

RECORDING COVER SHEET (Please Print or Type)

This cover sheet was prepared by the person presenting the instrument for recording. The information on this sheet is a reflection of the attached instrument and was added for the purpose of meeting first page recording requirements in the State of Oregon, ORS 205.234, and does not affect the instrument.

Deschutes County Official Records

Steve Dennison, County Clerk

2025-01048



01545644202500010480150158

D-BYLAWS Cnt=1 Pgs=15 Stn=6
\$75.00 \$11.00 \$61.00 \$10.00 \$6.00

01/16/2025 12:59 PM
\$163.00

AFTER RECORDING RETURN TO:

MIKE ARMSTRONG
15148 FALL RIVER DRIVE
BEND, OR 97707

THIS SPACE RESERVED FOR USE BY
THE COUNTY RECORDING OFFICE

1) Title(s) of the Transaction(s) ORS 205.234(a)

BYLAWS OF FALL RIVER ESTATES ASSOCIATION, INC.

2) Direct Party/Grantor(s) ORS 205.125(1)(b) and 205.160

FALL RIVER ESTATES ASSOCIATION INC.

3) Indirect Party/Grantees ORS 205.125(1)(a) and 205.160

N/A

4) True and Actual Consideration

ORS 205.030(5) - Amount Stated in dollars or Other

\$ N/A Other

5) Send Tax Statement To:

FALL RIVER ESTATES
15148 FALL RIVER DR.
BEND, OR 97707

6) Satisfaction of Order or Warrant

ORS 205.125(1)(e)

Check One (if applicable): Full
Partial

7) The amount of the monetary obligation imposed by the order or warrant.

ORS 205.125(1)(c)

\$ N/A

8) If this instrument is being Re-Recorded, complete the following statement in accordance with ORS 205.244: "RERECORDED AT THE REQUEST OF N/A TO CORRECT

PREVIOUSLY RECORDED IN BOOK _____ AND PAGE _____ OR AS FEE/INSTRUMENT NUMBER _____"

**BY-LAWS OF
FALL RIVER ASSOCIATION, INC.**

INCORPORATING MAY 25, 1996,
NOVEMBER 29, 2014,
JULY 22, 2017, JUNE 1, 2019, JUNE 5, 2020, JUNE 30, 2021, and JULY 3, 2024
REVISIONS¹

ARTICLE I

IDENTIFICATION

SECTION 1. NAME: The name of this corporation is FALL RIVER ESTATES ASSOCIATION, INC., hereinafter referred to as "Association".

SECTION 2. PRINCIPAL OFFICE: The principal office of the association shall be Deschutes County, Oregon.

ARTICLE II

SECTION 1. PURPOSE¹⁰: The primary purpose of the Association shall be to administer the upkeep and maintenance of common facilities, excluding roads, for the use of the owners in Fall River Estates, Deschutes County, Oregon. The sitting Board of Directors (hereinafter the Board) shall manage the common facilities and adherence to the CC&Rs and Bylaws under the laws of Oregon.

SECTION 2. POWERS: In the accomplishment of the purposes and objectives of this Association, the expenditure of funds there shall be strictly limited to assets on hand, and there shall be no pledge of credit by the corporation.

ARTICLE III

MEMBERSHIP

SECTION 1. Membership in the Association shall be mandatory and limited to the owners of the properties constituting Fall River Estates, Deschutes County, Oregon, or to those persons purchasing such properties under contract of sale. The ownership or purchase of more than one lot entitles the said owner or purchaser to one (1) vote for each lot she or he (they) may have.

ARTICLE IV

MEETINGS

SECTION 1. ANNUAL MEETING: There shall be one (1) annual meeting of the membership within one (1) week before or after Memorial Day of each year. Written notice will be given by the Secretary to each member not later than two (2) weeks prior to said meeting. At this meeting, Directors to serve for the ensuing year, commencing July 1st, shall be elected.

SECTION 2. SPECIAL MEETINGS: Special meetings may be called at any time by the President¹⁰, the majority of the Board of Directors or by forty percent (40%) of the members. Notices of any special meetings shall be issued not less than thirty (30) days prior to the date set.

SECTION 3. QUORUM: Thirty percent (30%)² of the membership (in attendance or by ballot) shall constitute a quorum. A simple majority thereof shall be sufficient to pass any regular resolution.

ARTICLE V

DIRECTORS

SECTION 1. GENERAL¹⁰: There must be three (3) Directors each of whom shall serve a term of two (2) years. The three Directors consist of the positions of President, Treasurer, and Secretary. Additional positions may be added but no more than 5 (five) directors in total.

