

June, 2017

Bylaws**Tullamore Homeowners Association, Inc.****ARTICLE I****Purposes**

SECTION 1. PURPOSES. The purpose of the Association as stated in its Certificate of Incorporation are: To combat community deterioration and bring about civic betterment in and about the area known as Tullamore, in the Village of Mundelein, Illinois, including, without limitation:

(a) The installation, upkeep, maintenance and replacement of all walls, fences, trees, shrubs, flowers, and other landscaping in the common area, and to provide and maintain the swimming pool and pool house, and other facilities as shall promote community welfare and recreation in and about public and community owned property; and

(b) maintaining and enforcing, to the extent lawful and not against public policy, the easements, restrictions and covenants established and reserved under a certain Declaration dated and recorded as Document No. 1453806 in the Office of the Recorder of Lake County, Illinois, as heretofore or hereafter amended, or by any plat of subdivision, deed of conveyance or other instrument affecting lands in Tullamore.

SECTION 2. DISSOLUTION. Upon dissolution of the Association, the assets of the Association remaining after payment of its liabilities shall have been made or provided for, shall be distributed in accordance with a plan of distribution approved by the Members pursuant to Illinois statute. If a plan of distribution is not adopted and approved by Members within six months after Members adopt a resolution approving the dissolution of the Association, the assets of the Association remaining after payment of its liabilities shall have been made or provided for, shall be distributed exclusively to the Village of Mundelein, Illinois, for public purposes.

SECTION 3. ADDITIONAL POWERS. The Association also has such powers as are now or may hereafter be granted by statutes of the State of Illinois.

ARTICLE II

Definitions

As used by these Bylaws, unless otherwise provided or unless the context otherwise requires:

1. "Declaration" means that certain Declaration dated March 18, 1970, and recorded on March 19, 1970, as Document No. 1453806, In the Office of the Recorder of Lake County, Illinois, as heretofore or hereafter amended.
2. "Tullamore" means the following described real estate:

Deeded TULLAMORE UNITS ONE, TWO, THREE AND FOUR, all being Subdivision in the South half of Section 23 and the North half of Section 26, Township 44 North, Range 10, East of the Third Principal Meridian, in Lake County, Illinois; and

Deeded Lots 1 through 7 of the Huntington Subdivision, being a Subdivision a part of the

Southeast quarter of the Southwest quarter of Section 23, Township 44 North, Range 10, East of the Third Principal Meridian, in Lake County, Illinois; and

Any additional properties which are contiguous with existing lots within Tullamore, wherein petition is made by the owners of said lots and said petition is approved by the general Membership of the Association. Approval will require a vote that will be conducted by mail referendum with the applicable provisions of these Bylaws, provided the Association shall either personally or by mail, e-mail, or any other electronic means pursuant for communication to membership their ballots and the proposed amendment least 15 days prior to the receipt dead line for return of the ballots and that the Association shall hold an informal meeting for discussion of the proposed amendment. Approval shall require at least a 51% majority of all return mail respondents.

3. "Lot" means a parcel of land, within Tullamore, occupied by or intended for occupancy by one dwelling and having frontage upon a street, which is owned by a "Lot Owner" as defined below and is deeded as a Member of the Tullamore Subdivision. Therefore, "lot" may or may not coincide with a lot of record.
4. "Lot Owner" means a person owning a Tullamore deeded lot, provided, however, that where title to a lot is in more than one person such owners shall together be considered a single Lot Owner and shall share jointly the rights, (including voting rights), powers, obligations and responsibilities of a Lot Owner.

ARTICLE III

Offices

The Association shall have and continuously maintain in this state a registered office and registered agent whose office is identical with such registered agent, and may have other offices within or without the State of Illinois as the Board of Directors may from time to time determine.

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ARTICLE IV

Members

SECTION 1. CLASS OF MEMBERS. All Association deeded Lot Owners shall be, and are, Members of the Association.

SECTION 2. VOTING RIGHTS. All Association Deeded Members shall be entitled to one vote for each Lot Owner on each matter submitted to a vote of the Members.

