

# **FAIRFIELD OAKS HOMEOWNERS ASSOCIATION, INC.**

## **BY-LAWS**

JANUARY 2022

### **ARTICLE I – NAME AND LOCATION**

1. The name of the corporation is Fairfield Oaks Homeowners Association, Inc., hereafter referred to as “The Association.”
2. The principal office of the corporation shall be 3820 Fairfield Ave., Shreveport, Caddo Parish, Louisiana.
3. Meetings of members and/or Board of Directors may be held at such places within the city of Shreveport, Caddo Parish, Louisiana, as may be designated by the Board of Directors of The Association.

### **ARTICLE II – DEFINITIONS**

1. “The ASSOCIATION” shall mean and refer to the Fairfield Oaks Homeowners Association, Inc., a not-for-profit Louisiana corporation.
2. “PROPERTY” shall mean and refer to that certain real property described in the Condominium Declaration, and such additions thereto as may hereafter be brought within the jurisdiction of The Association. Owners/Investors may own up to but not more than three (3) units, as long as that investment keeps Fairfield Oaks HOA in Federal Conventional Loan compliance.
3. “COMMON AREA/ELEMENT” shall mean all immovable property owned in division by the owners for the common use and enjoyment of all owners.
4. “UNIT” shall mean and refer to any unit shown on the site plan attached to The Declaration, and any amendments thereto.
5. “OWNER” shall mean and refer to the record owner, whether one or more persons or entities of the title to any unit which is a part of the property, excluding those persons or entities having such interest as security for the performance of an obligation. Owners/Investors may own up to but not more than three (3) units, as long as that investment keeps Fairfield Oaks HOA in Federal Conventional Loan compliance.
6. “DECLARATION” shall mean and refer to the Condominium Declaration applicable to the property recorded in the office of the Clerk of Caddo Parish, Louisiana
7. “MEMBER” shall mean and refer to those persons entitled to membership as provided in the Declaration.

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**ARTICLE III – MEETINGS OF MEMBERS**

1. ANNUAL MEETINGS. The Annual Meeting of the Members shall be held on the third (3<sup>rd</sup>) Monday in January of each year, at 6:00 p.m. If the day of the Annual Meeting of the Members should fall on a legal holiday, the meeting will be held at the same hour on the first day following, which is not a holiday.
2. SPECIAL MEETINGS. Special Meetings of the Members may be called at any time by the President of The Association or by the Board of Directors of The Association, or upon the written request of one-fourth (1/4) of the Members who are entitled to vote.
3. NOTICE OF MEETING. Written notices to each of the Members shall be given, at the direction of the Secretary or person authorized to call the meeting, by mailing a copy of such notice, either by email or USPS, at least fifteen (15) days prior to such meeting, to each member entitled to vote thereat, addressed to the member's address last appearing on the books of The Association, or supplied by such member to The Association, for the purpose of notice. Such notice shall specify the place, date, and hour of the meeting, and in case of a special meeting, the purpose of the meeting.
4. QUORUM. The presence at the Meeting of Members entitled to cast, or a proxy entitled to cast, one-tenth (1/10) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, The Declaration, or the By-Laws. If, however, such quorum shall not be present nor represented at any meeting, the members entitled to vote at that meeting shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or be represented.
5. PROXIES. At all Meetings of the Members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance of the member of his/her unit.

**ARTICLE IV – BOARD OF DIRECTORS, SELECTION, AND TERM OF OFFICE**

1. NUMBER. The affairs of the Association shall be managed by a Board of Directors, consisting of not fewer than five (5) nor more than seven (7) members. Each member of the Board must be a unit owner and resident of Fairfield Oaks Condominiums. (Underlined included in Amendment #1)  
Date Initially Ratified April 2007
- A. Each officer of the Board of Directors must be a resident, unit owner of Fairfield Oaks Condominiums. An officer position consists of President, Vice-President, Secretary and Treasurer. One (1) of the three (3) Member-at-Large positions MAY be a non-resident owner living in Caddo, Bossier, Desoto, and/or Red River Parish. (Underlined included in Amendment #2)  
Date Revised January 17, 2017
- B. The Association's Board of Directors shall be composed of the following elected officers: President, Vice-President, Secretary and Treasurer. The President and Vice-President shall be

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resident owners. Non-officers elected shall be called Members-at-Large. The total number of resident directors that constitute the entire board shall exceed non-resident owner(s).

Underlined include in Amendment #11\_ Date Revised November 11, 2019.

