**Copperfield Neighborhood Association (CNA) Board of Directors Meeting**

**Monthly Meeting Minutes**

**Monday, July 9, 2018**

**Call to Order**

The Copperfield Neighborhood Association Board of Directors Meeting was held at 1336 Copper Run Boulevard, Lexington, Kentucky, on Monday, July 9, 2018. The meeting was convened at 7:05 p.m.

**Persons in Attendance**

President C.A. Post, Treasurer Josh Greeman, Secretary Jan Carrico, Facilities Manager Tim Geertz, At Large Warren Anderson, At Large Buddy Whattenbarger, and Social/At Large Robin Kelty.

**Others in Attendance**

Resident: None

**Approval of Minutes**

The approval of the June Monthly Meeting Minutes was conducted via email on July 10, 2108.

**Business**

**Copper Run Survey:** Adoor-to-door survey will be conducted in July to determine interest in lowering the speed limit on Copper Run Boulevard. Volunteer help will be solicited.

**New Ridge Porch Denial:** The porch addition, which was approved by the Board last spring, has been denied by the City due to a setback issue. The proposed new porch would have been 12 feet front to back instead of 10 feet.

**Proposed above ground pool:** The Board receiveda request from a resident to install an above ground pool. The Board previously denied a similar request earlier this year. The Board approved a motion to not allow additions of above ground pools in the neighborhood, in accordance with the Deed of Restrictions, Item 16, regarding Temporary Structures.

**Deed of Restrictions Violation – Paint Truck Parking Location:** A letter will be sent to the resident who owns the paint truck asking them to back their truck into their driveway. If this request is not fulfilled by August 1, the owner will be fined $50 per month.

**Lexington Fayette Urban County Government (LFUCG) Grant:** A LFUCG grant in the amount of $500 was obtained to cover the cost of plants for the CNA entrance.

**Status of unpaid liens:** Five are outstanding, one of which is in foreclosure.

**Proposed Changes to the Bylaws:** Attached to the Minutes, Item 1. The Board reviewed and discussed revisions for the CNA approval.

**Facilities Update:**

* **Pool Balance** -- $60,552.64
* **Pool drains** – An estimate was obtained from American Leak Detection for repairs of the drains for the pool, baby pool, neighborhood and tennis courts. Tim will also seek bids from others vendors.
* **Gazebo covers** – The new covers do not fit and will be returned.
* **Hand rail repair** – The hand rail on the shallow end of the pool must be repaired. It was cited by the city. Cost will be $200.
* **Diving board** – A replacement is needed because the foundation is rusted out. The cost will be evaluated.
* **Safety mats for diving board** – Mats are needed for both sides of the diving board near the rails in case a child falls.
* **Roofer status** – Follow up is pending. The Board approved the roof repair at a cost of less than $2K via email on July 19, 2018. A master plumber will be secured to repair the related plumbing issue.
* **Clubhouse kitchen shelving status** – Unable to find an appropriate solution. Moving the microwave to a cabinet was discussed as an alternative. This item is still pending.
* **Kitchen stove backsplash** – The Board approved the purchase and installation of a stainless steel side panel and backsplash for the kitchen stove at a cost of $80.
* **Repositioning of lamps at front entrance** – Two electricians have been called. C.A. will pursue this repair. The Board approved installation of GKOLED lights at the entrance at the cost of $895 via email on July 19, 2018.
* **Granite piece for bar** – The purchase of this item was approved by the Board at the cost of $200.
* **Pepsi Machine** – This machine will be removed and will not be replaced. The vendor will no longer provide this service.
* **Old Clubhouse tables and chairs** – Two sets have been sold and another sale is pending. Proceeds will fund the purchase of L-shaped patio furniture for outdoors. This purchase was approved by the Board with the cost pending approval.
* **Clubhouse artwork** –The Copperfield print for the fireplace was reviewed and approved by the Board with the following edits: enlargement of the stone gate and removal of two birds.
* **Street signs** – Cost for replacement will be $38K, which includes $10K for labor. The Board discussed condensing stop sign and street signs to reduce costs. The budget will be evaluated for the installation of 25 percent of the signs at a cost of $10,000, which was approved by the Board.
* **Basement renovation** – This work will be done in conjunction with the exterior restrooms next year.
* **Container for cornhole storage** – A lockable toy box will be purchased.
* **Extension of pool hours** – Tim will discuss with our pool management whether we can open the pool at 10 a.m. Monday through Saturday, beginning July 16 and continuing for the next six weeks.
* **Big tree down by Clubhouse Playground** – On July 21, 2018, the Board approved by text the emergency removal of a fallen tree at the Clubhouse Playground at the cost of $750, plus $45 for tax on the service.
* **Pump room door replacement** – On July 25, 2018, the Board approved via text the order of a custom door to replace the broken pump room door at the cost of $600-$650.

