

CODE OF REGULATIONS
CORPORATE BY LAWS
DEED RESTRICTIONS AND
ARTICLES OF INCORPORATION
OF
LAKENGREN PROPERTY OWNERS ASSOCIATION INC.
EATON, OHIO 45320

REVISED APRIL 16,1976
REVISED JUNE II, 1982
REVISED JANUARY 19, 1987
REVISED APRIL 3, 1987
REVISED JUNE 1,1992
REVISED APRIL 30, 1996
REVISED MAY 17, 1997
REVISED OCTOER 19,1997
REVISED JANUARY 15,1999
REVISED OCTOBER 16,1999
REVISED OCTOBER 14, 2000
REVISED NOVEMBER 25, 2002
REVISED NOVEMBER 22,2004
REVISED NOVEMBER 18, 2005
REVISED NOVEMBER 30, 2006
REVISED DECEMBER 3, 2007

**ARTICLE I
OFFICES**

The principal Office of the Association in the State of Ohio shall be located at Lakengren Subdivision, Preble County. Mailing Address: 210 Norwegian Drive, Eaton, Ohio 45320. The Association may have such other offices as the Board of Trustees may determine or as the affairs of the Association may require.

**ARTICLE II
MEMBERS**

SECTION I. DESCRIPTION OF MEMBERS: The Association shall have three classes of members as follows:

A. FULL VOTING MEMBER: Those person(s) who own or are purchasing solely or jointly, a lot or lots in Lakengren Subdivision, a subdivision in Preble County, Ohio, recorded in the official records of the Office of the Recorder of Preble County, and who have been approved by the Board of Trustees as hereinafter provided. Person(s) purchasing property on land contract basis shall be considered a full voting member. The Board of Trustees need not state a cause for rejection of applicants for membership, but it shall adopt and apply specific standards for membership, which shall not exclude applicants on the grounds of race, creed, religion, or sex. Only members in good standing and their families and authorized guests shall be entitled to use the various community areas, lakes, beaches, pool, and all other Association facilities.

B. TENANT MEMBERS: Renters and lessees become Tenant Members if approved by the Board of Trustees. Tenant members have no voting rights nor may they be members of the Board of Trustees. They have

all other privileges and responsibilities as full members pertaining to abiding by the rules and regulations and payment of dues, assessments, and other charges as established by this Code of Regulations and by the Board of Trustees. Renters or Lessees shall be subject to no more than one family per habitable dwelling, in renting or leasing property at Lakengren. A copy of the Tenant Member Policy is available upon request from the LPOA Office.

C. ASSOCIATE MEMBERS: Individuals permanently residing with a Member or Tenant Member who are not eligible for membership in accordance with Article II, Section 1 A and B, or family membership in accordance with Article II, Section 6, may become Associate Members upon approval of the Board of Trustees and payment of the Annual Dues charge of \$60.00. Associate Members have no voting rights nor may they become members of the Board of Trustees. They have all other rights and privileges as are granted to Family Members. A copy of the Associate Membership Policy is available on request from the LPOA Office.

SECTION 2. APPROVAL OF MEMBERS: All members shall be approved by the Trustees. No more than two (2) owners of one lot will be approved for membership by the Lakengren Property Owners Association.

SECTION 3. MEMBERSHIP DUES AND ASSESSMENTS. Each Voting Member of this Association shall be assessed one Annual Dues charge and approved Annual Assessment charges, regardless of the number of lots owned or being purchased. Each Tenant Member will be assessed one Annual Dues charge and approved Annual Assessment charges, invoiced to the Property Owner. Said charges shall be used for the improvement, maintenance and upkeep of roads, the various community areas and beaches, and any and all properties owned by the Association, and for the promotion of and protection of the Association, as the Board of Trustees shall direct, irrespective of whether the privilege of using said areas and facilities is exercised or not.

PAYMENTS. The Annual Dues and Annual Assessments charges shall be due and payable in advance on the first day of April each year. Annual Dues are non-transferable and non-refundable. The full Annual Assessments charges are the responsibility of the owner of record of the lot(s) on the first day of April. Members terminating their membership during a fiscal year may request a prorated refund of assessments paid based upon the remaining months of the fiscal year (from the month the member ceases being a member until the end of the fiscal year) providing the assessments have been paid in full and the member is not otherwise in default or in violation of any other rules, regulations, deed restrictions and covenants of the Association.

Any person(s) who purchase lot(s) in Lakengren Subdivision, shall, on the date of purchase (on record) be charged a prorated amount of all current Annual Assessments, plus the full Annual Dues charge as provided for by the Association, and a one time New Member Application Fee as established by the Board of Trustees.

RENTAL/LAND CONTRACT. Person(s) selling, renting, leasing or purchasing property via land contract shall be subject to the provisions of this Section 3 and all other applicable rules, regulations, and deed restrictions which pertain to lot owners and the buyer and seller shall be considered Dual Owners. Sellers remain LPOA voting members and are subject to all conditions and terms of this Section 3 until the land contract is paid in full. In all land contract purchases, a copy of the contract shall be required from either the seller or the buyer. Upon full payment of the land contract sale and deed transfer to the buyer and recorded in the Preble County Recorder's Office, the seller will cease to be a Voting Member and membership privileges shall be automatically terminated.