- C. The following Bylaw amendment replaces and supersedes all prior amendments on this issue: The Association's Board of Directors shall maintain the following officers elected by the Board of Directors: President, Vice-President, Secretary and Treasurer. The President, Vice President and Treasurer shall be resident owners of the Association. All other members of the Board of Directors may be either resident or non-resident owners of the Association (Underlined included in Amendment adopted on March 13, 2022).
2. TERM OF OFFICE. The Board of Directors shall be elected annually by the membership at the regular annual meeting, to serve for the ensuing year. Annually, the membership shall select three (3) Directors for a term of three (3) years. Directors who have finished a three-year term will rotate off The Board for a period of at least one (1) year.
  3. REMOVAL. Any Director may be removed from the Board by a majority vote of the members of The Association. In the event of death, resignation, or removal of a Director, his or her successor shall be elected by the remaining members of The Board and shall serve the unexpired term of his/her predecessor.
  4. OFFICE PERSONNEL. The hiring of office personnel shall be approved by The Board of Directors and shall serve as a non-voting member of the Board, for as long as his/her employment is in effect. Office personnel shall be supervised by the President and/or designated Board member(s). (Underlined included in Amendment #3.)
  5. MAINTENANCE PERSONNEL. The hiring of maintenance personnel shall be approved by The Board of Directors and supervised by the President and/or designated Board member(s) and under direction of the property manager. (Underlined included in Amendment #4.)
  6. COMPENSATION. No Director shall receive compensation for any service he/she may render to The Association. However, any Director may be reimbursed for actual expenses incurred in the performance of his/her duties.
  7. Action taken without meeting. The Directors shall have the right to take any action in the absence of a meeting which they feel could be taken at a meeting by obtaining the written or verbal approval of a majority of all the directors, for example – a phone, text, or email vote. Any action so approved shall have the same effect as though taken at a meeting of The Directors. (Underlined included in Amendment #5.)

ARTICLE V – NOMINATION AND ELECTION OF DIRECTORS

1. NOMINATION. Nomination for election to The Board of Directors shall be made by a nominating committee. Nominations may also be made from the floor at the annual meeting.

The nominating committee shall consist of a chairman, who shall be a member of The Board of Directors, and two (2) or more members of the Association. The nominating committee shall be appointed by The Board President, to serve from the close of each annual meeting until close of the next annual meeting. The nominating committee shall make as many nominations for election to The Board of Directors as it shall, in its discretion, determine. Such nominations shall be made from among members of the Association. In the event no eligible homeowner is willing to serve on the Board of Directors, a member rotating off the Board may be asked to serve an extended term. (Underlined included in Amendment #6.)

2. ELECTION. Election to The Board of Directors shall be by secret written ballot. At each election, the members or their proxies may cast, in respect of each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. Each unit is entitled to one ballot. The person(s) receiving the largest number of votes shall be elected. Proxies and ballots must be mailed to owners at least thirty (30) days prior to the annual meeting. Ballots must include names submitted by the Nominating Committee and space for any names nominated from the floor.

ARTICLE VI – MEETING OF DIRECTORS

1. REGULAR MEETINGS. Regular meetings of The Board of Directors shall be held monthly at such time and hour as may be fixed from time to time by resolution of The Board. Should said meeting fall on a legal holiday, that meeting shall be held at the same time on the next day which is not a legal holiday. Proxy voting of The Board of Directors is prohibited except in extenuating circumstances with Board approval. (Underlined is included in Amendment #7.)
2. SPECIAL MEETINGS. Special meetings of The Board of Directors shall be held when called by the President of The Association, or by any two (2) Directors, after not less than three (3) days' notice to each director. Directors may go into executive session by motion and second by another Director and agreed to by a majority of the Directors present.
3. QUORUM. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of The Directors present at a duly held meeting at which a quorum is present shall be regarded as an act of The Board.

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**ARTICLE VII – POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

1. **POWERS.** The Board of Directors shall have the power to:
  - A. Adopt and publish rules and regulations governing the use of the common elements and facilities, and the general conduct of the members, tenants, and their guests thereon, and to establish penalties for the infraction(s) thereof.
  - B. Suspend the voting rights of a member and the rights of that member and/or is/her tenants to use the facilities of The Association during any period in which such member shall be in default in the payment of any assessment levied by The Association. Where there is an infraction of public rules and regulations of The Association, a member's  
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  - C. voting rights and the rights of the member and/or his/her tenants to use The Association's facilities may be suspended if such suspension is imposed after notice and hearing by The Board of Directors.
  - D. Exercise for the Association all powers, duties, and authority vested in or delegated to The Association and not reserved to the membership by other provisions of these By-Laws, the Rules and Regulations, the Articles of Incorporation, and/or The Declaration.
  - E. Declare the office a member of the Board to be vacant if such member shall have been absent for three (3) consecutive regular meetings of The Board of Directors without prior Board approval. (Underlined included in Amendment #8.)
  - F. Employ, or cause to be employed, a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.
2. **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 statement thereof to the members of the Association at the annual meeting of the membership, or at any special meeting.
  - B. Supervise all officers, agents, and employees of the Association, and to see that their duties are properly performed.

