

BY-LAWS OF EASTLAKEVIEW ESTATES
HOMEOWNERS ASSOCIATION, INC.

ARTICLE I
PURPOSE AND OFFICE

1.1 Purpose. The East Lake View Estates Homeowners Association, Inc. has been formed for the purpose of maintaining the Association's Property and Facilities and exercising certain control of the Association Property and Facilities exclusively for the benefit of its Members.

1.2 Office. The principal office of the Association shall be located at such place in the County of Ontario, State of New York, as the Board of Directors may, from time to time, determine.

ARTICLE II
DEFINITIONS

2.1 "Association" shall refer to the Homeowner's Association, Inc. its successors and assigns.

2.2 "Association Property" shall mean the interests owned by the Association over, under, and across the real property more fully described in the Declaration.

2.3 "Development" shall mean the real property known as East Lake View Estates Subdivision, section 1, Phases A, B, and C of the East Lake View Estates Subdivision as shown in the Declaration, as amended.

2.4 "Facilities" shall mean the Subdivision Identification Sign, Lawn and Landscape, located and installed in areas within the Association's Property.

2.5 "Lot" shall refer to any plot of land shown upon any recorded subdivision or re-subdivision map of the Property, with the exception of the Association's Property.

2.6 "Owner" or "Homeowner" shall refer to the record Owner, whether one or not more persons or entities, of the title to any Lot which is part of the Property, but excluding those having such interest merely as security for the performance of any obligation.

2.7 "Property" shall refer to the real property described in the Declaration together with all improvements thereon.

2.8 "Declaration" shall refer to the "Declaration of Covenants, Conditions and Restrictions for East Lake View Estates Homeowners Association, Inc., as recorded in the Ontario County Clerk's Office on the 28th day of October, 2004, in Liber 1129 of Deeds at Page 742, and as later modified by a Supplement Declaration recorded in the Ontario County Clerk's Office on the 15th day of December, 2005, in Liber 1154 of Deeds at Page 413, and as amended in 2009, and any other and further amendments that may, from time to time, be made to the Declarations.

ARTICLE III MEMBERS AND MEETINGS

3.1 Membership. Membership in the Association shall include every person who is an Owner of a Lot which is subject by the Declaration to assessment by the Association. The Membership shall consist of all the Owners. When more than one person holds such interest or interests in any Lot, all such persons shall be Members and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such Lot.

3.2 Annual Meetings. At least annually and at such other times as may be necessary or appropriate, a meeting of the Owners shall be held for the purpose of conducting elections, approving the annual budget, providing for collection of annual assessments, and for such other purposes as may be required by the Covenants.

3.3 Notice of Annual Meetings. Notice of the time, place and purpose of the annual meeting shall be served, either personally or by mail or e-mail, not less than ten (10) nor more than forty (40) days before the meeting upon each Member entitled to vote who appears upon the books of the Association as a Member and, if mailed, such notice shall be directed to the Member at his or her address as it appears on the books of the Association, unless he or she shall have filed with the Secretary of the Association a written request that the notice intended for him or her be mailed to some other address, in which case, it shall be mailed to the address designated in such request.

3.4 Special Meetings. Special meetings of the Members, other than those regulated by statute, may be called at any time by the President or by two (2) directors, and must be called by the President on receipt of the request of one-third (1/3) of the Members of the Association.

3.5 Notice of Special Meetings. Notice of a special meeting stating the time, place and purpose or purposes thereof shall be served personally or by mail or e-mail upon each Member entitled to vote not less than five (5) nor more than forty (40) days before such meeting, and if mailed, such notices shall be directed to each Member at his or her address as it appears on the books or records of the Association, unless he or she shall have filed with the Secretary of the Association a written request that any notices intended for him or her shall be mailed to some other address, in which case it shall be mailed to the address designated in such request.

3.6 Place of Meetings. All meetings shall be held at the principal office of the Association, except in cases in which the notice thereof designates some other place.