**Annual Meeting Reminder** – The books will be reviewed and a PowerPoint presentation developed prior to the meeting.

**Social:**

* A pool party requiring 35 guest passes was approved by the Board.
* A new grill and cover was purchased and is available for use.
* Pool guest passes will be added to the automated program.
* No double parking allowed around the Clubhouse will be mentioned at the next Swim Team Meeting.
* Clubhouse fans are not working. These will be repaired in 2019.
* The Board approved the purchase of a camera for use at the pool.
* Via text on July 16, 2018, the Board approved the extension of pool hours until 10 p.m. for the Crocs July 16th banquet. The Crocs will have their own life guards on duty from 9 p.m. – 10 p.m.

**Financial Report:** Attached to the minutes, Item 2.There were $835 in Clubhouse Rentals during the month of June and $5K in repairs. Other June expenses were general in nature.

**Attached to Minutes:**

**1 Proposed Bylaws Changes**

**2 Financials for CNA**

**Adjournment**

The next meeting will be Thursday, August 16, 2018, at 7 p.m. at the Clubhouse. The July 9, 2018, meeting was adjourned at 9:15 p.m.

**Submitted by
*Jan Carrico***

***Secretary***

**1 Proposed Bylaws Changes**

Proposed Bylaws Changes Summarized

2.1 grammar and time of Annual Meeting left more flexible

2.8 “by proxy” corrected to “absentee ballot.”

 Deadlines for absentee ballots will be set by the Board.

3.3. regularly scheduled; notify CNA if not on the regular schedule.

3.5 no need for secondary entrance notices.

3.8 quorum can be in person or by absentee ballot for elections.

3.10 clarification: deleted line was intended for first year only.

 Frequency of violations at the Board’s discretion.

3.11 increase calendar disbursements to $2000/mo.

3.13 minutes may be at Clubhouse, not only secretary’s house.

3.15 “and the Bylaws” under the management company.

4.1 election of officers: three, by the members of the CNA.

5.2 deletion of power of mortgage by the Board without CNA approval.

7.1 “proxy” to “absentee ballot.”
7.5 “proxy” to “absentee ballot.”

**BY-LAWS**

**OF**

**THE COPPERFIELD NEIGHBORHOOD ASSOCIATION, INC.**

**September nn, 2018**

2016-09-27 BY-LAWS

OF

THE COPPERFIELD NEIGHBORHOOD ASSOCIATION, INC.

 **ARTICLE I**

1.1 Principal Office.

Principal office of the Corporation in the Commonwealth of Kentucky shall be located in the Copperfield Neighborhood in the City of Lexington in Fayette County.

1.2 Registered Office.

The Registered Office of the Corporation may be, but need not be, identical with its principal office in the Commonwealth of Kentucky. The address of the registered office may be changed from time to time by the Board of Directors.

**ARTICLE II**

**MEMBERS**

2.1 Annual Meetings.

Beginning with the year 1995, the annual meeting of the members shall be held on the second (2nd) Monday of September at a time selected each year, after 5:00pm, for the election of officers and directors, the transaction of such other business as may properly come before it. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day. If the election of officers and directors shall not be held on the day designated for the annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members to be held as soon thereafter as may be practicable.

2.2 Special Meetings.

Special meetings of the members may be called by the President, a majority of the Board of Directors, or by fifteen (15) residential members in good standing.

2.3 Place of Meetings.

The Board of Directors may designate any place within the Copperfield neighborhood as the place for any annual meeting, or any place within the same for any special meeting called by the Board of Directors or otherwise.

2.4 Notice of Meetings.

Written or printed notice of annual and special meetings of the members stating the place, day and hour of the meeting, purpose or purposes for which the meeting is called, shall be delivered to each member of record entitled to vote at such meeting, not less than seven (7) days nor more than thirty (30) days before the date of the meeting, either personally or by mail, or by the posting of a sign so designating, conspicuously displayed at the main entrance ~~and all secondary entrances~~ to Copperfield, by or at the direction of the President or the Secretary, or the officer or members calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail in a sealed envelope addressed to each member at his or her address with the postage thereon prepaid.

