



**PONDEROSA PINES WATER COMPANY
53275 PONDEROSA WAY
LA PINE, OR 97739**

APPROVING ADMENDMENTS TO BYLAWS

AMENDMENTS OF BYLAWS

WHEREAS, "Bylaws" is the Amended Bylaws of the Ponderosa Pines Water Company ("Corporation") effective April 19, 2012,

WHEREAS, ARTICLE VIII, Section 1, Officers of the Bylaws states the Officers of the Corporation and that all officers shall be chosen from Corporation's Board of Directors,

WHEREAS, The Board of Directors of the Ponderosa Pines Water Company deems it to be in the Corporation's best interest to establish the office of vice president and to not restrict the officers of secretary and treasurer of the Corporation to only members of the Board of Directors of the Corporation,

WHEREAS, The Board of Directors of the Ponderosa Pines Water Company desire to periodically establish standing and ad hoc committees as advisory committees to the Board of Directors of the Corporation. These committees will work only with matters defined in their charters and/or those specifically requested by the Board of Directors of the Corporation,

WHEREAS, ARTICLE XIV of the Bylaws states that the Bylaws or any portion of them may be amended by a two-thirds (2/3) vote of the Board of Directors of the Corporation,

RESOLVED, ARTICLE VIII Section 1 of the Bylaws is amended to read as follows:

Section 1. Enumeration and Eligibility. The principal officers of the Ponderosa Pines Water Company shall be a President of the Board of Directors, and a vice-president, who shall be members of the Board of Directors, and a secretary and treasurer who need not be members of the Board of Directors but who shall be members of the Corporation. The Board of Directors may appoint assistants to the secretary or treasurer by resolution.

RESOLVED FURTHER, A new ARTICLE XV will be added to the Bylaws to be read as follows:

COMMITTEES The Board of Directors of the Corporation shall appoint such committees as it, in its discretion, deems necessary to assist in the operation of the affairs of the Corporation. Such committees shall exercise all powers and be subject to all duties which the Board of Directors of the Corporation shall give them. Committee members need not be members of the Board of Directors of the Corporation, but shall be Members of the Corporation. A majority of the members of any committee shall fix its procedure.

We, the undersigned, attest that the forgoing ADMENDMENTS TO BYLAWS was duly approved on September 3, 2015 in accordance with the provisions in ARTICLE XIV of the Bylaws.



Jeffrey L. Harris
Jeffrey L. Harris, President

24 SEP 15

Date

Julie Shattler
Julie Shattler, Secretary-Treasurer

9-24-15

Date

Danelle K. Emery
Danelle Emery, Vice President

9-24-15

Date

Gerald Evers
Gerald Evers, Director

9/29/15

Date

John Thomas
John Thomas, Director

9/24/15

Date

Cheryl Riddle
Cheryl Riddle, Director

9-24-15

Date

Jim Craig
Jim Craig, Director

9-24-15

Date