



BY-LAWS

**Amended on June 1, 2004
at the Annual Meeting**

FOREST GLEN COMMUNITY HOMEOWNERS' ASSOCIATION (IL # N5103-985-8)

ARTICLE I

NAME OF CORPORATION

The name of this corporation is the FOREST GLEN COMMUNITY HOMEOWNERS' ASSOCIATION.

ARTICLE II

PURPOSE AND POWERS

Section 1. Purposes: The Association will act on behalf of the Membership collectively as their governing body for civic functions with respect to the care, maintenance, enhancement, preservation and operation of both real and personal property held by the Association for the common use and enjoyment of the Members; to insure high standards of maintenance and operation of all the Property and any annexations thereto, the exclusive use of which is retained by the various Individual Members; and to insure the provision of services and facilities for the common benefit of the Members of the Association.

Section 2. Powers: The Association shall have and exercise all powers now or hereafter under the terms of the General Not-For-Profit Corporation Act of the State of Illinois or conferred by the Declaration of Covenants, Conditions and Restrictions for Forest Glen Community Homeowners' Association.

ARTICLE III

DEFINITIONS

The definition of the terms set forth in those By-Laws shall be the same as set forth in the Declaration of Easements, Covenants and Restrictions for Forest Glen recorded in the Office of the Recorder of Deeds of Du Page County, Illinois, on July 15, 1976, as Document No. R-76- 46769.

Unless the provisions of these By-Laws otherwise require, words imparting the masculine gender shall include the feminine; words imparting the singular number shall include the plural, and words imparting the plural shall include the singular.

ARTICLE IV

OFFICES AND AGENTS

The Association shall have and continuously maintain within the State of Illinois a registered office and a registered agent whose office shall be identical with such registered office. In addition, the Association may have such other offices, either within or without the State of Illinois, as the Board of Directors may from time to time determine.

ARTICLE V

MEMBERSHIP AND VOTING RIGHTS

Section 1. Membership: Membership in the Association shall be determined pursuant to the provisions of ARTICLE VIII, Section 2, of the Declaration.



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ARTICLE VI

MEETINGS OF MEMBERS

Section 1. Annual Meeting: The annual meeting of the Membership of the Association shall be held on the first Tuesday in June in each year, beginning with the year 1978 at the hour of 7:30 o'clock P.M., for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If any such day shall be a legal holiday, the meeting shall be held at the same time on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the Members called as soon thereafter as conveniently may be.

Section 2. Special Meetings: Special meetings of the Membership may be called at any, time by the President or by the Board of Directors or upon the written request of not less than one-fourth (1/4 of all votes entitled to be cast at any Membership meeting.

Section 3. Notice: Written or printed notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered either personally or by mail not less than five (5) or more than forty (40) before the date of such meeting Such notice shall be given by or at the direction of the President or the Secretary or the Officers or Members calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, addressed to the Member at his address as it appears on the records of the Association, with postage thereon prepaid.

Section 4. Place: the Board of Directors of the Association may designate any place, either within or without the State of Illinois, for any annual Membership meeting or for any special meeting called by the Board. If no designation is made, or in the case of special meetings other wise called, meetings shall be held at the registered office of the Association. Notwithstanding the foregoing, should all of the Members meet at any time and place, either within or without the State of Illinois, and consent to the holding of a meeting, such meeting shall be valid without call or notice and at any such meeting any corporate action may be taken.

Section 5. Quorum: Except as provided in the Articles of Incorporation, these By-Laws or the Declaration, the presence at any meeting in person or by proxy of Members holding one-tenth (1/10 of the votes entitled to be cast shall constitute a quorum. If a quorum is not present at any meeting of Members, a majority of the votes represented there at may adjourn the meeting from time to time without further notice.

Unless a greater proportion is required by the Illinois General Not—for—Profit Act The Articles of Incorporation or these By-Laws, the vote at any Membership meeting, at which a quorum is present, of the majority the votes present in person or by proxy shall be necessary for the adoption of any matter voted upon by the Members.