- C. As more fully provided in The Declaration, to:
  - I) Determine each year the projected annual budget for the Association, and assess each owner a percentage of the amount of the budget as common expenses;
  - II) Send a written notice of each special assessment and any change in annual dues to each owner at least thirty (30) days prior to the date such assessment or dues change shall be due and payable by such owner; and
  - III) Take all action necessary, including the hiring of an attorney, to file suit on behalf of the Association against any owner who does not timely pay dues, assessments, fines and the like, as determined by a decision of the Board of Directors.
- D. Procure and maintain adequate liability and hazard insurance on property owned by The Association.
- E. Maintain in effect such casualty, flood, and liability insurance, and fidelity bond that meets standards established by FHLMC and FNMA for condominiums, and the FNMA, together with workers compensation insurance on all employees, to the extent required by law.
- F. Cause all officers and/or employees having fiscal responsibilities to be bonded as The Board of Directors may deem appropriate; the premiums of such fidelity bonds shall be a common expense of the Association.
- G. Cause the common elements to be maintained.
- H. Cause the premises and improvements situated thereon to be maintained.
- I. To repair, restore damaged property to substantially comparable condition in which existed prior to damage. Flooring shall be replaced at three dollars (\$3) per square foot to include removal and installation. (Underlined included in Amendment #9.)

ARTICLE VIII – OFFICERS AND THEIR DUTIES

1. ENUMERATION OF OFFICERS. The officers of The Association shall be President, Vice-President, Secretary, and Treasurer, and such other officers as the Board of Directors may, from time to time, by resolution, create. All officers shall be voting members of the Board of Directors. Each officer of the Board of Directors will be a property owner and resident of Fairfield Oaks Condominiums. (Underlined portion added as a part of Amendment #1.)
2. ELECTION OF OFFICERS. The election of officers of the Board of Directors shall take place at a meeting of the Board of Directors held immediately following the annual meeting. These officers will be elected by the Board of Directors, from within their own membership.
3. TERM OF OFFICE. The Officers of The Association shall be elected annually by the Board of Directors, and each officer shall hold office for one (1) year, unless he/she resign sooner, be removed, or otherwise disqualified to serve.
4. RESIGNATION OR REMOVAL. Any officer may be removed from office by the Board of Directors. Any officer may resign at any time, by giving written notice to the Board of Directors, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice, or at such later time as specified therein, unless otherwise specified therein. The acceptance of such resignation shall not be necessary to make it effective.
5. VACANCY. A vacancy in any office may be filled by the appointment by The Board of a new officer. The officer appointed shall serve or the remainder of the term of the officer he/she replaces.
6. MULTIPLE OFFICES. The offices of Secretary and Treasurer may be held by one and the same person. No person shall hold, simultaneously, more than one (1) of the other offices, except in the case of special offices created pursuant to Article IX, Section 1.
7. DUTIES. The duties of the officers of The Association are:
  - A. President. The President shall preside at all meetings of the Board of Directors, shall see that the orders and resolutions of the Board of Directors are carried out, shall sign all leases, mortgages, deeds, and other written instruments, and co-sign checks drawn on the Association account. The President shall appoint another Board member to co-sign checks. The President shall have the authority to, and be responsible for, the day to day operations of The Association.
  - B. Vice-President. The Vice-President shall act in the place and stead of the President, in the event of the President's absence or inability to act, and he/she shall exercise and discharge such other duties as may be required of him/her by the Board of Directors.

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- C. Secretary. The Secretary shall record the votes and keep the minutes of the meetings and proceedings of the Board of Directors and its members, keep appropriate and current records showing the members of the Association, together with their address, email address, and phone number, and perform such other duties as may be required by the Board of Directors.
  
- D. Treasurer. The Treasurer may receive and deposit in the appropriate bank account all monies of the Association, and by disbursement of such funds as may be directed by resolution of the Board of Directors, co-sign checks, prepare an annual budget, and prepare a statement of income and expenditures for presentation to the membership at the annual meeting, and prepare and distribute a monthly statement at each monthly meeting of the Board of Directors.