2.5 Quorum.

At any special or annual meeting of the members, a quorum shall constitute ten (10%) percent of the active residential members in good standing, plus a majority of the Board of Directors.

2.6 Membership.

Every person who is an owner of record of a fee simple or undivided interest in any residential lot within the Copperfield neighborhood, shall be a member of the Association. Any person or entity which holds an interest merely as a security for the performance of an obligation shall not be a member. A member shall be deemed to be in good standing if he or she has paid all assessments as described herein, in the Articles or the Deed of Restrictions.

2.7 Conduct of Meetings.

The President shall preside over all of the meetings of the members, and the Secretary shall keep the minutes of the meeting and record in a minute book all resolutions adopted at the meeting, as well as a record of all transactions occurring therein.

2.8 Voting.

All members of the Association shall be entitled to one (1) vote for each lot in which they hold the interest required for membership. If more than one (1) person is an owner of any residential lot, all such persons shall be members and the vote for such lot shall be exercised as they determine among themselves; but in no event shall more than one (1) vote be cast with respect to any individual lot. Hereinafter the term “simple majority” shall mean more than half of the votes cast by persons legally entitled to vote, excluding abstentions, at a regular or properly called special meeting. The term “two-thirds majority” shall mean at least two-thirds of the votes cast by persons legally entitled to vote; excluding abstentions, at a regular or properly called special meeting.

Voting is allowed by absentee ballot. The absentee ballot will be a paper ballot that will be mailed to each member of the Copperfield Neighborhood Association setting forth the issue proposed for said vote, a line item denoting the members address, a line item for the member to vote, a signature block with date, and a self-addressed stamped envelope for the member to return the absentee ballot. Deadlines for absentee ballots will be set by the Board of Directors and noted in the mail to the members.

**ARTICLE III**

**DIRECTORS**

3.1 General Powers.

The business and affairs of the Corporation shall be managed by its Board of Directors.

3.2 Number, Tenure and Qualifications.

The number of directors of the Corporation shall consist of not less than three (3) nor more than seven (7) directors. Each director shall hold office for a one (1) year term until his or her successor shall be elected and qualified as provided for herein.

3.3 Regular Meetings.

A regular meeting of the Board of Directors shall be held at least once every twelve (12) months as regularly scheduled or with seven (7) days’ notice of said meeting if not on the regular schedule. The ~~time and~~ place of such meetings shall be held within the Copperfield neighborhood.

3.4 Special Meetings.

Special meetings of the Board of Directors may be called by or at the request of the majority of the directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place within the Copperfield Neighborhood as the place for the holding of any special meeting of the Board of Directors called by them.

3.5 Notice.

Notice of any ~~regular or~~ special meeting shall be given at least seven (7) days prior thereto by written notice delivered personally or mailed to each member of the Association and to each director at his or her home address or by posting of signs so designating conspicuously displayed at main entrance ~~and all secondary entrances~~ to Copperfield. If mailed, such notice shall be deemed to have been delivered when deposited with the United States Mail in a sealed envelope so addressed, with postage thereon prepaid. Any director may waive notice, written or otherwise, of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the waiver of notice of such meeting.

3.6 Quorum.

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

3.7 Manner of Acting.

The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

3.8 Election of Directors.

Election of the Board of Directors shall take place at the annual meeting of the membership of the Association. A quorum in person or by absentee ballot shall be required for voting, and the number of candidates equal to the number of directors, who receive the most votes, will be deemed the winners. Voting shall be by written ballot.

3.9 Vacancies.

A vacancy occurring in the Board of Directors may be filled by an affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the un-expired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors may be filled by the Board of Directors for a term of office continuing only until the next election of directors by the members.