The Board of Directors shall manage the affairs and business of the Association not inconsistent with the law, with Articles of Incorporation, these By-Laws, or the Restrictive Covenants, and shall have the authority that is normally invested in a Board of Directors of a non-profit corporation.

SECTION 2. VACANCIES: Vacancies on the Board of Directors may be filled by the remaining members of the board, and the replacement shall serve until the next regular election.

SECTION 3. MEETINGS: The Board of Directors shall hold a regular meeting immediately after each annual meeting for organizational election of officers and transaction of business. Any other meetings shall be upon two weeks written notice from the President¹⁰ or any three (3) Directors.

SECTION 4. HONORARY PRESIDENT¹⁰: The outgoing President may remain as a honorary/non-voting member of the Board of Directors in an advisory capacity only for a period of one (1) year.

ARTICLE VI

OFFICERS

SECTION 1.¹⁰ The three (3) directors **must be** President, Secretary and Treasurer then Directors 4 & 5 **may be included** as Directors at large if/as elected. These five (5) Directors are all voting members on the Board. A representative of the Fall River Special Road District of Deschutes County **may** be a member of the Board, but will be a non-voting member. The members of the Board will be elected at the Fall River Annual Owner's Meeting (as described in Section IV above). They will hold office until they resign, or their successors shall be elected and qualified, or they shall be removed from office.

SECTION 2. All officers of the HOA, following the end of their term or any other reason for the end of their service, are required to relinquish all HOA owned property, records, website and computer passwords, and HOA owned computers, programs, and materials as soon as practical following relinquishing their position on the HOA Board. This shall occur at or before the Board member transition meeting, and within no more than 45 days following election or appointment of any new officer or officers³.

ARTICLE VII

ASSESSMENTS

SECTION 1. Payment of assessments to fulfill the functions of this Association shall be mandatory. Assessments shall be set by the Board of Directors and payable at the rate of one (1) assessment per lot owned. Lot assessments are due and payable as of July 1st each year and shall be considered delinquent as of September 1st each year.

If an assessment is not paid by September 1st of each year⁴, a 15% (\$15) late charge will be billed to the property owner. If an assessment is still not paid, a lien on said property may¹⁰ be filed with Deschutes County within 60 days of the delinquency date of November 1st.

SECTION 2. As part of the annual budget development process, the board of directors will assess if the current funds available will support the proposed budget. If sufficient funds are available, the board MAY determine to suspend assessments for that year⁵.

ARTICLE VIII

BYLAWS AMENDMENTS

By-Laws may be amended or repealed by a two third majority vote of the members present at any regularly called meeting of the Association, provided a quorum is present as set out in ARTICLE IV, SECTION 3.

ARTICLE IX

INDEMNIFICATION

SECTION 1. The Corporation shall indemnify each of its Directors and Officers to the fullest extent possible under Oregon Non-Profit Corporation Laws, as the same exists or may be hereinafter be amended, against all expense, liability and loss incurred or suffered by such person by reason of or arising from the fact that such a person was a Director or Officer of the Corporation or is or was serving at the request of the Corporation as a Director, Officer, partner, trustee, employee or agent of another foreign or domestic business or nonprofit corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, and such indemnification shall continue as to a person who has ceased to be a Director or Officer and shall inure to the benefit of his or her heirs, executors and administrators.

The Corporation may, by action of the Board of Directors, provide indemnification to employees and agents of the Corporation who are not Directors or Officers to employees and agents of the Corporation who are not Directors or Officers with the same scope and effect as the indemnification provided in this Section 1 to Directors and Officers. The

indemnification in Section 1 shall not be exclusive to any rights to which any person may be entitled under any statute, bylaws, agreement, resolution of members or Directors, contract or otherwise.⁶

SECTION 2. Each Director or uncompensated officer of the Corporation shall have no personal liability to the Corporation or its Members for monetary damages for conduct as a Director or Officer, [provide this Section 2]⁷ shall not eliminate or limit the liability of a Director or Officer for (i) any breach of the Director's or the Officer's duty to the Corporation or its members, (ii) acts and omission not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) any unlawful distribution, (iv) any transaction from which the Director or Officer derived an intentional benefit; or (v) any other act or omission specified by the provisions of the Oregon Nonprofit law, as the same exists or may hereafter be amended. No subsequent repeal or amendment to Section 2 shall adversely affect any right or protection of a Director or Officer of the Corporation existing at the time of such repeal or amendment.

