

**BY-LAWS
OF
SILVER OAK ESTATES HOMEOWNERS' ASSOCIATION**

WHEREAS SILVER OAK ESTATES HOMEOWNERS' ASSOCIATION (hereinafter "Association") was formed and Articles of Incorporation were filed with the Illinois Secretary of State on or about October 20, 2023 by the Developer, and ownership of the common property in the subdivision was transferred from Developer to Association by quit-claim deed, and WHEREAS upon adoption these bylaws will be recorded in the Office of the Recorder of Deeds, McLean County, Illinois;

NOW THEREFORE, the Bylaws of Silver Oak Estates Homeowners' Association are stated as follows:

The administration of the Silver Oak Estates Homeowners' ("Association"), an Illinois not-for-profit corporation, shall be governed by the following Bylaws:

1. Each Lot Owner shall automatically and without any other approval or consent be a Member of the Association; there shall be only one (1) class of membership.
2. The Association shall follow the rules in these bylaws and abide by the covenants contained in the recorded Declaration and any amendments thereto.
3. **ANNUAL MEETING.** An annual meeting of the Members shall be held at the end of the second quarter each year, or at such date, time, and location as may be set by the Board. The purpose of the annual meeting shall be for election of Board members and officers, approval of the budget, and transaction of other business as necessary.
 - a. Access to Meeting Agenda. For the annual meeting, the Agenda will be made available to members not less than five (5) days in advance of the meeting date.
 - b. Access to Meeting Minutes and Finances. For the annual meeting, the Meeting Minutes and Finances will be made available to members not less than seven (7) days following the meeting.
4. **SPECIAL MEETINGS.** Special meetings of the Members may be called by the Board as deemed necessary. A special meeting may also be called by presenting the Board with a written petition signed by at least twenty (20%) percent of the Voting Members, with the date, time, and location of the meeting to be reasonably determined by the Board.
5. **NOTICE OF MEMBER MEETINGS.** Notice of a Member meeting shall be provided at least five (5) days, and not more than thirty (30) days, prior to the meeting, with the following exception. If an agenda item at the business meeting is the removal of one (1) or more Board members; a merger, consolidation or dissolution of the Association corporation, or a sale, lease, or exchange of the Property, then the notice shall be given at least twenty (20) days, and not more than sixty (60) days, prior to the meeting. In either case, the notice shall be provided to the Members in writing, and the purpose for the meeting shall be stated in the notice. An electronic transmittal, such as e-mail, constitutes a writing for purposes of such notices.
6. **INFORMAL ACTION BY MEMBERS.** The Members can act without a formal meeting

by following the requirements of Section 107.10 of the Illinois Not For Profit Corporation Act (805 ILCS 105/107.10), as amended.

7. **BUSINESS MEETING DETAILS.** The President, or the Secretary or Treasurer if the President is absent, shall preside at any meeting of the Members. The following procedures apply in terms of the operations of Member meetings:

a. **RECORD DATE FOR VOTING AT MEETINGS.** The Board may determine in advance of the meeting a "Record Date" for determining who is a Voting Member entitled to vote at the meeting. If no Record Date is specified, then the date in which the notice of the meeting is delivered shall be the Record Date. Any new Living Unit or Lot Owner who does not provide written notice to the Board of their Lot Owner status prior to the Record Date will be ineligible to vote at the meeting.

- i. **Annual Meeting.** For the annual meeting, the Record Date is generally five (5) days in advance of the meeting date.
- ii. **Special Business Meetings.** For special meetings, the Record Date shall be no more than sixty (60) days, and no less than five (5) days, before the meeting, except as per (c) hereinafter.
- iii. **Special Meetings with Certain Agenda Items Requiring More Notice.** If an agenda item at the business meeting is the removal of one (1) or more Board members; a merger, consolidation or dissolution of the Association corporation; or a sale, lease, or exchange of the Property, then the Record Date for such meeting shall be no more than sixty (60) days, and no less than 20 (twenty) days, before the meeting.

b. **QUORUM.** A quorum at any Member meeting shall be present if at least one-third (1/3) of the Voting Members are represented at the meeting. If a quorum is not present, then a majority of the Voting Members present may adjourn or postpone the meeting at any time without further notice. If a quorum is present, the affirmative vote of a majority of the votes represented at the meeting shall be the act of the Members, unless, for the issue under vote consideration, a greater majority is required by Illinois law or these Bylaws. At any adjourned/postponed meeting reconvened at a later date or time, any business may be conducted which might have been done at the original meeting. If any Members withdraw from a meeting, such withdrawal shall not cause a failure to have a quorum present.

