

**REGULATIONS AND BY-LAWS  
OF  
THE STEEPLECHASE HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE I  
NAME**

The name of the nonprofit corporation is The Steeplechase Homeowners' Association, Inc., hereinafter referred to as The Steeplechase.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office of The Steeplechase shall be a Post Office Box at the Munroe Falls branch of the United States Post Office, with keys being held by the President and Treasurer of the Association.

**ARTICLE III  
NOT FOR PROFIT**

The Steeplechase is a nonprofit corporation. The Steeplechase is not formed for pecuniary profit.

**ARTICLE IV  
DURATION**

The duration of the Corporation is perpetual.

**ARTICLE V  
PURPOSES**

The purposes for which the corporation is formed are:

- (a) To aid and cooperate with the members of the Association and all property owners in the subdivision in the enforcement of the covenants, conditions, and deed restrictions on and appurtenant to their property in the subdivision as stated in the Declaration and Survey and Plat recorded in the Records of Summit County, Ohio, and to counsel with the Planning Commission of the City of Munroe Falls, and the Munroe Falls City Council, which has jurisdiction in relation to any zoning that may affect any portion of the subdivision.
- (b) To develop a community designed for aesthetically pleasing, safe, and harmonious living.
- (c) To promote the collective and individual interests and right to all persons owning property in the subdivision known as The Steeplechase and situated in the City of Munroe Falls, Ohio.
- (d) To care for the improvements and maintenance of the common areas within the development, public easements, parkways, grass plots, and any facilities of any kind dedicated to the community use and other open spaces and other ornamental features of the subdivision, which now exist or which may hereafter be installed or constructed therein.
- (e) To acquire, own, sell and/or convey, or lease such real and personal property as may be necessary for the transaction of its business and the fulfillment of its purposes. Real property may only be acquired, however, upon the approval of 75% of those members in good standing.
- (f) To arrange social and recreational functions for its members.
- (g) To exercise any and all powers that may be delegated to it from time to time by 75% of the members in good standing.
- (h) In general, to do those things necessary, proper, or advisable for the accomplishment of the purposes herein above set forth.

## ARTICLE VI MEMBERSHIP

1. Qualifications. All owners and their spouses, and members of their household, of property located within The Steeplechase subdivision as stated in the Declaration and Survey and Plat recorded in the records of Summit County, Ohio, are eligible for membership.
2. Membership. All members shall comply with these Bylaws and the rules and regulations adopted by the Association. Membership shall be accompanied by payment of the first years dues in advance. A member shall be deemed in good standing upon payment of all dues.
3. Termination. Membership in the Association shall terminate on a member's ceasing to be an owner of a lot or residential unit in the Subdivision.
4. Assignment. An owner who is a member of the Association may not assign his membership to the tenant occupying his lot or residential unit in the Subdivision. Membership is not assignable.

## ARTICLE VII MEETINGS OF MEMBERS

1. Annual Meetings. An annual meeting of the members of the Association shall be held in the month of May of each year beginning with the year 1993, for the purpose of electing trustees and for the transaction of such other business as may come up before the meeting.
2. Regular Meetings. In addition to the annual meeting, regular meetings of the members may be held at such time as shall be determined by the Board of Trustees.
3. Special Meetings. Special meetings of the members may be called by the President, by a majority of the Board of Trustees then in office, or by one fourth (1/4) or more of the outstanding votes of the Association. The purpose of the special meeting will be stated in the notice and may only include purposes which are lawful and proper for members to consider.
4. Place of Meetings. Meetings of the Association shall be held at such suitable location convenient to the members as may be designated by the Board of Trustees.
5. Notice of Meetings. Written notice stating the place, date, and time of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, will be delivered personally or by mail not less than ten (10) days nor more than thirty (30) days before the date of the meeting. Notices will be given by or at the direction of the Secretary or the persons calling the meeting to each member in good standing.
6. Voting. Each household owning a lot or lots within The Steeplechase development as stated in the Declaration and Survey and Plat recorded in the records of Summit County, Ohio, is entitled to one vote on each matter submitted to a vote of the members, provided their dues, and other assessments, if any, are paid in full.
7. Members Quorum and Voting. A majority of the households or undeveloped lots whose owners are members appearing in person or by proxy will constitute a quorum at a meeting of members. If a quorum is present, the affirmative vote of a majority of the members in person or by proxy, will be the act of the members. After a quorum has been established at a members meeting, the substantial withdrawal of members, so as to reduce the number of members entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof. If a quorum is not present when a meeting starts, then a majority of the members at the meeting may adjourn the meeting from time to time without further notice until a quorum is present.