**ARTICLE IX – COMMITTEES**

The Board of Directors shall appoint a Building, Grounds and Maintenance, Nominating, and a Finance Committee. In addition, the Board of Directors shall appoint other committees as it deems appropriate for carrying out its purposes.

**ARTICLE X – BOOKS AND RECORDS**

- 1. The books, records, and papers of the Association shall, at all times, during reasonable business hours, be open to inspection by any member.
  
- 2. The articles of Incorporation, The Declaration and the By-Laws of the Association shall be available for inspection by any member, at the principal office of the Association. A copy or copies of these documents may be purchased from the Association office, for a reasonable fee, as established by the Board of Directors.

**ARTICLE XI – ASSESSMENTS**

- 1. As detailed in The Declaration, each member is obligated to pay the Association annual dues and any special assessments levied by the Board of Directors. If the assessment is not paid as and when due, one (1) written notice will be provided to the delinquent unit owner, and the unit owner given thirty (30) days in which to pay his/her dues/assessment. If the obligation is not met within thirty (30) days, the matter will be turned over to a collection agency or an attorney for collection. The delinquent owner will be responsible for all expenses incurred by the Association in the collection of this money. The assessment/fine shall bear interest from the date of delinquency and the Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fee of any such action shall be

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2. added to the amount of such assessment. (Underlined included in Amendment #10.) No owner may waive or otherwise escape liability for an assessment provided herein by declaring his/her non-use of the common elements or abandonment of his/her unit.
3. In Article 18, Section B, of the Fairfield Oaks Homeowners Association Declaration, a provision is made for the establishment of a working capital fund, in a segregated account, owned by the Association. This fund is obtained by requiring the purchaser, at the time of purchase, to pay to The Association a sum of \$250.00, in the form of a transfer fee. These funds shall be deposited in a segregated working capital fund known as "The Reserve Account," which shall be used only as specifically authorized by the Board of Directors.

**ARTICLE XII – AMENDMENTS**

1. These By-Laws may be amended at a regular or specially called meeting of the members by a vote of the majority of a quorum present, in person or by proxy.
2. Each amendment (or portion thereof) shall be clearly identified by underlining the same and assigning an "amendment number" thereto. A record of amendments will be maintained as a part of this document by an addition to page eleven (11) of this document which is a copy of the reverse side of page twelve (12) of the original document.

**ARTICLE XIII – MISCELLANEOUS**

1. The fiscal year of the Association shall begin on the first day of January and end on the thirty-first day of December of each calendar year.
2. These By-Laws supersede any and all By-Laws in effect prior to the date of these By-Laws, dated January 2017, as approved by the majority of the membership present at the annual meeting of the Association in January 2017.
3. This certifies that the By-Laws were adopted by the Board of Directors at the Annual Meeting on the day of January 21, 2020. Amendments to these By-Laws are effective upon their approval in the manner set forth, unless a later effective date is specified therein.

The Association's By-Laws set forth rules and regulations for how the HOA Board should carry out procedures as set forth in the condominium declaration. These include details regarding the election of the board of directors, voting procedures, quorum requirements, term limits and other details of how the HOA will be run. The Board encourages you to read and understand the Association's By-Laws to gain a clear understanding of the board's role and responsibilities within the association's governance structure. (Date added January 21, 2020)

In witness whereof, we, being all the current Directors of the Fairfield Oaks Homeowners Association, Incorporated, have hereunto set our hands, this the

\_\_\_\_\_ 13<sup>th</sup> \_\_\_\_\_ Day of \_\_\_\_\_ March \_\_\_\_\_, 2022.

\_\_\_\_\_  
Marilyn Rountree, President

\_\_\_\_\_  
(vacant) Vice-President

\_\_\_\_\_  
Carol Greening, Secretary-Treasurer

\_\_\_\_\_  
Jennifer Ameen, Member-at-Large

\_\_\_\_\_  
Chris Causey, Member-at-Large

\_\_\_\_\_  
Sherry Kerr, Member-at-Large

\_\_\_\_\_  
Fred Sanders, Member-at-Large

\_\_\_\_\_  
Susan Standke, Member-at-Large

RECORD OF AMENDMENTS

1. These revised By-Laws were approved at the General Membership Annual Meeting held on January 21, 2007 as amended by Amendment #1.
  
2. These revised By-Laws were approved at the General Membership Annual Meeting held on January 13, 2017 as amended by Amendments #2, #3, #4, #5, #6, #7, #8, #9, and #10.
  
3. These revised By-Laws were approved at the Homeowners Association Board Meeting held on November 11, 2019 as amended by Amendment #11.
  
4. These revised By-Laws were approved at the General Membership Annual Meeting held on March 13, 2022 as amended by Amendment # 12.