

**BYLAWS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**A Missouri Nonprofit Corporation**

**ARTICLE I**

**NAME**

The name of the Corporation is the Alexander Creek Homeowners Association, Inc. (the "Corporation").

**ARTICLE II**

**OFFICES**

Section 1. Principal Office. The principal office of Alexander Creek Homeowners Association (the "Corporation") in the State of Missouri shall be located within the Alexander Creek Subdivision in Raymore, Missouri, 64083, or at such other location as shall be designated by the Board of Directors from time to time. The Corporation may have such other offices either within or without the State of Missouri, as the business of the Corporation may require.

Section 2. Registered Office. The registered office of the Corporation required by the Missouri Nonprofit Corporation Act (the "Act") to be maintained in the State of Missouri, may be, but need not be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time-to-time by the Board of Directors.

**ARTICLE III**

**DEFINITIONS**

Section 1. Bylaws. Bylaws shall mean these bylaws of the Corporation, as amended from time-to-time.

Section 2. Declaration. Declaration shall mean the Declaration of Covenants and Restrictions for Alexander Creek, Inc. filed as Document No. 318392 in Book 02561 at Page 0580 in the Office of the Recorder of Deeds of Cass County in Harrisonville, Missouri, as amended from time to time.

Section 3. In Good Standing. In good standing shall mean an Owner who is not more than sixty days past due on any installment of the annual dues or any special assessments.

Section 4. Alexander Creek Parcel. Alexander Creek Parcel shall mean and refer to that certain real property known as Alexander Creek described in the Declaration.

Section 5. Member. Member shall mean each Person who has been admitted as a member of the Corporation according to the terms of these Bylaws, until such time as such person shall cease to be a Member as set forth in these Bylaws. The term "Members" shall mean a group composed of each person who is a Member.

Section 6. Owner. Owner shall mean and refer to the record owner, whether one or more persons and/or entities, of a fee simple title to any of the Units or tracts subject to these Bylaws.

Section 7. Person. Person means a natural individual, corporation, partnership, trustee or other legal entity capable of holding title to real property.

Section 8. Unit. Unit shall mean an individual Lot or Tract within the Alexander creek Parcel, except such Lots or Tracts owned by the Corporation.

Section 9. Unit Area. Unit Area shall mean: (1) private dwelling units; (2) private parking lots and driveways; (3) sidewalks and walking trails; (4) retaining walls; (5) clubhouse; (6) common areas owned by the Corporation; (7) trash enclosures; and (8) green areas located in front and adjacent to the units.

#### **ARTICLE IV**

#### **OWNERSHIP, MEMBERSHIP AND VOTING RIGHTS**

Each Owner of a Unit shall be a Member of the Corporation and shall be entitled one vote for each Unit, which such Member owns, In Good Standing. If more than one Person holds such interest in a Unit, the vote for such Unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Unit. Voting rights shall be appurtenant to and may not be separated from the ownership of any Unit, which is subject to the Basic Declaration and Supplementary Declaration.

#### **ARTICLE V**

#### **MEETINGS OF MEMBERS**

Section 1. Annual Meeting. The annual meeting of the Members of the Corporation shall be held on the third Monday in September beginning in the year 2009 at the hour designated in the notice. If the day for the annual meeting is on a legal holiday or the weekend of a legal holiday, the meeting shall be held at the same hour on the first Saturday following which is not a legal holiday.



Section 2. Special Meetings. Special meetings may be called by the petition of twenty percent of the Members in good standing or by a majority of the Board of Directors. Notice of special meetings shall be given as provided for annual meetings in Section 3(a) of this Article.

Section 3. Notice of Meetings.

(a) Written notice of the time of the annual meeting shall be given by or at the direction of the Secretary of the Corporation, or other person authorized by the Board of Directors to call the meeting, by mailing a copy of the notice at least ten days prior to the meeting to each Member In Good Standing, addressed to the Member's address last appearing on the books of the Corporation, or supplied by such Member to the Corporation. Notice may be given to a Member In Good Standing via electronic mail or facsimile if such member has provided written permission to the Board of Directors to provide notice in such manner.