SECTION 3. PRIVLIGES. All Association Deeded Members shall be entitled to the rights of membership provided that Association fees and requirements have been properly maintained by the Member.

ARTICLE V

Meetings and Members

SECTION 1. ANNUAL MEETING. An annual meeting of the Members shall be held on or between the first Friday of March and the last Friday of April in each year, for the purpose of electing Directors and for the transaction of other business as may come before the meeting. If the election of Directors shall not be held on the day designated herein for the annual meeting, or at adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the Members called as soon thereafter as conveniently may be.

SECTION 2. SPECIAL MEETINGS. Special meetings of the Members may be called either by the President, a majority of the Board of Directors, or not less than one tenth of the Members having voting rights.

SECTION 3. PLACE OF MEETING. The Board of Directors will designate any place of meeting for any annual meeting or any special meeting.

SECTION 4. NOTICE OF MEETINGS. Written and/or printed notice stating the place, day and hour of any meeting of the Members shall be delivered, either personally or by mail, e-mail, or any other electronic means pursuant for communication to the membership entitled to vote at such meeting, not less than five days nor more than forty days before the date of such meeting by or at the direction of the President, or the Secretary or the Officer(s) calling the meeting. In the case of a special meeting or meeting required by statute, the purpose for which the meeting is called shall be stated in the notice.

SECTION 5. QUORUM. The Members holding one tenth of the votes which may be cast at any meeting shall constitute a quorum at such a meeting. If a quorum is not present at any meeting of Members, a majority of the Members present may adjourn the meeting from time without further notice.

SECTION 6. VOTING BY CO-OWNERS. Where there are more than one individual Lot Owners who are co-owners of a lot, those co-owners shall be entitled one and only one vote to be cast by one and only one of the co-owners. The first to vote amongst co-owners shall be the valid ballot cast.

SECTION 7. PROXIES. At any meeting of the Members, a Lot Owner entitled to vote may either vote in person or by proxy, executed in writing by such Lot Owner (in the case of co-owners, execution must be made in writing by all co-owners). Said proxies shall be in the following form:

I/We, being full owner(s) of lot number _____, and a valid Member of the Tullamore Homeowners Association, Inc., do hereby grant to and authorize _____ to cast for me my vote in matters coming before a meeting of the Members of the Tullamore Homeowners Association, Inc.

This proxy shall not be valid after eleven months from the date of its execution, _____

ARTICLE VI

Board of Directors

SECTION 1. GENERAL POWERS. The affairs of the Association shall be managed by its Board of Directors. In addition to all the powers and duties conferred upon it by law, the Board of Directors shall be vested with the powers and duties conferred upon it by the Declaration. In exercising the powers and administering the duties conferred or imposed upon it, the Board of Directors shall act as follows:

(a) The provisions of ARTICLE IV Sections 1 and 2 of the Declaration shall be enforced only against Lot Owners with respect to actions by such persons after they have become Lot Owners.

(b) The pool and other recreational facilities shall be kept in working and usable condition and shall be cared for in such a manner as to maintain a neat, clean, and pleasant appearance. The Board is empowered to provide for maintenance, repair, replacement, and upkeep thereof and to approve payment vouchers or to delegate such power for approval to the Officers of the Association within the constraints of these Bylaws. The Board shall estimate the amount of the annual budget and provide for the manner of assessing and collecting from the Lot Owners their respective share of the expenses of such maintenance and upkeep.

(c) The Board of Directors shall control and regulate the operation and use of the pool and other recreational facilities. The Board may adopt, amend, and enforce administrative rules and regulations governing such operation and use.

(d) The Board of Directors shall have the power to organize and regulate recreational and social activities for the Members.

(e) The Board of Directors shall have the power to expend Association funds with the following provisions:

(1) Any single expenditure over \$100.00 requires Board approval.

(2) Any single expenditure over \$500.00 requires three competitive bids when possible.

