

## **BY-LAWS of CHAPEL GLEN, INC.**

*Revised and Approved October 1990*

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### **Article I - Name and Purpose**

#### **Section 1: Name**

The name of the corporation shall be CHAPEL GLEN, INC.

#### **Section 2: Purpose**

The charitable purposes for which this Corporation is formed are to:

- (a) provide a forum for the open discussion of matters of interest to the Village of Chapel Glen;
- (b) collect the dues and any special assessments of the property owners within the Village of Chapel Glen;
- (c) administer the affairs, disbursement of funds, and management of Common Properties of the Village of Chapel Glen;
- (d) promote the development, enhancement and general welfare of the Village of Chapel Glen;
- (e) take the responsibility for the enforcement of the Covenants and Regulations as originally recorded June 15, 1967, amended and recorded as Document Number 900005987 on January 19, 1990, and/or as subsequently amended.

#### **Section 3: Tax Code**

The Corporation will function exclusively in a charitable manner as defined by Section 501 (C) (3) of the Internal Revenue Code.

#### **Section 4: Political Participation**

The Chapel Glen, Inc., shall not participate or intervene in any political campaigns. However, the Board reserves the right to respond to any proposals by political entities which, in the opinion of the Chapel Glen, Inc., would have adverse or beneficial effects on the Village within Chapel Glen.

## **Article II - Boundaries**

### **Section I: Boundaries**

The Village of Chapel Glen resides within these boundaries: Country Club Road on the east, Raceway Road west, and West Tenth Street on the north.

## **Article III - Members**

### **Section 1: Membership**

Every person or entity who is a recorded owner of any lot which is part of The Properties and which is subject by covenants of record to assessment by this Corporation shall be a member of this Corporation.

The rights of membership are subject to the payments of annual and special assessments levied by the Corporation, the obligation of which assessments is imposed against each owner of and becomes a lien upon the property against which such assessments are made as provided by Article IV of the Declaration of Covenants and Restrictions to which The Properties are subject.

### **Section 2: Voting Rights**

- (a) One vote per lot regardless of the number of recorded owners on each matter that properly comes before the annual meeting or duly-called special meetings of the membership.
- (b) A member can vote in person or by proxy. The proxy and meeting notice shall be mailed to the property owner 30 days prior to the meeting.

### **Section 3: Suspension of Membership**

The Directors, at their discretion, may suspend the rights of any person who violates the Rules and Regulations adopted and published covering the use of the Common Properties and Facilities, during periods of unpaid dues of assessments and violating Covenants and Restrictions.

## **Article IV - Meetings**

### **Section 1: Meetings**

All meetings of this Corporation shall be conducted according to Roberts Rules of Order. There shall be three types of meetings: Annual, Board of Directors and Special meetings.

Notice of annual and special meetings shall be given in writing to the members by the Secretary. Each property owner shall register his address with the Secretary, and notices of meetings shall be mailed to the property owner at such address. Notice of annual or special meetings shall be sent thirty (30) days in advance of the meeting and shall set forth, in general, the nature of the business to be transacted.

### **Section 2: Annual Meetings**

Annual meetings of the membership shall be held on the first Tuesday in October at 7:30 p.m. The purpose shall be to elect the board members, present the financial statement, review the past year's activities, and transact such other matters as may come before the meeting.

### **Section 3: Board of Directors Meetings**

Board of Directors meetings of the Chapel Glen, Inc., shall be open to the membership and held at the time and date designated by the Board of Chapel Glen, Inc., The next meeting will be announced at the previous Board Meeting unless otherwise indicated. These meetings should be held on a monthly basis at the Clubhouse, 640 Lansdowne Road, Indianapolis, IN 46234.

### **Section 4: Special Meetings**

Special meetings may be called at any time by the President, by the majority of the Board of Directors, or upon written request by twenty-five percent (25%) of the membership.

## **Article V - Dues/Assessments**

### **Section 1: Property Owners Obligation of Dues and Assessments**

Each property owner, its assigns or successors in title, shall be obligated to pay to the Corporation: 1) annual dues and 2) any assessments proposed by the Board and approved by a majority of the membership.

### **Section 2: Annual Dues**

The Board shall establish the amount of the annual dues.

The maximum increase for anyone year cannot exceed the current Consumer Price Index for Urban Consumers as published by the Department of Labor.

### **Section 3: Assessments**

In addition to the annual dues, the Board may propose an assessment for funding unexpected obligations or expenses beyond the normal operation of the Corporation.

Any assessment must be approved by a quorum vote or proxy of the then members at a specially-called meeting or the annual meeting.

