DO NOT DETACH

Instrument Number: 201707260102227
Recorded Date: 07/26/2017 12:10:03 PM

Daniel J. O'Connor Jr.
Franklin County Recorder
373 South High Street, 18th Floor
Columbus, OH 43215
(614) 525-3930
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Recorder@FranklinCountyOhio.gov

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WILLIAM L LOVELAND ATTORNEY AT LAW

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Document Page Count: 11

Submitted By (Walk-In):
WILLIAM L LOVELAND ATTORNEY AT LAW

Walk-In

First Grantor:	**First Grantee:**
BROOKSIDE COLONY CIVIC ASSN	BROOKSIDE COLONY SUBDIVISION

Fees:	
Document Recording Fee:	$28.00
Additional Pages Fee:	$72.00
Marginal Reference Fee:	$4.00
Total Fees:	$104.00
Amount Paid:	$104.00
Amount Due:	$0.00

Instrument Number: 201707260102227
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OFFICIAL RECORDING COVER PAGE

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TRANSFER
NOT NECESSARY

JUL 2 6 2017

CLARENCE E. MINGO II
AUDITOR
FRANKLIN COUNTY, OHIO

AFFIDAVIT

Filing of Amended Bylaws by Brookside Colony Civic Association
Filed Pursuant to §5312.02 of the Ohio Revised Code

State of Ohio

County of Franklin, SS:

The undersigned President and Secretary of Brookside Colony Civic Association, an Ohio not-for-profit corporation and the community association for the Brookside Colony Subdivision in Franklin County, Ohio, a planned community ("the Association"), being first duly sworn, and having personal knowledge of the facts set forth herein, depose and state as follows:

1, Affiants are the duly appointed President and Secretary of the Association, and make this affidavit at the direction of and for and on behalf of the Board of Directors of Brookside Colony Civic Association.

2. The Association is a planned community established by the following instruments of record with the Recorder of Franklin County, Ohio:

a.) Plat of Record in Plat Book 55, at pages 88 through 89;

b.) Deed in Official Records Volume 00372, beginning at page H-18;

c.) Deed in Official Records Volume 01561 beginning on page C-15;

d.) Deed in Official Records Volume 04221, beginning on page E-04;

e.) Deed in Official Records Volume 07330, beginning on page E-19;

f.) Deed in Official Records Volume 05829, beginning at pages B-17; and,

g.) Amended and Restated Declaration of Covenants and Restrictions recorded as Instrument No. 200211200296573.

The Recorder is hereby to make marginal reference of this filing of the attached Bylaws of the Association upon each of the foregoing described instruments of record.

3. Affiants state that a true and accurate copy of the Bylaws or Code of Regulation of the Association is attached hereto; they state that they are filing said Bylaws or Code of Regulations pursuant to the authority granted to them by the Board of Directors/Trustees of the Owners Association, thereby granting the Association the rights and duties described by Chapter 5312 of the Ohio Revised Code. Affiants further state that the Bylaws were in effect on the effective date of the enactment of Chapter 5312 of the Ohio Revised Code.

FURTHER, AFFFIANTS SAYETH NAUGHT.

Ken Lewallen, President

Debbie Knight, Secretary

Sworn to before me and subscribed in my presence on this 23rd day of July, 2017, by Ken Lewallen, President of Brookside Colony Civic Association, and by Debbie Knight, Secretary of Brookside Colony Civic Association, who signed the foregoing document and acknowledged that each of their signing was authorized by the Board of Directors of the Association as its, his and her free and voluntary act and deed.

Notary Public

Prepared by William L. Loveland, Attorney at Law, **Loveland Law, LLC**, 3300 Riverside Drive, Suite 125, Upper Arlington, Ohio 43221 Telephone: (614) 928-9107

NOTARIAL SEAL STATE OF OHIO

Elisabeth G. Kimball
Notary Public, State of Ohio
My Commission Expires 11-03-2018

AMENDED CODE OF REGULATIONS

OF

BROOKSIDE COLONY CIVIC ASSOCIATION

ARTICLE I

NAME AND LOCATION

The name of the Association is Brookside Colony Civic Association ("the Association"), which corporation, not-for-profit, was created in 1987 pursuant to the provisions of Chapter 1702 of the Revised Code of Ohio. The principal office of the Association is and shall be in Columbus, Franklin County, Ohio, as set forth in its Articles of Incorporation ("the Articles"), and the place of meetings of Lot Owners (members) and of the Board of Directors ("the Board") of the Association shall be at such place in the City of Columbus, Franklin County, Ohio, as the Board may from time to time designate.

