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Jamie Walters MISC

Stark County Recorder

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BY-LAWS OF
AVONDALE COMMUNITY IMPROVEMENT ASSOCIATION

The undersigned, President of the Avondale Community Improvement Association (the "Association"), as authorized by the Board of Trustees of said Association, hereby files for record the By-Laws of the Association, attached hereto as Exhibit A, pursuant to RC 5312.02.

In Witness Whereof, I have hereunto set my hand the 3rd day of November, 2021.

Alan Harold

Alan Harold, President, Avondale Community Improvement Association

State of Ohio :
:SS
County of Stark County :

Before me a Notary Public in and for said County and State, personally appeared the above named Alan Harold, President of the Avondale Community Improvement Association, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed and the free act and deed of the Avondale Community Improvement Association.

In Testimony Whereof, I have hereunto set my hand and official seal at Canton, Ohio, this the 3rd day of November, 2021.

Jill Ann Maag
Notary Public



JILL ANN MAAG
Notary Public, State of Ohio
My Commission Expires
March 1, 2025

Cover Page prepared by: Alan Harold

By-Laws prepared by: Black, McCuskey, Souers & Arbaugh

AMENDED CODE OF REGULATIONS
OF
AVONDALE COMMUNITY IMPROVEMENT ASSOCIATION

ARTICLE I.

MEMBERSHIP.

The members of this Association shall be such persons as shall now or hereafter be or become owners of any lot or lots in any allotment in Avondale.

ARTICLE II.

MEETINGS OF MEMBERS.

Section 1. The annual meeting of the members of the Association shall be held annually in the month of December of each year at such date, time and place as shall be designated by the Trustees of the Association.

Section 2. Special meetings of the members may be held upon call by the Board of Trustees, and shall be called upon written order of one-third in number of the members of the Association.

Section 3. Notice of the annual and all special meetings of the members of the Association shall be given by the Secretary, in writing, to all members of the Association at least three (3) days prior to the date of such annual or special meeting. Mailing of such notice to the address of the member as shown in the records of the Association shall be sufficient compliance with provision for notice.

Section 4. At all meetings the members present in person or by proxy shall constitute a quorum for the transaction of business.

Section 5. Members shall be permitted to be represented and vote by proxy at all meetings of the Association. Such proxies shall be appointed in writing and such written appointment shall be filed with the Secretary of the meeting before any right to vote is exercised thereunder.

ARTICLE III.

TRUSTEES.

Section 1. The government and management of the Association and of all its business and affairs shall be vested in a Board of Trustees, who shall be nine (9) in number, and shall have and exercise the corporate powers of the Association and control its property. Notwithstanding the foregoing, the number of members of the Board of Trustees may be increased or decreased by the vote of a majority of the members present in person or by proxy at any meeting of members called for the purpose of electing

Trustees; provided, however, that the number of Trustees may not be reduced to fewer than three (3) persons.

Section 2. The Trustees shall be elected at the annual meeting of the Association by the vote of a majority of the members present in person or by proxy. A Trustee shall hold office until the annual meeting for the year in which his term expires and until his successor is elected and qualified. The Trustees shall be divided into three classes, with each class consisting, as nearly as may be possible, of one-third of the total number of Trustees. Trustees of each class shall be elected to hold office for three (3) years. All Trustees shall be members of the Association.

Section 3. Regular meetings of the Board of Trustees shall be held at such date, time and place as such Board shall designate from time to time.

Section 4. Special meetings shall be held on call of the President or of any two members of the Board, or may be held at any time and place without notice, by unanimous written consent of all members, or by the presence of all members at such meeting.

Section 5. At all meetings of the Board of Trustees, a majority of such Trustees shall constitute a quorum.

Section 6. In case of any vacancies in the Board of Trustees caused by death, resignation or otherwise, such vacancies shall be filled for the unexpired term by a vote of the majority of the Board.

Section 7. Each Trustee, officer, employee, agent or volunteer of the Association shall be indemnified by the Association to the fullest extent permitted under Section 1702.12(E) of the Ohio Revised Code, as the same shall be amended from time to time. The foregoing right of indemnification shall be in addition to any other rights to which any person seeking indemnification may be or become entitled by law, vote of members or disinterested Trustees of the Association or otherwise.

ARTICLE IV.

OFFICERS.

Section 1. The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, who shall be elected by the Board of Trustees annually, a majority vote of the Board being necessary for an election. The offices of Secretary and Treasurer may be held by the same person. Such officers shall hold office for the term of one (1) year and until their successors are elected and qualified.

Section 2. If requested by the Board of Trustees, the Treasurer shall give bond for the faithful discharge of his duties in such sum as shall be fixed, from time to time, by the

Board of Trustees. The premium for such bond, if executed by a corporate surety, shall be paid by the Association.

Section 3. The officers shall severally perform the duties pertaining to their respective offices, and such other duties as the members or the Trustees shall, from time to time, prescribe.

ARTICLE V.

COMMITTEES.

Section 1. The President of the Association shall, annually, appoint a committee of the Association, to be known and designated as the Committee on Plans. One (1) member of such committee shall be a member of the Board of Trustees. All plans for buildings on lots in Avondale shall be submitted to this committee for its consideration and action. If such plans are approved by the Committee on Plans, the President or Secretary shall thereupon endorse the approval of the Association upon such plans. Any action of the Committee on Plans may be overruled by a majority vote of the Board of Trustees at any regular or special meeting of the Board.

Section 2. The Board of Trustees may create such additional committees, from time to time, as it may deem necessary to properly carry out the aims and purposes of this Association. Members of all such committees shall be appointed by the President, and the terms of the members of such committees, as well as members of Committee on Approval and Committee on Plans, shall begin and terminate co-incident with the term of the President by whom they are appointed.

ARTICLE VI.

TERMINATION OF MEMBERSHIP.

Section 1. When any member shall cease to be an owner of property in Avondale, his membership in this Association shall automatically terminate and his name shall be stricken from the roll of members of the Association by the Secretary as soon as notice of such fact shall have been brought to his attention.

ARTICLE VII.

ORDER OF BUSINESS.

Unless changed or suspended at any meeting by a vote of the majority of the members present, the order of business at all meetings of members shall be as follows:

1. Reading of minutes of last meeting and action thereon.
2. Reports of officers.
3. Unfinished business.
4. New or miscellaneous business.
5. Election of Trustees.

ARTICLE VIII.

AMENDMENTS.

These Regulations may be amended, altered or repealed by a vote of two-thirds of the members present in person or by proxy at any regular meeting, or by like vote of members at any special meeting, provided that in the written notice of such special meeting it shall be specified that it is proposed to act at such special meeting upon amendment or amendments to these Articles.

BLACK McCUSKEY SOUERS & ARBAUGH

Anthony E. Efremoff
Robert I. Friedman
Arnold R. Shifman
Victor R. Marsh
Daniel M. Jonas
Randolph L. Snow
Terrence P. Kessler
James R. Strawn
Joel K. Dayton
Scott P. Sandrock
Gust Callas
Bruce M. Soares
James P. Kamerer
Richard D. Dodez
Mary E. Reynolds
John J. Rambacher
Thomas W. Connors
Terrence L. Seeberger
David M. Hanhart
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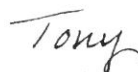
September 29, 2004

Mr. Robert Daane
3539 Overhill Drive N.W.
Canton, Ohio 44718

Dear Bob:

Enclosed is a copy of the Amended Code of Regulations of Avondale as adopted by vote of two-thirds of the members present at the 1991 Annual Meeting.

Very truly yours,



Anthony E. Efremoff

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Enclosure

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