MEMORANDUM

Meadows Neighborhood Homeowners Association, Inc.

TO:	All Homeowners, The Meadows Subdivision
FROM:	Jonathan Keller, President, Meadows Neighborhood Homeowners Association, Inc.
DATE:	September 15, 2026
RE:	Our deed restrictions — where they came from, and why changing them takes all of us

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The Board recently finished a review of the founding documents of our neighborhood — the original deed restrictions for all three phases, the deed from the original landowners, our Association's bylaws and articles of incorporation, and the corporate records of the company that built The Meadows. This memo shares what we learned, in plain terms. Nothing in it changes any rule or requires any action from you; it simply explains how things stand.

The company that built The Meadows — and then closed its doors

In 1997, a company called The Meadows Development, Inc. bought the farmland off Barnes Mill Road and began building our neighborhood. As it completed each phase, it recorded a set of deed restrictions with the Madison County Clerk — Phase One (Lots 1–26) in November 1997, Phase Two (Lots 67–81) in February 1998, and Phase Three (Lots 27–66) in August 1998. The three documents contain exactly the same 39 restrictions, word for word. They are the rules that still govern every lot today: single-family homes only, minimum home sizes, fences in back yards only, no street parking, and so on.

Once the neighborhood was built and the lots were sold, the development company had no further business here. It filed its last annual report with the State of Kentucky in 2001 and then formally dissolved — an orderly closing, properly done. It has not existed for roughly twenty-five years.

How our Homeowners Association came to be

The deed restrictions require every lot owner to be a member of a homeowners association — but the development company never actually created one. After the company wound down, residents did it themselves: in March 2002, the Meadows Neighborhood Homeowners Association, Inc. was incorporated as a Kentucky nonprofit. Its charter covers the entire neighborhood, so every owner in every phase is a member. That is the Association we all belong to today — created by neighbors, not by the developer.

What the developer left behind

When the company dissolved, it left two unspecified items related to our deed restrictions.

First, the restrictions name the developer as the approver of many things. Eight different rules say the Developer must approve building plans, fences, outbuildings, mailboxes, landscaping, vinyl siding, and more. No successor was ever named, and no one was given those approval rights when the

company closed. With the company gone, there is a question of succession as it relates to who has clear authority to grant those approvals.

Second, the restrictions contain no instructions for changing them. There is no vote threshold, no amendment procedure — nothing. Under Kentucky law, when deed restrictions are silent about how to amend them, they can only be changed with the written, notarized consent of every single owner they cover. Kentucky passed a new HOA law in 2023 that allows many neighborhoods to amend restrictions with an 80% vote, but that law expressly does not reach older documents like ours.

Put plainly: because the developer left no specified amendment procedure, changing our deed restrictions requires the signature of every lot owner in the neighborhood — all 80 of them. (The Meadows was originally platted as 81 lots, but Lots 61 and 62 in Phase Three have since been combined into a single lot by their owner, so today there are 80.) The HOA Board cannot change them. A majority vote at a meeting cannot change them. Our bylaws cannot change them. It is all 80 of us, or a judge.

What the Board thinks

The Board will discuss this research/information at an upcoming membership meeting on Nov 10, 2026. Back in the May's semi-annual HOA meeting, the Board did present for community considerations some deed restriction changes, community concerns and now this research ends that initiative. Currently, no signature campaign has started, and nothing about your property changed.

Where the original documents are recorded

Anyone can view the originals at the Madison County Clerk's office in Richmond: Phase One — Deed Book 115, Pages 460–463; Phase Two — Deed Book 117, Pages 597–600; Phase Three — Deed Book 123, Pages 426–429. The Association also keeps a combined reference copy of the restrictions.

This memo is a plain-language summary prepared by the Board and is general information, not legal advice. Before any action is taken, the Association will rely on the advice of a licensed Kentucky attorney. Questions are welcome at any Board meeting or by contacting any Board member.