

Bylaws Presented and Voted on at Annual Meeting May 03, 2025
Birch Bay View Homeowners' Association Bylaws
2025 Edition

MISSION STATEMENT

The mission of the Birch Bay View Homeowners' Association is to protect and enhance property values by ensuring that views of Birch Bay and Mt. Baker remain unobstructed by buildings, trees, or bushes. The corporation may conduct any lawful business to achieve these goals.

Article I

1. Membership. The membership of this association shall consist of owners of property in the development known as Birch Bay View, Whatcom County, Washington, who have paid their dues to the association. The dues amount shall be fixed from time to time by the membership. Members shall have one vote, per taxed parcel. Such a vote may be exercised in person or by written proxy.

2. Dues. The annual dues for membership in this corporation shall be \$50.00 per taxed parcel per year or partial year payable by the time of the annual meeting each year in May. The rate for dues may be changed by a two-thirds vote of the members voting at any duly constituted membership meeting.

3. Annual Meeting. The annual meeting of the membership of the association shall be held in May of each year at a time chosen by the board of directors. Any business proper for consideration by the membership may be considered at the annual meeting, whether or not such business is specified in the notice of the annual meeting.

4. Special Meetings. Special meetings of the membership may be held at a place designated by the Board of Directors upon the call of the board of

directors, the president of the board of directors, or one tenth of the membership. Only business specified in the notice of the meeting may be considered at a special meeting of the membership.

5. Notice. Notice of the time and place of membership meetings shall be given on the association's website, and posted on the changeable board, no less than thirty days prior to the date of the meeting.

6. Quorum. The presence in person or by proxy of at least one-tenth of the members shall constitute a quorum for the transaction of business at any duly called membership meeting. (Two owners of one lot shall equal one member in determining if a quorum exists.) Except as otherwise required by the laws of Washington, the Articles of Incorporation, or the Bylaws, the act of a majority of the members present in person or by proxy at a membership meeting shall be the act of the membership.

Article II

Board of Directors

1. Powers and Qualifications. The affairs of the association shall be managed by the Board of Directors, who are the officers of the corporation. To serve on the Board of Directors, all the following must be true: annual dues are current; there are no current violations of the CC&Rs at any property the homeowner owns within Birch Bay View; and there are no outstanding fines owed to the Homeowners' Association.

2. Number. The number of the directors of the corporation shall be not less than three (3) nor more than nine (9). The Board of Directors by amendment of these bylaws may increase or decrease the number of directors, provided that no decrease in number shall have the effect of shortening the term of any incumbent.

3. Election, Term, and Removal. The directors shall be elected annually at

the annual meeting of the membership and shall serve until their successors are elected and shall qualify.

4. Vacancies. The Board of Directors shall have power to fill any vacancy occurring in the board 1.) by reason of an increase in the number of directors by amendment to these bylaws, or 2) by losing a director who resigns or becomes unable to perform his/her duties.

5. Committees. The Board of Directors has the authority to appoint committees as deemed necessary to carry out assignments and activities. A committee shall appoint a chair, who shall report to the Board of Directors on a regular basis.

Article III

Meetings of the Board of Directors

1. Annual Meeting. The annual meeting of the Board of Directors shall be held within one month following the annual meeting of the membership.

2. Special Meetings. Special meetings of the Board of Directors may be held at any place or time, whenever called by the President or Secretary, or any two Directors of the Board.

3. Regular Board Meetings. The Board of Directors shall meet at least every other month.

4. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where the director attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted nor the purpose of any meeting of the Board of Directors need be specified in the notice or any waiver of notice of such meeting.

5. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business. The act of the majority of directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. At any meeting of the Board of Directors at which a quorum is present, any business may be transacted, and the Board may exercise all its powers.

6. Any member current on annual dues may request to meet with the Board. The member must include the topic(s) they wish to discuss included in their request to meet. A mutually agreeable meeting time and place will be scheduled.

7. The Board may call meetings of all members at any time as deemed necessary. Notice of the time and place of the meeting shall be given on the association's website, and posted on the changeable board, no less than thirty days prior to the date of the meeting.

Article IV

Actions by Written Consent

Any corporate action required or permitted by the Articles of Incorporation or bylaws, or by the laws of the State of Washington, to be taken at a meeting of the directors of the association, may be taken without a meeting if a consent in writing, setting forth the action so taken, consistent with the intended action, is agreed to by all the directors. Such consent shall have the same force and effect as a unanimous vote and may be described as such.

Article V

Waiver of Notice

Whenever any notice is required to be given to any director of the

corporation by the Articles of Incorporation or bylaws, or by the laws of the State of Washington, 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 equivalent to the giving of such notice.