A full Voting Member shall at all times be jointly and severally obligated for the payment of Annual Dues and Annual Assessments with the Tenant Member who is renting, leasing, or purchasing on a land contract, the property owned by the Full Voting Member.

PAYMENT DEFAULT. Members who have not paid the Annual Dues charge and Annual Assessments charge (or made other payment arrangements acceptable to the Board of Trustees) by the first day of April of each year are in default. Members in default are subject to service charges as may be established by the Board of Trustees. In the event the member's account is turned over to a Collection Agency for remittance, the cost of the Collection Agency's services shall be added to the amount due the Association.

When any Member is in default in payment of Annual Dues or Annual Assessments as of April 1st of each year (or other such dates as may be established by the Board of Trustees), their membership privileges shall be automatically suspended. Membership privileges will be automatically restored upon payment of all past Annual Dues, Annual Assessments, and penalties.

To enforce this Code of Regulations, the LPOA may bring an action at law for personal judgments against either a full Voting Member, a Tenant Member, or both as the case may be. In any action at law, service charges, interest, costs and reasonable attorney fees for the collection thereof shall constitute an additional personal assessments against the full Voting Member, Tenant Member or both against whom enforcement is sought.

DUES/ASSESSMENTS CHANGES. The Board of Trustees may, from time to time, recommend different amounts of Annual Dues charges to be approved by vote of the owners of 2/3rds of the lots in Lakengren Subdivision, in accordance with Article #10 of the Deed Restrictions filed and made a part of the recorded plat of Lakengren Subdivision.

The Board of Trustees is authorized to increase the Annual Assessments at the time the annual budget is adopted only by an amount not to exceed the increase in the Homeowner's cost Consumer Price Index (CPI-U) as computed for the previous calendar year. If the CPI-U is passed for one (1) year, it cannot be retroactively applied.

The Membership may, by a simple majority vote of a quorum of the Membership casting ballots (as described in Article III, Section 5) provide for an increase in the Annual Assessments over and above the CPI-U, or for any additional Assessment of property owners and/or lots.

SECTION 4. VOTING RIGHTS: Each full voting member shall be entitled to one (1) vote, on each matter submitted to the vote of members. Where title of a lot or lots is or is to be held by more than one person, whether jointly or joint tenants with rights of survivorship, the individuals listed on the title document as owners are entitled to full membership privileges, but with only one vote.

In the case of Dual Ownership (Land Contract) as defined in Article II. Rental/Land Contract, there shall be 2 separate memberships and 2 separate votes. Title (ownership) of any lot in Lakengren Subdivision may be held by no more than two (2) separate owners for purposes of membership and voting.

Qualification for participation in voting by the membership shall be determined as follows:

Members having their dues and operating assessments paid current as of the day prior to the annual meeting of the membership, no later than the close of business, will be entitled to vote in the general election of Trustees and at the Annual Meeting of the membership.

New members joining the Association and having paid their initial dues and operating assessments prior to the day of counting of the ballots for Trustees and/or prior to the Annual Meeting will be entitled to vote in those respective elections.

Delinquent members who pay in full their dues, all assessments, and miscellaneous fees including those due on April 1 of the current year, prior to the day of counting the ballots for Trustees and no later than the close of business, prior to the day of the annual meeting will be entitled to vote in those respective elections.

In any instances of membership voting, other than the two aforementioned, only those having their dues and operating assessments paid current before the day mailed ballots are counted or before the commencement of the meeting called for the purpose of voting will be entitled to vote. Members meeting the voting requirements as set forth in the above paragraphs after the mailing date of ballots and prior to the date of counting the ballots may obtain ballots for voting at the Association Office.

SECTION 5. TERMINATION OF MEMBERSHIP: The Board of Trustees may suspend or expel a member for cause or terminate the membership privileges of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default of the Annual Dues and all Assessment Charges, any additional personal service charges, or who shall violate any rules and regulations of this Association. Membership shall automatically terminate when a member ceases to own, rent, or lease property in the Lakengren Subdivision.

SECTION 6. RULES AND REGULATIONS: Each member and his or her family and guests shall be subject to all rules and regulations, including the following: Father, mother, son(s), daughter(s), mother-in-law, father-in-law, son(s)-in-law, and daughter(s)-in-law.

- a) Membership and Family Member Cards remain the property of the LPOA and may be canceled or repossessed at any time. When using one's card, a driver's license or appropriate identification shall be required for identification purposes by LPOA Security.
- b) Members desiring to rent or lease their property must comply with the Tenant Member Policy, on file in the LPOA Office. They are responsible for the action (s) of the tenant(s) or lessee (s) until tenant member status is granted to the tenant (s) or lessee (s). The tenant (s) shall not be entitled to use the beaches, community areas or other Association facilities until tenant membership cards are issued to them by the Association as herein provided.
- c) Any person who uses the beaches, lake, pool, community areas or other facilities of the Association must have in their possession, or immediately available, a member or family membership card and display same to LPOA officials or employees upon request. Guests must be accompanied by an individual who has a valid member or family membership card at all times while using these facilities. Individuals who cannot prove they are members or are a family member, or guest status will be considered trespassers under the laws of the State of Ohio and subject to prosecution by the LPOA, Inc.
- d) All members must comply with each and every Deed Restriction pertaining to Lakengren Subdivision as the same are recorded in the Office of the Recorder of Preble County, Ohio.
- e) That there be **No Smoking** in the Lodge at all times.
- f) Two designated garage sales are allowed each year (not including moving sales or auctions) from Thursday through Sunday in the Spring and Fall.
- g) The violation of any of the above rules and regulations, or any rules or regulations duly adopted by the members of the Board of Trustees shall be considered appropriate grounds for suspension, expulsion or termination of such member from the Association.