3.7 Quorum and Votes Required (Rev 9/2011). At any meeting of Members of the Association, the presence of one-half (1/2) of the Members entitled to vote thereat, in person or by proxy, shall be necessary and sufficient to constitute a quorum for all purposes, except as otherwise provided in the Declaration, the By-Laws or by statute.

The vote of a majority of the votes cast by Members present, in person or by proxy, at any meeting at which there is a quorum shall be the act of the full membership, except as may otherwise specifically be provided by statute, the Declaration, or by these By-Laws.

3.8 Voting

(a) At every meeting of Members, each Member entitled to vote shall be entitled to vote in one person or by proxy. The vote for directors, and upon the demand of any Member, the vote upon any

question before the meeting shall be by ballot. All elections shall be held and all questions decided by a majority of the votes cast by the Members entitled to vote in person or by proxy.

(b) When any Lot is owned by more than one person or entity as tenants by the entirety or as joint tenants, or as tenants in common, or by other manner of joint or common ownership or interest, such person or entities, as Members, shall collectively be entitled to cast only one (1) vote, and if such persons or entities cannot jointly agree as to how such vote should be cast, no vote shall be allowed with respect to such Lot.

(c) The Association's Board of Directors may make such reasonable regulations as it deems advisable for any meeting of Members in regard to proof of membership in the Association, evidence of right to vote, registration of Members for voting purposes, and such other matters concerning the conduct of the meetings and voting purposes.

(d) The Board of Directors may issue rules specifying the method by which the Secretary shall be apprised of the names and addresses of all Owners and the number of votes to which each is entitled to cast at a meeting of the membership.

(e) A Member entitled to vote may vote either in person or by proxy. No proxy shall be valid after eleven (11) months from its date, unless otherwise provided in the proxy. Every proxy shall be executed and dated by the Member as described herein, or by his or her duly authorized attorney-in-fact, but need not be sealed, witnessed or acknowledged. A proxy may be one of the following three (3) items: 1) a hard copy proxy document issued by the Board of Directors and mailed or delivered; 2) a scanned image of an executed proxy document issued by the Board of Directors and emailed by the Member; or 3) by electronic proxy completed appropriately and as specified from the Board of Director's designated website page.

(f) At any meeting of Members, a full, true and complete list in alphabetical order of all Members entitled to vote in such meeting, certifying the number of votes each Member is entitled to cast, shall be furnished by the Secretary.

3.9 Waiver of Notice. Whenever, under the provision of any law, or under the provisions of the Certificate of Incorporation or By-Laws of this Association, the Association or the Board of Directors, or any committee thereof, is authorized to take any action after notice to the Members of the Association, or after the lapse of prescribed periods of time, such action may be taken without notice and without the lapse of any period requirements, provided such notice or the lapse of any period requirements must be waived in writing by the person or persons entitled to such notice, or entitled to participate in the action to be taken, or by his or her attorney-in-fact so authorized.

3.10 Inspectors of Election. If required by any Members, the President shall, at the annual meeting, appoint two (2) persons who need not be Members to serve as inspectors of election.

3.11 Compensation and Expenses. No member of the Association Board of Directors will be entitled to any monetary compensation for their services, or receive any monetary or other form of compensation from any third party contracted by the Board of Directors to perform paid services for the Association.

ARTICLE IV DIRECTORS

4.1 Qualification. The business and property of the Association shall be managed and controlled by the Board of Directors, each of whom shall be at least eighteen (18) years of age and shall be Members of the Association.

4.2 Board Composition. The Board will be comprised of no less than five (5) and no more than nine (9) Owners, who shall be elected by the Owners at the Annual Meeting. Only one (1) Owner per lot may serve on the Board of Directors at any one time.

