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**BYLAWS
OF
CHERRY GARDEN APARTMENTS, INC.**

**ARTICLE I
NAME & LOCATION**

The name of the corporation is Cherry Gardens Apartments Inc., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 810 South 37th Avenue, Omaha, Nebraska, but meetings of members and directors may be held at such places within the state of Nebraska, County of Douglas, as may be designated by the Board of Directors.

**ARTICLE II
DEFINITIONS**

SECTION 1: "Association" shall mean and refer to Cherry Garden Apartments Inc, a Nebraska nonprofit corporation, its successors and assigns, said Association being the identical Association serving Cherry Gardens Association subdivisions in Douglas County, Nebraska.

SECTION 2: "Apartment Owner" shall mean and refer to the person or persons having fee simple ownership of an apartment and of the undivided interest in the common elements appurtenant thereto, but shall not include those having an interest in an apartment merely as security for the performance of an obligation.

SECTION 3: "Properties" shall mean and refer to that certain real property described in the Deed & Declarations of Cherry Gardens Apartments Inc., and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

SECTION 4: "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the owners and/or members of the Association.

SECTION 5: "Member" shall mean and refer to every owner. (Those including BYLAWS OF CHERRY GARDEN APARTMENTS, INC. buyers with written authorization from seller to exercise their rights.)

SECTION 6: "Voting Member" shall mean any member whose assessments are paid in full being only one vote per member.

**ARTICLE III
MEETING OF MEMBERS**

SECTION 1: Annual Meeting. The annual meeting of the corporation for the election of directors and transaction of other proper business, shall be held in Omaha, Nebraska on the second Tuesday in January of each year, and written notice shall be given to each owner by the Secretary at least five (5) days prior to the meeting. Owners may, in writing, waive the notice of the holding of any meeting.

SECTION 2: Special Meetings. Special meetings may be called at any time by the President, a majority of members, or by a majority of Directors. Written notice thereof shall be given to each owner by the Secretary at least five (5) days prior to any such special meeting, and should state the general nature and purpose of the business to be considered at such special meeting. The owners, however, may waive in writing any notice of the holding of any special meeting.

SECTION 3: Notice of Meetings. Written or printed notice stating the place, day and hour of the meeting, the purpose or purposes for which the meeting is called, shall be delivered personally or by mail not less than five(5) days before the date of the meeting. Notice shall be given by or at the direction of the president or

secretary of the Association or the persons calling the meeting to each member of record. If mailed, such notice shall be deemed to have been delivered when deposited in the United States mail, addressed to the member at his/her address as it appears on the records of the Association with postage there on pre-paid.

SECTION 4: Waiver of Notice. A written waiver of notice signed by a member, whether before or after a meeting, shall be equivalent to the giving of such notice. Attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except when the member attends for the express purpose of objecting, at the beginning of the meeting, to the transaction of any BYLAWS OF CHERRY GARDEN APARTMENTS, INC. business because the meeting is not lawfully called or convened.

SECTION 5: Quorum. A quorum shall consist of at least fifty-one percent (51%) of members, but a lesser number may adjourn the meeting from time to time without notice other than announcement at the meeting until a quorum shall be present or represented. The vote of a majority of members present at any meeting at which there is a quorum shall be required to constitute an action by the members, unless otherwise provided by the Declaration or Articles.

SECTION 6: Proxies. Every member entitled to vote at a meeting of members or to express consent or dissent without a meeting may authorize another person or persons to act for the member by proxy. Every proxy shall be in writing and shall be signed by the member or otherwise duly authorized attorney-in-fact. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

ARTICLE IV BOARD OF DIRECTORS

SECTION 1: General Powers. Subject to the limitations of the Articles of Incorporation, these bylaws, and the Nebraska Nonprofit Corporation Act concerning corporate action that must be authorized or approved by the Members of the Association, all corporate powers shall be exercised by or under the authority of the Board of Directors, and the management and affairs of the Association shall be controlled by the Board of Directors.

SECTION 2: Number and Quorum. The affairs of this Association shall be managed by a board of four directors, who must be members of the Association. A member is qualified to stand for election to the Board of Directors only if the member is current with all Condominium Association assessments.

ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

SECTION 1: Nomination. Nomination for election to the Board of Directors shall be made from the floor for each specified office.

SECTION 2: Election. Election to the Board of directors shall take place at the annual meeting on the second Tuesday of January. Members or their proxies may cast, in respect to each vacancy, one vote. Nominee or Nominees receiving the most votes to fill any vacancy shall be elected.

ARTICLE VI MEETINGS OF DIRECTORS

SECTION 1: Regular Meetings. At regular meetings of the Board of Directors anyone wanting to attend may contact a Board Member on the time and place. The Board of Directors shall meet as often as they deem it necessary to carry on and manage the project, but they are required to meet at least once each year immediately after the annual owners meeting. The Board of Directors may meet at any time and place that is deemed advisable by them.