SECTION 7. REINSTATEMENT: Upon written request signed by a former member and filed with the Secretary, the Board of Trustees, by the affirmative vote of a majority of the members of the Board, may reinstate such former member to membership upon such terms as the Board of Trustees may deem appropriate.

SECTION 8. TRANSFER OF MEMBERSHIP: Membership in this Association is not transferable or assignable.

SECTION 9. LPOA BUILDING CODE AND BUILDING COMMITTEE: In addition to the requirements of applicable State of Ohio and Preble County building codes, the LPOA will establish a Building Committee and LPOA Building Code. The LPOA Building Code is a part of the rules and regulation, enforceable as such, but can be amended by the Board of Trustees without reference to the membership, except where deed restrictions are applicable. All buildings, excavations, sighting of building on lots, size and placement of driveway tiles, etc., must have prior approval of the Building Committee and be in conformance with applicable building

codes, including the LPOA Building Code. Where applicable, LPOA building permits will be displayed as required in the Building Code.

Copies of the Building Code are available upon request in the Office. A copy of the LPOA Building Code will also be furnished with each approved permits. Enforcement of the Building Code will be the responsibility of the LPOA Board of Trustees, LPOA Manager, and LPOA Building Inspector.

SECTION 10. RECREATION AREA RULES AND REGULATIONS: All applicable rules and regulations pertaining to use of the LPOA recreation areas - pool, lakes, beaches, picnic areas, etc., shall be adhered to by each property owner, family member and their authorized guests. A copy of the applicable rules for recreation areas is available upon request from the LPOA Office. These rules are subject to change as directed by the Lakengren Board of Trustees.

ARTICLE III MEETINGS OF MEMBERS

SECTION 1. ANNUAL MEETING: An Annual Meeting of the Members shall be held at Lakengren Subdivision, Preble County, Ohio, or as otherwise provided by these regulations, in the month of October in each year at the hour and day designated by the Board of Trustees, for the purpose of electing trustees and for the transaction of such other business as may come before the meeting, provided, however, elections may be conducted by mail in such a manner as the Board may determine and as hereinafter provided in this Code of Regulations. If the election of trustees shall not be held on the day designated herein for the Annual Meeting, or at any adjournment thereof, the Board of Trustees shall cause the election to be held at a special meeting of the members or be conducted by mail as soon thereafter as conveniently may be.

SECTION 2. SPECIAL MEETINGS: Special meetings of the members may be called by the President, the Board of Trustees, or by not less than one-third of the members having voting rights.

SECTION 3. PLACE OF MEETINGS: The Board of Trustees may designate any place within Preble County Ohio, as the place of meeting for any Annual Meeting or for any special meeting called by the Board of Trustees. If no designation is made or if a special meeting be otherwise called, the place of the meeting shall be the registered office of the Association in the State of Ohio.

SECTION 4. NOTICE OF MEETINGS: Written or printed notice stating the place, day and hour of any meeting of the membership shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than ten nor more than sixty days before the date of such meeting, by or at the direction of the President, or the Secretary, or the officers or person calling the meeting.

In case of a special meeting, or when required by statute, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the Association, with postage thereon prepaid.

SECTION 5. QUORUM: A quorum for the transacting of business at any meeting of members shall not be less than fifty (50) of the qualified voting members in good standing. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting without further notice.

SECTION 6. MEMBERSHIP VOTING ON ISSUES: Issues requiring approval of the Membership will be presented for explanation and discussion at the Annual Meeting of the members and/or at (a) Special Membership Meeting(s) called for the purpose of those issues. Such issues will then be placed on ballot and shall be mailed to all members meeting voting requirements as set forth in this Article III, Section 4. Ballots shall be deemed to be

delivered when deposited in the United States Mail, addressed to the member at his/her address as it appears on the records of the Association, with postage thereon prepaid. A time and date for receipt and counting of ballots, as determined by the Board of Trustees, shall be noted on the ballot and such time and date shall be not less than fourteen (14) nor more than thirty (30) days after the postmark date of the mailed ballots, Ballots may be returned by mail, addressed to the Association office, or may be deposited in a ballot box provided for that purpose to be located at the Association office.