c. **VOTING.** Each Member shall be entitled to one (1) vote in each matter submitted to vote at meeting of the Members, except that only one (1) Member per Living Unit or Lot may be voted on any voting matter. Members must be present to vote, unless voting by proxy as authorized by Section 7.e. herein, and their account with the Association must be in good standing with all assessments due having been paid current. Voting on any question or in any election may be by voice unless the President shall order voting by ballot, or any Member at the meeting make such a motion that carries by a majority of the Living Units / Lots present and represented at the meeting.

d. **PROXIES.** A "Proxy" shall mean a written instrument signed by a Member who cannot attend a meeting, in which the Member specifies his/her vote for or against a particular agenda item, and which is provided to the President to constitute that Member's vote on the issue(s) specified in the Proxy. The form of the Proxy for a particular meeting

shall be provided by the President upon request of a Member. The Proxy may be delivered to the President or Secretary in advance of the meeting, or at the meeting. In either case, the President shall provide the Proxies to the Secretary or Inspectors for inspection as to validity and effect, and to tally the Proxy votes along with the votes of Members present at the meeting. Notwithstanding the foregoing, no such Proxy shall be voted or acted on after eleven (11) months from its date.

e. INSPECTORS. At any business meeting of the Members, the President may, or on request of any Member shall, appoint two (2) or more persons to serve as inspectors for the meeting. The inspectors will ascertain and report the number of votes represented at the meeting, determine the validity and effect of any proxies, count all votes and report the results, and do such other acts as are proper to conduct the election and vote with impartiality and fairness to all Members.

8. The Members shall elect no fewer than three and no more than eight (3-8) Members as the Board of Directors to serve for two (2) years and until their successors are elected. No more than one Owner of a single Living Unit or Lot may serve as a Director at the same time. The initial Board of Directors to be elected shall be composed of five (5) Members.

Each director shall hold office until the next annual meeting of the board of directors and until his or her successors shall have been elected and qualified. The number of directors may be decreased to not fewer than three or increased to any number from time to time by amendment of this section, unless the articles of incorporation may provide that a change in the number of directors shall be made only by amendment of the articles of the incorporation. No decrease shall have the effect of shortening the term of an incumbent director. The terms of the initial board of directors shall be staggered so that one-third of the directors are elected to a three-year term, one-third of the directors are elected to a two-year term, and the remaining directors are elected to a one-year term. Should the number of directors not be evenly divisible by three, then the initial board of directors shall apportion the staggered terms among the directors as evenly as possible.

9. The Board shall have all powers and duties granted or imposed by law except such powers and duties reserved by law, the Declaration or these Bylaws to the Members of the Association.

10. The Board of Directors shall annually supply to all Members an itemized accounting of the Association's expenses for the preceding year actually incurred and paid, together with a tabulation of the amounts collected pursuant to the budget or assessment, and showing the net excess or deficit of income over expenditures plus reserves.

11. The Board of Directors will respond to email questions and concerns within fourteen (14) days of receipt.

12. The President shall be authorized to mail and receive all notices and execute amendments to the Declaration and these Bylaws.

13. A president shall be elected by the Board of Directors from among the Board of Directors, who shall preside over the meetings of the Board of Directors and of the Association.

14. A secretary shall be elected by the Board of Directors who shall keep the minutes of all

meetings of the Board of Directors and of the Association and who shall, in general, perform all the duties incident to the office of secretary.

15. A treasurer shall be elected by the Board of Directors who shall keep the financial records and books of account and approve payment vouchers for maintenance, repair and replacement for the Association.

16. The Board shall determine a method of estimating the amount of the annual budget and the manner of assessing and collecting from the Lot Owners their respective shares of such estimated minimum expenses, and any other expenses lawfully agreed upon.

17. Upon a ten (10) business day notice to the Association and payment of a reasonable fee, any Lot Owner shall be furnished a statement of his account setting forth the amount of any unpaid assessments / dues.

18. The Board shall be responsible for the designation and removal of personnel necessary for the maintenance, repair and replacement of the common elements and to carry out the functions and responsibilities of the Association.

19. The Board shall determine a method of adopting and of amending administrative rules and regulations governing the operation and use of the common elements.

20. The Bylaws may be amended by a majority affirmative vote of two-thirds (2/3) majority of the Members present at any Member meeting at which a quorum is present.

21. The Association shall have no authority to forebear the payment of assessments / dues by any Living Unit or Lot Owner.

ADOPTED BY SILVER OAK ESTATES HOMEOWNERS' ASSOCIATION

On October 17, 2024
