

FLINT CREEK RANCH CLUSTER HOA BYLAWS

ARTICLE I

These bylaws describe how the Flint Creek Ranch Cluster Homeowners Association will operate in accordance with Section 1.3 of the First Amended Declaration of Covenants, Conditions and Restrictions. Any conflict between these bylaws and the CC&Rs will be determined according to the language in the CC&Rs.

DEFINITIONS

Section 1: “Board of Officers” or “Board” means and refers to the Board of Officers of the Association which will be the body responsible for the administration of the Association, selected as provided in this Declaration and generally serving the same role as the board of directors under Montana corporate law. The persons serving on the Board in the primary roles of President, Secretary, and Treasurer are referred to as “Officers”.

Section 2: “Control Transfer Date” occurred in 2020 and the new board was elected in February 2021.

ARTICLE II

NOMINATIONS, ELECTION OF BOARD OF OFFICERS, AND TERMS

Section 1: The Board shall have seven (7) members and one (1) alternate with three (3) members acting as Officers. Each board member will serve a term of two (2) years.

Section 2: Sixty (60) days prior to the annual meeting, the current Board shall notify all HOA members of the open board positions and ask for any member to submit their name who is interested in being on the board.

Section 3: Thirty (30) days prior to the annual meeting the board shall send out the ballots for voting on the open board positions and send out notification specifying date/location/and time of the annual meeting. To be counted, a ballot shall be received by the current board 7 days prior to the annual meeting. The counting shall be conducted by the three current officers and the new board members will be announced at the annual meeting.

Section 4: The newly elected board will then elect the officers necessary to fill any vacancy. The officers shall all be residents of Butte-Silver Bow or Anaconda-Deer Lodge counties.

Section 5: Three member positions, including the President and Treasurer, will be elected each odd year and the remaining four member positions, including the Secretary, will be elected each even year. The Secretary will maintain a list of each board member’s term.

Section 6: No member of the HOA shall be eligible to run for the Board or committees unless he/she is current on their assessments. If a Board member becomes delinquent during his/her time on the Board, he/she will be removed, and the alternate will fill the vacancy for the remainder of the removed Board member's term.

Section 7: The Board can vote to remove one of the members upon vote of five of the Board members.

Section 8: Only one member of a household may serve on the Board at any time. An additional household member may serve concurrently on any committee of the HOA, but no more than one household member may serve on the same committee.

Section 9: If a Board member is unable to complete his/her term, the alternate shall fill that member's position.

Section 10: No person may simultaneously serve in more than one Officer position.

Section 11: Voting by proxy is allowed.

Section 12: To hold a board meeting there must be in attendance a minimum of five members.

ARTICLE III

DUTIES OF OFFICERS OF THE ASSOCIATION

Section 1: The President:

- Serves as the chief executive officer of the Association;
- Serves as the official spokesperson of the Association;
- Has general supervision of the affairs of the Association, subject to Board oversight;
- Presides at all meetings of the Board and the Association;
- Ensures that orders and resolutions of the Board are carried out;
- Is an authorized signatory on notes and checks and all other written instruments or contracts of the Association; and
- Is a voting member of the Board.

Section 2: The Secretary:

- Shall record the votes of the meetings of the Board and the Association;
- In the absence or inability of the President, will perform the duties of the President;
- Keeps the records and meeting minutes of the Board and the Association;
- Maintains a list of the names, address, phone number, and electronic mail address of all members of the HOA;
- Notifies Officers and committee chairmen of votes, orders, and proceedings affecting or pertaining to their duties;
- Maintains the Association's web site;
- In the absence of the President-the Secretary shall call a meeting of the Association to

- order and shall preside;
- Is an authorized signatory on notes and checks and all other written instruments or contacts of the Association; and
- Is a voting member of the Board.

Section 3: The Treasurer:

- Has charge of and maintains all financial accounts of the Association;
- Disburses such funds as directed by the Board;
- Monitors the accounts for fines and payments thereof;
- Is an authorized signatory on notes and checks and all other written instruments or contacts of the Association; and
- Is a voting member of the Board.
- Shall maintain, for the Board's use only, a list of HOA members who are delinquent on dues.

