

BYLAWS

LAKE SHORE HOMES

PROPERTY OWNERS ASSOCIATION

ARTICLE I

NAME & OBJECT

Section 1 - Name

The name of this corporation shall be and is LAKE SHORE HOMES.

Section 2 – Terminology

Property Owners Association (POA) - The primary purpose of a POA is to ensure the overall well-being of the community and to maintain common areas, shared amenities, and common property.

Section 3 - Object

This corporation is organized, and shall be operated exclusively for pleasure, recreation, safety, and other non-profitable purposes, no part of the net earnings of which shall ensure to the benefit of any member, as provided in the Articles of Incorporation, as follows:

- a. To promote sociability and friendship among its members.
- b. To acquire and manage common grounds at Loon Lake, Washington, for the use and benefit of its members, to maintain the park, and to provide other services for the use of members and their guests.
- c. To acquire, hold, and sell, mortgage and convey, or otherwise lease, manage and control real property and assets, to fulfill this corporation's intended purposes and goals.

ARTICLE II

CERTIFICATE OF MEMBERSHIP

Section 1 - Certificates

The corporation has no capital stock, therefore shares shall not be issued.

Section 2 - Membership Receipts

The corporation may issue certificates of membership, or such other evidence of membership as the Board of Trustees may, from time to time, by resolution, decide upon.

ARTICLE III

MEMBERS

Section 1 – Membership

All persons who are owners¹ of a lot or lots in Lake Shore Homes are members of this corporation. Further, a member whose account is paid in full is considered a member in good standing. Members whose dues are more than one year in arrears are considered members not in good standing for non-payment of dues.

Section 2 - Termination of Membership

Membership in this corporation shall be terminated by the death of a member, or by the sale, transfer or other disposition of their lot(s). All rights, title and interest of such member in the corporation shall be forfeited.

Section 3 - Interest of Members

The interest of each member shall be equal to that of any other member. No member shall acquire an interest which shall entitle him to any greater voice, vote, authority or interest in the corporation than any other member.

¹ Property ownership is validated through the Stevens County Assessor's office ([Property Search](#)).

Section 4 - Annual Meeting of Members

The annual meeting date shall be set by the Board of Directors for the purpose of:

- Electing Trustees to fill vacancies on the Board of Trustees.
- Receive reports of corporation business.
- Transact all other business pertaining to corporation affairs which are within the powers of the members.

Section 5 - Special Meetings of Members

Special meetings of the members may be held at the call of the President, or upon the written demand of ten members in good standing. Such request must be in writing and be served upon the President, Vice-President or Secretary. It shall be the duty of the Secretary to give notice to members in good standing of the time and place of such meeting. This meeting will be held not less than ten, nor more than thirty, days after the receipt of the request. If such notice is not sent within seven days of the request, the persons calling the meeting may set the time and give notice in the manner provided in these Bylaws.

Section 6 - Notice of Meeting of Members

Notice of any annual or special meetings of the members shall be given in writing² to all members in good standing by the Secretary, or other person charged with that duty. If there be no such officer, or in case of their refusal to act, members in good standing may call such a meeting as herein provided.

Notice of any meeting of members shall be sent not less than seven days before such meeting and shall specify the place and time, and the general nature of the business to be conducted.

Section 8 - Adjournment of Meetings of Members

In case of adjournment of any meeting of the members it shall not be necessary to give any notice of the time and place of such adjourned meeting or of the business to be transacted thereat, other than by announcement at the meeting at which adjournment was taken.

Section 9 - Consent of Members to Meeting

Transactions done at all meetings, however called, shall be equally valid if a quorum be present either in person or by proxy.

² Either in person, electronic email, or US Postal service (charges prepaid) to the member's address on file with the corporation

Section 10 - Place of Meetings of Members

All meetings of members shall be held at a place designated by the Board of Trustees. Any meeting shall be valid wherever held.

Section 11 - Quorum of Members

The presence in person or by proxy of a majority of the members in good standing at any such meeting shall constitute a quorum for the transaction of business. Members who are not in good standing shall not be counted in determining a quorum for any meeting.

Section 12 - Determination of Members Entitled to Notice

All members in good standing and members whose dues are not more than 90 days in arrears at the time of the call for said meeting, shall be entitled to notice of said meeting.

Section 13 - Voting Rights

All members in good standing at the time of any meeting shall be entitled to vote.

Section 14 - Voting

Voting at all member meetings shall be by ballot unless a resolution stating otherwise is adopted at such meeting. Each member in good standing shall be entitled to one vote, either in person or by proxy as provided by these Bylaws.

Section 15 - Proxies

Proxies shall be in writing and signed by the persons executing the same and shall require no other attestation. No proxy shall be valid after 90 days from the signature date unless otherwise specifically stated. Only proxies signed by members in good standing at the time such proxy is to be voted are valid³.

Proxies shall not be revoked by the death or incapacity of the maker unless before the vote is counted or the authority is exercised, written notice of such death or incapacity is given to a Board member.

Section 16 - Bylaws Stewardship

Every person becoming a member of this corporation shall uphold and agree to abide by these Bylaws and such rulings and regulations as the Board of Trustees may adopt for the governing of the corporation, and with the understanding that these Bylaws are subject to amendment and change as herein provided⁴.

³ As provided in Article I Section 1 and Article III Section 12 of these Bylaws

⁴ Article XVIII Section 1

Section 17 - Dues and Assessments⁵

Dues shall be uniform for all members in the amount of \$175.00 per year (May 1st – April 30th); payable annually on or before the first day of May of each year. Dues not paid in any year after January 1, 2013, will accrue on a member's account. Any member whose dues are in arrears over twelve months will be considered as a "member not in good standing" until such time as the member account is paid in full. Dues are required to be made current upon sale or transfer of ownership of any Lake Shore Homes lot.