(b) The notice of the annual meeting shall include a written ballot and the proposed annual budget of the Corporation with a postage prepaid return envelope addressed to the Secretary of the Corporation.

Section 4. Purpose of Meetings. The purpose of the annual meeting shall be to elect new Directors and for such other business as the Directors of the Corporation desire to bring before the Members. The purpose of any special meeting shall be as stated in the petition or notice.

Section 5. Quorum. The presence at any meeting of the Members and mail ballots of Members entitled to cast twenty percent of the eligible votes of the Corporation shall constitute a quorum for any action as provided in these Bylaws.

Section 6. Ballots. At meetings of the Members, each Member may vote in person or by mail ballot. If mail ballots are used, they shall be in the form provided, filed with the Secretary prior to the meeting, and shall be limited to use at that meeting.

## ARTICLE VI

### DIRECTORS

Section 1. General Powers. The business and affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Number, Election and Term. The number of Directors of the Corporation shall be five. Directors, except Directors who are members of the initial Board of Directors, shall serve for terms of two years. The initial Board of Directors shall consist of those persons named in the Articles of Incorporation. Thereafter, the Directors of the Corporation will be those individuals elected by the Members at the annual meeting of the Corporation. Vacancies on the Board of Directors may be filled by the Board of Directors for the unexpired portion of the term of the vacant position.



Section 3. Qualifications of Directors. Directors shall be of legal age as defined by Missouri law and shall be Members In Good Standing of the Corporation.

Section 4. Full Terms of Directors. The term of each Director shall begin on the day the Director is elected to office and shall end at such time as said Director's successor has been elected and duly qualified.

Section 5. Terms of Initial Directors. The terms of the initial Directors of the Corporation shall begin on the date the Missouri Secretary of State issues a Certificate of Incorporation and shall end on the date of the first annual meeting of the Board of Directors.

Section 6. Term of Directors Elected at First Annual Meeting of the Members. In order to assure that all Directors of the Corporation are not elected for terms that expire at the same time, the Members voting at the first annual meeting shall elect two of the Directors to serve for a term of one year and three of the Directors to serve two years. Thereafter, Directors shall be elected to serve for full two year terms.

Section 7. Vacancies. In case of the death, resignation or disqualification of one or more of the Directors, a majority of the survivors or remaining Directors may fill such vacancy or vacancies. A Director selected to fill a vacancy shall serve until the end of the term of the Director whom the new Director replaces.

Section 8. Compensation. Directors, as such, shall not receive any stated salaries for their services, but by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board of Directors; provided, that nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

## **ARTICLE VII**

### **MEETINGS OF THE BOARD OF DIRECTORS**

Section 1. Annual Meeting. The Board of Directors of the Corporation shall meet annually within ten days of the annual meeting of Members, for the purpose of electing officers and adopting the annual budget.

Section 2. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or three of the directors of the Corporation. The person or persons authorized to call special meetings of the Board of Directors may fix any place in Cass County, Missouri, as the place for holding special meetings of the Board of Directors called by them.

Section 3. Notice. Notice of any special meeting of the Board of Directors shall be given at least two days before the meeting by written or oral notice delivered personally, mailed to each Director at the Director's address as shown by the records of the Corporation, or electronically



mailed to such Director if such Director has authorized the Corporation in writing to provide notice in such manner. If mailed, such notice shall 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 shall 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 special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, except as provided in these Bylaws.

Section 4. Participation in Meetings by Telephone Conference. Directors may and shall have the right to participate in any meeting of the Board of Directors by means of telephone conference or similar communications equipment whereby all persons participating in the meeting can hear each other.

Section 5. Action by Consent in Lieu of Meeting. Any action which is required to be or which may be taken at a meeting of the Board of Directors may be taken without a meeting if all the Directors consent thereto in writing and the writing or writings are filed with the minutes of the meetings of the Board of Directors.