Article VI

Officers

1. Officers Enumerated. The officers of the association shall be a president, one or more vice presidents, a secretary, a treasurer, and such other officers and assistant officers as may be deemed necessary by the Board of Directors, each of whom shall be annually elected by the Board of Directors and shall serve at the pleasure of the Board or until their successors are duly elected and qualified. Any two offices may be held by the same person, except the offices of the president and secretary. In order to be effective, it is recommended the president remain in office for 2-3 years, given the membership is in agreement at each annual meeting. Approximately one half of the Board of Directors should be retired a different year than the others. In addition to the powers and duties specified below, the officers shall have such powers and perform such duties as the Board of Directors may prescribe.

2. The President. The president shall exercise the usual executive powers pertaining to the office of President. He/she shall preside at meetings of the members of the Board of Directors.

3. The Vice President. In the absence or disability of the President, the Vice President shall act as President.

4. The Secretary. It shall be the duty of the Secretary to take meeting notes and to keep records of the proceedings of the Board of Directors. The Secretary will also act as the Welcoming Committee to new residents in the community. He/she may appoint up to two community members to assist with this task.

5. The Treasurer. The Treasurer shall have the care and custody of and be responsible for all funds and investments of the corporation and shall cause to be kept regular books of account. He/she shall cause to be deposited all funds and other valuable effects in the name of the corporation in such depositories as may be designated by the Board of Directors. In general, he/she shall perform all of the duties incident to the office of treasurer. When requested by the President to do so, the treasurer will sign and execute with the President all deeds, bonds, contracts, and other obligations or instruments in the name of the corporation.

6. Vacancies. Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting.

7. Salaries. The salaries, of all agents of the corporation shall be fixed by the Board of Directors. The Board of Directors shall serve on a strictly volunteer basis. They will receive no remuneration or salary but a Director may be reimbursed for reasonable out-of-pocket expenses incurred by him or her in the proper performance of his or her duties.

8. Removal. Any officer elected or appointed may be removed by the Board of Directors, whenever in its judgment, the best interests of the corporation shall be served thereby. The removal of an officer shall be without prejudice to the contract rights, if any, of the officer so removed; election or appointment of an officer or agent shall not of itself create contract rights.

Article VII

Administrative and Financial Provisions

1. Fiscal Year. The fiscal year of the corporation shall be the calendar year, ending with December 31.

2. Seal. The corporation shall have no seal.

3. Books and Records. The corporation shall keep current and complete books and records of account and shall keep minutes of the proceedings of meetings of the membership, its Board of Directors and committees having any of the authority of the Board of Directors. The secretary's meeting minutes shall be posted on the website. The treasurer shall prepare a monthly report to be posted on the website.

4. Amendment of Bylaws. These bylaws may be altered, amended, or repealed by the membership at any duly constituted annual or special meetings of the members. Proposals for bylaw amendments must be submitted to the Board at least one month in advance of a meeting of the membership to provide time for review and consideration.

5. Amendment of Covenants, Conditions, and Restrictions (C. C. and R.s). The covenants, conditions, and restrictions may be altered, amended, or repealed by the membership at any duly constituted annual or special meetings of the members. Proposals for amendments must be submitted to the Board at least one month in advance of a meeting of the membership to provide time for review and consideration.

6. Rules of Procedure. The rules of procedure at meetings of the membership or the Board of Directors shall be the rules contained in Roberts' Rules of Order on Parliamentary Procedure, as amended, or "The Consensus Decision-Making Process", so far as applicable and when not inconsistent with these bylaws, the Articles of Incorporation, or with any resolution of the Board of Directors.

Article VIII

Enforcement of Covenants, Conditions, and Restrictions (CC&Rs)

1. Authority of the Board. The Board of Directors shall have primary responsibility for maintaining and enforcing compliance with the CC&Rs and other violations noted on the fee sheet.
2. Legal Proceedings. Failure to comply with the CC&Rs shall be grounds for legal relief. Such relief may include, without limitation, actions to recover any sums due for monetary damages, injunctive relief, foreclosure of the lien for payment of dues and fines and any other relief provided for by a court of competent jurisdiction.
3. Costs and Attorney's Fees. The Homeowners' Association shall be entitled to recover any costs and reasonable attorney's fees incurred in connection with the collection of delinquent dues and fines, whether such collection activities result in suit being commenced or prosecuted to judgment. In addition, the Homeowners' Association shall be entitled to recover costs and reasonable attorney's fees if it prevails on appeal and in the enforcement of a judgment.
4. Late Charges. The Board may impose and collect reasonable late charges/interest to encourage prompt payment of dues and fines.
5. Fines. The Board may impose and collect fines against the owner of a taxed parcel for violations and non-compliance with the CC&Rs, Whatcom County Code (WCC) or Washington State law (RCWs). The Board must send two (2) certified letters to the owner prior to imposing fines. The schedule of fines to be assessed is shown below. The Board of Directors may amend the fine schedule annually. Notification of fines being assessed shall be mailed to each owner at the address shown on the Whatcom County Tax Parcel Viewer.
6. Schedule of Fines.