ARTICLE II

MEMBERS

Section 1. Composition. Each person or entity who is an owner of a fee or undivided fee simple interest in a lot in the Brookside Colony Subdivision (a subdivision of single family lots that exists under and pursuant to the subdivision plat of record in Plat Book 55, at pages 88 through 89, Records of the Recorder of Franklin County,) ("a Lot Owner") and whose property has been subjected to restrictions which require such Lot Owner to be and become a member of the Association, shall be a member of the Association. The membership of each Lot Owner shall terminate when the owner ceases to own an undivided fee simple interest in a Lot, and upon the sale, transfer or other disposition of each undivided fee simple interest in a Lot, membership in the Association which is appurtenant to that interest shall automatically be transferred to the new owner(s) of the interest. No Lot Owner may otherwise terminate his, her, or its membership in the Association or sever that membership interest.

Section 2. Annual Meetings. Regular annual meetings of the Lot Owners shall be held in the second calendar quarter of each year, on a date and at an hour established, from time to time, by the Board, provided that, in any event, there shall be no more than fourteen (14) months between annual meetings of the Lot Owners.

Section 3. Special Meetings. Special meetings of the Lot Owners may be called at any time by the president or by the Board, or upon written request of Lot Owners entitled to exercise one-fourth (1/4) or more of the voting power of Lot Owners.

Section 4. Notice of Meetings. Written notice of each meeting of Lot Owners shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing

a copy of such notice, postage prepaid, at least five days before such meeting, to each Lot Owner entitled to vote at such meeting, addressed to the Lot Owner's address last appearing on the books of the Association, or supplied by such Lot Owner to the Association for the purpose of notice, or by delivering a copy of that notice at such address at least five (5) days before the meeting. The notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the specific purposes of the meeting, and, in the case of special meetings called by the petition and written request of Lot Owners, the specific motion or motions (other than procedural) to be voted upon.

Section 5. Conduct of Meetings. All meetings of the Lot Owners shall be conducted by the Board, and presided over by the president of the Association, or as otherwise directed by the Board.

Section 6. Quorum; Adjournment. The Lot Owners present, in person or by proxy, at any duly called and noticed meeting of Lot Owners, shall constitute a quorum for such meeting. Lot Owners entitled to exercise a majority of the voting power of Lot Owners represented at a meeting may, at any time, adjourn such meeting. If any meeting is so adjourned, notice of such adjournment need not be given if the time and place to which such meeting is adjourned are fixed and announced at such meeting.

Section 7. Voting Rights. Except as provided in Section 8 of this Article, on any question for which the vote of Members or Lot Owners is permitted or required, the Owner or Owners of each Lot shall be entitled to exercise one vote for each such Lot owned by such Owner or Owners. If two or more persons own undivided interests in a Lot as fiduciaries, tenants in common, or otherwise, such persons shall only be entitled to one vote with respect to that Lot, which vote shall be exercised, if at all, as a single vote. If more than one of such persons attends a meeting, acts in voting by mail, or acts in voting by or executing consents, a majority of those voting may act with respect to that Lot. If only one such person attends a meeting, votes, or executes a consent, then that person may act for all. The Board, from time to time, may suspend the right of a Lot Owner to vote with respect to his, her, or its Lot for failure to pay assessments when due, or for failure to observe any other of the terms hereof, restrictions and limitations set for in the Deed Restrictions that apply to property in Brookside Colony, or amendments thereto, or rules and regulations of the Association, duly adopted by the Board from time to time.

Section 8. Voting Power. Except as otherwise provided herein or by law, on any question for which the vote of members is permitted or required, a majority of the voting power of Lot Owners at any duly called and noticed meeting shall be sufficient to determine that matter.