Section 6. Waiver of Notice. Any notice required to be given to a Director by any provision of these Bylaws, the Articles of Incorporation or by the Act may be waived in writing signed by such Director, whether before or after the time stated therein, and such waiver shall be deemed equivalent to notice. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where such Director attends the meeting for the express purpose, and so states at the opening of the meeting, 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 meeting of the Board of Directors need be specified in any written waiver of notice unless so required by the Articles of Incorporation.

Section 7. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the Directors are present at said meeting, a majority of the Directors may adjourn the meeting from time to time without further notice.

Section 8. Manner of Acting. The act of the majority of the Directors present at a meeting of the Board of Directors at which a quorum is present shall be the act of the Board of Directors, except that no Director shall be removed by a vote of less than a majority of the entire Board of Directors.

Section 9. Voting. Each Director shall have one vote. A Director must be present at any meeting of the Board of Directors in order to cast his or her vote. Participation by telephone conference as provided in Section 4 of this Article VII shall constitute presence at the meeting by such Director.



## **ARTICLE VIII**

### **POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

The Board of Directors of the Corporation will maintain, repair and improve the Unit Area, including the exterior of individual Units, of the Alexander Creek Parcel, pursuant to the Declaration, and shall provide such other services to the Alexander Creek Parcel, its Units and Members, as may be authorized by the Members from time to time.

## **ARTICLE IX**

### **OFFICERS**

**Section 1. Number and Election.** The Officers of the Corporation shall be the officers as elected by the Board of Directors and shall include a President, Vice President, Secretary, Treasurer, and Assistant Secretary/Treasurer. Officers shall serve a term of one year beginning at the first meeting of the Board of Directors following each annual meeting of the Members, or until their successors are chosen and duly qualified. Vacancies in any office shall be filled by the Board of Directors for the unexpired portion of the term. The Board of Directors may elect or appoint such other officers, employees and agents as it shall deem desirable; such officers, employees and agents shall have the authority and duties prescribed by the Board of Directors.

**Section 2. President.** The President shall be the principal executive officer of the Corporation and shall, in accordance with the directives of the Board of Directors, supervise and control the business and affairs of the Corporation. The President shall preside at all meetings of the Members and of the Board of Directors at which he or she is present. The President may sign, with the Secretary or Treasurer or any other proper officer authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and in general shall 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 3. The Vice-President.** At the request of the President or in the event of the President's absence, disability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall be responsible for chairing an audit committee, which shall annually audit the books and records of the Corporation prior to the annual meeting of the Members. The Vice-President shall perform such other duties as from time to time may be assigned to the Vice-President by the President or by the Board of Directors.

**Section 4. The Secretary.** The Secretary shall: (a) keep or cause to be kept the minutes of all the meetings of the Members and of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these



Bylaws or as required by law; (c) be custodian of the corporate records; (d) keep a register of the post office address of each Member and director which shall be furnished to the Secretary by such Member or director; and (e) in general perform all duties customarily incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or by the Board of Directors.

Section 5. The Treasurer. The Treasurer shall: (a) have charge of and be responsible for all funds, securities, receipts and disbursements of the Corporation; (b) cause all monies and other valuable effects of the Corporation to be deposited in its name and to its credit in such depositories as shall be selected by the Board of Directors or pursuant to authority conferred by the Board of Directors; (c) cause to be kept correct books of account, proper vouchers and other papers pertaining to the Corporation's business at the accounting office of the Corporation; and (d) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the President or by the Board of Directors.

Section 6. The Assistant Secretary/Treasurer. The Assistant Secretary/Treasurer shall, at the request of the President or in the event of the Secretary's or Treasurer's absence, disability or refusal to act, perform the duties of the respective officer, and when so acting, shall have all the powers of and be subject to all the restrictions upon such officer. The Assistant Secretary/Treasurer shall perform such other duties as from time to time may be assigned to the Assistant Secretary/Treasurer by the President or by the Board of Directors.