### **Section 4: Failure to Pay Dues and Assessments**

Failure to pay semi-annual dues by March 1 or September 1 shall be considered delinquent. Beyond March 1 or September 1 a late charge will be assessed as determined by the Board. Collection of any special assessments will be considered delinquent after 60 days of notice.

The annual dues and/or assessments together with late fees thereon, cost of collection thereof, and any legal action shall be the responsibility of the property owner at the time the obligation fell due.

The late charge on delinquent dues and assessments shall not exceed the legal limit as prescribed by Indiana law.

## **Article VI - Board of Directors**

### **Section 1: Duties**

The affairs of the Chapel Glen, Inc., shall be managed by the Board of Directors.

The Directors will have the power to appoint and remove all officers, agents, and members of the Corporation prescribe their duties, fees and compensation, and require of them such security or fidelity bond as it may deem expedient. Nothing contained in these by-laws shall be construed to prohibit the employment of any member, officer, or director of the Corporation in any capacity whatsoever.

Additional duties:

- (a) Establish dues and assessments and collection of these fees as spelled out in Article IV.
- (b) Adopt and publish rules and regulations covering the use of Common Properties and Facilities and the personal conduct of the members and their guests thereon.

### **Section 2: Qualifications**

The members of the Board of Directors must be members of the Corporation and shall be in good standing. No two members of the same household may serve at the same time on the Board of Directors.

### **Section 3: Membership**

The size of the Board of Directors shall be seven (7).

### **Section 4: Term of Office**

Each director shall be elected at the annual meeting of membership.

Starting with 1991, seven (7) members will serve. The next year, 1992, an election will be held to replace two (2) of the 7-member Board. In 1993 another two (2) will be elected, and in 1994 three (3) members will be elected. It will be decided among the first 7-member Board as to their term of office. After 1994 each director will serve for a 3-year period with elections being 2,2, and 3.

Each member shall hold office until his/her successor is elected or until his or her death, resignation, or removal.

### **Section 5: Vacancies**

Any vacancy caused by death, resignation, or otherwise shall be filled, until the next monthly meeting, through a vote of a majority of the remaining members of the Board.

### **Section 6: Dismissal**

Any member of the Board of Directors may be removed by a majority vote of the then Board of Directors. A successor may be elected at the same meeting to fill the remaining term of any Director so removed. Failure to elect a Director at such meeting to fill the remaining term of the Director so removed shall be deemed to create a vacancy on the Board of Directors which may be filled by the remaining Directors in accordance with Section 5 of this Article.

Before any Board member may be removed, the Board member must be duly notified at least six (6) days prior to that meeting

## **Article VII - Officers**

### **Section 1: Qualifications**

The officers of the Corporation shall be chosen by the Board of Directors and are from the Board of Directors.

The officers shall be chosen by a majority vote of the Directors.

### **Section 2: Term**

Each officer of the Corporation shall be chosen at the Annual meeting. They shall hold office for a term of one year until his/her successor is elected and qualified or his/her death, resignation or removal.

### **Section 3: Vacancies**

Vacancies in any of the offices of the Corporation shall be filled by the Board of Directors.

### **Section 4: Removal**

Any officer of the Corporation may be removed by a majority vote of the then directors of the Board.

### **Section 5: Duties**

The officers of the Board of Directors shall consist of a President, Vice- President, Secretary, and Treasurer.

- (a) **President:** Subject to the general control of the Board of Directors, the president shall manage and supervise all the affairs of the Corporation and shall discharge all of the usual functions of the Chief Executive Officer of a Corporation. The President shall preside at all meetings of the membership and meetings of the Board of Directors and shall have such other powers and duties as these by-laws or the Board of Directors may prescribe.
- (b) **Vice-President:** The Vice-President shall have such powers and perform such duties as the Board of Directors may from time to time prescribe or as the President from time to time may delegate. The Vice-President shall temporarily assume the duties of the President in the absence or inability of the President to act.
- (c) **Secretary:** The Secretary shall keep correct and complete records of the proceedings of all meetings of the members of the Board of Directors. The Secretary shall maintain a record of all membership of the Corporation together with their addresses as registered by such members.
- (d) **Treasurer:** The Treasurer shall keep correct and complete records of account of the Corporation. The Treasurer shall have charge and custody of all funds, notes, securities and other property which may from time to time come into the possession of the Corporation. The Treasurer shall deposit all funds of the Corporation with such depositories as the Board of Directors shall designate. The Treasurer shall furnish a statement of the financial condition of the Corporation at the annual meeting of the Board of Directors and

whenever requested and perform all duties of the office of Treasurer and such other duties as these by-laws and the Board of Directors may prescribe. The Treasurer shall present to the Board a quarterly financial statement with the Treasurer's evidence of review.