SECTION 2: Notice and Waiver. Notice of any special meeting shall be given at least five (5) days prior thereto by written notice delivered personally, by mail or by electronic mail, to each director at his/her last known

address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail with postage prepaid. Any director may waive notice of any meeting, either before, at, or after such meeting by signing a waiver of notice. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of such meeting or the manner in which it has been called or convened, except when a director states at the beginning of the meeting any objection to the transaction of business because the meeting is not lawfully called or convened.

SECTION 3: Action Without Meeting. Any action of the Board of Directors may be taken without a meeting if a consent in writing, which sets forth the action so taken, is signed by all of the directors and is filed in the minutes of the Association. Such consent shall have the same effect as a unanimous vote.

SECTION 4: Quorum and Voting. A majority of directors in office shall constitute a quorum for the transaction of business. The vote of a majority of directors present at a meeting in which a quorum is present shall constitute the action of the Board of Directors. If less than a quorum is present, then a majority of those directors present may adjourn the meeting from time to time without notice until a quorum is present.

SECTION 5: Presumption of Assent. A director of the Association who is present at a meeting of the Board of Directors at which action on any corporate matter taken shall be presumed to have assented to the action taken unless the director votes against such action or abstains from voting because of an asserted conflict of interest.

ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

SECTION 1: General Powers. The Board of Directors shall have power to exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or Declaration.

SECTION 2: Specific Powers. The Board of Directors shall have power to:

- (a) declare the office of a member of the Board of Directors to be vacant in the event that such director shall be absent from three (3) consecutive regular meetings of the Board of Directors without just cause;
- (b) remove a director who shall become more than sixty (60) days delinquent in payment of any condominium Association assessments;
- (c) cause an audit of the Association books by a public accountant.

SECTION 3: Duties. It shall be the duty of the Board of Directors to:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a report thereof to the members at the annual meeting of the members or at any special meeting when such statement is requested in writing by a simple majority of the members entitled to vote;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) as more fully provided in the Declaration:
 - (1) collect the amount of the monthly assessment fees against each condominium. At the general meeting a fixed amount of monthly assessment for each condo is voted on by a majority vote.
 - (2) send written notice of special assessment to every owner subject thereto within thirty (30) days after the date on which the Board of Directors approves said assessment;

- (3) to determine the financial need of the Association and then call a general meeting (if deemed necessary by the Board) and motion for members to vote and decide by simple majority.
- (4) begin collection action against any property for which assessments are not paid within sixty (60) days after due date or to bring an action at law against the owner personally obligated to the same;
- (5) issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. If a certificate states an assessment has been paid, such certificates shall be conclusive evidence of such payment;
- (6) procure and maintain adequate liability and hazard insurance on property owned by the Association;
- (7) cause the common areas and Association facilities and properties to be maintained.

ARTICLE VIII OFFICERS

SECTION 1: Officers. The Officers of this Association shall be a president, vice president, secretary and treasurer, each of whom shall be elected from the voting membership. A failure to elect a president, vice president, secretary or treasurer shall not affect the existence of the Association.

SECTION 2: Election and term of Office. The officers of the Association shall be elected annually by the membership at its annual meeting. Each officer shall hold office until a successor shall have been duly elected and qualified, or until death or until resignation or removal in the manner herein provided.

SECTION 3: Removal. Any officer may be removed from office at any time, with or without cause, on the affirmative vote of a majority of the Board of Directors whenever, in its judgment, the best interest of the Association will be served thereby. Removal shall be without prejudice to any contract rights of the person so removed, but election of an officer shall not of itself create contract rights.

SECTION 4: Vacancies. Vacancies in offices, however occasioned, may be filled at any time by election by the Board of Directors for the unexpired terms of such offices.

SECTION 5: Duties. The officers of the Association shall have such powers and duties as usually pertain to their respective offices and such additional powers and duties specifically conferred by law, by the Articles of Incorporation, by these Bylaws, or as may be assigned to them from time to time by the Board of Directors. The specific duties of the officers are as follows:

- (a) **President.** The president shall be the chief executive officer of the Association and shall preside at all meetings of the Board of Directors and of the members; shall see that orders and resolutions of the Board are carried out, mortgages, liens, deed, release of liens and other written instruments and shall co-sign all checks and promissory notes and may cause an audit of Association books.
- (b) **Vice-president.** The vice-president shall act in the place instead of the president in the event of the president's absence or inability or refusal to act, and shall exercise and discharge such other duties as may be required by the president or by the Board.
- (c) **Secretary.** The secretary shall record all votes taken by the members and by the Board of Directors; shall take and file in the Association minute book the minutes and resolutions of all meetings of the Board; shall serve notice of meetings of the Board and of the members; shall keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required 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; shall cosign all

checks and promissory notes of the Association; shall keep proper books of account; may cause an annual audit of the Association books to be made by public accountant at the completion of each fiscal year; shall prepare a statement of income and expenditures to be presented to the membership at its regular annual meeting; shall prepare or cause to have prepared and filed all necessary federal and state governmental forms, including but not limited to tax forms; and shall make available to the Board of Directors a monthly listing of accounts receivable.

