

BYLAWS
OF THE
Kensington Downs East Community Association

April 24, 2023

ARTICLE ONE - Purpose

These bylaws provide the framework for the Kensington Downs East (KDE) board of directors and establish rules for self-governance, giving the board the necessary structure to accomplish the goals and objectives set forth in the association's covenants. These bylaws complement the association's covenants and in the case of conflict, the covenants will prevail.

ARTICLE TWO - Membership

The KDE board of directors will consist of no less than four members and no more than ten.

Section I — Officers. As a minimum, the officers will be president, secretary and treasurer. The president may not serve in more than one capacity.

Section 2 — Directors at large. The president of the Kensington Downs East Villa Association is automatically appointed as a director for KDE. Up to six additional KDE homeowners may serve on the board of directors.

Section 3 — Election of Officers and Directors. The president will put forth a slate of officers and directors at the annual meeting and will accept additional nominations or an alternate slate from the floor. General membership will then vote.

Section 4 — Term of Office. The term of office will be one year. Vacancies will be filled by action of the members of the board.

Section 5 Compensation of Directors. The treasurer will be compensated with a maximum of \$1 ,000 per year for services rendered. All board members will be entitled to a refund of their dues for the year.

Section 6 Architectural Control Committee. The president will chair the Architectural Control Committee and will appoint two other board members to the committee.

Section 7 — Removal of Directors, Director(s) may be removed by majority vote of the general membership entitled to vote at a Special Meeting of the Association.

ARTICLE THREE - Meetings

Section 1 — Annual Meeting. KDE will hold an annual meeting for all homeowners each December. Notice of this meeting will be provided approximately 30 days in advance. The president will present a slate of directors for election at this meeting and the treasurer will recommend a budget for approval. The secretary will prepare an agenda and the president will solicit comments from the general membership, giving residents the opportunity to raise issues of concern. The secretary will distribute minutes of the annual meeting to each KDE homeowner.

Section 2 — Special Meeting. Special meetings of the general membership may be called in writing by the president, by a majority of the board of directors or by written petition signed by the holders of not less than ten percent of the KDE membership entitled to vote. Notice will be well-publicized 30 days before such meeting.

Section 3 — Board of Director Meetings. The president will schedule board of director meetings as necessary. The secretary will distribute minutes to each board member.

Section 4 — Quorum. Members entitled to vote who are present will constitute a quorum for the annual meeting and special meetings. A majority of the board members will be necessary to achieve a quorum for board of director meetings.

ARTICLE FOUR - Funds

Section 1 — Spending Limit. The board of directors will expend funds in accordance with the approved annual budget. The board may authorize additional onetime expenditures up to \$7,500 if funds are available. General membership must approve expenditures over \$7,500 at a special meeting.

Section 2 — Treasurer Reports. The treasurer will provide a financial report at board meetings to keep the board of directors informed of the financial status of the association on an ongoing basis.

Section 3 — Annual Audit. The president may appoint a board member, other than the treasurer, to perform an annual audit of the association's financial records.

ARTICLE FIVE - Amendment of Bylaws

The KDE bylaws may be amended by a simple majority vote by all present at the annual meeting or a special meeting. The secretary will record the original approval of these bylaws and all subsequent amendments.