4.3 Board Nominations. Nominations for election to the Board of Directors shall be facilitated by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. It is the responsibility of the Nominating Committee to disseminate information concerning the role of the Board prior to elections in an effort to educate and encourage Owners to serve on the Board. The Nominating Committee shall consist of a chairperson, who shall be a member of the Board of Directors, and two (2) or more Owners. The Nominating Committee shall be appointed by the Board of Directors at least sixty (60) days in advance of the Annual Meeting and the appointment shall be announced to the Members. 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. Thirty (30) days prior to the Annual Meeting, the Nominating Committee shall prepare a list of the nominees for the Board of Directors, and a ballot and instructions shall be prepared by the Secretary and mailed to each member.

4.4 Election and Term. Election to the Board of Directors shall be by the same process as indicated in Article III, 3.8, e. At each election the members or 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.

Subsequent to the first election, the term for new members of the Board of Directors will be two (2) years. The term of office for a Board of Directors Officer shall be two (2) years, and may continue for as many terms as that individual is re-elected at the Organizational Meeting. Directors may serve successive terms.

4.5 Removal. An Officer of the Board may be removed from Office (but not from the Board) with or without cause by a two-thirds (2/3) vote of the Board of Directors. Any or all Directors may be removed from the Board with or without cause by a two-thirds (2/3) vote of the Owners at the Annual Meeting or any special meeting called for that purpose.

4.6 Vacancies. A vacancy that arises in a position on the Board of Directors due to death, resignation, or other removal will be temporarily filled by the Board of Directors through the appointment of an Owner it deems qualified. The appointment will be for the period of time remaining until the next Annual Meeting of the Association, at which time an election to fill the vacancy is held. If the vacancy arises in an Officer position, the Board will meet to fill that Officer position from within its ranks until the next Organizational meeting.

4.7 Organizational Meeting. Immediately after each annual election, the newly elected Directors shall meet at the principal office of the Association for the purpose of organization, the election of officers, and the transaction of other business, and if a quorum of the Directors be there present, no prior notice of such meeting shall be required to be given. The place and time of such first meeting may, however, be fixed by consent of all the Directors.

4.8 Notice of Meetings. The Board of Directors shall meet a minimum of six (6) times a year for the purpose of fulfilling the duties and responsibilities for which it was elected. The Board will meet at a fixed day and time which will be announced to Owners by the Secretary. Owners shall notify a member of the Board at least two (2) days in advance if they wish to attend a meeting. The Board's June meeting will also serve as the Annual Association meeting, at which time the Owners will elect unfilled or renewing Board member positions.

Special meetings of the Board of Directors may be called by the President on the written request of any Member of the Board. Any business may be transacted at any directors' meeting.

4.9 Chairman. At all meetings of the Board of Directors, the President, or in his absence, a chairman chosen by the directors present, shall preside.

4.10 Quorum. At all meetings of the Board of Directors, a majority of the directors shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors. In the alternative, unanimous written consent of the directors shall constitute the decision of the Board of Directors.

4.11 Powers. All the Association powers, except such as are otherwise provided for in these By-Laws and in the laws of the State of New York, shall be and are hereby vested in and shall be exercised by the Board of Directors. Such powers shall include, but shall not be limited to, the following:

(a) Establish, publicize, and enforce the Declaration and adopt and publish rules and regulations governing the use of the Association Property and Facilities, and establish penalties for the infraction thereof.

(b) Employ, enter into contracts with, dismiss or seek advice from individuals and companies including, but not limited to landscape architects, grounds maintenance companies, architects, engineers, biologists, lawyers, government officials, and accountants, as the Board of Directors may deem necessary.

4.12 Duties. The Board of Directors shall present at the annual meeting of members and file with the Minutes thereof, a report, verified by the President and treasurer showing the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects, or person to or for which such applications, appropriations, or expenditures have been made, and the names and places of residence of the persons who have been admitted to membership during the year. It shall be the duty of the Board of Directors to:

(i) Determine Association expenses, develop an annual budget, determine annual and special assessment rates, and collect assessments in accordance with the Declaration. Pay all expenses and assessments of the Association in a timely manner, establish sound fiscal policies and maintain accurate records of its meetings and affairs, making them understandable and available for Owners.