SECTION 7. MEMBERSHIP VOTING FOR ELECTION OF TRUSTEES: Where Trustees or Officers are to be elected by members of the Association, such election may be conducted by mail in accord with the following procedure: In case of a mail election of Trustees, the President or Board of Trustees shall set a day and hour for such election and the Nominating Committee appointed by the Board of Trustees pursuant to Article IV, Section 12, shall solicit persons to become candidates for membership on the Board of Trustees of the Association. It shall be the duty of the Nominating Committee to prepare ballots with the names of the various candidates for each term of office, leaving a blank space for write-in candidates, and to thereafter mail, more than ten (10) days prior to the election date set by the President or the Board of Trustees, a ballot, instructions for voting, and an envelope addressed to the persons appointed Inspectors of Election, c/o Lakengren Property Owners Association, Inc., Eaton, Ohio. If such election by mail is to be held in conjunction with an Annual Meeting of the members, each ballot shall also be accompanied by notice of such meeting. The President shall appoint, prior to such election, two (2) inspectors of election whose duty shall be, to the best of their ability to receive and canvas the votes and to otherwise conduct such election. The Nominating Committee shall thereafter notify each Trustee so elected, and request that such person accept the office to which he was elected. The Nominating Committee may also call a special meeting of the Board of Trustees so that the newly elected Trustees may take the oath of office and assume their respective duties. (See Article IV, Section 12)

ARTICLE IV BOARD OF TRUSTEES

SECTION 1. GENERAL POWERS: The affairs of the Association shall be managed by its Board of Trustees. The Board of Trustees, (for the purpose of protecting the health, safety and welfare of the Association, Property Owners and their Guests), has the authority to adopt, interpret and enforce resolutions and policies governing the operations and affairs of the Association as provided for herein and as defined in Article XIII (b), and to establish reasonable citations, fines and penalties. Violations of said resolutions and policies, and violations of this Code of Regulations and the Deed Restrictions on file at the Records Office in the Preble County Ohio Courthouse, and as set forth in Article XIV of this Code of Regulations shall be administered by a Judiciary Committee appointed by the Board of Trustees.

SECTION 2. NUMBER, TENURE, AND QUALIFICATIONS: Trustees shall be full voting members of the LPOA. The number of Trustees shall consist of nine members except the members of the first Board of Trustees shall be those designated as Trustees in the Articles of Incorporation who shall serve until their successors are elected and qualified as Trustees. The first election Board of Trustees shall consist of nine (9) members, three (3) Trustees of such Board to be elected for one (1) year term three (3) Trustees of such Board to be elected for a two (2) year term, three (3) Trustees of said Board to be elected for a three (3) year term. Each Trustee thereafter elected shall hold office for a term of three (3) years and until his successor shall have been elected and qualified. The Trustee may be elected for two consecutive terms (6 years) with the option on running another term after being off the Board for one year. Trustees are elected by the members of the Association and can only be dismissed or recalled for good cause shown by the Members, voting either by mail, at special meeting called for this purpose, or an Annual Membership meeting. The Board of Trustees may, for good cause shown, admonish, censure, or request the resignation of members of the Board of Trustees. Trustees censured by the Board of Trustees will not be permitted to serve as officers, committee members, or chairpersons, for the remainder of their term of office.

SECTION 3. REGULAR MEETINGS: An Annual Meeting of The Board of Trustees may be held without other

notice than this regulation, immediately after, and at the same place as the Annual Meeting of Members. The Board of Trustees may, provide, by resolution, the time and place within the State of Ohio for the holding of additional regular meetings of the Board without other notice than such resolution.

SECTION 4. SUPPLEMENTAL MEETINGS: Supplemental Meetings of the Board of Trustees may be called by or at the request of the President or any two (2) Trustees. The person or persons authorized to call Supplemental Meetings of the Board may fix any place within Preble County, Ohio as the place for holding any Supplemental Meeting of the Board called by them. All Supplemental Meetings of the Board of Trustees shall be held in open session. Notification of Board members shall be in accordance with Article III, Section 6, below. In addition, notice of the meeting will also be posted at each entry gate to Lakengren as well as on a bulletin board in the LPOA Lodge. The business to be transacted at the meeting need not be specified in the notice.

SECTION 5. EXECUTIVE SESSIONS: The LPOA Board of Trustees shall be required to conduct all deliberations and take action on official business only in meetings open to all LPOA members, with the following exceptions, which may be conducted in Executive Session:

- (a) To consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of employees, or to consider other appointments or removals of a personnel nature such as appointments to the LPOA Board of Trustees, the LWA Board of Trustees, various standing committees, etc. where certain necessary discussions could be considered hurtful or harmful to the person(s) under consideration. Appointments of positions shall be made only in open session.
- (b) To consider the purchase of property or for the sale of property at competitive bidding, if premature disclosure of information would give an unfair competitive or bargaining advantage to a person whose personal, private interest may be adverse to the interest of the LPOA.
- (c) Conferences with an attorney concerning disputes involving the Board which are subject to pending or imminent court action.
- (d) Matters required to be kept confidential by federal law or rules or state statutes.
- (e) Specialized details of security arrangements if disclosure of the matters discussed might reveal information that could be used for the purpose of committing, or avoiding prosecution for, a violation of the law.
- (f) Issues of a sensitive nature where premature dissemination of the information in an open forum could prove hurtful or divisive to the community. Matters of this nature are at the discretion of the Board but should be conducted on an "exception basis" only, with no motions accepted nor votes taken except in Open Meeting. Executive Sessions of the Board of Trustees may be called by or at the request of the President or any two (2) Trustees. The person or persons authorized to call Executive Sessions of the Board may fix any place within Preble County, Ohio as the place for holding any Executive Session of the Board called by them. Notification of Board members shall be in accordance with Article III, Section 6 below. The notice for calling such a meeting must provide the stated purpose for holding the meeting in Executive Session in accordance with the exceptions noted above. At the time the notice is sent or delivered to the Board, it must also be posted on a bulletin board in the LPOA Lodge.