Section 9. Proxies. At any meeting of Lot Owners, a Lot Owner may vote in person or by proxy. All proxies shall be in writing and filed with the secretary prior to the meeting. A telegram or cablegram appearing to have been transmitted by a Lot Owner, or a photographic, photostatic, or equivalent reproduction of a writing, appointing a proxy, is a sufficient writing. Every proxy shall be revocable and shall automatically cease upon conveyance by a Lot Owner of his, her or its Lot, and, in any event, shall not be valid after the expiration of eleven months after it is made unless it specifies the date on which it is to expire or the length of time it is to continue in force.

Section 10. Action In Writing Without Meeting. Any action that could be taken by Lot Owners at a meeting may be taken without a meeting with the affirmative vote or approval, in a writing or writings, of Lot Owners or their proxies having not less than seventy five percent (75%) of the voting power of Lot Owners, or such greater proportion of the voting power as may be required by law.

ARTICLE III

BOARD OF DIRECTORS (TRUSTEES)

Section 1. Directors. As of the date of recording of this Code of Regulations, the Association has authorized, and the Members have elected, seven (7) Directors (Trustees). These Directors shall serve the remainder of their terms, and shall remain in office until the expiration of their terms, or until they resign or are removed, or until their successors are duly elected.

Section 2. Successor Directors. The terms of the Directors shall be staggered so that the term of at least two of the Directors will expire and a successor will be elected at each annual meeting of the Association hereafter. At each annual meeting, a successor to the Directors whose terms then expires shall be elected to serve a three-year term. Notwithstanding the foregoing, the Lot Owners, by the vote of Lot Owners exercising not less than a majority of the voting power of Lot Owners, may, from time to time, change the number and terms of Directors, provided, that in any such event the terms of not less than one-third of the Directors shall expire annually.

Section 3. Removal. Any Director may be removed from the Board with or without cause, by the holders of not less than seventy-five percent (75%) of the voting power of Lot Owners. In the event of the death, resignation or removal of a Director, that Director's successor shall be selected by the remaining members of the Board and shall serve until the next annual meeting of Lot Owners, when a Director shall be elected to complete the term of such deceased, resigned or removed Director. In the event of removal of all Directors, the Lot Owners shall, at the meeting at which all Directors are removed, elect Directors to complete the terms of the removed Directors.

Section 4. Qualification. To qualify for nomination, election or appointment as a Director, the prospect must be an individual who is a Lot Owner, or the spouse of a Lot Owner, or a designated officer of an entity that is a Lot Owner, and the Lot Owner of the Lot or Lots with respect to which such proposed Director qualifies for such election, must not then be delinquent in the payment of any obligation to the Association, or then be an adverse party to the Association, or its Board or any member thereof (in that member's capacity as a Board member) in any litigation involving one or more of those parties.

Section 5. Nomination. Nominations for the election of Directors to be elected by the Lot Owners shall be made by a nominating committee appointed by the Board, or, if the Board fails to appoint a nominating committee, by the Board itself. Nominations may also be made

from the floor at the meetings. The nominating committee, or Board, shall make as many nominations for election to the Board as it shall, in its discretion, determine, but no fewer than the number of vacancies that are to be filled.

Section 6. Election. Unless there are no more nominees than vacancies, election to the Board by the Lot Owners shall be by secret written ballot. At such elections, the Lot Owners or their proxies may cast, in respect to each vacancy, such number of votes as they are entitled to under the provisions of Article III hereof. The persons receiving the largest number of votes shall be elected, and, likewise, those receiving the largest number of votes shall be elected to the longest terms. In cases of ties, the winner shall be determined by lot. Cumulative voting is not permitted.

Section 7. Compensation. Unless otherwise determined by the Lot Owners at a meeting duly called and noticed for such purpose, no Director shall receive compensation for any service rendered to the Association as a Director. However, any Director may be reimbursed for his or her actual expenses incurred in the performance of duties.

Section 8. Regular Meetings. Regular meetings of the Board shall be held on such dates and at such places and times as may be fixed from time to time by resolution of the Board, but not less than annually.

Section 9. Special Meetings. Special meetings of the Board shall be held when called by the president of the Board, or by a majority of the Directors, after not less than three days notice to each Director.

Section 10. Quorum. The presence at any duly called and noticed meeting of Directors entitled to cast a majority of the voting power of Directors, in person and/or by participation by means of communications equipment if all persons participating can hear each other and participate, shall constitute a quorum for such meeting.

