

**CAMELOT ESTATES ASSOCIATION
BY-LAWS**

Revised 11/18/2019

**ARTICLE I
Purpose**

Camelot Estates Association (hereinafter referred to as ("the Association")) shall strive to fulfill the following purposes and objectives: To hold, maintain, operate, repair, improve and beautify, without profit to itself, the parks, playgrounds, streets, walkways, driveways, alleys, water systems, club houses, swimming pools, tennis courts and connections and facilities generally used in connection therewith, for the perpetual use in common of each and all of the owners of any lot or lots which shall be located in Camelot Estates Subdivision in Camden County, Missouri.

**ARTICLE II
Membership**

Section 1. The Association shall have two classes of members.

- a. **Active members.** An active member is defined as a lot owner by deed or a buyer purchasing property who is not in default in any assessment or dues, or other requirements set forth in the By-Laws, and/or rules and requirements which may be adopted. In case of joint ownership there shall be one vote per membership.
- b. **Temporary guest members.** Temporary guest members are defined as anyone renting or leasing property within Camelot Estates Subdivision. A temporary guest member has no voting privileges in the Association, but this section applies to renters and covers the use of club houses or mutually owned facilities as explained in Article II, Section 4 and Article III, Sec. 1 and 2. Temporary guests must be sponsored by an active member and must abide by the By-Laws of the Association. Failure to do so, resulting in fines or cost of damages may, at the discretion of the Board of Directors, result in loss of temporary guest privileges pending payment of such monies by the guest. In case of default, the sponsoring member will be held accountable for payment of such damages.

Section 2. Right to vote and hold office. Only active members shall have the right to vote at all meetings of the Association and to hold office as a Director of the Association. Election to the office of Director of the Association shall be limited to one (1) member of the same household and residing therein.

Section 3. Membership transfer. Membership in this Association is not transferable or assignable without the written permission of the Board of Directors. Members, their heirs, devisees or assigns shall not sell, assign or convey any lot or lots to any person who is not accepted for membership in Camelot Estates Association.

Section 4. Dues, assessments and fees. Each active member shall pay the Association one annual charge not to exceed Four Hundred Seventy Five Dollars (\$475.00) for each improved lot, or Seventy five Dollars (\$75.00) for each unimproved lots, which shall be payable on the first day of April of the calendar year following the date of his/her Contract of Purchase, and each succeeding year so long as he/she shall own property in Camelot Estates Subdivision. However, failure to receive notification of the annual charge for any reason does not effect the obligation of the member to pay the amount determined to be due in compliance with these By-Laws.

Failure to pay the annual charge by May one (1) of each year shall cause a suspension of all member's rights and privileges, including, but not limited to, the right to vote and hold office until the full amount due and owed is paid, and in the sole discretion of the Board, the affixing of a lien upon the member's property and all remedies at law.

Five dollars (\$5.00) of the first annual payment shall be a membership fee: the balance and succeeding annual payments shall be used for the maintenance, upkeep and operation of the water systems, roads, club houses, swimming pool, and various other areas and facilities operated by the Association, regardless of whether or not the privilege of using such areas or facilities is exercised. The above annual charge may not be increased except by a vote of two-thirds (2/3) of the Association's Active Member's absentee ballots received prior to the annual meeting and by ballots from those in attendance at the annual meeting.

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An "active member" who owns multiple lots is obligated to pay one annual charge on each his/her unimproved lot or lots, and one additional charge for each improved lot, property ownership shall be determined by a Deed as recorded in the Camden County Recorder's office. Notwithstanding the forgoing, if an Active Member owns two contiguous single family residential lots and build a single family residence, a substantial part of which is located partly on one such lot and partly on the other such (contiguous) lot, such combination of two (2) contiguous lots shall together constitute one (1) improved lot for both voting and assessment purposes pursuant to the forgoing. For purposes of the forgoing, each unimproved condominium or multi-resident lot shall be considered equivalent to one (1) unimproved lot; each completed condominium unit shall be considered equivalent to one (1) improved lot, and each completed rental unit in a multi-family residential building, not devoted to use as a condominium, shall be considered equivalent to one (1) improved lot.