In addition, all meetings held in Executive Session must be reported at the next open Board Meeting as to the date and time of the meeting, and the stated purpose for holding the meeting in Executive Session in accordance with the exceptions noted above. Except as noted above, all deliberations and votes on all matters by the LPOA Board of Trustees shall be conducted in open forum.

SECTION 6. NOTICE: Notice of any Supplemental Meeting or Executive Session of the Board of Trustees shall be given at least two (2) days previously thereto by telephone or by written notice delivered personally or sent by mail or telegram to each Trustee at his address as shown by the records on the Association. 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. If notice be given only by telegram, such notice shall be deemed to be delivered to the telegram company. Any Trustee may waive notice of any meeting. The attendance of a Trustee at any meeting shall constitute a waiver of notice of such meeting, except where a trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these regulations.

SECTION 7. QUORUM: A majority of the full authorized Board of Nine Trustees shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Trustees are present at said meeting, a majority of the Trustees present may adjourn the meeting without further notice.

SECTION 8. MANNER OF ACTING: The act of a majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees, unless the act of a greater number is required by law or by these regulations.

SECTION 9. VACANCIES: Any vacancy occurring on the Board of Trustees by reason of death, resignation, or inability to fulfill the duties of a Trustee shall be filled as set out in paragraphs (a) and (b). A Trustee elected to fill a vacancy shall be elected only for the unexpired term of his predecessor in office,

- (a) If a vacancy (ies) occur (s) within four (4) months of normal expiration of term, no replacement will be required.
- (b) If more than four (4) months remain on the unexpired term of office, the Board of Trustees shall appoint any individual of their choosing to fill the vacancy until the next election of Trustees, at which time the membership will be asked to choose, by vote, a candidate to fill any remaining full calendar years of the unexpired term. If the vacancy occurs after the preparation and mailing of the ballots, the Board of Trustees shall appoint an individual of their choosing to serve until the next occurring election of Trustees.
- (c) If the number of trustees drops below five (5) the remaining trustees must cease all business activity except as defined in the following subparagraphs:
 - (1) If more than two (2) months remain before the next scheduled general election of trustees, the remaining trustees shall call a Special Membership Meeting for the election of trustees to fill the vacancies. This meeting shall be scheduled for the first Saturday which allows time for the required notice to the membership. Nominations of candidates shall be made and seconded from the floor. Nominated candidates must either be present to indicate their willingness to accept the position or have previously executed a written statement of same. Installation of the newly elected trustees will follow the established procedure. Newly elected Trustees will serve until the next general election of Trustees.
 - (2) Remaining trustees, even though less than a quorum, may continue the business essential to the ongoing maintenance of the LPOA, such as the authorization of payment of bills, unless such action was in dispute at the time of the Trustee resignation(s) which resulted in the remaining number of Trustees falling below five (5). With the exception of true emergencies, no business, unless previously authorized through a quorum of the full authorized Board, may be initiated or conducted until a Board of Trustees numbering at least a quorum of the full authorized Board is in place.

SECTION 10. COMPENSATION: Trustees shall not receive any stated salaries for their services, but by resolution of the Board of Trustees a fixed sum and expenses of attendance, if any, may be allowed for attendance at such regular or special meeting of the Board.

No member of the Board of Trustees will be employed in any position for which she/he receives compensation from the Association except that the Board may, if it deems necessary, employ one of its members in a temporary, non-supervisory, non-managerial position for a period not to exceed six (6) months.

SECTION 11. L.P.O.A. MANAGER: The Board of Trustees will establish the position of LPOA Manager, who will be responsible for day-to-day operations of the affairs of the Association. The L.P.O.A. Manager is responsible to the Board of Trustees and shall serve at the pleasure and direction of the Board of Trustees within policy and management guidelines established by the Board of Trustees. The L.P.O.A. Manager will be designated the LPOA Statutory Agent. The L.P.O.A. Manager will not be a voting member of the Board of Trustees.

Termination of the employment of the L.P.O.A. Manager, after having held the position for twelve (12)

consecutive months, will require an affirmative vote by a two-thirds majority of the full Board of Trustees.