SECTION 3. Each check from the Corporation checking account must be signed by two members of the Board of Directors. If the check is for a reimbursement to one of the Board of Directors, the reimbursed director cannot be one of the check signers.⁸

ARTICLE X

BUDGET⁹

SECTION 1. Per ORS 94.645, the Board of Directors at least annually shall adopt a budget for the planned community.

SECTION 2. The Board of Directors will publish and put forth for a community member vote of approval, the proposed annual budget within 30 days of board adoption per ORS 94.645.

SECTION 3. Any expenditure over \$1,000 that was not specifically included in the approved annual budget, **must** be put to a vote for community member approval.

By the Fall River Estates Board

Mike Armstrong 7/6/24
President

Kay Kozum 7/6/24
Secretary

Don Wade 7/6/24
Treasurer

NONE
Director-at-Large

NONE
Director-at-Large

¹ Updated and re-typed to correct formatting and grammatical errors, June 1, 2019.

Updated June 5, 2020 to remove sections pertaining to the Fall River Estates Special Road District.

Updated June 30, 2021 to reflect new additional bylaws, presided by Chairman Mike Armstrong.

² This bylaws amendment was passed at annual meeting effective July 22, 2017, presided by Chairman Larry V. Foster.

³ This bylaws amendment was passed at annual meeting effective June 1, 2019, presided by Chairman Thomas T. McManus.

⁴ The HOA Board of Directors in 2018 determined that in order to facilitate payment of dues and reduce delinquencies, that the 15% late fee shall accrue at the rate of \$15.00 per month for each and every month after September 1st. Additional fees will also be imposed for placing and releasing a lien, as shown in the By-Laws, above. The Board may consider issues of undue hardship in assessing these fees.

⁵ The ability to put a moratorium on the annual assessment was approved by a majority of members on June 30, 2021, presided by Chairman Mike Armstrong.

⁶ Due to the broad indemnification contained in the By-Laws above, at a regular Board meeting on December 5, 2018, the Fall River Estates Board of Directors unanimously approved the purchase of a contract for coverage of liability insurance both for the HOA and for Directors and Officers. This will avoid the need for a special assessment should a lawsuit be brought against the HOA, Directors, and Officers by providing both legal representation and funding above that available in the HOA's own funds. Such liability insurance also complies with Oregon statute ORS 94.675. Such insurance must be maintained annually.

⁷ There appears to be a typographical error or errors in the original 2014 By-Laws version of this section of the existing By-Laws, and it is suggested that the paragraph section in brackets should read ["provided in Section 2, but shall not eliminate..."]

⁸ Section 3 of Article IX was added as the result of the 2021 election concluded on June 30, 2021, presided by Chairman Mike Armstrong.

⁹ Article X (Budget, sections - 1,2, and 3) was added as the result of the 2021 election concluded on June 30, 2021, presided by Chairman Mike Armstrong.

¹⁰ The following bylaw amendments were passed based on a community vote concluded on July 3, 2024 presided by President Mike Armstrong. Updated Article II Section 1. Purpose, wording to align with Planned Communities ORS 94.550 to 94.783, Article IV Section 2. Special Meetings, changed Chairperson – General Manager to President, Article V Directors Section 1. General, corrected number of directors required from 5 to 3, Article V Directors Section 3. Meetings, changed Chairperson – General Manager to President, Article V Directors Section 4, changed Honorary Chairperson – General Manager to Honorary President, Article VI Officers Section 1. changed to reflect 3 required Officers as President, Secretary, and Treasurer. Two additional Directors-at-large may be elected, yet are not required, Article VII Assessments Section 1, changed from: if an assessment is still not paid, a lien on said property shall be filed, To: if an assessment is still not paid, a lien on said property may be filed.

ADOPTION OF BYLAWS

It is hereby certified that the foregoing Bylaws were adopted by the Board of Directors of Fall River Estates Association, Inc., an Oregon nonprofit corporation, and shall be recorded in the official records of Deschutes County, Oregon.