Section 7. Salaries. The Officers of the Corporation shall not receive salaries for their services as Officers. This shall not be construed to mean that Officers may not also be employees or agents of the Corporation, but merely that they shall not be paid a salary for performing their duties as Officers of the Corporation.

## ARTICLE X

### **CONTRACTS, LOANS, CHECKS, DEPOSITS AND GIFTS**

Section 1. Contracts. The Board of Directors may authorize any Officer or Officers, agent or agents, employee or employees, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a specific resolution of the Board of Directors.

Section 3. Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such Officer or Officers, agent or agents of the Corporation and in such manner as shall from time-to-time be determined by resolution of the Board of Directors. Endorsement of instruments for deposit to the credit of the Corporation in any of its duly authorized depositories

may be made by rubber stamp of the Corporation or in such other manner as the Board of Directors may from time-to-time determined.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time-to-time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 5. Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any purpose of the Corporation.

## **ARTICLE XI**

### **BOOKS AND RECORDS**

Correct and complete books and records of account shall be kept by, or under the direction of, the Treasurer of the Corporation. Minutes of the proceedings of the Board of Directors shall be kept by the Secretary of the Corporation. A copy of the register of the names, post office addresses and such other information deemed necessary by the Board of Directors of each Director shall be maintained at the principal office of the Corporation. All books and records of the Corporation may be inspected by any Member, or any Member's agent or attorney for any proper purpose at any reasonable time.

## **ARTICLE XII**

### **FISCAL YEAR**

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

## **ARTICLE XIII**

### **CORPORATE SEAL**

The Corporation shall have no corporate seal.



## **ARTICLE XIV**

### **WAIVER OF NOTICE**

Whenever any notice whatsoever is required to be given under the provisions of the Act, the Articles of Incorporation, or these Bylaws, a waiver thereof, in writing, signed by the person or persons entitled to such notice, whether signed before or after the time stated therein, shall be deemed equivalent to the giving of such notice and shall have the same force and effect as notice provided by said statutes, Articles of Incorporation or Bylaws.

## **ARTICLE XV**

### **LIMITATION OF ACTIVITIES OF CORPORATION**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VIII of the Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these bylaws, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Sections 501(a) or 528 of the Internal Revenue Code, or corresponding sections of any future federal tax code.

## **ARTICLE XVI**

### **RATIFICATION – DISSOLUTION**

Section 1. Bylaws. These Bylaws shall become operative upon their ratification by the majority of the initial members of the Board of Directors.

Section 2. Dissolution. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Sections 501(a) or 528 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of Cass County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XVII**

### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each Director and Officer of the Corporation shall be indemnified by the Corporation against all reasonable costs and expenses, including attorneys' fees, actually and necessarily incurred by or imposed upon the Director or Director's estate in connection with the defense of any action, suit or proceeding to which the Director or the Director's estate is made a party by reason of being or having been a Director or Officer of the Corporation (whether or not the Director continues to be a Director or Officer at the time such costs or expenses are incurred), except in relation to any matters as to which the Director is adjudged in any such action, suit or proceeding, without such judgment being reversed, to have been liable for negligence or misconduct in the performance of his or her duties as a Director or Officer of the Corporation. In the event of the settlement of any such action, suit or proceeding, prior to the final judgment, the Corporations shall also make reimbursement for payment of the costs, expenses and amounts paid or to be paid in settling any such action, suit or proceeding when such settlement is determined by the majority of the Directors who are not involved or if all are involved, in the opinion of independent legal counsel selected by the Board of Directors to be in the best interests of the Corporation. No Director or Officer of the Corporation shall be liable to any other Director or Officer or other person for any action taken or refused to be taken by him or her as a Director or Officer with respect to any matter within the scope of his or her official duties unless such action or neglect or failure to act shall constitute negligence or misconduct in the performance of the duties of that Director or Officer.