(ii) To use the proceeds of all assessments in the exercise of its powers and duties.

(iii) To assure the maintenance, repair, replacement, operation, management, improvement and alteration of the Association's Property and Facilities as set forth in the Declaration.

(iv) To propose amendments to the Declaration and these By-Laws.

(v) To enforce provision of the Declaration and these By-Laws by equitable or legal means.

(vi) To purchase and maintain insurance for the Association, and the Homeowners of the Development in accordance with the requirements of the Declaration.

(vii) To adjust and settle, as agent for the Homeowners, all claims arising under the insurance policies purchased by the Board, and to execute and deliver releases upon the payment of claims.

To pay the cost of any management fees, professional fees and other services rendered to the Association.

(ix) To employ personnel for reasonable compensation, to retain or contract for the services required for the proper management and administration of the Association's Property and Facilities and to pay for the same.

(x) To contract for the management of the Association and to delegate to such manager the powers which are necessary for the effective management.

(xi) To open bank accounts on behalf of the Association and to designate as signatories on such accounts the appropriate officer or officers of the Association.

(xii) Provide appropriate mechanisms for hearing Owner grievances and voluntarily settling disputes among owners.

ARTICLE V OFFICERS

5.1 **Number.** The officers of the Association shall be the President, Vice-President, Secretary, Treasurer, and such other officers, with such powers and duties not inconsistent with these By-Laws, as may be appointed and determined by the Board of Directors.

5.2 **President.** The President shall preside at all meetings of members and the Board of Directors. He or she shall have and exercise general charge and supervision of the affairs of the Association and shall perform such other duties as may be assigned to him or her by the Board of Directors.

5.3 **Vice President.** The Vice President is vested with all the powers which are required to perform the duties of the Association President in the absence of the President, and may act for the President only when the President is absent or otherwise unable to act. In addition to the generic duties of a Board Member, the Vice President may assume such additional duties as defined by the Board of Directors, and will perform other such duties as assigned by the Board President.

5.4 **Secretary.** The Secretary shall have charge of such books, documents, and papers as the Board of Directors may determine, and shall have custody of the corporate seal. He or she shall attend and keep the minutes of all the meetings of the Board of Directors and members of the Association. He or she shall keep a record containing the names, arranged alphabetically, of all persons who are members of the Association, showing their places of residence, and such book shall be open for inspection as prescribed by law. He or she may sign, with the President, in the name and on behalf of the Association, any contract or agreements authorized or ordered by the Board of Directors, and when so authorized or ordered by the Board of Directors, he or she may affix the seal of the Association. He or she shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors, and shall do and perform such other duties as may be assigned to him or her by the Board of Directors.

5.5 **Treasurer.** The Treasurer shall have the custody of all funds, property, and securities of the Association, subject to such regulations as may be imposed by the Board of Directors. He or she may be required to give a bond for the faithful performance of his or her duties, in such sum and with such sureties as the Board of Directors may require. When necessary or proper, he or she may endorse for collection on behalf of the Association, checks, notes, and other obligations and shall deposit the same to the credit of the Association at such bank or banks or depository as the Board may designate. He or she shall sign all receipts and vouchers and together with such officer or officers, if any, as shall be designated by the Board of Directors, he or she shall sign all checks of the Association and all bills of exchange and promissory notes issued by the Association, except in cases where the signing and execution thereof shall be expressly designated by the Board of Directors or by these By-Laws to some other office or agent of the Association. He or she shall make such payments as may be necessary or proper to be made on behalf of the Association. He or she shall enter regularly on the books of the Association to be kept by him or her for that purpose, full and accurate account of all monies and obligations received and paid or incurred by him or her for, or on account of, the Association and shall exhibit such books at all reasonable times to any director or Member upon application at the offices of the Association. He or she shall, in general perform all the duties incident to the office of Treasurer, subject to the control of the Board of Directors.