An Active Member owner of any single-family residential building, multi-family residential building or a condominium desiring to rent said property, in accordance with the Association covenants, shall pay an annual non pro-rated Tenant User Fee of One Hundred Twenty Dollars (\$120.00) to CEA. The Active Member shall be billed and responsible to pay along with the annual dues, \$120.00 each year thereafter during the pendency of said tenancy. The Landlord is to furnish office with the names of the current and all subsequent tenants. (Said Tenant User Fee is in addition to the Annual Dues owed by the Active Member and will be subject to the same penalties as those prescribed for delinquent Annual Dues as set forth in the Covenants of the Association.) An Active Member that is also a Tenant shall not be subject to any charge as a tenant. All tenants shall have the same privileges of its active member with respect to use of all club facilities and recreational amenities (with sponsorship of the Active Member) in the subdivision during his/her tenancy, so long as the Active Member owner is in good standing. (Tenants not being a property owner, shall not have the right to speak at any Board meeting or the right to vote.) Each Tenant shall be subject to the same rules and regulations governing such use as the Active Member including all amenities will be withheld from the property until all charges of the Active Member have been paid. The Active Member is responsible for any damages to CEA property caused by the Tenant.

This covenant concerning said real estate and the enjoyment, use and benefit thereof, shall be deemed to run with the land, and the non-payment of the annual charges shall, after the respective due dates, become a lien thereon in favor of said Camelot Estates Association, and shall be enforceable by said Association. Further, any and all fees, including but not limited to, annual dues, assessments, special assessments, rental charges, service charges, and damage to C.E.A. property charges, shall be subject to a penalty and interest schedule as defined in the Covenants.

Section 5. Membership covenant.

In consideration of Seller's promise to convey said premises, and of the similar agreements of other lot purchaser/owners mutually interested in the development of said subdivision. Purchaser hereby applies for membership in Camelot Estates Association, a not-for-profit corporation, and agrees to abide by the "Membership Covenant" as set forth in the Purchase Contract. It is further agreed that if the purchaser is not accepted as a member of said Association, Any Buyer must present application for membership in the Association within seven (7) days after the execution of the Contract. The Association will subsequently have fourteen (14) days to review said application and submit its acceptance or rejection of application to said Buyer in writing.

**ARTICLE III
Rights, Privileges and Responsibilities**

Section 1. Subject to such reasonable rules and regulations as may be adopted pursuant to these By-Laws, said rules and regulations shall be deemed to be a part of these By-Laws, each Active Member or Temporary Guest Member shall have the rights and privileges to use the common recreational facilities. Each member shall be responsible for compliance with such rules and regulations of the Association, and shall also be held responsible for such compliance of his/her family and/or guests.

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Section 2. Violations of any of the said rules and regulations, as referred to herein, may result in the suspension of privileges as may be determined by the Board either temporarily or permanently.

**ARTICLE IV
Board of Directors**

Section 1. General powers: The control and general management of all the property, business and affairs of the Association shall be vested in the Board. To serve on the Board of Directors, members must be a full time resident of the association, in order to meet the responsibilities needed to fill their position. The Board shall consist of nine (9) members of the Association in good standing and shall be elected from the active membership in the manner hereinafter set forth. In addition to the foregoing general powers, and without limitations thereof, the directors shall have power:

- a. To exercise general supervision of all the employees of the Association.
- b. To increase or diminish the annual charge as set forth under Article II, Sec. 4.
- c. To regulate any and all classes of membership and guest privileges, and to make rules governing their duties, privileges and obligations.
- d. To make provision for and contract for, either in the name of the board of Directors or through a club officer, all supplies, material, and any other items essential to the operation of the Association.
- e. To approve the budget submitted annually by the Finance Committee for expenditure of each standing committee.
- f. To designate depository for the Association funds, securities and other valuable effects.