Section 11. Voting Power. Each Director shall be entitled to a single vote, and, except as otherwise provided by law, the vote of a majority of the Directors voting on any matter that may be determined by the Board at a duly called and noticed meeting at which a quorum is present, in person or by participation as provided in Section 10, above, shall be sufficient to determine that matter.

Section 12. Action In Writing Without Meeting. Any action that could be taken by the Board at a meeting may be taken without a meeting with the affirmative vote or approval, in a writing or writings, of all of the Directors.

Section 13. Powers and Authority. The Board shall exercise all powers and have all authority, under law, and under the provisions of the Declaration of Restrictions (as defined in the Articles) or this Code of Regulations, that are not specifically and exclusively reserved to the Lot Owners by law or by other provisions thereof, and without limiting the generality of the foregoing, the Board shall have the right, power and authority to:

(a) take all actions deemed necessary or desirable to comply with all requirements of law, the Declaration of Restrictions, and this Code of Regulations;

(b) obtain public liability insurance coverage in amounts customary for homeowners' associations;

(c) enforce the restrictions and limitations set forth in the Declarations;

(d) enforce, levy and collect membership fees, assessments, late fees, delinquent interest, and such other charges as are provided for in the Declarations of Restrictions, properly adopted rules or regulations, or herein;

(e) adopt and publish rules and regulations governing the use of property in Brookside Colony, and the personal conduct of Lot Owners, occupants and their guests thereon, and establish and levy enforcement charges for the infraction thereof, provided that all rules and regulations adopted pursuant to this paragraph must be consistent with the provisions of the Declaration of Restrictions;

(f) suspend the voting rights of a Lot Owner during any period in which such Lot Owner shall be in default in the payment of any charge levied by the Association (such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for each infraction of published rules and regulations or of any provisions of the Declarations of Restriction or this Code of Regulations);

(g) declare the office of a member of the Board to be vacant in the event such Director shall be absent from three consecutive regular meetings of the Board;

(h) subject to such approvals, if any, as may be required pursuant to the provisions of the Declaration of Restrictions, this Code of Regulations, or by law, authorize the officers to enter into one or more agreements necessary or desirable to fulfill the purposes and objectives of the Association, including, without limitation, management agreements, purchase agreements and loan documents, all on such terms and conditions as the Board in its sole and absolute discretion may determine;

(i) cause funds of the Association to be invested in such reasonable investments for fiduciaries as the Board may from time to time determine;

(j) borrow funds, as needed, and pledge such security and rights of the Association as might be necessary or desirable to obtain any such loan; and

(k) do all things and take all actions permitted to be taken by the Association by law, or the Declarations of Restrictions , or this Code of Regulations, not specifically reserved thereby to others.

Section 14. Duties. It shall be the duty of the Board to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Lot Owners at each annual meeting of Lot Owners, or at any special meeting when such statement is requested in writing by Lot Owners representing one-half (1/2) or more of the voting power of Lot Owners;

(b) supervise all officers, agents and employees of the Association and see that their duties are properly performed;

(c) cause an annual budget to be prepared;

(d) as more fully provided in the Declaration, to levy, enforce and collect membership fees and assessments;

(e) issue, or to cause an appropriate representative to issue, upon demand by any person, a certificate setting forth whether or not any membership fee or assessment has been paid; and,

(f) take all other actions required to comply with all requirements of law, the Declarations, and this Code of Regulations.

Section 15. Delegation of Authority; Management; Contracts. The Board may delegate all or any portion of its authority to discharge its responsibilities to a managing agent. This delegation of authority and responsibility to a managing agent may be evidenced by one or more management contracts which may provide for the payment of reasonable compensation to such managing agent as a common expense, provided, however, that any agreement for professional management shall be terminable by the Association at any time for cause; shall be terminable by either party without cause and without penalty, on not less than ninety (90) days' written notice; shall not exceed one year unless renewed by agreement of the parties for successive one-year periods; and shall be bona fide and commercially reasonable at the time entered into under the circumstances then prevailing.

ARTICLE IV

OFFICERS

Section 1. Enumeration of Officers. The officers of this Association shall be a president, a secretary, a treasurer and such other officers as the Board may from time to time determine.