3.10 Function.

The Board shall be responsible for the appropriation of all funds of the Corporation, and shall, through the President or the duly authorized member of the Board or officers, approve all vouchers for payment by the Treasurer. It shall designate a bank or depository for the funds of the Corporation. The Board of Directors are further authorized to take any and all actions they deem necessary to enforce the terms, conditions and covenants of the Deed of Restrictions of the Copperfield neighborhood of record in the Fayette County Clerk’s Office, which Deed of Restrictions is adopted by reference herein. Enforcement of the Deed of Restrictions shall include the power of the Board of Directors to set monetary penalties for any member in violation of the Deed of Restrictions. ~~The monetary penalties for a violation, which are recommended by the Board of Directors, will take effect on January 1st of the following calendar year.~~ Any monetary penalty set forth by the Board of Directors shall not exceed $50.00 (fifty dollars) per violation. The frequency of violations may be set by the Board of Directors as daily, weekly, monthly or annually depending on the nature or severity of the violation..

3.11 Checking Accounts, Signatories and Expenditures.

The drawing or issuance of checks or drafts drawn on the account of the Corporation, shall require the signature of the Treasurer and at least one (1) director except for checks or drafts of $200.00 or less which shall require the signature of the Treasurer only. The Board of Directors are authorized to appropriate and expend any and all amounts they deem necessary in the furtherance of its duties and responsibilities set forth in these By-Laws or Articles of Incorporation by proper action taken at a regular or special meeting of the Board of Directors. However, for any and all expenditures or disbursements which total for any one calendar month in excess of $2,000.00, approval must be obtained at a regular or special meeting of the members of the Association. The regular and routine payment of maintenance expenses or amounts necessary for extraordinary repairs or expenses relating to, or for the benefit of the common areas and clubhouse facilities, including grounds and tennis courts, as well as the hiring and contracting with a Property Management Company as allowed in 3.15, shall be exempt from the $2,000.00 per month limit just noted. The Board may take out a line of credit up to $20,000 for such maintenance expenses.

Payment of expenses for the pool facility shall also be exempt but governed by Sec. 5.8 of these By-Laws.

3.12 Action by Written Consent.

Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.

3.13 Minutes of Meetings.

A record of ~~each and~~ every regular or special meeting of the Board of Directors shall be maintained in the form of minutes which shall be maintained in a minute book maintained by the Secretary. Upon written request received seven (7) days in advance, any member in good standing, shall be entitled to review the records of the Board of Directors and the Association at the address of the Clubhouse or the Secretary.

3.14 Committees.

The Board of Directors shall have authority to establish such committees as it may consider necessary or convenient for the conduct of its business.

3.15: Management Company

The Board of Directors, in its discretion, may hire and contract with a Property Management Company to administer the day to day function of the Association, including but not limited to: management of the books of the Association: management of the web site; maintaining the shared and common areas, including street trees, sidewalk issues and capital improvements; oversee enforcement of the Deed of Restrictions and the Bylaws, and other duties required.

**ARTICLE IV**

**OFFICERS**

4.1 Classes.

At a minimum the Officers of the Corporation shall be three ~~a President, a Secretary and a Treasurer~~, each of whom shall be elected by the members of the Association at the Annual Meeting. Such other Officers and assistant Officers as may be deemed necessary may be elected or appointed by the Board of Directors at its discretion.

4.2 Election and Term of Office.

The Officers of the Corporation shall be elected annually by the Board of Directors at the Organizational Meeting of each new Board and shall hold office at the pleasure of the Board. If the election of Officers shall not be held at such meeting, such election shall be held as soon thereafter as is convenient. Vacancies may be filled, or new offices created and filled at any meeting of the Board. Each officer shall hold office until his successor shall be duly elected and qualified or until his death or until he shall resign or shall have been removed in a manner hereinafter provided.

4.3 Removal.

Any officer or agent elected or appointed by the Board of Directors may be removed by a majority of the Board of Directors whenever, in its judgment, the best interest of the Corporation would be served thereby.

4.4 Vacancies.

A vacancy in any office because of death, disability, resignation, removal, disqualification or otherwise, may be filled by the majority of the Board of Directors for the un-expired portion of the term.

4.5 President.

The President shall appoint all committees and shall preside at all meetings of the membership and Corporation and shall perform such other duties as ordinarily pertained to such office. The President shall be the Ex-Officio member of all standing committees.

4.6 Secretary.

The Secretary shall attend all sessions of the Board of Directors and all meetings of the Corporation and membership and record all votes and the minutes of all proceedings in a book to be kept by him or her for that purpose and shall perform like duties for any committees when required. He or she shall give, or cause to be given, notice of all meetings of the Corporation and the Board of Directors and shall perform such other duties as may be prescribed by the Board of Directors or the President. The Secretary shall compile and keep up to date at his or her home address or at the principal office of the Corporation a complete list of the owners/members and their last known addresses. This list shall be open to inspection by all members and other persons lawfully entitled to inspect the same and a reasonable hour during regular business days upon seven (7) days written notice. The Secretary shall also keep current and retain custody of all minute books of the Corporation containing the minutes of all Annual and Special Meetings of the members and all sessions of the Board of Directors including resolutions adopted thereat.