#### **Article VIII – Committees**

Architectural  
Club House  
Crime Watch  
Entrances/Green Belt  
Finance/Audit  
Lake  
Long Term Planning  
Pool  
Security

#### **Section 1: Standing Committees**

The following shall be standing committees reporting to the Board of Directors:

- (a) **Architectural committee** is established as provided in paragraph Section H. "Design Restrictions" of the Covenants and Restrictions established January 19, 1990, and/or subsequently amended.

The committee shall consist of at least three (3) members in good standing with the Corporation. The purpose is to review all plans and specifications of changes to current properties of homeowners.

The committee is to report to the Board its findings on how these plans/specifications conform to the Covenants and Restrictions and any guidelines that may have been established by the Board.

The committee may also be directed to propose to the Board additional guidelines as needed.

The committee chairperson and its members shall meet as required and report to Board member #3.

- (b) **Club House committee** is to oversee the operation and maintenance of the club house and present a cost-saving yet cost-effective budget. This committee chairperson and its members shall meet as required and report to Board member #3
- (c) **Crime Watch committee** was established to help all homeowners be on the lookout for strangers, car and truck activity, keep a watch out for your neighbor's property while he is not around. The committee chairperson and the members will report all its findings to the Board and will be under the direction of Board member #1.

- (d) **Entrances committee and the Green Belt committee** shall consist of at least three (3) members in good standing for each committee and it shall be responsible for overseeing the upkeep and maintenance of the common properties known as the Entrances and Green Belt. These committees have the responsibility to present a cost-saving, yet cost-effective budget, maintaining equipment, and hiring a maintenance staff to perform activities as mentioned above. This area includes the creek bed, sidewalks, foot-ways, playground equipment, tennis courts, parking lot. This committee shall report its findings to the Board, and both committee chairpersons and its members will be under the direction of Board member #2.
- (e) **Finance/Audit committee** to review bookkeeping activities of the Treasurer. On an annual basis, at the direction of the Board, the Finance committee shall audit or perform procedures as necessary to ascertain the adequacy, completeness, and validity of the records kept by the Treasurer. Recommend allocation of funds, recommend insurance coverage, recommend annual dues and special assessments and develop the annual budget. This committee shall report all its findings to the Board and will be under the direction of the Treasurer.
- (t) **Lake committee** shall be responsible for overseeing the upkeep and maintenance and will present a cost-saving, yet cost-effective budget to the Board. The committee will present its findings to the Board. The committee chairpersons and members will be under the direction of Board member #2.
- (g) **Long Term Planning committee** shall have the responsibility to review the assets of Chapel Glen, Inc. and develop a long term plan for the continuance of these assets and improvements of the Village. The committee chairperson and its members shall report all its findings to the Board. This committee will be under the direction of Board Member #3.
- (h) **Pool committee** shall be responsible for maintaining pool equipment, purchasing pool supplies, present a cost-saving, yet cost-effective budget, hiring and overseeing pool personnel and safely operating the pool, which includes developing pool rules, also the Board and homeowners need to be made aware of any problems that arise during and after the hours of operation at the pool. Any out of the ordinary purchases three hundred dollars and over need to be brought to the Boards attention for action at that time. The committee chairperson and its members shall report all its findings to the Board. This committee shall be under the direction of Board member #1.
- (I) **Security committee** shall be responsible for the Glen's security personnel, develop a budget, ascertain a report, and report all its findings to the Board. This committee chairperson and its members will be under the direction of the Vice president.

## **Section 2: Additional Committees**

At the direction of the Board, additional committees shall be appointed as deemed necessary.

## **Article IX - Miscellaneous**

### **Section 1: Parliamentary Authority**

The current revision of the Roberts Rules of Order shall be used as a guide to conduct of all meetings and activities of the Chapel Glen, Inc., unless they are clearly inappropriate or are not consistent with these by-laws.

### **Section 2: Fiscal Year**

The fiscal year of the Corporation shall be January 1 thru December 31.

### **Section 3: Execution of Contracts and Other Documents**

All contracts and other documents requiring execution by the Corporation may be signed by the President, Vice-president or any other person authorized by resolution of the Board of Directors and must be attested to by the Secretary.

### **Section 4: Compensation**

No officer or member of the Board of Directors shall receive compensation for the duties arising from such position, provided however, officers and members of the Corporation may be reimbursed for reasonable out-of-pocket expenses incurred by them in performance of such duties.