## **ARTICLE XVIII**

### **AMENDMENT OF BYLAWS**

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted at any annual or special meeting of the Board of Directors called for that purpose. The Board of Directors may adopt emergency Bylaws as provided by law.

[THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]



**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
ADOPTING BYLAWS OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act;

WHEREAS, the Board of Directors ("Board") of the Corporation desires to adopt the Bylaws of the Alexander creek Homeowners Association, Inc. (the "Bylaws") in substantially the same form as attached to this Resolution as Exhibit A; and

WHEREAS, the Board has determined that such Bylaws will provide an efficient and effective structure for the governance of the affairs of the Corporation.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

- Section 1. The Bylaws attached as Exhibit A are approved and adopted.
- Section 2. The President of the Corporation is authorized and directed to execute the Bylaws.
- Section 3. The Corporation Secretary is instructed to cause the Bylaws to be annexed to the minutes of the first meeting of the Board and to be made a part of the official records of the Corporation.
- Section 4. The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.
- Section 5. This Resolution shall be effective immediately.

**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
APPOINTING OFFICERS OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act; and

WHEREAS, the Board of Directors of the Corporation desires to appoint a President, Vice-President, Secretary, Treasurer, and Assistant Secretary/Treasurer in accordance with the Corporation's Bylaws.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

Section 1. \_\_\_\_\_ is appointed President of the Corporation.

Section 2. \_\_\_\_\_ is appointed Vice-President of the Corporation.

Section 3. \_\_\_\_\_ is appointed Secretary of the Corporation.

Section 4. \_\_\_\_\_ is appointed Treasurer of the Corporation.

Section 5. \_\_\_\_\_ is appointed Secretary/Treasurer of the Corporation.

Section 6. The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.

Section 7. This Resolution shall be effective immediately.



Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**

**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
APPOINTING OFFICERS OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act; and

WHEREAS, the Board of Directors of the Corporation desires to appoint a President, Vice-President, Secretary, Treasurer, and Assistant Secretary/Treasurer in accordance with the Corporation's Bylaws.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

*Elected on Sept 18, 2018*

Section 1. Chris Marks is appointed President of the Corporation.

*10-15-18  
First Board  
Meeting*

Section 2. Kathy Eaton is appointed Vice-President of the Corporation.

Section 3. Linda Carter is appointed Secretary of the Corporation.

Section 4. Sid Werges is appointed Treasurer of the Corporation.

Section 5. Daryl Martinez is appointed Secretary/Treasurer of the Corporation.

Section 6. The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.

Section 7. This Resolution shall be effective immediately.



**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
ADOPTING FISCAL YEAR OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act; and

WHEREAS, the Corporation is required to have a fiscal year for purposes of maintaining financial records.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC. AS FOLLOWS:**

- Section 1.      The fiscal year of the Corporation shall end annually on December 31 and begin annually on January 1.
- Section 2.      The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.
- Section 3.      This Resolution shall be effective immediately.

[The Remainder of This Page Intentionally Left Blank]

Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**



**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
RATIFYING PRIOR ACTIONS TAKEN ON BEHALF OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act;

WHEREAS, the Board of Directors of the Corporation desires to ratify, acknowledge and accept all lawful actions taken by or on behalf of the Corporation prior to its organization by the Incorporator or other individuals;

WHEREAS, the Corporation wishes to authorize the Corporation President, on behalf of the Corporation, to reimburse individuals and entities for services rendered in furtherance of formation of the Corporation and for reasonable and actual expenses incurred in the formation of the Corporation; and

WHEREAS, the Corporation President may require specific documentation to be provided by the Corporation Treasurer relating to expenses incurred in the formation of the Corporation prior to making actual reimbursements.

