

BY-LAWS
OF THE PVH HOME OWNERS ASSOCIATION,
INC.

(As Amended April 22, 2018)

ARTICLE I
NAME AND LOCATION

The name of the Corporation is PVH Home Owners Association, Inc. hereinafter referred to as the "Association." The principal office of the corporation shall be 3406 W. Sexton Drive, Springfield, Missouri, but meetings of members and directors may be held at such places within Greene County, Missouri as may be designated by the Board of Directors.

ARTICLE II
NAME AND LOCATION

All terms shall be defined in accordance with the definitions contained in the Declaration of Restrictions, Covenants and Conditions of Prairie View Estates 4th Addition and amendments thereto.

ARTICLE III
MEMBERSHIP

Section 1. Membership. Membership shall be as set forth in Article VI of the Articles of Incorporation.

Section 2. Suspension of Membership. During any period in which a member shall be in default in the payment of any such member's annual or special assessment levied by the Association, the right to use the Common Area and facilities may be suspended by the Board of Directors until such assessment has been paid. Such rights of a member may also be suspended, after notice and hearing, for a period not to exceed ninety (90) days, for violation of any rules and regulations established by the Board of Directors governing the use of the Common Area and facilities.

ARTICLE IV
PROPERTY RIGHTS: RIGHTS OF ENJOYMENT

Section 1 Each member shall be entitled to the use and enjoyment of the Common Area and facilities as provided in the Declaration. Any member may assign his rights of enjoyment of the Common Area and facilities to the members of his family, his tenants or contract purchasers who reside on the Property. Such member shall notify the secretary in writing of the names of such persons whose rights and privileges shall be subject to suspension to the same extent as those of a member.

Section 2 The Association may charge reasonable admission and other fees for the use of any recreational facilities situated upon the Common Area.

ARTICLE V

Section 1. Selection and Term of Office. Beginning with the Meeting of Members on April 22, 2018, five (5) directors shall be elected in two classes. Directors shall be elected by a plurality vote of the members voting at such meeting.

Class I shall consist of three (3) directors. They shall be elected for a term ending on the date of the annual meeting following their election. Class I directors elected in subsequent regular elections shall be elected to a two-year term.

Class II shall consist of two (2) directors for a term ending on the date of the second regular annual meeting following their election. Class II directors shall be elected to a two-year term each. (The directors from the original Class II shall be the two remaining incumbent directors elected at the prior annual meeting held in January 2018).

The election of directors from each class shall be held in alternating years. Each director shall hold office for the term for which he/she is elected or until his/her successor shall have been elected and qualified. Vacancies on the Board of Directors may be filled by a majority of the Board of Directors until the next annual meeting, at which time said director's position shall be filled by a vote of the members without regard to Class year voting order.

Section 2. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members

Section 3. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties, as approved by the Board.

Section 4. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the approval of all directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

Section 5. Nomination. Any member of the Association may nominate himself or herself to be a candidate for the Board of Directors by providing a notice of such intention to the Association. The Board of Directors shall establish a reasonable time limit for providing such notice in order to provide for the publication of nominations in the notice of Annual Meeting.

By approval of a majority of members attending any meeting in which board members are to be elected, additional nominations from the floor of the meeting may be made.

Section 6. Absentee Voting. The Board of Directors shall establish rules and procedures which permit absentee voting for board candidates. Such votes shall be counted as if the votes were made by members attending such meeting.

ARTICLE VI
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have the power:

- (a) To adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) To exercise for the Association all powers, duties and authority vested in or delegated to this Association not reserved to the membership by other provision of these By-Laws, the Articles of Incorporation or the Declaration; and
- (c) To employ a manager, independent contractors or such other employees as they deem necessary and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors:

- (a) To supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (b) As more fully provided herein and in the Declaration:
 - (1) To fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period; and
 - (2) To send written notice of any change in assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- (c) To issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. Such certificate shall be conclusive evidence of the payment of any assessment therein stated to have been paid;
- (d) To procure and maintain adequate liability insurance, and to procure adequate hazard insurance on property owned by the Association.
- (e) To cause all officers or employees having fiscal responsibilities to be bonded in such amounts as it may deem appropriate; and
- (f) To cause the Common Area to be maintained.

ARTICLE VII
COMMITTEES

Section 1. Required Committees. The Board of Directors of the Association shall appoint an Architectural Committee, in accordance with Article VII of the Declaration of Restrictions, Covenants and Conditions of Prairie View Heights 4th Addition. The Architectural Committee shall initially consist of Larry E. Schell, Mary Ann Schell, and Randall T. Schell who shall serve for as long as all three said persons are also Directors of the Association. Thereafter the Board of Directors shall appoint committee members to serve annually and until their successors have been appointed and qualified. So long as the initial committee members serve, the Committee shall originally be required to maintain records pertaining to matters before it which cannot be resolved informally and unless the Committee is formally requested by an applicant in writing to formally approve or disapprove a matter in accordance with Article VII, Section 3 of the Declaration, then Larry E. Schell shall be delegated the authority of the Committee to act informally on its behalf.

Section 2. Other Committees. In addition to the foregoing, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purposes.

ARTICLE VIII MEETINGS OF MEMBERS

Section 1. Annual Meetings. So long as the initial Board of Directors continues to serve, there shall be no annual meetings. After the conveyance by Larry E. Schell and Mary Ann Schell of 95% of the lots which are subject to the Declaration, annual meetings of the members shall be held on the third Sunday in each January at the hour of 2:00 p.m. or such other date and time as the Board shall determine. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the president of the Board of Directors, or upon written request by a majority of the membership.

Section 3. Notice of Meeting. Written on printed notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called shall be delivered not less than five (5) nor more than forty (40) days before the date of the meeting, whether personally or by mail, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting, to each member entitled to vote at such meeting. If mailed, such notice 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 corporation, with postage thereon prepaid.

ARTICLE IX OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a president, who shall at all times be a member of the Board of Directors, and a secretary, and such other officers as the Board may from time to time by resolution determine.

Section 2. Election of Officers and Term. The election of officers shall be made by a majority vote of the Board of Directors. The initial officers shall be Larry E. Schell, President, Mary Ann Schell, secretary who shall serve as long as they remain on the Board of Directors. Thereafter, the officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise become disqualified to serve.

Section 3. Special Appointments. The board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Board may, from time to time, determine.

Section 4. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies. A vacancy in any office may be filled by a majority vote of the directors. The officer elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 6. Multiple Offices. The offices of president, vice-president, secretary, and treasurer may be held by the same person.

Section 7. Duties. The duties of the officers are as follows:

- (a) President. The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other written instruments and shall co-sign all checks and promissory notes.
- (b) Vice-President. The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.
- (c) Secretary. The secretary shall record votes and keep the minutes of all meetings and proceedings of the Board and of the members, serve notice of meetings of the Board and of the members, keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as may be required of him by the Board.
- (d) Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; keep proper books of account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular meeting.

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made.

ARTICLE XI
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal offices of the Association.

ARTICLE XII
CORPORATE SEAL

The Association shall have no corporate seal.

ARTICLE XIII
AMENDMENTS

Section 1. These By-Laws may be amended at a regular or special meeting of the Members by a vote of a majority of the Members who are present at such meeting. To be validly amended, any proposed amendment to the bylaws must be detailed in the notice of the meeting delivered at least two weeks prior to the meeting at which it will be voted upon.

In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control, and in the case of conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XIV
MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of the incorporation.

Adopted on January 25, 1993.

Amended April 22, 2018