### **Section 5: Amendment of the By-laws**

These By-laws may be amended or repealed and new by-laws may be adopted by vote of at least two-thirds of the Membership at a specially-called, or annual homeowners meeting.

- (a) This specially-called or annual homeowners meeting at which the by-laws is to be amended must be publicized at least 30 days in advance to obtain a Quorum.
- (b) The proposed amendment must be submitted to total membership (373) homeowners in writing by Proxy.

## **Article X – Definitions**

**Section 1: CORPORATION** shall mean and refer to Chapel Glen Inc., a nonprofit corporation organized and existing under the laws of the State of Indiana.

**Section 2: THE PROPERTIES** shall mean and refer to Chapel Glen and the various additions therein, located in Wayne Township, Marion County, Indiana, and contained within the legal descriptions attached hereto and by this reference incorporated herein, as registered as legal document 67 -4394.

**Section 3: COMMON PROPERTIES AND FACILITIES** shall mean and refer to parks, playgrounds, swimming pools, golf courses, commons, streets, footways, sidewalks, including buildings, structures, personal properties incident thereto, and any other properties owned and maintained by the Corporation for the common benefit and enjoyment of the residents within the Properties.

**Section 4: LOT** shall mean and refer to any numbered plot of land shown and recorded plat of "The Properties" with the exception of "Common Properties" as heretofore defined.

**Section 5: DWELLING UNIT** shall mean and refer to any portion of a building designed and intended for occupancy as a residence by a single family.

**Section 6: OWNER** shall mean and refer to the recorded owner, whether one or more persons or entities, of the fee simple title to any Lot or Dwelling Unit situated upon "The Properties," but not withstanding any applicable theory of the mortgage, shall not mean or refer to the mortgagee unless and until such mortgagee has acquired title pursuant to foreclosure or any proceeding in lieu of foreclosure.

**Section 7: QUORUM** shall mean for monthly meetings a majority of the elected Board of Directors or four (4) Directors. At the specially-called or annual meeting QUORUM shall be a majority of the membership. A QUORUM shall be obtained by proxy and membership present at the meeting.

**Section 8: MEMBERSHIP** shall mean and refer to three hundred seventy-three (373) Homeowners.

#### **Article XI - Property Rights and Rights of Enjoyment**

**Section 1:** The Board may suspend the rights and privileges of any member for any period for which any assessment remains unpaid. The Board may also suspend the rights and privileges of any member, not exceeding thirty (30) days, for any infraction of the published rules and regulations.

**Section 2:** The Board may charge guests of members reasonable admission and other fees for use of any facilities situated on the above described "Common Properties."

**Section 3:** Any member may delegate his/hers rights of enjoyment in the Common Properties and Facilities to the member of his/her family who reside on the properties or to any of his/her tenants who reside thereon under a leasehold for a term of one (1) year or more.

Such member shall notify the Secretary in writing of the name(s) of such person(s). The rights and privileges of such person(s) are subject to suspension under Article III, Section 3 and Article X, Section I to the same extent as those of the member.

#### **ARTICLE XII - Subject Fines for Violations of the Covenants and Restrictions**

**Section 1:** The Board of Directors for the Village of Chapel Glen shall impose fines on all violators of the Covenants and Restrictions as recorded under Document Number 900005987 on January 19, 1990. Fines shall consist of Twenty-Five dollars (\$25.00) a day after notification to the property owner of record, by certified or registered letter/or by face to face contact with a verbal description of the violation. The homeowner of record then must correct or be subject to fine from that day forward until violation has been corrected and approved by the Board of Directors of the Village of Chapel Glen.

**BY-LAWS AMENDMENT APPROVED JANUARY 1998**

Chapel Glen By-Laws Article V Section 2 Dues:

The dues for January 1, 1998 to December 31, 1998 shall be four hundred and thirty dollars and zero cents (\$430.00). On January 1, 1999 the Board shall establish the dues in the amount of two hundred and eighty dollars (\$280.00), plus the consumer price index for urban consumers as published by the Department of Labor for the year of 1998. On December 31, 1998 the Chapel Glen By-laws Article V Section 2 Dues: Shall read as it presently reads.

**APPROVED OCTOBER 2000**

An assessment of one hundred dollars and zero cents (\$100.00) annually, per owner, to be paid in semi-annual installments of fifty dollars and zero cents (\$50.00) in the spring and fall of each year. Said assessment will continue for a term of seven (7) years, beginning in January 1, 2001, and continuing until December 31, 2007.