**NOW, THEREFORE, BE IT RESOLVED, BY THE BOARD OF DIRECTORS OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

- Section 1. All lawful actions taken by or on behalf of the Corporation for purposes of its formation and in the furtherance of the proposed projects to be undertaken by the Corporation are ratified, acknowledged, and accepted.
- Section 2. The President, and his designated representative, is authorized, on behalf of the Corporation, to reimburse individuals or entities for reasonable and actual fees and expenses for professional services rendered in furtherance of formation of the Corporation and in the furtherance of the proposed projects to be undertaken by the Corporation as such funds are available.
- Section 3. The President may, at the President's sole discretion, request further documentation from the Corporation Treasurer relating to the expenses incurred in the formation of the Corporation prior to making actual reimbursement outlays.
- Section 4 The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.
- Section 5 This Resolution shall be effective immediately.

Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welbom

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**



**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
ENGAGING COUNSEL TO THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act;

WHEREAS, the Corporation's board of directors ("Board") desires to engage, pursuant to the engagement letter (the "Engagement Letter") attached to this Resolution as Exhibit A, the law firm of The Klinkenberg Law Firm, LLC ("Klinkenberg"), as general counsel to the Corporation for legal services.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

Section 1. The Corporation President, on behalf of the Corporation, is authorized to execute the Engagement Letter in substantially the same form attached as Exhibit A, in order to engage the services of Klinkenberg as the Corporation's general counsel. The Corporation's officers and directors are authorized and directed to take such further action as deemed necessary relating to the execution and carrying out of the transactions contemplated by the Engagement Letter.

Section 2. The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.

Section 3. This Resolution shall take effect immediately.

Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**



ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
ESTABLISHING COMMERCE BANK, N.A. AS THE DEPOSITORY INSTITUTION OF  
THE CORPORATION**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act;

WHEREAS, pursuant to the Act, the Corporation shall have funds for which it will require a depository institution; and

WHEREAS, the Corporation desires to utilize Commerce Bank, N.A. as its depository institution.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC., AS FOLLOWS:**

- ymc 2020
- Section 1. The use of Commerce Bank, N.A. as the depository institution for the Corporation is approved.
- Section 2. The Corporation treasurer is authorized to open a business checking account with Commerce Bank, N.A..
- Section 3. The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.
- Section 4. This Resolution shall be effective immediately.

Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**



ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
ACCEPTING A GENERAL LIABILITY POLICY FROM AMERICAN FAMILY  
INSURANCE COMPANY**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act;

WHEREAS, the Corporation has received a quote (the "Quote") for general liability insurance from American Family Insurance Company, attached as Exhibit A to this Resolution; and

WHEREAS, the Corporation desires to accept general liability insurance coverage pursuant to the terms of the Quote for the fiscal year ending December 31, 2009 (the "Fiscal Year").

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC., AS FOLLOWS:**

- Section 1.      The Quote attached to this Resolution as Exhibit A for the Fiscal Year is approved.
- Section 2.      The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.
- Section 3.      This Resolution shall be effective immediately.

Adopted August 6, 2009.

---

Linda Cassidy

---

Ray Jordan

---

Earline LaSala

---

Jim Shepard

---

Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**



**ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.**

**RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.  
APPOINTING OFFICERS OF THE CORPORATION.**

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.001, *et seq.*, of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act; and

WHEREAS, the Board of Directors of the Corporation desires to appoint a President, Vice-President, Secretary, Treasurer, and Assistant Secretary/Treasurer in accordance with the Corporation's Bylaws.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF  
ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.:**

Section 1.     JIM SHEPARD is appointed President of the Corporation.

Section 2.     Linda Cassidy is appointed Vice-President of the Corporation.

Section 3.     Elsie E LaSala is appointed Secretary of the Corporation.


Section 4.     TONI L. SCAVUZZO WELSH appointed Treasurer of the Corporation.

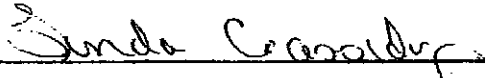
Section 5.     RAYE JORDAN is appointed Assistant Secretary/Treasurer of the Corporation.