Dated: JANUARY 16, 2025

Fall River Estates Owners Association, Inc.,
an Oregon nonprofit corporation

By: 

Tom Baumbach, President

By: 

Kay Korzun, Secretary

Shall the Proposed Bylaw Changes be Accepted

PLURALITY 59.0 votes tallied

Yes - I approve of the proposed Bylaw changes

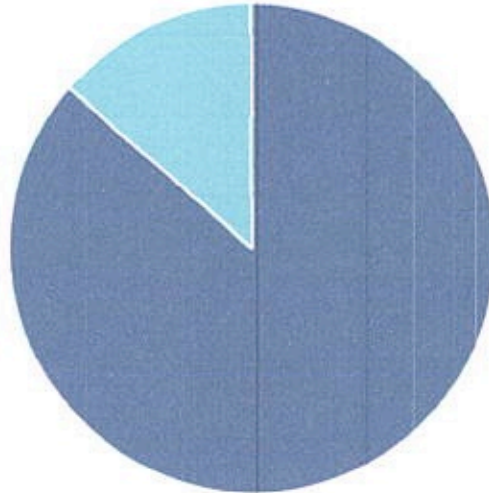
51.00 votes 86.44%

No - I reject the proposed Bylaw changes

8.00 votes 13.56%

Yes - I approve of the proposed Bylaw changes wins with 86.44% of the votes which meets the requirement of the most votes.

■ Yes - I approve of the proposed Bylaw changes ■ No - I reject the proposed Bylaw changes



FRE Election Buddy Report - Voter Status of Bylaw Amendments Concluded July 3, 2024		
Identifier	Status	Date Ballot Submitted
Sparks-2	Not Voted Added	
Mcmillen 1	Voted Added	2024-07-03 07:52:35 PM
Mcmillen 2	Voted Added	2024-07-03 07:51:52 PM
Sparks	Voted Added	2024-07-03 12:17:47 PM
Shannon Muse	Voted Added	2024-06-30 05:44:47 PM
Suzanne Jones	Voted Added	2024-06-30 06:57:28 PM
Dunn, Kent & Gretchen	Not Voted	
Ketrenos, Barry J Dunn	Not Voted	
KETRENOS, BARRY J ET AL	Opened Not Voted	2024-07-01 01:37 PM
Lov, Alexandra	Not Voted	
Swanson, Bill & Alice	Voted	2024-06-25 01:20:14 PM
McGoffin, James (Angelika Neumann)	Not Voted	
Armstrong, Barbara	Voted	2024-06-24 01:50:56 PM
Armstrong, Mike	Voted	2024-06-24 01:52:28 PM
Armstrong, Mike -2	Voted	2024-06-24 01:48:06 PM
Nagel, Art & Machele	Voted	2024-06-24 10:02:30 AM
Ashford, Michael & Evelyn	Not Voted	
Hancock, Astrid	Voted	2024-06-24 03:11:06 PM
Baumbach, Tom	Voted	2024-06-26 04:25:29 PM
Curtis, Brian & Renee	Voted	2024-06-25 06:41:10 PM
Tesch, Marlene	Not Voted	
BELTZ, CLIFFORD E & LINDA A	Not Voted	
Bergamasco, Davide and Lucia	Opened Not Voted	2024-06-24 10:24 PM
McKeever, Greg & Beth	Voted	2024-06-25 04:38:57 AM
Zinniker, Brian & Colette	Opened Not Voted	2024-06-24 03:38 PM
Brinkman, John & Keli	Not Voted	
Harris, David & Olin, Jennifer	Voted	2024-06-26 11:24:58 AM
Krane, Barbara	Voted	2024-06-24 08:33:37 PM
Hicks, Christoper	Voted	2024-06-30 07:47:56 AM
Young, Carolyn	Opened Not Voted	2024-07-03 11:27 AM
Crow, Carol	Voted	2024-06-24 09:49:48 AM
Hill, Donald (Chip) & Lori	Voted	2024-06-30 02:21:58 PM
Christopher L. Plaza	Not Voted	
Foster, Cole	Voted	2024-06-29 02:07:11 PM
Snitker, Craig	Voted	2024-06-30 09:04:35 AM
Farrell, Chad	Voted	2024-07-03 05:39:34 PM
Fellows, Jerry & Cynthia	Opened Not Voted	2024-06-30 02:49 PM
Lai, Daniel & Cynthia	Not Voted	
Linneman, Daniel/Devon	Voted	2024-06-24 09:12:59 AM
Mooney, Dan & Emily	Voted	2024-06-26 07:45:42 AM
Thompson, Richard & Darla	Voted	2024-06-24 09:24:51 PM
Romano Cabin LLC	Not Voted	
Winge, Andrew	Not Voted	