Schedule of Fines

Description of Violation (CC&R = Declaration of Covenants, Conditions, and Restrictions) (WCC = Whatcom County Code) (RCW = Revised Code of Washington)	Monthly Fee (0-3 Months)	Monthly Fee (4-6 Months)	Monthly Fee (7-12 Months)	Monthly Fee (13-24 Months)	Monthly Fee (25 Months and Forward)
Trash/Debris (CC&R #10 & #11) (WCC 8.28.020H)	\$100	\$200	\$400	\$800	\$2,000
RV/Trailer Lived In (CC&R #2, #3, #6 & #7) (WCC 20.20.130) Fine is per RV/Trailer if multiple exist	\$300	\$600	\$1,200	\$2,400	\$4,800
Immobile/Inoperable Vehicle (CC&R #10 & #11) (WCC 8.32.020) Fine is per vehicle if multiple exist	\$100	\$200	\$400	\$800	\$2,000
Hedgerow or Shrubs > 6 feet tall (CC&R #5)	\$100	\$200	\$400	\$800	\$2,000
Trees > 15 feet tall (CC&R #5)	\$100	\$200	\$400	\$800	\$2,000
Abandoned/Dilapidated Home (CC&R #10 & #11)	\$500	\$1,000	\$2,000	\$4,000	\$10,000
Illegal Discharge of Fireworks (WCC 5.20.095 and RCW 70.77.136)					
\$500 per discharge of firework (no maximum fine)					

Article IX

Anti-Discrimination Policy

The Birch Bay View Homeowners' Association will not discriminate against members based on race, color, religion, sexual orientation, gender, national or ethnic origin.

Article X

Conflict of Interest Policy

No member of the Executive Board shall participate in any discussion or vote on any matter in which he or she or a member of his or her immediate family has potential conflict of interest because of having material economic involvement regarding the matter being discussed. When such a situation presents itself, the person involved must announce his or her potential conflict, disqualify himself or herself, and be excused from the meeting until discussion is over on the matter involved. The President of the meeting is expected to make inquiry if such conflict appears to exist, and the board member has not made it known.

Article XI

Whistleblower Policy

If a member of the Executive Board has a reasonable belief that a board member has engaged in any action that violates any applicable law, or regulation, including those concerning accounting and auditing, or constitutes a fraudulent practice, the member is expected to immediately report such information to the President of the Board in writing. If the member does not feel comfortable reporting the information to the President, he or she is expected to report the information to any past president or board member of the association. All reports will be followed

up promptly, and an investigation conducted. In conducting its investigations, the Executive Board or the past president/board member will strive to keep the identity of the complaining individual as confidential as possible, while conducting an adequate review and investigation.

The Executive Board shall not retaliate against a member in the terms and conditions of membership because that member: a) reports to the Board President, the Executive Board, a past president, or to a federal, state or local agency that which the member believes in good faith to be a violation of the law or of the bylaws of the Birch Bay View Homeowners' Association; or b) participates in good faith in any resulting investigation or proceeding, or C) exercises his or her rights under any state or federal law(s) or regulation(s) to pursue a claim or take legal action to protect the member's rights.

The Birch Bay View Homeowners' Association's Executive Board may take disciplinary action (up to and including termination of membership) against a member, who, in the Board's assessment, has engaged in retaliatory conduct in violation of this policy.

In addition, the BBVHOA's Executive Board, will not, with the intent to retaliate, take any action harmful to any member who has provided to law enforcement personnel or a court truthful information relating to the commission or possible commission by the Board or any of its members, of a violation of any applicable law or regulation.

Board members will be advised of this policy and the BBVHOA's prohibition against retaliation in accordance with this policy.

Article XII – Use Restrictions

1. No person, resident or otherwise, shall be allowed to ignite or discharge any firework that is currently illegal (per the Washington State Fire Marshal's Office) to purchase, possess and discharge outside an Indian Reservation within the State of Washington.
2. Violations of RCW 70.77.136 and Whatcom County Code title 5.20.095 within the Birch Bay View Subdivision will not be tolerated

and are strictly forbidden. In addition to reporting violations to the proper authorities, fines will be assessed per offense to the property owner.

3. Violations of Whatcom County Code 20.20.130, 8.28.020 and 8.32.020 within Birch Bay View Subdivision will constitute a violation and will result in fines being assessed upon the homeowner.
4. The Board will assess fines in the same manner as detailed in Article VIII.

KNOWN TO ALL PERSONS BY THESE PRESENT: That we, the undersigned, at the direction of and for and on behalf of all members of the Birch Bay View Homeowners' Association's Executive Board, hereby assent to the foregoing by-laws and adopt them as the by-laws of said organization. IN WITNESS THEREOF, we, the incorporators. Have hereunto subscribed our names this

3rd day of May, 2025.

Benny Zimmerman
Signature of President

Brigitte Parra
Signature of Vice President

Janet Snyder
Signature of Treasurer

Bette Matlock
Signature of Secretary

Patricia Welch
Signature of At-Large Board Member