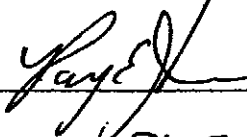
Section 6.     The officers of the Corporation are authorized and directed to take all further action necessary to carry out the purpose and intent of this Resolution.

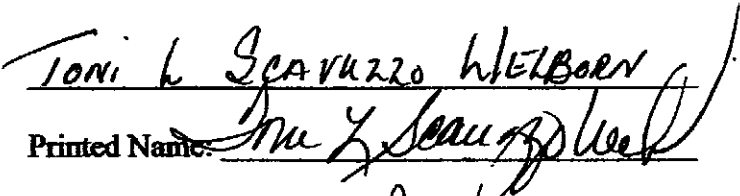
Section 7.     This Resolution shall be effective immediately.

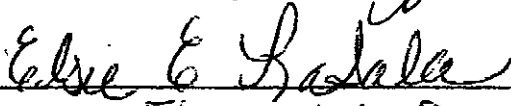
Adopted September 21, 2009.

  
Printed Name: JIM SHEPARD

  
Printed Name: LINDA CASSIDY

  
Printed Name: RAY E JORDAN

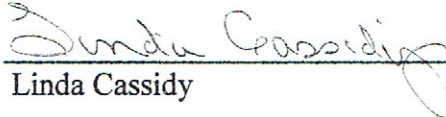
  
Printed Name: Toni L Scavuzzo Welborn

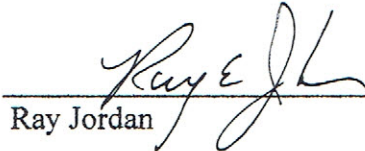
  
Printed Name: ELsie E LaSala


**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**

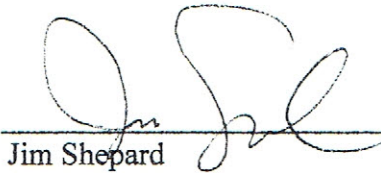


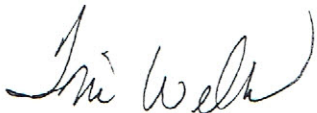
These Bylaws of the Alexander Creek Homeowners Association, Inc. are adopted as of this 6th day of August 2009.

  
Linda Cassidy

  
Ray Jordan

  
Earline LaSala

  
Jim Shepard

  
Toni Welborn

**THE ABOVE BEING ALL OF THE  
DIRECTORS OF THE CORPORATION**

ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.

RESOLUTION OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION, INC.

ALLEYWAY RESPONSIBILITY

WHEREAS, Alexander Creek Homeowners Association, Inc. ("Corporation"), which was formed by the filing of Articles of Incorporation with the Missouri Secretary of State on December 19, 2008, is a nonprofit corporation created under the authority of the Missouri Nonprofit Corporation Act ("Act"), Sections 355.01 of the Revised Statutes of Missouri, as amended ("RSMo"), and is transacting business and exercising the powers granted by the Act; and

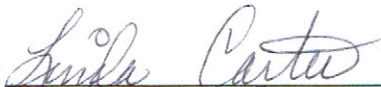
WHEREAS, the Homeowners Association, through its Board of Directors, is charged with managing the affairs of the association. The purpose of this resolution is to clarify maintenance responsibilities of the Access road and alleyways.

Section 1. Alexander Creek Board determined by surveys and title search that "access drive" on the north & south of Alexander Creek Dr. provides access to alleyways for lots 1-4 and 10-13. Maintenance of the access road is the responsibility of the HOA.

Section II. Alexander Creek Board determined alleyways are the responsibility of the homeowners. Alleyways are located on private property, and have infringed upon adjacent properties. Infringement of other properties does not make it the responsibility of the Homes Association.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ALEXANDER CREEK HOMEOWNERS ASSOCIATION INC:

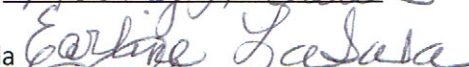
Linda Carter



Kathy Eaton



Earline LaSala



Chris Marks



Adopted

 4-16-2019