5.6 **Compensation and Expenses** The Board of Directors shall not receive any compensation for their services.

5.7 **Board Committees.** The Board of Directors shall have the responsibility for initiating specific standing or ad-hoc Committees which it deems can assist the Board in the administration of its duties, and provide a broader input and overview of specific issues. The Board shall charge each Committee with its duties and responsibilities and fill each Committee by appointment, selecting members through volunteers or other avenues deemed appropriate. Owners are encouraged to volunteer to serve on Committees by contacting any Board member. In all cases, all Committees shall have a minimum of one (1) Board member in its membership. Each Committee shall elect its own chairperson, and will report directly to the Board of Directors. Committees may include but not be limited to the following:

1. Common Area Committee.
2. Architectural Committee.
3. Finance Committee.
4. Association By-Laws Committee.
5. Social & Welcoming Committee.
6. Nominating Committee.
7. Audit Committee.

ARTICLE VI FISCAL YEAR

The fiscal year of the Association shall be January 1 to December 31. The annual budget shall cover the fiscal year and shall be prepared on the basis of dues payable for the coming fiscal year.

ARTICLE VII PROHIBITION AGAINST SHARING IN ASSOCIATION EARNINGS

No member, director, or employee of, or person connected with the Association, or any other private individual, shall receive at any time, any of the net earnings or pecuniary profit from the operations of the Association.

ARTICLE VIII INDEMNIFICATION

To the extent permitted by law, the Association shall indemnify and defend any person made a party to any proceeding by reason of the fact that he or she is, or was, a director or officer of the Association, against any loss and expense incurred by him or her by reason of such proceeding, including the settlement thereof, except in relation to matters where such person is adjudicated to be liable for gross neglect or willful misconduct in the performance of his or her duties.

ARTICLE IX AMENDMENT

(Rev 9/2011) Subject to the restrictions contained herein, the By-Laws may only be altered, amended or repealed by a majority affirmative vote, in person or by proxy, of at least two-thirds (2/3) of all members entitled to vote. However, no amendment will affect or impair the validity or priority of a Lot Owner's fee simple interest or the mortgage interest of the holder of any mortgage encumbering any Lot.

ARTICLE X CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS

10.1 Execution of Contracts. The Board of Directors, except as in these By-Laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Association, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but unless so authorized by the Board of Directors, or expressly authorized by these By-Laws, no officer, agent or employee shall have any power or authority to bind the Association by any contract or engagement, or to pledge its credit or to render it liable financially in any amount for any purpose.

10.2 Checks, Drafts, Etc. All checks, drafts and other orders for the payment of money out of funds of the Association, and all notes or other evidences of indebtedness of the Association, shall be signed on behalf of the Association in such manner as shall from time to time be determined by resolution of the Board.

10.3 Deposits. All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE XI BOOKS

11.1 Books and Records. There shall be kept at the office of the Association (a) correct and complete books and records of account, (b) minutes of the proceedings of the Members and the Board of Directors, (c) a current list of the Directors and officers of the Association and their residence addresses, (d) a list or record containing the names and addresses of all Members and the number of membership certificates (if any) held by each and the date when they respectively became the holders of record thereof, and (e) a copy of these ByLaws.

ARTICLE XII
MISCELLANEOUS

12.1. Severability. Should any of the covenants, terms or provisions herein imposed be void, or be or become unenforceable at law or in equity, the remaining provisions shall, nevertheless, remain in full effect.

12.2 Construction. Whenever the masculine singular form of the pronoun is used in these By-Laws, it shall be construed to mean the masculine, feminine or neuter, singular or plural, wherever the context so requires. In the event of any conflict between these By-Laws and the Declaration or Certificate of Incorporation of the Association, the latter, as the case may be, shall control.

Revised August, 2011
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