SECTION 12. NOMINATING COMMITTEE: The Board of Trustees shall appoint a Nominating Committee. Said committee shall have the responsibility of soliciting members in good standing to become candidates for membership on the Board of Trustees, of preparing and mailing ballots and voting instructions to each member entitled to vote, notification of each elected Trustee of his election and such other related duties as the Board of Trustees may direct. (See Article III, Section 7)

SECTION 13. FINANCIAL REQUIREMENTS:

- (a) Effective December 1, 1998, no new registrations or so called "sticker" fees, or permit fees, nor increases in such current fees except as provided for in Article II, Section 3, may be levied against the members of the Association without prior approval of the general membership. Examples of "sticker" and permit fees are: Auto and boat stickers, building permits, or other fees that are charged but direct goods and services are not received. Service fees may be created or adjusted by majority vote of a quorum of the Board of Trustees at any Open Session of the Board. Examples of service fees are: Lodge rental, gate access cards, dock rental fees. This rule does not apply to purchases of consumable goods such as food, gas and other merchandise.
- (b) The assets of the Association cannot be mortgaged, pledged as security or encumbered for borrowed money or payment for services, except as noted below, without prior approval of the general membership. The Board of Trustees may borrow against the assets of the corporation an amount not to exceed \$100,000.00 (one hundred thousand dollars) for emergency situations only. Before the Board of Trustees may borrow against the assets of the corporation, a state of emergency must be declared by the Board of Trustees, and the date set for a Special Meeting of the Membership. The meeting date must be set for the earliest date feasible within one month and in accordance with other notification procedures contained in the LPOA Code of Regulations.

ARTICLE V OFFICERS

SECTION 1. OFFICERS: The officers of the Association shall be a President, one or more Vice Presidents, (the number thereof to be determined by the Board of Trustees) a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions of this Article. The Board of Trustees may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers. Such officers shall have the authority to perform the duties prescribed by the Board of Trustees. No two offices may be held by the same person.

SECTION 2. ELECTION QUALIFICATIONS AND TERM OF OFFICE: The officers of the Association shall be elected annually by the Board of Trustees at the installation meeting of the Board of Trustees, or by mail as is provided in these regulations. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as is convenient. Each officer shall hold office until his successor shall have been duly elected and installed.

SECTION 3. REMOVAL: Any officer elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever, in its judgment, the best interests of the Association would be served thereby, **but**. Such removal shall be without prejudice to the contact rights of the office, if any.

SECTION 4. VACANCIES: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Trustees for the unexpired portion of the term.

SECTION 5. PRESIDENT: The President shall be the principal executive officer of the Association and shall supervise and control all of the business and affairs 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. He or she may sign, with the Secretary or any other proper officer of the Association authorized by the Board of Trustees, any deeds,

mortgages, bonds, contracts, or other instruments the Board of Trustees have authorized to be executed. Exception: In cases where the signing and execution thereof shall be expressly delegated by the Board of Trustees or by these regulations or by statute to some other officer or agent of the Association.

SECTION 6. VICE PRESIDENT: In the absence of the President or in the event of his/her inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all restrictions upon the President. Any Vice President shall perform such other duties as may be assigned to him by the Board of Trustees.

SECTION 7. SECRETARY: The Secretary shall keep the minutes of the meetings of the members and of the Board of Trustees in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these regulations or as required by law, and see that the seal of the Association is affixed to all documents, when the execution on behalf of the Association under its seal is duly authorized in accordance with the provisions of these regulations, and in general perform all duties incident to the office of Secretary and such other duties as may be assigned to him or her by the President or by the Board for Trustees.

SECTION 8. TREASURER: If required by the Board of Trustees, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with surety or sureties as the Board of Trustees shall determine. He or she shall have charge and custody of and be responsible for all funds and securities of the Association, and in general, perform all duties incident to the office of Treasurer and such other duties as may be assigned to him or her by the President or the Board of Trustees.

SECTION 9. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES: If required by the Board of Trustees, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Trustees shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as assigned to them by the Treasurer or the Secretary or by the President or the Board of Trustees.

ARTICLE VI COMMITTEES

SECTION 1. COMMITTEE OF TRUSTEES: The Board of Trustees by resolution adopted by a majority of the Trustees in office may designate one or more committees, each of which shall consist of two or more Trustees. Such committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Trustees in the management of the Association. The delegation of authority to such committees shall not operate to relieve the Board of Trustees, or any individual Trustees, of any responsibility imposed upon it or him by law.

SECTION 2. OTHER COMMITTEES: Other committees not having and exercising the authority of the Board of Trustees in the management of the Association may be designated by a resolution adopted by a majority of the Trustees present at a meeting at which a quorum is present. Except otherwise provided in such resolution, members of the Association, and the President of the Association shall appoint the members thereof. Any member thereof may be removed by the persons authorized to appoint such member whenever in their judgment the best interests of the Association shall be served by such removal.

SECTION 3. TERM OF OFFICE: Each member of a committee shall continue as such until the next Annual Meeting of the Members of the Association, and until his successor is appointed, unless the committee is terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

SECTION 4. CHAIRMAN: One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

SECTION 5. VACANCIES: Vacancies in membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointment.

SECTION 6. QUORUMS: Unless otherwise provided in the resolution of the Board of Trustees designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

SECTION 7. RULES: Each committee may adopt rules for its own government not inconsistent with these regulations or with rules adopted by the Board of Trustees.