In the event the Membership shall consider the designation or transfer of any part of the Park Land or Park Facilities to any municipality, public agency, authority or utility, the levying of regular assessments larger than the previous year's regular assessment or the levying of a special assessment, all as provided for in the Declaration, or the amending of said Declaration, such matter or matters shall be adopted at a Membership meeting at which a quorum is present upon the affirmative vote of two—thirds (2/3) of the entire membership, except as provided for in ARTICLE VIII, Section 6, 1, of the Declaration.

Section 6. Proxies: At all Membership meetings, each Member may vote in person or by proxy executed in writing by the Member or his duly authorized attorney in fact and filed with the Secretary of the Association. Each proxy shall be revocable and shall automatically cease eleven (11) months from the date of execution, unless otherwise provided therein. Notwithstanding the foregoing, any proxy given by a member who sells, transfers or assigns the interest required for Membership in the Association under the terms of ARTICLE VIII of the Declaration shall automatically terminate upon such transfer.



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ARTICLE VII BOARD OF DIRECTORS

Section 1. Number: The affairs of the Association shall be managed by a Board of seven Directors each of whom need not be a resident of Illinois but must be a Member of the Association.

Section 2. Term of Office: At their first annual meeting, the Members shall elect four (4) Directors for a term of two (2) years, and three (3) Directors for a term of one (1) year. Upon the expiration of the terms of office of the Board Members so elected at the first annual meeting and thereafter, successors shall be elected for a term of two (2) years each.

Section 3. Vacancies: Should the death, resignation or removal of a Director create a vacancy on the Board, the unexpired term of such Director shall be served by a successor selected by a majority of the remaining members of the Board. Any Director may be re-moved from the Board, with or without cause, by the majority vote of the Membership.

Section 4. Compensation: No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for actual expenses incurred in the performance of his duties as a Director.

Section 5. Meetings: An annual meeting of the Board of Directors shall be held without other notice than this By-Law immediately after and at the same place as the annual meeting of the Members. The Board of Directors may provide by resolution the time and place, either within or without the State of Illinois, for holding of additional regular meetings of the Board without other notice than such resolution.

Section 6. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call such special meetings of the Board may fix the time and place, either within or without the State of Illinois, as the place for the holding of any such special meeting.

Section 7. Notice: Notice of any special meeting of the Board of Directors shall be given at least two previously thereto by written notice delivered personally or sent by mail or telegram to each Director at his address as shown by the records of the Association. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these By-Laws.

Section 8. Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 9. Manner of Acting: The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except when the Board shall consider the following matter, set forth at length in the Declaration:

(a) The fixing of the amount of all regular assessments.

In this case, the affirmative vote of two-thirds (2/3rd's) of the Board of Directors present at a meeting at which a quorum is present shall be necessary to adopt any measure with respect thereto.



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ARTICLE VIII

NOMINATION AND ELECTION OF DIRECTORS

Section 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 or more Members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the Members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations must be made from among Members.

Section 2. Election: Election to the Board of Directors shall be by secret written ballot. At such election the Members of their proxies may cast, in respect to each vacancy as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE IX

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers: The Board of Directors shall have power to:

- (a) 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 Articles of Incorporation or the Declaration;
- (b) Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 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 at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by one—fourth (1/4) of the Members who are entitled to vote;
- (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) Conduct a regular meeting of the Board of Directors on or before December 1st of each year for the purpose of determining the regular assessment against each lot prior to such regular assessment period;
 - (ii) Prepare an itemized list of all estimated expenditures and give written notice of each assessment to every Owner; and
 - (iii) Foreclose the lien against any Property for which assessments are not paid within thirty (30) days after the due date thereof or to bring an action of law against the Owner personally obligated to pay the same.
- (d) To cause an appropriate officer of the Association to issue, upon demand by any Owner, a certificate setting forth whether or not the assessments on such Owner's lot have been paid. A reasonable charge may be made by the Board for the issuance of these certificates. Such certificate shall be conclusive evidence of payment of any assessment therein stated to have been paid.
- (e) Procure and maintain adequate liability and hazard insurance on all Property owned by the Association
- (f) Cause all officers and employees having a fiscal responsibility to be bonded as the Board may deem appropriate.