3) Any expenditure exceeding 15% of that year's gross income from assessments will require approval by the Association. The vote for approval will be conducted by either personally or by mail, e-mail, or any other electronic means pursuant for communication with the applicable provisions of these Bylaws, provided the Association shall mail Members their ballots and the proposed expenditure request at least 15 days prior to the receipt dead line for return of the ballots and that the Association shall hold an informal meeting for discussion of the proposed expenditure. Approval shall require at least a 51% majority approval of all return mail respondents.

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of Directors and Officers shall be nine, all of whom shall be elected by the Members at the annual meeting for a term of two years. Five of the Directors/Officers shall be elected on the even numbered years, and four of the Directors/Officers shall be elected on the odd numbered years. There shall be no restriction as to the number of terms that any individual Director/Officer may hold. Any vacancy caused by resignation or a Director/Officer no longer being a Lot Owner shall be filled by vote of a majority of the Board of Directors. Such appointment as the result of vacancy shall be for the unexpired term of the Director/Officer whose vacancy has been filled.

SECTION 3. REGULAR MEETINGS. A regular annual meeting of the Board of Directors shall be held without further notice than this Bylaw, within fifteen days of the annual meeting of the Members. The Board of Directors will provide by resolution the time and place for the holding of additional regular meetings of the Board without notice other than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the President, any two Directors or by not less than one tenth of the Members having voting rights. The person or persons authorized to call special meetings of the Board will fix any place as the place for holding any special meeting of the Association called by them. Any special meeting called by not less than one tenth of the members having voting rights will have the place, date and time of the meeting set by the Board within fifteen days following receipt of written demand.

SECTION 5. INFORMAL ACTION BY DIRECTORS. Any action, within the constraints of these By Laws, required to be taken at a meeting of the Directors of the Association, or any other action, within the constraints of these By-Laws, which may be taken at a meeting of the Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors entitled to vote with respect to the subject matter thereof.

SECTION 6. NOTICE. Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by oral telephonic notice, delivered either personally or by mail, e-mail, or any other electronic means pursuant to communication to each Director at his address as shown by the records of the Association. Any Director may waive notice of any meeting. The attendance of a Director at a 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 regular or special meeting of the Board need be specified in the notice or waiver of notice of such a meeting, unless specifically required by law or these Bylaws.

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

SECTION 8. CONDUCT OF MEETING. Meetings of the Board of Directors shall be open. Notice of regular Board meetings will be published in the Association's newsletter, e-mail or Association approved Social Media when possible. Association members will not have voting rights during these meetings.

SECTION 9. MANNER OF ACTING. Except where otherwise provided by law or these Bylaws, the act of the majority of the Directors present at the meeting at which a quorum is present shall be the act of the Board of Directors.

SECTION 10. REMOVAL. Any Director or Directors elected by the Lot Owners may be removed from the Board by the Membership. The vote will be conducted by mail, e-mail, or any other electronic means pursuant for communication with the applicable provisions of these Bylaws, provided the Association shall mail or email members their ballots and the reason for removal at least 15 days prior to the receipt dead line for return of the ballots and that the Association shall hold an informal meeting for discussion of the cause for removal. Removal shall require at least a 51% majority approval of all return mail respondents. His successor shall be selected at a special meeting of the Lot Owners called for such a purpose and shall serve for the unexpired term of his predecessor.

SECTION 11. MEETING ATTENDANCE. Any Director or Directors missing three consecutive regular monthly meetings or any four meetings in a year's time, regardless the reason, shall be removed, without prior notice or vote from the Board of Directors or Members. The vacancy shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

SECTION 12. REMOTE COMMUNICATION. Any Director or Directors entitled to vote participate in and act at any meeting through the use of a conference telephone or interactive technology, including but not limited to electronic transmission, internet usage or communication, by means of which all persons participating in the meeting can communicate with each other. Participation in such meetings shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE VII

Officers

SECTION 1. OFFICERS. The Officers of the Association shall be a President, a Vice-President, a Treasurer, a Secretary 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 shall deem desirable, such Officers to have the authority and 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.