Section 2. Term of Directors: Three (3) Directors shall be elected each year for a term of three (3) years except as hereinafter provided or until their successors are elected and qualified. Provided, however, that at the first election of directors three directors shall be elected for a term of one (1) year, three directors shall be elected for a term of two (2) years, and three directors shall be elected for a term of three (3) years.

Section 3. Election of Directors: Directors shall be elected by the active members by ballot, and at all elections each Active Member shall be entitled to one (1) vote for each annual charge he/she has paid for each vacancy being voted upon. Effective with the election of the Board for the year 2019, no more than one (2) Director shall be a property owner in Section 12. A simple majority of active members voting in person or by absentee ballot will constitute an official election.

Election of directors shall take place at the annual meeting of the Active Members. At least eight weeks prior to the annual meeting the Secretary of the Association shall notify all Active Members by mail of the time and place of the annual meeting, including a blank application for nomination to the Board. The Secretary shall post, or cause to have posted, in the clubhouse the above notification. The above-mentioned notice shall be as follows:

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NOTICE OF ELECTION

**Board of Directors
of
Camelot Estates Association**

Notice is hereby given that the annual meeting of the active members of Camelot Estates Association will be held on Saturday, the ____ day of April, 19____. There shall be elected three (3) members of the board of Directors. Active members who wish to place their name in nomination for the Board of Directors of Camelot Estates Association must submit their applications for nomination after obtaining the signature of three (3) sponsoring Active Members of Camelot Estates Association, to said Secretary on or before _____, the ____ day of _____, 19____. Names will be listed on the ballot in the order the fully completed applications are received by the Secretary.

Application for election to the Board of Directors must be received by the secretary at least four weeks prior to the meeting of the active members. Two weeks prior to the annual meeting, the Secretary shall send (by certified mail, receipt requested, at the Board's discretion) to each Active Member to the address shown on the records of the Association a ballot with the names of the candidates. The secretary shall also post or cause to have posted in the club house a list of the candidates who appear on the ballot. In the event enough applications are not received to fill the vacancies, nominations with seconding may be made at the regular or special meeting, with voting of such candidates to be by write-in ballot immediately after nominations are closed. Active members may either vote in person at the annual meeting or send their ballots to the Secretary. A ballot sent by mail should be put in an envelope marked "Ballot" on the outside. That envelope should then be put inside a second envelope marked "Ballot: and sent to the Secretary. (An active member sending his ballot to the secretary by mail should send it certified mail, return receipt requested. A ballot sent by mail must be received by the Secretary prior to the beginning of the annual meeting. (An Active Member sending his/her ballot to the Secretary by mail should send it certified mail, return receipt requested.)

Section 4. Succession Directors shall be allowed to succeed themselves in office so long as they shall be duly elected.

Section 5. Mid-Term Board Vacancies Vacancies in the Board of Directors may, for an unexpired term, be filled by vote of the remaining members of the Board.

Section 6. Annual Board Meeting An annual meeting of the Board of Directors shall be held without other notice than this By-Law, immediately following and at the same place as the annual meeting of the active members. **Robert's Rules of Order** shall govern the conduct of all meetings of every nature, including the Board, membership, committee, etc., of the Association. In the event a conflict between **Robert's Rules of Order** and these By-Laws should arise, the By-Laws of the Association shall prevail.

Section 7. Special Board Meetings Special meetings of the Board may be called by the president or any three (3) members of the Board.

Section 8. Notice of Special Meetings Written or printed notice of all special meetings of the Board stating the place, day, hour and purpose shall be given to each member thereof by the president or the directors calling the meeting at least ten days before the holding of same. Said written notice shall be given either personal mail, (or by certified mail, return receipt requested, at the Board's discretion) and this notice shall be mailed to the address of the director as it appears on the record of the Association. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting.

Section 9. This Section has been deleted

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Section 10. Quorums A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, unless otherwise provided in these By-Laws. 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.

Section 11. Place of Meetings. Meetings of the Board of directors, regular or special, will normally be held on the premises of Camelot unless an alternate place is agreed upon by Board resolution.