ARTICLE IV

BUDGET

Section 1: The fiscal year of the Association shall be January 1 to December 31. The annual budget shall cover the fiscal year and shall be prepared based upon the Assessments payable for the coming fiscal year.

Section 2: The Annual Assessments shall be due, on a per lot basis, payable to the Homeowners Association no later than February 15 every year. The Treasurer shall provide each HOA member a statement of monies due and owing on or before December 31 of each year.

ARTICLE V

ARCHITECTURAL REVIEW COMMITTEE

Section 1: The Architectural Review Committee (ARC) will have five (5) members selected by the Board from those who volunteer for the committee at the HOA annual meeting. There will be a Chairperson who will be selected by the ARC. The Chairperson shall maintain a record of all meetings and communications that will then be provided to Board Secretary on a monthly basis. The ARC shall follow the guidelines for property improvement as set forth in the CC&R. Two members shall be residents of Butte-Silver Bow or Anaconda-Deer Lodge counties, to provide onsite support to Owner requests.

Section 2: Decisions of the ARC may be appealed in writing to the ARC for reconsideration within 10 business days of the ACC's written response to the Owner. The ARC will then have 10 business days to provide a written respond. If the appeal is denied, the Owner may make a written appeal to the Board within 10 business days of the denial by the ACC. The Board shall provide a written response within 15 business days. The decision of the Board is final.

ARTICLE VI

ROADS COMMITTEE

Section 1: The Roads Committee will have three (3) members selected by the Board from those who volunteer for this committee at the HOA annual meeting. There will be a Chairperson who will be selected by the ACC. The Chairperson shall maintain a record of all meetings and communications that will then be provided to Board Secretary on a monthly basis. The roads committee shall follow the guidelines for property improvement as set forth in the CC&R and as directed by the Board. Two members of the committee shall be residents of Butte-Silver Bow or Anaconda-Deer Lodge counties, to provide oversight of work directed by the committee and the Board.

ARTICLE VII

INSURANCE

Section 1: The Association shall obtain and continue in effect liability insurance that covers all HOA controlled spaces in the amount of \$1,000,000, if reasonably available, or if not reasonably available, the most equivalent coverage as is reasonably available. The insurance coverage shall be written in the name of, and the proceeds shall be payable to, the Association. The Association shall use the insurance proceeds for the repair or replacement of the property for which the insurance was carried.

ARTICLE VIII

OFFICIAL RECORDS OF THE ASSOCIATION

The Board of Officers shall maintain each of the following items, which constitute the official records of the Association:

Section 1: A Copy of the Certificate of Formation and Bylaws of the Association and each amendment to the Certificate of Formation and Bylaws.

Section 2: The minutes of all meetings of the Board of Officers and of the minutes of the general HOA meetings for at least 7 years.

Section 3: A current roster of all Members and their mailing addresses and parcel identifications.

Section 4: All of the Association's insurance policies or a copy thereof for 7 years.

Section 5: A current copy of all contracts to which the Association is a party, including, without limitation, any management agreement, lease, or other contract under which the Association has any obligation or responsibility. Bids received by the Association for work to be performed must also be kept for a period of 7 years.

Section 6: All financial and accounting records must be maintained for a period of at least 7 years. The financial and accounting records must include:

Section 6.1 Accurate, itemized, and detailed records of all receipts and expenditures;

Section 6.2: A current account and an annual statement of the account for each Member, designating the name and current address of each Member who is obligated to pay Assessments, the due date and amount of each Assessment or other charge against the member, the date and amount of each payment on the account, and the balance due. This is confidential communication for the Board's use only..

Section 6.3 All tax returns, financial statements, and financial reports of the Association.

Section 6.4: Any other records that identify, measure, record, or communicate financial information.

Section 6.5: A copy of the Association's tax-exempt certificate.

Section 7: All ARC correspondence and communication for 7 years. These are confidential papers and will be treated as such.