4.7 Treasurer.

The Treasurer shall have the custody of all funds and securities and shall keep full and accurate records of receipts and disbursements and shall deposit all monies and other valuable effects and such depositories as may be designated by the Board of Directors. He shall disburse funds as ordered by the Board of Directors, taking proper vouchers for such disbursements and shall render to the President and the Board of Directors, at regular meetings of the Board of Directors, or whenever they may require, an account of all of his transactions as Treasurer and the financial condition of the Corporation. If required by the Board of Directors, the Treasurer shall be required to give a bond, the premium therefor to be considered a common expense, in such sum, and with such surety or sureties as shall be satisfactory to the Board, for the faithful performance of the duties of the Treasurer’s office and for the restoration, in case of his death, resignation, retirement or removal from office, all books, papers, vouchers, money or other property of whatever kind in his or her possession or under his or her control.

4.8 Salaries.

All officers shall serve without compensation.

**ARTICLE V**

**CONTRACTS, LOANS, CHECKS AND DEPOSITS**

5.1 Contracts.

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instruments in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

5.2 Loans.

No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by resolution of the Board of Directors. Such authority may be general or confined to specific instances.

In the event the Board of Directors deem it necessary to obtain a loan in excess of $20,000.00, approval therefore must be obtained at a regular or special meeting of the members. ~~with the exception of a loan necessary to secure any mortgage on the property that contains the Clubhouse facility, the Pool, the Tennis Courts and surrounding grounds. The Board of Directors may approve that specific loan.~~

5.3 Checks, Drafts, Etc.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents, of the Corporation and in such manner, as shall, from time to time, be determined by resolution of the Board of Directors. All checks drawn on the account of the Corporation shall be signed by at least one Director and the Treasurer.

5.4 Deposits.

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies and other depositories as the Board of Directors may select.

5.5 Gifts.

Any Director of Officer may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes of or for any specific purpose of the Corporation.

5.6 Charitable Contributions.

No Officer shall make charitable contributions in the name of, from the funds of, or on behalf of the Corporation without approval obtained at a regular or special meeting of the membership of the Corporation called in a manner as provided for herein.

5.7 Political Endorsements.

The Corporation shall not make any political endorsements.

5.8 Facilities Committee.

A “Facilities Committee Policy Business Plan” (hereafter “Business Plan”) approved by the Board, is referred to and incorporated by reference. Section I of the Plan shall be Policy of the Copperfield Neighborhood Association, Inc., with full effect, authority and protection of the Copperfield Neighborhood Association, Inc. By-Laws. Any amendment thereto shall only be made in conformance with Section 7.1, Amendments, of these By-Laws.

“Business Plan; Section I; Policy of Fiduciary Responsibility:

The Copperfield Neighborhood Board of Directors shall appoint the Facilities Committee to be responsible for fiscal management, operation and administration of budgetary items related to the swimming pool operation as described in Exhibit A. The Board does hereby set forth the establishment of two separate bank accounts:

1. Copperfield Neighborhood Association account, primarily to pay mortgage, grounds maintenance, utilities, taxes, insurance and facilities maintenance as shown in Exhibit A. This account is to be managed by the Treasurer of the Copperfield Neighborhood Association Board.
2. Pool account, primarily to manage the pool membership income and expenses under budget guidelines in Exhibit A. This account is to be managed by the Treasurer of the Swim Club.

There shall be no co-mingling of account funds. Said budget and expenditures of both accounts should follow guidelines as set forth in Exhibit A. There may be necessary expenditures that were not foreseen and are not clearly defined, and the Board and Committee must determine, by majority vote, what is in the best interest of the community to make a determination of the expenditure. Expenditures within each guideline should not exceed budget estimates by 20% unless approved by the Copperfield Neighborhood Board. The Board and Committee shall prepare an annual accounting budget to be presented to the Copperfield Neighborhood Board one week prior to the Annual Meeting.