Section 12. Unexcused Absence Resignation. Any member of the Board of Directors absent from three consecutive meetings of the board without permission from the president may by a vote of the Board be held to have resigned his/her office.

Section 13. Regular Meetings. The Board will determine by resolution the number of scheduled meetings to be held each fiscal year,

**ARTICLE V
Officers**

Section 1. Number of Officers. The officers of the association shall consist of a president, vice-president, secretary and a treasurer, all to be members of the Board, who shall serve for a term of one year and until their successors are elected and qualified. The officers shall be elected annually by the Board. Any two or more offices except those of president and secretary may be held by the same person. Any officer elected may be removed by the Board whenever in its judgment the best interest of the association dictates such action.

Section 2. Duties of the President. The president shall be the chief executive officer of the Association, shall preside at all meetings of the Association and the Board, and shall perform all such duties as by law pertaining to his office. The president shall be an exofficio member of all committees of the association. He/She shall have general active management of the Association and shall see that all orders and resolutions of the Board are carried into effect.

Section 3. Duties of Vice-President. The vice-president shall perform the duties and exercise the powers of the president during the absence or disability of the president.

Section 4. Duties of the Secretary. The secretary shall give notice by mail of all meetings of the Association and the board of directors and shall keep true minutes of all such meetings. He (or She) shall conduct the general correspondence of the Association. He/she shall have the custody of the seal of the Association, have authority to affix the same where its use is required, shall keep a true record of existing By-Laws of the Association, and shall perform all such duties as by law pertaining to his office and those which may be delegated to him by the Board. He/she shall be responsible for the giving of all notices required.

Section 5. Duties of the Treasurer. The Treasurer shall collect and under the direction of the Board shall disburse all monies of the Association. He/she shall keep regular accounts in books belonging to the Association and submit the same to the Board whenever requested to do so. He (or she) shall have custody of the valuable documents, securities, and other valuable effects of the Association other than those specifically placed in the custody of the Secretary.

The treasurer shall mail to each Active Member at his/her address as shown on the records of the Association before April 10th of each year a statement of his/her annual charge and same shall be due before May 1 of each

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Section 3. Assumption of duties by Directors. The names of the Directors so elected shall be announced at the annual meeting of members and thereupon they shall assume their duties.

Section 4. Special meeting of active membership. The president or the Board of Directors may call a special meeting of the active members of the Association. In addition fifteen percent or more of the active members of the Association entitled to vote may call a special meeting of the Association by written request to the secretary signed by them.

**ARTICLE VII
Committees**

Section 1. By whom appointed. The Board of Directors by resolution adopted by a majority of the Directors shall appoint the following standing committees, and any other committees in its absolute discretion it shall deem necessary. Members of such standing committees shall be active members of the Association in good standing, and at least one member shall be a director.

Section 2. Standing Committees. The standing committees of the Association shall be:

Executive Committee
Membership Committee
Finance Committee
Legal Committee
Sanitation and Safety Committee
House Committee
Building Committee
Road Committee

The chairperson of each committee shall submit annually to the Finance Committee a budget covering all anticipated expenditures and operations of his committee for the year. No expenditures shall be made, contracts entered into, or debts incurred by any committee except as shall be authorized by approved budgets or unless authorized by the Board of directors. the Executive Committee may be given discretionary powers covering limited expenditures as determined by the Board of Directors.

Section 3. Executive Committee. Executive Committee shall consist of the president as chairperson and all other officers of the Association and shall have charge of all mutually owned lands and facilities.

Section 4. Membership Committee This section has been deleted

Section 5. Finance Committee. It shall be the duty of the Finance Committee to prepare budgets for submission to the board of directors with their recommendations at such periods as the Board of directors may require; to examine the account of the treasurer, and to control and manage financial affairs of the Association, subject, however, to the discretion of the Board of Directors. At the request of the Board of Directors this committee shall submit a general report of the financial affairs of the Association and shall submit to the annual business meeting a report of the financial condition of the Association. It shall consist of a chairperson who shall be the treasurer of the Association and four other members in good standing.