SECTION 2. ELECTION AND TERM OF OFFICE. The Officers of the Association shall be elected annually by the Membership at the regular annual meeting of the Association. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each Officer shall hold office until his successor shall have been duly elected and shall have qualified.

SECTION 3. REMOVAL. Any Officer or agent 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 shall be without prejudice to the contract rights, if any, of the person 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 shall be the principal executive Officer of the Association, Director of the Association and shall in general, supervise and control all of the business and affairs of the Association. He / She shall preside at all meetings of the Members and of the Board of Directors. He / She 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 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 or by statute to some other Officer or agent of the Association 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 6. VICE-PRESIDENT. In the absence of the President or in the event of his inability 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. Additionally, the Vice-President shall be the Chairperson of the Architectural Committee and shall be the individual designated to receive any and all applications for construction.

SECTION 7. TREASURER. The Treasurer, within the guidelines of these Bylaws, shall have charge and custody of and be responsible for all funds and securities of the Association; creation of the budget proposal; receive and give receipts of 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 shall be 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 may, from time to time, be assigned to them by the President or by the Board of Directors.

SECTION 8. SECRETARY. The Secretary shall keep the minutes of the meetings of the Members and of the Board of Directors, the annual meeting and any special meetings, in one or more books provided for that purpose; see that all notices are given in accordance with the provisions of these Bylaws or as required by law; be custodian of the Association 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 Member which shall be furnished to the Secretary by such Member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

ARTICLE VIII

Committee Chairpersons

SECTION 1. CHAIRPERSONS. The President may designate one or more chairpersons to oversee the activities relating to pool maintenance and control, social activities, publication, building and grounds maintenance and any other activities authorized by the Bylaws. Any chairperson may be removed by the President with consent of the majority of the Directors whenever, in his/her collective judgment, the best interest of the Association shall be served by such removal.

SECTION 2. TERM OF OFFICE. Each Chairperson shall be appointed at the annual meeting of the Directors and shall serve until the next annual meeting of Directors unless removed by the President, with consent of the Directors, or until such person is no longer a Director, whichever comes first.

ARTICLE IX

Nominating Committee

SECTION 1. SELECTION OF Nominating COMMITTEE. Each year, at least 60 days before the

date of the annual, meeting of the Members of the association, the Board of Directors shall select five Lot Owners of the Association who are not, at the time, Officers or Directors of the Association, to act as the Nominating Committee.

SECTION 2. DUTIES OF THE NOMINATING COMMITTEE. The Nominating Committee shall be charged with the duty of preparing a single list of candidates whose names shall be placed in nomination by the Committee for the office of Director of the Association to be elected by the Members at the annual meeting of the Association.

SECTION 3. PROCEDURES OF THE NOMINATING COMMITTEE. Before any Member shall be nominated as a candidate by the Nominating Committee, the Committee must approve such a candidate by not less than three votes. The Nominating Committee shall report the names of those Members selected by it as the candidates for the office of Director to be elected by the Members to the Secretary of the Association not less than 30 days prior to the date of the annual meeting of the Association.

SECTION 4. NOTIFICATION TO MEMBERS. The secretary shall inform the Members of the Association not later than 20 days prior to the annual meeting the names of those persons who shall be placed in nomination at the annual meeting for election to the office of Director of the Association. Such notification shall be in writing.

SECTION 5. OTHER NOMINATIONS. Any Member of the Association may, at the annual meeting, place in nomination the name of any other Member of the Association who has not been nominated by the Nominating Committee for the office of Director to be elected by the Members.

SECTION 6. VACANCIES. Any vacancy occurring in the Nominating Committee shall be filled by the Board of Directors.

ARTICLE X

Contracts, Checks, Deposits and Funds

SECTION 1. 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 2. 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 Association, shall be signed by such Officer or Officers, agent or agents of the Association and in such manner as from time to time be determined by 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 or Vice-President of the Association.

SECTION 3. 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 4. 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. No Director or Officer of the Association may personally accept any contribution, gift, bequest or devise for personal benefit.