ARTICLE VII CONTRACTS, CHECKS, DEPOSITS, FUNDS

SECTION 1. CONTRACTS: The Board of Trustees may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these regulations, 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 a specific instance.

SECTION 2. CHECKS, DRAFTS, ETC.: All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall be determined by resolution of the Board of Trustees. In the absence of such determination by the Board of Trustees, such instrument shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the Vice President of the Association.

SECTION 3. DEPOSITS: All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies or other depositories as the Board of Trustees may select.

SECTION 4. GIFTS: The Board of Trustees may accept on behalf of the Association any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Association.

ARTICLE VIII CERTIFICATES OF MEMBERSHIP

SECTION 1. CERTIFICATES OF MEMBERSHIP: The Board of Trustees will provide for the issuance of certificates evidencing membership in the Association, which shall be in such form as may be determined by the Board.

SECTION 2. ISSUANCE OF CERTIFICATES: When a member has been approved for membership and has paid any initiation fee, dues, and assessments that may then be required, certificates of membership shall be issued to the member by the LPOA manager.

ARTICLE IX 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 Trustees, and committees having any of the authority of the Board of Trustees. A record giving the names and addresses of the members entitled to vote shall be kept at the registered or

principal office of the Association. 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 X FISCAL YEAR

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

ARTICLE XI SEAL

The Board of Trustees shall provide a Corporate Seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Association and the words "Corporate Seal - A Corporation Not For Profit, State of Ohio.

ARTICLE XII WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Non-Profit Corporation Law of Ohio or under the provisions of the Articles of Incorporation of the Association or the Regulations 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 XIII AMENDMENTS TO REGULATIONS

These regulations may be altered, amended or repealed and new regulations may be adopted by:

- a) A majority of the members voting to alter, amend, repeal or adopt new regulations in the same manner as described in this Article III, Section 6.
- b) The Board of Trustees has the authority to adopt procedures and/or policies that clarify, expand or implement the provisions of the Code of Regulations, but in no instance will these policies or procedures conflict with or attempt to circumvent the Code of Regulations, Deed Restrictions, or Local, State, or Federal law. These policies will be published as separate documents aside from the minutes. The policy file shall be made available to any member upon request.
- c) Proposed amendments to these regulations, when supported by a minimum of 100 Association Members in good standing, must be submitted by the Board of Trustees to a vote by the general membership in the same manner as described in this Article III, Section 6, and in accordance to the following guidelines:
Such proposed amendments must be submitted to the Board of Trustees a minimum of 90 days before the applicable scheduled general membership meeting, enabling the Board to present the proposed amendment to the public and to negotiate desired changes and refinements or withdrawal of said proposal. While the sponsors of such proposed amendments are expected to be receptive to reasonable recommendations concerning their proposed changes, the final decision as to wording of the proposal to be offered to the general membership remains with the sponsors.

ARTICLE XIV FINES & PENALTIES

WARNINGS, CITATIONS, FINES AND PENALTIES FOR VIOLATIONS OF THESE ARTICLES, THE DEED RESTRICTIONS, AND OTHER RULES, REGULATIONS, RESOLUTIONS AND POLICIES OF THE LAKENGREN BOARD OF TRUSTEES

A. RESPONSIBILITY

- 1) Property owners must bear the ultimate responsibility for violations of LPOA rules incurred by members of the family, guests, the owner's renters and associate members and the owner. Therefore, the responsibility for the payment of fines is with the property owner. The property owner is liable for the payment of any fine levied against a family member, guest, himself, renter and associate member residing in the same residence. Failure to pay a fine within the prescribed time will result in the property owner being deemed "not in good standing," and may lead to an action at law as a breach of the covenants and restrictions as recorded in Deed Restrictions 8 and 10.
- 2) Renters must bear responsibility for violations of LPOA rules incurred by members of the family, guests, himself, and associate members residing on the property with the renter. Therefore, the responsibility for the payment of fines is with the renter. The renter is liable for the payment of any fine levied against a family member, guest, himself and his/her associate members. Failure to pay a fine within the prescribed time will result in both the property owner and the renter being deemed "not in good standing." This may lead to an action at law as a breach of the covenants and restrictions as recorded in Deed Restrictions 8 and 10, and a breach of the agreements contained on the application form the renter voluntarily signed when seeking membership with the Association.
- 3) Associate members must bear responsibility for violations of LPOA rules incurred by members of their family, guests, and themselves. Therefore, the responsibility for payment of any fine levied against a family member, guest or the associate member is with the associate member. Failure to pay a fine within the prescribed time will result in immediate suspension of membership privileges and may lead to an action at law as a breach of the covenants and agreements contained on the application for the associate member voluntarily signed when seeking membership.
- 4) Contractors must bear the responsibility for violations of the LPOA rules incurred by their employees, subcontractors and their employees, and himself. The contractor is liable for payment of fines incurred by the aforementioned. Building permits will be withheld or stop work orders will be issued by the Board of Trustees, or duly designated agents of the Board of Trustees, and entrance to Lakengren subdivision will be denied as long as such fines remain unpaid.
- 5) Vendors, suppliers and other persons conducting business in Lakengren subdivision are responsible for fines incurred by them and their employees. Entrance to Lakengren subdivision will be denied as long as such fines remain unpaid.