Section 6. Sanitation and Safety Committee. It shall be the duty of the Sanitation and Safety Committee to make, cause to be made, or otherwise obtain frequent sanitary surveys of the drinking water supply and swimming pool water. Make, or obtain local lake sanitation surveys at frequent intervals. Make, or obtain sanitation surveys of land areas of the Association. Make recommendations regarding land, road and water safety and sanitation to the Board of Directors. Carry out such other duties as may be assigned to it. A member of this committee will be a member of the building committee.

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Section 7. House Committee. The House Committee shall be re responsible for the operation of the clubhouse and all other mutually owned properties of the Association. Rules governing their use and operation will be submitted to the Board of directors for approval, and all members of the Association will receive copies of such rules as are approved by the Board.

This committee shall also function as a grounds and beautification committee to the extent of establishing association rules with regard to individually owned property, such as, hoses, tools, boats, auxiliary structures and use of television antennas. Violations of such rules as established will result in notification of such violation by the secretary of the association. Failure to comply within a reasonable period of time will result in such action as deemed necessary by the Board of Directors.

Section 8. Legal Committee. The Legal Committee shall advise the officers, the Board of Directors and the various committees as to all legal matters and questions arising in connection with the Association's operation and activities.

Section 9. Building Committee. A Building Committee of not less than three active members who shall be appointed by the Board of Directors shall examine, for approval or disapproval, all construction plans, including but not limited to residences, docks, boat houses, swimming pools, and other structures and approve or disapprove requests for variances or changes permissible under the restrictions of record. Before any construction or remodeling is begun, approval in writing from the Building committee must be first had and received. All decisions of the Building Committee shall be by majority vote. In the event that the Building committee shall disapprove a plan, the active member submitting the plan may appeal the decision to the board of Directors for final decision. At least one member of the Sanitation & Safety Committee shall be a member of the Building Committee.

Section 10. Additional Committees. The President shall appoint from the active membership such other committees as to him may seem desirable and all such committees or any chairman, or any member thereof, may be removed. Any vacancies filled at any time by the president and all appointments or removals made by the president shall be subject to the Board of Directors.

**ARTICLE VIII
Registered Office and Records**

Section 1. Location The location of the registered office and the name of the registered agent of the Association in the State of Missouri shall be such as shall be determined from time to time by the Board of Directors and on file in the appropriate office of the State of Missouri.

Section 2. Records The Association shall keep at its registered office or principal place of business in Missouri original or duplicate books in which shall be recorded the number of its members and classes of membership, the names and addresses of its members, the amounts of its assets and liabilities, the names and places of residences of its officers and directors, minutes of the proceedings of its members, Board of Directors and committees having any authority of the Board of Directors, records giving the names and addresses of its members entitled to vote, and such other or additional records, statements, lists and information as may be required by law.

Section 3. Inspection of records All books and records of the association may be inspected by any active member, or his agent or attorney, for any purpose at any reasonable time.

**ARTICLE IX
Fiscal Year**

The fiscal year of the Association shall begin on the 1st day of April and end on the last day of March of each year, unless the Board of Directors, by proper resolution, changes the time.

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**ARTICLE X
Amendments of By-Laws**

Amendments to the By-Laws of Camelot Estates Association may be made at any regular or special meeting of the Association, provided that the proposed amendment has been submitted to the Board of Directors first for consideration. A copy of the proposed change and a ballot embossed with the Official Seal of the Association will be mailed first class postage to each active member in good standing not less than thirty (30) days nor more than sixty (60) days prior to the time of the meeting at which the amendment is to be considered. A two-thirds (2/3) vote of all active members voting in person or by absentee ballot at the meeting shall be necessary for adoption. An embossed absentee ballot submitted by mail should be sealed in an envelope marked only with the word "Ballot", enclosed in another envelope, and mailed to the Secretary of the Association. The ballot must be received prior to the beginning of annual meeting or special meeting to be counted. Envelopes containing ballots shall not be opened prior to the annual meeting or special meeting. Any invalidation of any one of these By-Laws shall in no way affect any other of the provisions hereof, which shall thereafter remain in full force and effect.