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(g) Cause the Park Land, Park Facilities and the exterior of the Living Units to be maintained in accordance with the provisions set forth in the Declaration.

ARTICLE X

OFFICERS

Section 1. Officers: The officers of the Association shall be a President, Vice President, Treasurer, Secretary and such other officers as may be elected in accordance with the provisions of this Article. The President shall be a member of the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Election and Term of Office: The officers of the Association shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon hereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall, have been duly elected

Section 3. Removal: Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President: The President shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. He shall preside at all meetings of the Members and of the Board of Directors and shall see that the orders and resolutions of the Board of Directors are carried out. He may sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President: In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7. 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; provided, however, that a resolution of the Board of Directors shall not be necessary for disbursements made in the ordinary course of business conducted within the limits of a budget adopted by the Board. The Treasurer shall sign all checks and notes of the Association, provided that such checks and notes shall also be signed by the President or the Vice President. The Treasurer shall keep proper books of account and ~~cause an annual audit~~ allow *the review* of the Association books ~~to be made by a certified public accountant at the completion of each fiscal year~~ *by any member or their authorized agent*. He shall prepare an annual budget and an annual balance sheet statement and the budget and balance sheet statement shall be presented to the Membership at its annual meeting.

The paragraph above was amended by a majority vote of the lawful quorum at the Annual Meeting held on June 1, 2004.

Section 8. Secretary: The Secretary shall be ex-officio the Secretary of the Board of Directors, shall record the votes and keep the minutes of all proceedings in a book to be kept for that purpose. He shall record in a book kept for that purpose the names of all Members of the Association, together with their addresses as members.



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ARTICLE XI

COMMITTEES

Section 1. Committees The Board of Directors, by resolution adopted by a majority of the Directors in office, may delegate one or more committees, each of which shall consist of one Director and two or more members of the Association, which committees, to the extent provided in said resolution, shall have and exercise the authority vested herein by said Board of Directors.

The standing committee of the Association shall be a Nominations Committee. A standing committee shall be appointed by the Board of Directors at each annual Director's meeting to serve from the close of such meeting until the close of the next annual meeting, and such appointment shall be announced at each such annual Director's meeting. The Board of Directors may establish by resolution such other committees as it may deem desirable.

Section 2. Nominations Committee: The Nominations Committee shall have the duties and functions described in ARTICLE VIII of these By-Laws.

Section 3. Chairman: One member of each committee shall be appointed Chairman.

Section 4. Vacancies: Vacancies in the Membership of any committee will be filled by appointments made in the same manner as provided in the case of original appointments.

Section 5. Quorum: Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6. Rules: Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board of Directors.

ARTICLE XII

ARCHITECTURAL CONTROLS

The architectural control of the structures to be located on the Property is vested exclusively in TORODE ASSOCIATES its successors or assigns, as provided in ARTICLE VI.

ARTICLE XIII

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to the inspection of any Members.

ARTICLE XIV

FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XV

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words:
FOREST GLEN COMMUNITY HOMEOWNERS' ASSOCIATION.



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ARTICLE XVI WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of the General Not-for-Profit Corporation Act of Illinois, or under the provisions of the Articles of Incorporation or the By-Laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVII AMMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy, provided that any matter stated herein to be or which is, in fact, governed by the Declaration applicable to the Property may not be amended except as provided in such Declaration.

Section 2. In case of any conflict between the Declaration applicable to the Property and these By-Laws, the Declaration shall control.

IN WITNESS WHEREOF, we, being all of the Directors
of the FOREST GLEN COMMUNITY HOMEOWNERS' ASSOCIATION, have
hereunto set our hands this 8th day of August, 1977.

Amendment History

At the Annual Meeting on June 1, 2004 with 28 owners and Proxy's voted (a quorum was reached)

Article X Section 7, Page 5 of 7, Removed the requirement of an annual audit by an accounting firm. This was due to the high cost of doing an audit. Any member (or their authorized agent may review, at their expense, the financial records of the Association. Passed, 27 to 1. Ballots are being held in the Forest Glen Homeowners Association's permanent files.