ARTICLE XI

Certificates of Membership

SECTION 1. CERTIFICATES OF MEMBERSHIP. The Board of Directors may provide for the issuance of certificates evidencing membership in the Association which shall be in such form as may be determined by the Board. Such certificates shall be signed by the Treasurer and shall be sealed with the seal of the Association.

SECTION 2. ISSUANCE OF CERTIFICATES. A certificate of membership shall be issued and delivered to each requesting Member by the Treasurer, if the Board of Directors shall have provided for the issuance of certificates of membership under the provisions of Section 1 of this article.

ARTICLE XII

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 Members, Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the Members entitled to vote. All books and records of the Association may be inspected by any Member, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XIII**Indemnification of Officers and Directors**

Each Director and each Officer of the Association, and any Director or Officer of any other Association serving as such at the request of the Association because of the Association's interest as a shareholder or creditor of such other Association, shall be indemnified by the Association against all expenses, as hereinafter defined, which shall necessarily or reasonably be incurred by them in connection with any action, suit or proceeding to which he or she is or shall be a party, or with which he may be threatened, by reason of his being or having been a Director or Officer of this Association or of such other Association, whether or not he continues to be a Director or Officer at the time of incurring such expenses. Expenses, as used herein, shall include, but not limited to, amounts of judgments against, or amounts paid in settlement by such Director or Officer, other than the amounts payable or paid to the Association, but shall not include any

(a) expenses incurred in connection with any matters as to which such Director or Officer shall be adjudged in such action, suit or proceeding, without such judgment being reversed, to be liable by reason of his negligence or willful misconduct in the performance of his duties as such Director or Officer, or

(b) expenses incurred in connection with any matters which shall have been the subject of such action, suit or proceeding disposed of otherwise than by adjudication on the merits, unless in relation to such matters such Director or Officer shall not have been liable for negligence or willful misconduct in the performance of his duties as a Director or Officer. In determining whether a Director or Officer was liable for negligence or willful misconduct in the performance of his duties as such Director or Officer

and is for that reason not entitled to reimbursement pursuant to the foregoing provisions, the Board of Directors may conclusively rely upon an opinion of legal counsel selected by the Board of Directors. The right of indemnification hereinabove provided shall not be deemed exclusive of any other right to which such Director or Officer may now or hereafter be otherwise entitled and specifically, without limiting the generality of the foregoing, shall not be deemed exclusive of any rights, pursuant to statute or otherwise, of any such Director or Officer in any such action, suit or proceeding to have assessed or allowed in his favor, against the Association or other Association or otherwise, his costs and expenses incurred therein or in connection therewith or any part thereof

ARTICLE XIV**Fiscal Year**

The fiscal year of the Association shall follow the calendar year.

ARTICLE XV**Assessments**

The making and collection of assessments against Members who are Lot Owners shall be governed by the provisions of the Declaration.

ARTICLE XVI**Seal**

The Board of Directors shall provide an Association 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, Illinois".

ARTICLE XVII**Waiver of Notes**

Whenever any notice whatever is required to be given under the provisions of the General Not for Profit Corporation Act of Illinois or under the provisions of the articles of incorporation or the 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, shall be deemed equivalent to the giving of such notice.

ARTICLE XVIII**Amendments to the Bylaws**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by the Association. At the discretion of the Board, the vote to alter, amend, or etc. Maybe adopted by a majority of the director's present at any regular meeting (with quorum) or at any special scheduled meeting. At least two day's written notice by either personally or by mail, e-mail, or any other electronic means pursuant for communication shall be given of intention to alter, amend or repeal or to adopt new Bylaws at such meeting.

ARTICLE XIX**Architectural and Maintenance Guidelines**

5. See restrictions and covenants established and reserved under a certain "Declaration" means that certain Declaration dated March 18, 1970, and recorded on March 19,1970, as Document No. 1453806, In the Office of the Recorder of Lake County, Illinois,

August 6, 2017

Voted on and approved by all board members present. Amy Inselberger – President, Don Graves – Vice President, Brian Heath – Treasure, Robin Miller – Secretary, Bill Kelly, Erik Prinzing

