directors of the Association may participate in a meeting of the Board of Directors by means of conference telephone, video, or similar communications equipment

by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant hereto shall constitute presence in person at such meeting.

- 6.9 Action Taken Without a Meeting of the Board of Directors: The Board of 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 such action so approved shall have the same effect as though taken at a meeting of the directors.

## **ARTICLE VII**

### **NOMINATION AND ELECTION OF DIRECTORS**

- 7.1 Nomination: Nomination for election to the Board of Directors shall be made prior to the election and announced in the notice of the annual meeting and/or from the floor at the annual meeting of the members.
- 7.2 Election: Election to the Board of Directors shall be by a written ballot. At any such election, the members or their proxies may cast as many votes as they are entitled to exercise under the provisions of Article III, above. The persons receiving the largest number of votes shall be elected.
- 7.3 Commencement of Term of Office: A director shall be deemed elected at the time of his or her election, but the elected director shall not be deemed to have commenced his or her term of office or to have any of the powers or responsibilities of a director until the time he or she accepts the office of director either by a written acceptance or by participating in the affairs of the Association at a meeting of the Board of Directors or otherwise.

## **ARTICLE VIII**

### **POWERS OF THE BOARD OF DIRECTORS**

- 8.1 Scope: Exercise for the Association all powers, duties, and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these Bylaws, the Article of Incorporation, or the Declaration.
- 8.2 Enforcement of Restrictions: Enforce in the name of the Association any and all building, use, or other restrictions, obligations, agreements, or reservations which have been or hereafter may be imposed upon any of the Dwelling Units. The Board of Directors shall establish penalties for infractions which may include fines assessed and collected in the same manner as assessments for common expenses.
- 8.3 Rules and Regulations: Adopt and publish rules and regulations governing the common areas and dedicated landscape easements as shown by the plats of the District.
- 8.4 Records: Cause to be kept a complete record of all acts and of the corporate affairs of the Association.
- 8.5 Common Areas and Facilities: Operate, manage, and maintain the common areas and facilities, and any dedicated landscape easement in accordance with the Bylaws and Declarations.

- 8.6 Manager or Managing Company: Employ and supervise a manager, an independent contractor, or such other employees that the members shall deem necessary to exercise its powers and perform its duties.
- 8.7 Fees and Charges: Fixing the amount and manner of payment of any fees, charges or assessments and sending written notice of each fee or charge to owners and mortgagees subject thereto. The Board of Directors shall establish a system for accounting for common expenses and income according to generally accepted accounting principles and establishing regular accounting periods pursuant to said system. The Board of Directors shall also issue or cause to be issued, a certificate stating whether any fees or charges have been paid or remain unpaid. The Board of Directors shall cause all officers, managers or employees having fiscal responsibilities to be bonded.
- 8.8 Insurance: Procure and maintain public liability insurance, fire, extended coverage, hazard insurance, and other insurance on property owned by the Association and maintain officers' and directors' liability insurance, all in such sums as may be deemed appropriate.

#### **ARTICLE IX COMMITTEES**

- 9.1 Committees: The committees of the Association, if any, shall consist of such committees or sub-committees as may be formed by the Board of Directors or Association members. Members of any committee shall be appointed by the President and subject to the approval of the Board of Directors.

#### **ARTICLE X MEETING OF MEMBERS**

- 10.1 Annual Meetings: The annual meetings of the members of the Association shall be held on the first Tuesday of June and each year thereafter, at a time and place fixed by the Board of Directors. At the annual meeting, directors shall be elected, reports of the affairs of the Association shall be considered, assessment levels shall be established and any other business within the powers of the membership may be transacted.
- 10.1.1 At each annual meeting,
- (i) the President and Treasurer shall report on the activities and financial condition of the Association,
  - (ii) there shall be elected, by secret ballot of the members, the members of the Board of Directors in accordance with the requirements of these Bylaws, and
  - (iii) the members shall consider and act on such other matters as may properly come before the meeting.
- 10.1.2 Order of business: Unless modified by the Board of Directors or members, the order of business at the annual members' meetings and, as far as practicable at all other members' meetings shall be:
- (i) Call to order,

- (ii) if the President is unavailable, election of a presiding officer for the meeting,
- (iii) proof of notice of meeting or waiver of notice,
- (iv) calling of the roll and certifying or proxies,
- (v) reading and disposal of any unapproved minutes,
- (vi) report of officers, including the report of the President on the activities of the Association and of the Treasurer on the financial condition of the Association,
- (vii) reports of committees, if any,
- (viii) election of Directors, as appropriate,
- (ix) unfinished business,
- (x) new business, and
- (xi) adjournment.

Robert's Rules of Order (latest edition) shall govern the conduct of all meetings unless Kansas law provides differently.

10.2 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 members holding at least one-tenth (1/10<sup>th</sup>) of the votes of the members.

10.3 Place and Notice of Meetings: All meetings of the members shall be held in Johnson County, Kansas at such place as may be designated in the notice of the meeting. Written notice of each meeting of the members shall be given by, or at the direction of, the Secretary or persons authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) days before an annual meeting and/or a special meeting to each member entitled to vote thereafter, 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, and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting. The minimum time to give notice required by this subsection may be reduced or waived for a special meeting called to deal with an emergency.

Any notice to members given by the Association under any provisions of these Bylaws may be given by a form of electronic transmission (electronic mail or facsimile) consented to by the Member to whom the notice is given. Any such consent shall be deemed revoked if: (1) the Association is unable to deliver by electronic transmission two consecutive notices given by the Association in accordance with the consent; and (2) such inability becomes known to the Association's Secretary or property manager.