SECTION 3: Vacancies. Any vacancy occurring on the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors, even though it is less than a quorum of the Board of Directors, unless otherwise provided by law or the Articles of Incorporation. A Director elected to fill a vacancy shall hold office only until the next election of Directors by the members, at which time a successor shall be elected by the members to serve any remaining unexpired term. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by election at an annual meeting of members or at a special meeting of members called for that purpose.

SECTION 4: Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association.

SECTION 5: Compensation. No director shall receive compensation for any service rendered to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of duties.

ARTICLE IX OWNERS' RESPONSIBILITIES

SECTION 1: Assessments. As more-fully provided in the Declaration, each member is obligated to pay to the Association monthly and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any monthly assessments which are not paid within ten (10) days after the date they become due shall be delinquent, and a late fee of \$25.00 will be charged. All delinquent special assessments shall bear interest from the date of delinquency at the rate of six percent (6%) per annum. The Association may bring an action at law against the Owner personally obligated to pay any assessment. The Association may foreclose the lien against the property; and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the common areas or abandonment of his/her condominium.

SECTION 2: Sale of Property. Owners who have notified the board of their intent to sell may rent their apartment for one (1) year. Extensions of more than one year are allowed if proof of active sales is shown to the Board. Owners can only own one apartment.

ARTICLE X FISCAL YEAR

The fiscal year of the Association shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December of every year.

ARTICLE XI CORPORATE SEAL

This corporation shall not have a corporate seal.

ARTICLE XII INDEMNIFICATION

The Association shall indemnify each officer and director, including former officers and directors, to the full extent permitted by the Nebraska Business Corporation Act and the Nebraska Nonprofit Corporation Act.

**ARTICLE XIII
AUTHORITY GOVERNING PROCEEDINGS**

Except where inconsistent with these Bylaws, Robert's Rules of Order: Newly Revised shall provide standards for the conduct of Association meetings.

**ARTICLE XIV
AMENDMENTS**

SECTION 1: Amendments. These by-laws may be amended at a regular or special meeting of the members by a majority vote of those members eligible to vote at said meeting.

SECTION 2: Control. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

AS REVISED AND APPROVED ON OR AFTER 30 JUNE 2010, REVISION #7

**CHERRY GARDEN CONDOMINIUM ASSOCIATION, INC.
RESOLUTION TO AMEND AND RESTATE THE BYLAWS**

RECITALS:

1. Cherry Garden Condominium Association ("Association") desires to amend and restate the Bylaws of Cherry Gardens Apartments, Inc. ("Bylaws") with respect to Owners' Responsibilities as outlined in Article IX.
2. The Board of Directors desires to amend and restate the Bylaws as contemplated herein.

RESOLVED THAT:

The Board of Directors of the Association be authorized to remove the requirement that the board approve Owners who have notified the board of their intent to sell to rent their apartment for one (1) year.

RESOLVED THAT:

The Bylaws be and are hereby amended as follow:

RESOLUTION NO. 1

Article IX, Section 2 of the Bylaws, be amended to read as follows:

"Sale of Property. Owners who have notified the board of their intent to sell may rent their apartment for one (1) year. Extensions of more than one (1) year are allowed if proof of active sales is shown to the Board. Owners can only own one apartment."

The foregoing Resolution No. 1 having been provided and offered for approval to the members is hereby PASSED, ADOPTED, AND APPROVED by the Board of Directors of Cherry Garden Condominium Association, Inc. for the purpose of amending these Bylaws this 30th day of June, 2010.

Matt Coleman
Board of Directors

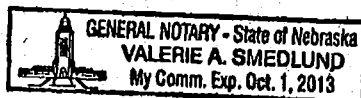
Betty Ciernoczołowski
Board of Directors

Lisa Nielsen
Secretary

I ATTEST THAT BETTY CIERNOCZOŁOWSKI, MATT COLEMAN AND LISA NIELSEN PERSONALLY APPEARED BEFORE ME ON JULY 7, 2010. * and acknowledged

MSP

Valerie A. Smedlund



The following BYLAWS pertain to Cherry Garden Apartment, Inc., a Nebraska corporation, hereinafter referred to as a "Declarant".

Whereas, Declarant is the owner of real estate located in the county of Douglas, State of Nebraska, more particularly described as:

Lots 5, 8 and 9, in Cherry Garden, an addition to the city of Omaha, Douglas county, Nebraska ("the Parcel") *

MSP Now described as:

Apartment No. 1 through 18, Cherry Garden Condominium Property Regime, a condominium organized and existing under the laws of the State of Nebraska pursuant to Master Deed in Book 1965 at Page 146 filed November 17, 1993, in the office of the Register of Deeds, Douglas County, Nebraska and any amendments thereto.