8. Proxies. Every household which is entitled to vote at a meeting of the Members or to express consent or dissent without a meeting may authorize another Member to act for him by proxy. Every proxy shall be in writing and signed and dated by the member giving the proxy. No proxy shall be valid after the expiration of six (6) months from the date of execution of such proxy, unless otherwise expressly provided in the proxy. Every proxy shall be revocable by the member executing it, except as otherwise provided by law.
9. Manner of Acting. A majority of the votes entitled to be cast on a matter to be voted upon by the members present or represented by proxy at a meeting at which a quorum is present shall be necessary for the adoption thereof unless a greater proportion is required by the Bylaws.
10. Voting by Mail. Where officers are to be elected by Members, such election may be conducted by mail in such manner as the Board of Trustees shall determine.
11. Order of Business. The order of business at the annual meeting of the members shall be as follows:
  - (a) Acceptance of the minutes of the preceding meeting.
  - (b) Reports of the officers.
  - (c) Reports of committees.
  - (d) Election of trustees.
  - (e) Unfinished business.
  - (f) New Business.
  - (g) Adjournment.

## **ARTICLE VIII BOARD OF TRUSTEES**

1. Number and Qualification. The affairs of the Association shall be governed by a Board of Trustees composed of the President, Vice President, Secretary, Treasurer, and three at-large Trustees to be elected by the Association. The immediate past president of the Board of Trustees shall serve as an exofficio member of the Board of Trustees with no vote on that Board. All Board members will serve for a term of one year. All members of the Board of Trustees must be member of the Association and have paid their dues in full.
2. General Powers. Subject to the limitations of the articles of Incorporation, these Bylaws and the Ohio Revised Code, all Association powers shall be exercised by or under the authority of the Board of Trustees and the management and affairs of the Association shall be controlled by the Board of Trustees.
3. Vacancies. Vacancies in the Board of Trustees caused by any reason other than the removal of a Trustee by a vote of the Association shall be filled by a vote of the majority of the remaining Trustees even though they may constitute less than a quorum; and each person so elected shall be a Trustee until a successor is elected at the next annual meeting of the Association.
4. Regular Meeting. Regular meetings of the Board of Trustees may be held at such time and place as shall be determined, from time to time, by a majority of the Trustees, but at least two such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Trustees shall be given to each trustee, personally or by mail, telephone or telegraph.
5. Special Meetings. Special meetings of the Board of Trustees may be called by the President or any trustee. The person or persons authorized to call special meetings of the Board of Trustees may fix a reasonable time and place for holding them.

6. Action Without Meeting. Any action of the Board of Trustees may be taken without a meeting if consent in writing setting forth the action so taken signed by all Trustees is filed in the minutes of the Board of Trustees. Such consent shall have the effect as a unanimous vote.
7. Notice and Waiver. Notice of any special meeting shall be given at least three (3) days prior to such meeting by written notice delivered personally, by mail or by telegram to each Trustee at his or her residence. If mailed, such notice shall be deemed to be delivered when deposited with the United States mail with postage prepaid. Any Trustee may waive notice of any meeting, either before, at, or after such meeting by signing a waiver notice. The attendance of a Trustee at a meeting will constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of such meeting or the manner in which it has been called or convened.
8. Quorum and voting. A majority of trustees in office shall constitute a quorum for the transaction of business. The vote of a majority of Trustees present at a meeting at which a quorum is present shall constitute the action of the Board of Trustees. If less than a quorum is present may adjourn the meeting from time to time without notice until a quorum is present.

## **ARTICLE IX OFFICERS AND THE BOARD OF TRUSTEES**

1. Declaration. The principal officers of the Association shall be a President, a Vice President, a Secretary a Treasurer and three (3) Trustees who all shall comprise the Board of Trustees.
2. Election of Officers. The officers of the Association shall be elected annually pursuant to Article VIII. Not more than one person from a household may serve on the Board of Trustees at a time.
3. Removal of Officers. Upon an affirmative vote of the majority of the members of the Association, any officer may be removed, either with or without cause, and their successor elected at such time.
4. President. The President shall be the chief executive officer of the Association and chairperson of the Board of Trustees. He shall preside at all meetings of the Association and of the Board of Trustees. He shall have all of the general powers and duties which are usually vested in the officer of President of an Association, including but not limited to the power to appoint committees from among the members from time to time as he may, in his discretion, decide is appropriate to assist in the conduct of the affairs of the Association. The president shall serve as an ex-officio member of the Board of Trustees for the year following the expiration of his term.
5. Vice President. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Trustees shall appoint some other member of the Board to do so on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Trustees.
6. Secretary. The Secretary shall keep the minutes of all meetings of the Board of Trustees and the minutes of all meetings of the Association; he shall have charge of such books and papers as the Board of Trustees may direct; and he shall, in general, perform all the duties incident to the office of Secretary.
7. Treasurer. The Treasurer shall have the responsibility for Association funds and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. He shall be responsible for the deposit of all moneys and other valuable effects in the name, and to the credit, of the Association in such depositories as may from time to time be designated by the Board of Trustees.