10.4 Meetings by Video Conferencing or Similar Communications Equipment of the Members: Unless otherwise restricted by Kansas law or these Bylaws, members may participate in a meeting by means of video or similar communications equipment by means of which all persons participating in the meeting can see and hear each other, and participation in a meeting pursuant hereto shall constitute presence in person at such meeting. The specific video conferencing platform to be utilized, along with the specific method of voting for members exercising their right to attend by video conferencing, shall be identified and

designated by the Board of Directors and communicated to all the members at least 10 days prior to any meeting.

- 10.5 Quorum: The presence at a meeting, in person, by video conferencing, or by proxy, of members entitled to cast at least one-fourth (1/4<sup>th</sup>) of the total votes of the membership shall constitute a quorum for any action. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereafter shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be obtained. Except as otherwise provided in the Declaration or the Articles of Incorporation or by law, a majority vote of those present at the meeting at which a quorum is present shall be necessary to transact any business.
- 10.6 Proxies: At all meetings of members, each member may vote in person or by proxy. Proxies can either be a general proxy which gives the appointed person the right to vote on all matters in the members place or a specific proxy which gives the appointed person the right to vote a specific way on a specific matter. Every proxy shall be revocable and shall automatically cease to be effective, if not sooner terminated by its terms or revoked, upon the expiration of one (1) year from the date of its issuance or upon conveyance by the owner of this Dwelling Unit, whichever event shall occur sooner.

#### **ARTICLE XI** **VOTING RIGHTS**

- 11.1 The Association shall have only one class of members, which shall consist of all of the persons and entities who are members as provided in Article III. Members shall be entitled to one vote for the Dwelling Unit in which they hold the interest required for the membership provided said member(s) is(are) in good standing and is(are) current in his/her/their Association dues. Delinquent member(s) shall not be entitled to vote on financial matters. When more than one person holds such interest in any Dwelling Unit, all such persons shall be members and the vote for such Dwelling Unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast by members with respect to any Dwelling Unit. The vote for any Dwelling Unit may be designated by written proxy signed and dated by the Dwelling Unit owner(s), as provided in Article X, subsection 10.6.

#### **ARTICLE XII** **BOOKS AND RECORDS**

- 12.1 Books and Records: The books and records of the Association shall be subject to inspection by any member as required by Kansas law. The Declaration, Articles of Incorporation, and Bylaws of the Association shall also be available at reasonable times and hours for inspection by any member.



**ARTICLE XIII**  
**GENERAL PROVISIONS**

- 13.1 Depositories and Checks: The monies of the Association shall be deposited in such manner as the directors shall direct in such banks or financial institutions as the directors may delegate and shall be drawn out by checks signed in such manner as may be provided by resolution adopted by the Board of Directors.
- 13.2 Certain Loans Prohibited: The Association shall not make any loan to any officer or director of the Association.
- 13.3 Absence of Personal Liability: The directors, officers and members of the Association shall not be individually or personally liable for the debts, liabilities, or obligations of the Association.
- 13.4 Indemnification and Liability of Directors, Officers and Volunteers: Each person who is or was a director, officer, or volunteer of the Association, is or was serving at the request of the Association through a director, officer, or volunteer (including the heirs, executors, administrators and estate of such person) shall be indemnified by the Association as of right to the full extent permitted or authorized, by the laws of the State of Kansas, as now in effect and as hereafter amended, against any liability, judgment, fine, amount paid in settlement, cost and expense (including attorney's fees) asserted or threatened against and incurred by such person in his or her capacity as or arising out of his or her status as a director or officer of the Association or, if serving at the request of the Association, as a director or officer of another corporation. The indemnification provided by this Bylaw provision shall not be exclusive of any other rights to which those indemnified may be entitled under the Articles of Incorporation, under any other bylaw, or under any agreement, vote of members or disinterested directors or otherwise, and shall not limit in any way any right which the corporation may have to make different or further indemnifications with respect to the same or different persons or classes of persons.

**ARTICLE XIV**  
**AMENDMENTS**

- 14.1 Except as otherwise provided in the Bylaws, the recorded declaration, or by Kansas law, these Bylaws may be amended at an annual or special meeting of the members by a majority vote of a quorum present in person or by proxy.

**ARTICLE XV**  
**USE RESTRICTIONS**

- 15.1 In addition to those imposed by Kansas law, ownership of common areas and use of landscape easements designated on the plats of REGHAN PLACE subdivision shall be subject to the use restrictions and control by the Association as contained in the declaration recorded for the REGHAN PLACE Subdivision.

**ARTICLE XVI**  
**CONFLICT**

- 16.1 In the case of any conflict between the Articles of Incorporation of the Association and these Bylaws, the Articles of Incorporation shall control. In the case of any conflict between the Declaration and these Bylaws, the Declaration shall control. All prior Bylaws are rescinded and replaced by these Bylaws.

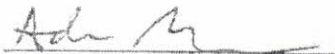
**ARTICLE XVII**  
**FISCAL YEAR**

- 17.1 The Board of Directors shall have the power to fix and from time to time change the fiscal year of the Association. In the absence of action by the Board of Directors, the fiscal year of the Association shall end each year on the date which the association treated as the close of its first fiscal year, until such time, if any, as the fiscal year shall be changed by the Board of Directors.

**ARTICLE XVIII**  
**CERTIFICATE**

- 18.1 The undersigned Board of Directors of REGHAN PLACE HOMES ASSOCIATION, a Kansas not-for-profit corporation hereby certifies that the foregoing Bylaws are the revised Bylaws of said Association adopted by the Members on August 11, 2022.

  
Amit Bhakla – Board Member/President

  
Adam Rosenberg – Board Member/Vice President

  
Paul Mills – Board Member/Secretary

  
Adele Hodgdon – Board Member/Treasurer

  
Eric Petersen – Board Member