No officer other than the President need be a member of the Association, nor need any officer be a Director. The same person may hold more than one office.

Section 2. Selection and Term. The officers of the Association shall be selected by the Board, from time to time, to serve until the Board selects their successors.

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 receipt of such notice or at any later time specified therein, and the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Duties. The duties of the officers shall be as the Board may from time to time determine. Unless the Board otherwise determines, the duties of the officers shall be as follows:

(a) President. The president shall preside at all meetings of the Board, shall have the authority to see that orders and resolutions of the Board are carried out, and shall sign all legal instruments on behalf of the Association.

(b) Secretary. The secretary shall record the votes and keep the minutes and proceedings of meetings of the Board and of the Lot Owners, serve notice of meetings of the Board and of the Lot Owners, keep appropriate current records showing the names of Lot Owners of the Association together with their addresses, and shall act in the place and stead of the president in the event of the president's absence or refusal to act when lawfully required to do so.

(c) Treasurer. The treasurer shall assume responsibility for the receipt and deposit in such bank accounts, and investment of funds in such vehicles, as the Board directs, the disbursement of such funds as directed by the Board, the keeping of proper books of account, the preparation of a proposed annual budget and a statement of income and expenditures to be presented to the Lot Owners at annual meetings, and the delivery or mailing of a copy of each to each of the Lot Owners.

ARTICLE V

COMMITTEES

The Board shall appoint a nominating committee, and an Architectural Review Board, and may appoint such other committees as it deems appropriate in carrying out its purposes.

ARTICLE VI

NOTICES AND DEMANDS

Section 1. When and Where Given. Any notice or demand which is required to be given or delivered to or served upon a Lot Owner shall be in writing and shall be deemed to have been given, delivered or served when delivered or mailed to his, hers, their or its address as it appears on the records of the Association.

Section 2. Times. In computing the period of time for the giving of a notice required or permitted under the Articles, this Code of Regulations or a resolution of the Lot Owners or Directors, the day on which the notice is given shall be excluded, and the day when the act for which notice is given is to be done shall be included, unless the instrument calling for the notice otherwise provides. If notice is permitted to be given by mail, the notice shall be deemed to have been given when deposited in the mail.

ARTICLE VII

BOOKS AND RECORDS

The books, records and financial statements of the Association shall be available during normal business hours or under other reasonable circumstances, upon request to the Association, for inspection by Lot Owners and the holders, insurers and guarantors of first mortgages on Units. Likewise, during normal business hours or under other reasonable circumstances, the Association shall have available for inspection by Lot Owners, holders, insurers and guarantors of first mortgages on Units, and prospective purchasers, current copies of the Association's organizational documents and currently effective rules and regulations.

ARTICLE VIII

AUDITS

The Board shall cause the preparation and furnishing of an audited financial statement for the immediately preceding fiscal year, within a reasonable time following request (provided that no such statement need be furnished earlier than one hundred twenty (120) days following the end of such fiscal year), in the following circumstances:

1. to each requesting Lot Owner, at the expense of the Association, upon the affirmative vote of Lot Owners exercising a majority of the voting power of Lot Owners; and

2. to each holder, insurer, or guarantor of a first mortgage upon a Lot who requests the same, in writing, provided the audit, if an audited statement is not already available, shall be prepared at the expense of such requesting party.

ARTICLE IX

FISCAL YEAR

Unless otherwise changed by the Board, 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 incorporation of this Association.

ARTICLE X

AMENDMENTS

Section 8.01. This Code of Regulations may be amended or a new Code of Regulations may be adopted at a meeting of voting Lot Owners held for that purpose or in a vote conducted by mail by the affirmative vote of those Lot Owners entitled to exercise not less than a majority of the voting power of the Lot Owners.

CERTIFICATION

The undersigned, the President and the Secretary of Brookside Colony Civic Association, hereby certify that the foregoing is a true copy of the Amended Code of Regulations of Brookside Colony Civic Association, as adopted by the Members of the Association in 2002, and as the same are effective as of the dates of this certification.

Date: July 23, 2017

Ken Lewallen, President

Date: July 22, 2017

Debbie Knight, Secretary