8. Trustees. The Trustees will conduct an audit of the Association financial statements and will report any irregularities to the President immediately. The will present a report to the Association at the May meeting as to the findings of the audit. The Trustees shall act as an advisory board to the President concerning critical or delicate matters, and shall participate on special committees when assigned by the President or the Association. The Trustees shall attend meetings as representative of the Association when assigned by the President or Association, and shall file written reports for the newsletter and verbal reports at meetings concerning these matters.

## **ARTICLE X OTHER COMMITTEES**

1. Creation of Committees. The Board of Trustees may, by resolution passed by a majority of the whole Board, designate an Executive Committee and one or more other committees.
2. Nominating Committee. The Nominating Committee shall consist of five (5) members, appointed annually by the Board of Trustees, to solicit and compile nominees from the members for the positions on the Board of Trustees, to prepare a ballot with such nominees, to distribute and collect such ballots, count and tabulate such ballots after the election.
3. Other Committees. Such other committees shall have such functions and shall exercise such power of the Board of Trustees as can lawfully be delegated and to the extent provided in the resolution or resolutions creating such committee or committees.

The Board of Trustees may form the following committees: Grounds, Directory, Membership, Newsletter, Social, and such other committees as may be needed by the Association.

4. Meetings. Regular meetings of any committee may be held without notice at such time and place as shall from time to time be determined by such other committees, and special of such other committees may be called by any member thereof upon three (3) days' notice as may be agreed to in writing by each of the other members of such committee, given either personally or in the manner provided in these regulations and Bylaws pertaining to notice for Trustees' meetings.
5. Vacancies. Vacancies on any committee shall be filled by the Board of Trustees then in office at any regular or special meeting of the Board of Trustees.
6. Quorum. At all meetings of any committee, a majority of the committee's members then in office shall constitute a quorum for the transaction of business.
7. Manner of Acting. The acts of a majority of the members of a committee present at any meeting at which there is a quorum shall be the act of such committee.
8. Minutes. All committees shall keep regular minutes of their proceedings and report the same to the Board of Trustees when required.

## **ARTICLE XI DUES AND ASSESSMENTS**

1. Annual Dues. The annual dues shall be no more than fifty dollars (\$50.00) per household per year. The amount of the annual dues shall be set by the Board of Trustees, with the approval of the membership at the annual meeting, upon review of the past expenses of the Association and the proposed budget for the coming fiscal year.
2. Payment of dues. The annual dues per household shall be payable by March 1st of each year. Owners of two or more lots are required to pay for only one (1) lot and are entitled to only one vote.



3. Proration of Dues. If a person becomes a member during the fiscal year, the dues owed shall be prorated by multiplying the dues as specified in Section I of this article, or as amended, by the number of full months remaining in such fiscal year divided by twelve (12).
4. Default in payment of Dues. A member is in default in the payment of dues if such dues are not paid within fifteen (15) days from the date on which such dues are payable.
6. Member in Default. A household whose member is in default shall not be entitled to vote in any matter.
7. Assignment of Dues. In the event a Member terminates his/her membership during a fiscal year as the result of the sale of his/her property in the Steeplechase, such terminating member may assign his/her paid up dues to the new owner, but shall not be entitled to a refund of such dues.

## **ARTICLE XII BOOKS, RECORDS, AND REPORTS**

1. Inspection of Association Records. Any Member in good standing shall have the right, for proper purpose and at any reasonable time, on written demand stating the purpose there of, to examine and make copies from the relevant books and records of accounts, minutes and records of Members of the Association. Upon written request of any Member entitled to vote, the Association shall mail to such member a copy of the most recent balance sheet and revenue and disbursement statement. The member requesting this information shall pay a nominal charge as set by the Board of Trustees to cover the copying and mailing expenses to the Association.
2. Report to Members. The association shall send an annual report to the Members no later than four (4) months after the close of each fiscal year of the Association, and a revenue disbursement statement for the year ending on such closing date.

## **ARTICLE XIII FISCAL YEAR**

The fiscal year of the Association shall be the twelve (12) month period beginning on January 1 of each year.

## **ARTICLE XIV AMENDMENTS**

These Regulations and Bylaws may be altered, amended, or replaced by a vote of the majority of the Members in good standing at the annual meeting or at a special meeting called for that purpose.