B. ENFORCEMENT

- 1) A Judiciary Committee, established by the Board of Trustees as provided in Article IV and Article VI of this Code of Regulations, will review warnings, citations and fines, in accordance with the following paragraphs of this section, and will adjudicate all appeals.
- 2) A citation or warning may be issued by the Board of Trustees and sent by first class certified mail, return receipt requested, to the violator.
- 3) The Lakengren Security Department has the authority to refer any violations to the Preble County Sheriff's Department, or to the LPOA Judiciary Committee. The issuance of a warning or citation will be determined by the Security Department Officer on the scene. Violations of State of Ohio laws will be referred immediately to the Preble County Sheriff's Department.
- 4) Fines and Rights of Appeal

- a) The Judiciary Committee will review each citation referred to them and determine the disposition. Violators will be notified of the disposition in writing and will be given 15 days to pay any fine imposed. If the violator wishes to appeal the disposition, they must notify the Lakengren Office in writing within the 15-day payment period and ask for a hearing at the next scheduled meeting of the Judiciary Committee. Appeals will be heard by the Judiciary Committee and the original disposition may be upheld, revoked, or amended as determined from the facts and evidence submitted during the hearing. When the original disposition has been appealed and upheld by the Judiciary Committee, there shall be a further appeal to the Board of Trustees available to the violator, providing the violator was a member in good standing at the time of the appeal. If no appeal is requested by the violator within seven (7) days from notification of the Judiciary Committee's disposition, the disposition will be final and the violator will be required to pay the fine immediately.
- b) The appeal to the Board of Trustees will be heard at a time and date as determined by the Board of Trustees. The appeal will normally be in open session unless special circumstances deem it proper to be considered in closed session as determined solely by the Board of Trustees.
- c) The fine amount will be set by the Judiciary Committee as provided in this Article XIV.
- d) After all appeals or time limits for appeals have been exhausted, fines not paid within fifteen (15) days of the final decision will deem the violator to be "not in good standing," and may subject the violator to legal action through the Preble County Court of Common Pleas as a breach of Deed Restrictions 8 and 10.
- e) Attorney's fees and any additional costs associated with the recovery of fines, including all court costs will be included in any civil action against the violator, or may constitute an additional personal assessment as provided in this Code of Regulations, Article II, Section 3, paragraph 6.

VANDALISM

The Association will provide a \$100.00 (one hundred dollars) reward for information leading to the arrest and conviction of any person or persons committing an act of vandalism or destruction to any property within the Lakengren subdivision.

SCHEDULE OF FINES

Fines are assessed by the Lakengren Property Owners Association, Inc. for one purpose: to be a deterrent to actions that are not in the best interest of the Association, its members, guests and employees.

The amount of the fine may be adjusted periodically to make it coincide with the seriousness of the violation and also act as a deterrent to future violations.

The Judiciary Committee shall assign a category to each reported violation of Rules, Regulations, Resolutions, Policies or Deed Covenants and Restrictions of the Lakengren Property Owners Association, Inc. and submit their recommendations to the Board of Trustees for approval. The Schedule of Fines shall be established by a majority of the Board of Trustees, and enforcement shall be the responsibility of the Board of Trustees. Record of any offense will be retained for a two-year period from the date of the offense. When warranted, a warning may be issued for a first, minor offense rather than a fine.

ARTICLES OF INCORPORATION OF LAKENGREN PROPERTY OWNERS ASSOCIATION, INC.

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not for profit, under Sections 1702.01 et. seq., Revised Code of Ohio, do hereby certify:

FIRST: The name of the corporation shall be **LAKENGREN PROPERTY OWNERS ASSOCIATION, INC.**

SECOND: The place in Ohio where the principal office of the corporation is to be located is **EATON, PREBLE COUNTY, OHIO.**

THIRD: The purpose or purposes for which said corporation is founded are:

- a) To have an association composed of members who are property owners in the development in Preble County, Ohio, known as Lakengren, Inc., and to provide rules and requirements for such membership and to provide rules and regulations for the maintenance, upkeep and enhancement of each owner's property to the end that the same may inure to the benefit of the property of the members of this Association.
- b) To provide by-laws for the operation of the Association, and to improve, promote and protect all property transferred or deeded to the Association for the benefit of the members of the Association and to adopt rules for the improvement, promotion and protection of the members of the Association and property owners in the development known as Lakengren, Inc., in Preble County.
- c) To exercise all the powers conferred by the laws of Ohio upon corporations not for profit; it being hereby expressly provided that the foregoing enumeration of purposes shall not be held to limit and restrict in any way such general powers.

FOURTH: The following persons, not less than three, shall serve said corporation as trustees until the first annual meeting or other meeting called to elect trustees:

K.D. Lauer	196 Karen Lane Milford, Ohio 45150
LeRoy Allen	10 Roan Road Milford, Ohio 45150
Richard W. Wrenn	P.O. Box 4831 Memphis, Tennessee 38104

IN WITNESS WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAME THIS 12TH DAY OF JUNE, 1969.

**Hugh D. Wait
Gertrude Austin
Frank D. Ray**