It shall be the intent of the Copperfield Neighborhood Association, Inc., its Board, and these By-Laws that any money collected for memberships to the Copperfield Swim Club shall be held exclusively for that purpose, shall be held in a separate account, and shall not be commingled with funds of the Copperfield Neighborhood Association, Inc.

It shall further be the intent of the Copperfield Neighborhood Association, Inc., its Board, and these By-Laws that money collected as Annual Association Dues pursuant to Section 26 of the Amended Deed of Restrictions for Copperfield Subdivision, filed of record in the Fayette County Clerk’s office, Deed Book 2350, Page 558, shall be used for mortgage obligations, insurance, tax liabilities, utilities, maintenance and upkeep of the common areas, Clubhouse Facility, exterior bathhouse facility, Tennis Courts, and surrounding grounds, and may not be used for the operational expenses, maintenance, repair or upkeep of the Swimming Pool, its mechanical support, or the deck area immediately surrounding the pool, inside the fence that surrounds the pool area.

Section II of the Business Plan shall be in effect, but it shall be the intent of the Copperfield Neighborhood Association, Inc. Board and these By-Laws that Section II should be flexible, and may be amended by a majority of the Copperfield Neighborhood Association, Inc. Board, after recommendation by the Facilities Committee.

**ARTICLE VI**

**RESOLUTION AND SUBSCRIPTIONS**

6.1 Resolutions.

No resolution or motion to commit this Corporation on any manner shall be considered by the Corporation until it has been considered by the Board of Directors. Such resolutions or motions, if offered, at a meeting of the members, shall be referred, without discussion, to the Board, which after having given consideration to the matter, shall submit its recommendation to the members. Having received the recommendations of the Board, the members may then proceed to take such action as may be deemed proper by the required majority.

**ARTICLE VII**

**MISCELLANEOUS**

7.1 Amendments.

These Bylaws may be amended, altered, changed, added to, or appealed a simple majority vote of votes cast by residential members in good standing voting in person or by absentee ballot with a minimum of one hundred (100) votes cast, after recommendation of the Board of Directors, provided written notice of such proposed amendments shall have been given to members at least ten (10) days prior to the meeting in the manner provided for herein.

7.2 Fiscal Year.

The fiscal year of the Corporation shall begin the first day of January in each calendar year and end on the last day of the immediately preceding month unless the Board of Directors by resolution otherwise provides.

7.3 Waiver of Notice.

Waiver of any notice which is required to be given under the provisions of these Bylaws, or under the provisions of the Articles of Incorporation, or under the provisions of the Corporation laws of the Commonwealth of Kentucky, 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 given of such notice.

7.4 Construction.

Unless the context specifically requires otherwise, any reference in these Bylaws to any gender shall include all other genders, and any reference to the singular shall include the plural, and any reference to the plural shall include the singular.

7.5 Assessments.

Each and every member shall pay to the Corporation the annual assessment when due as determined by the Board of Directors. Failure to pay any assessment shall result in a lien being filed against the non-paying member. Said lien will be filed ~~of record~~ at the Fayette County Clerk’s office and shall affix and attach to the subject property until released. Moreover, the non-paying member shall be responsible for any legal fees and costs associated with the collection of their overdue annual fees, and also any legal fees and costs associated with the filing of a lien against the non-paying member with the Fayette County Clerk’s office. Any special assessment, decrease or increase in the annual assessment, must be approved by a simple majority ~~vote~~ of votes cast by residential members in good standing voting in person or by absentee ballot with a minimum of one hundred fifty (150) votes cast. For purposes of this section only, notice of such a meeting shall be in writing stating the specific purpose of the purposed special assessment or increase in the annual assessment, to be delivered not less than ten (10) nor more than thirty (30) days before the date of the meeting, either personally or by mail to each member of record in good standing and entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail in a sealed envelope addressed to each member at his or her address with postage thereon prepaid.

 **CERTIFICATION**

I, the undersigned, do certify:

1. That I am the duly elected and acting President of the Copperfield

Neighborhood Association, Inc., a Kentucky Corporation;

1. That the foregoing Bylaws constitute the amended Bylaws of the Copperfield Neighborhood Association, as duly adopted by the Association at a meeting to vote on these amendments on date to be entered and certified at the meeting of the Board of Directors held on the date to be entered.

In witness whereof, I have subscribed my name this day of date to be entered.

C.A.Post

President and Registered Agent of The Copperfield Neighborhood Association, Inc.

 **2 Financials for CNA**