Pendergast, Dolores (Gary)	Not Voted	
Ring, David (Pendergast)	Not Voted	
Edenfield, Mike & Deborah	Voted	2024-06-29 12:49:14 PM
Constant, Gene/Morgan	Voted	2024-07-02 11:47:41 AM
Brown, Ron	Voted	2024-06-28 03:11:02 PM
Evans, William	Voted	2024-07-03 06:19:27 PM
Burns, John & Julie	Voted	2024-06-25 08:24:58 AM
Fowlds, Jeff & Lori	Voted	2024-07-01 10:29:13 AM
Donnerberg, George & Linda	Voted	2024-07-02 04:01:43 PM
McKean, Nancy	Voted	2024-06-24 10:26:12 AM
Muse, Gregory/Shannon	Not Voted	
Hakel, James & Laura	Not Voted	
Helbig, Mark & Kathy	Not Voted	
Peyton, Ian & Jennie	Not Voted	
Askew, Jeremy	Voted	2024-06-30 07:18:17 AM
Peterson, Joel & Alisha	Not Voted	
Chaffey, Jonathan	Not Voted	
Jackman, Jeff	Not Voted	
Tice, James & Virginia	Voted	2024-06-24 04:36:59 PM
Reeves, Jacqueline	Not Voted	
Sparks, John & Traci	Not Voted	
Sparks, John & Traci -2	Not Voted	
Lauka, Julie	Not Voted	
Ayre, Lawrence & Rachael	Voted	2024-07-03 07:53:41 PM
Korzun, Kay/Mongue, Charles	Voted	2024-06-29 09:20:58 AM
Mills, Kathleen	Voted	2024-07-01 12:20:17 PM
Takle, Andrew & Kristin/LACCALLC	Not Voted	
Foster, Larry & Cindy	Voted	2024-06-25 12:59:16 PM
Foster	Voted	2024-06-25 01:00:29 PM
Chitwood, Robbie & Stacy	Not Voted	
Dong, Steven & Lisa	Voted	2024-06-25 04:00:54 PM
Lambert, Todd & Lisa	Not Voted	
Lloyd, Clee & Connie / LACCALLC	Not Voted	
Gassner, Leonard & Nancy	Not Voted	
Roland, Larry - Renter Charlie Barley	Not Voted	
Nelson, Lyle & Diane	Voted	2024-06-24 09:13:15 AM
Pendergast, Mary	Voted	2024-07-02 08:40:03 AM
Ehlen, Neal & Anne	Not Voted	
McMillen	Not Voted	
McMillen, Darryl & Mary	Not Voted	
Preim, Richard	Voted	2024-07-03 06:11:42 PM
Stough, Mike & Kate	Not Voted	
Regan, Shelby	Voted	2024-07-03 01:40:52 PM
Moran, Don & Vivian	Not Voted	
Murphy, Phil	Voted	2024-06-30 08:02:09 AM
Dinsdale, Rich	Not Voted	

Youngleson, Nick & Shelly	Voted	2024-06-30 11:34:23 PM
Youngleson, Nick & Shelly -2	Voted	2024-07-03 01:28:00 PM
Edick, Scott & Tara	Voted	2024-06-28 09:30:11 AM
Vega, Kellie	Not Voted	
Bailey, Paula/Ward, Tina	Voted	2024-06-24 03:07:48 PM
Hinkle, David	Not Voted	
Burton, William (Paul)	Not Voted	
Denouden, Edward & Rickie	Not Voted	
Denouden, Ed & Rickie	Not Voted	
Grice, Ron & Dawn	Opened Not Voted	2024-06-24 02:26 PM
BUMGARDNER, RYAN & STEPHANIE	Voted	2024-06-27 01:54:22 PM
Nagel, Art & Machele -2	Voted	2024-06-24 10:00:37 AM
Lambert, Todd & Lisa -2	Not Voted	
Ely, Sande	Not Voted	
Reiland, Shane & Nicole	Voted	2024-07-03 04:57:55 PM
Manisco, Carl & Sharon	Not Voted	
Bera, Steve & Geri	Voted	2024-06-24 02:03:43 PM
Clenaghan, Steve & Teressa	Unsubscribed	
Jones, Cory & Suzanne	Not Voted	
Behrens, Steve & Terri	Voted	2024-07-03 05:17:18 PM
Cox, Gary & Tessa	Voted	2024-06-25 05:32:10 PM
Sohayda, Tomas & Taylor, Amelia	Not Voted	
McManus, Tom & LaRue	Not Voted	
McManus, Tom & LaRue - 2	Not Voted	
McGraw	Not Voted	
Russell, Vic & Vickie	Voted	2024-06-30 12:22:15 PM
Russell, Vic & Vickie -2	Voted	2024-07-03 04:58:06 PM
Work, Don & Lydia	Voted	2024-06-24 09:51:36 AM

Fall River Estates

Fall River Property ID Numbers