Section 18 - Liabilities of Members

No member shall be liable for any of the debts or obligations of the corporation unless the Constitution and Laws of the State of Washington provide otherwise.

Section 19 - Meeting of Members

The President, if present, shall preside at all meetings of the members. In the absence of the President, the Vice-President shall preside. In the absence of both the President and Vice-President, the members in good standing in attendance at the meeting shall elect a member in good standing to preside at any such meeting.

The Secretary, or Assistant Secretary, if present, shall act as the recording officer of the proceedings of all meetings of the members, and in the absence of the Secretary and Assistant Secretary, the presiding officer shall appoint a member in good standing to act as the recording officer of the meeting.

ARTICLE IV

TRUSTEES

Section 1 - Number and Authority

The Board shall consist of seven members and, subject to the limitation of these Bylaws, shall have the entire charge of the property, interest, business and transactions of the corporation, with full power and authority subject to the parameters of these Bylaws.

⁵ Any change to the annual dues requires a vote of the Membership per Article 18 Section 1.

Section 2 - Term

The Trustees shall be elected for three-year terms by ballot at the annual meeting of the members. Their respective terms of office shall begin immediately after election. Trustees are eligible for consecutive terms upon re-election.

Section 3 – Qualifications

Only members in good standing may be elected as a Trustee.

Section 4 - Vacancies in the Board of Trustees

Any Board Member who is unable to fulfill their term due to death, resignation, or removal shall constitute a vacancy. A vacancy may be filled by a majority vote of the remaining Trustees though less than a quorum, or by a sole remaining Trustee. Any Trustee so elected shall hold office until their successor is elected at an annual or special meeting of the members.

Section 5 - Regular Meeting of the Board of Trustees

The Board of Trustees shall meet in regular session immediately following the annual meeting of the members; such meeting to be held in the same place where the regular meeting of the members was held. They shall also meet at such time or place as they determine.

Section 6 - Special Meeting of the Board of Trustees

Special meetings of the Board of Trustees may be held upon the call of the President. However, special meetings may be held at any time upon the written demand of three members of the Board of Trustees.

Section 7 - Quorum of Board of Trustees' Meetings

A majority of the Board of Trustees is necessary to constitute a quorum for the transaction of business. Acts of the Trustees present at a meeting at which a quorum is present shall be the acts of the Board of Trustees. A minority of the Board of Trustees present at any regular or special meeting may not transact any business until a quorum is present.

Section 8 - Notice of Board of Trustees' Meetings

No notice shall be necessary of any regular meeting of the Board of Trustees if such regular meeting date shall have been fixed by a resolution of the Board. The Secretary shall notify each Board member of all special meetings in writing⁶ at least twenty-four hours before the

⁶ Either in person, via email or US Postal service.

time of such proposed meeting. No advanced notice of special meetings is required where the same is held by the unanimous consent of the Board, where waiver of notice of the time, place and purpose of the meeting is signed by all members of the Board, or where all members of the Board are present at such meeting.

Section 9 - Waiver of Notice of Board of Trustees' Meetings

Transactions at any meetings of the Board of Trustees, however called and noted or wherever held, shall be as valid as though they had at a meeting duly held after regular call and notice, if a quorum is present. If a quorum is not present, then either before or after the meeting each of the trustees not present must sign a written waiver of notice or a consent to hold such meeting, or an approval of the minutes thereof, and such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

Section 10 - Place of Board of Trustees' Meetings

Trustee meetings will be held at the time and place as determined by the Board.

Section 11 - Officers

The officers of the corporation shall consist of President, Vice-President, Secretary and Treasurer. All officers shall be elected from the elected members of the board of Trustees.

The Board of Trustees has the authority to establish an Assistant Secretary and Assistant Treasurer as they shall deem advisable, provided, however, that all such officers shall be elected from the members of the Board of Trustees. No two offices shall be held by the same person.

The Vice-President, Assistant Treasurer, or Assistant Secretary may exercise any powers of the President, the Treasurer or Secretary respectively.

Section 12 - Removal of Trustees

The entire Board of Trustees or any individual Trustee may be removed from office by a majority vote of the members in good standing. In the event the Board or any one or more Trustees is removed, new Trustees may be elected at the same meeting consistent with the Bylaws governing Board of Trustee elections. The Board of Trustees may declare vacant the office of a Trustee if declared of unsound mind by an order of court, convicted of a felony, or if within ten days after the notice of their election they do not accept such office.

Section 13 - Powers of Trustees

All corporate power shall be exercised by or under the authority of, and the business of the corporation shall be controlled by, the Board of Trustees and are subject to limitation of the Articles of Incorporation, the Statutes and Laws of the State of Washington, and these Bylaws as to actions to be authorized or approved by the members.

The Board of Trustees shall have no right to lease any property of the company, except on approval of or ratification of the terms of said lease by a majority vote of the members at a regular annual meeting, or at a special meeting, called and held for that purpose.

Section 14 - Duties of Trustees

a) Corporate Minutes:

A book of minutes of all meetings of the Trustees and members shall be kept;

- with the time and place of holding,
- whether regular or special, and if special how authorized,
- the notice thereof given,
- the names of those present at Trustees' meetings,
- the names of the members in good standing present at all meetings of the members,
- the proceedings thereof.

b) Books of Account:

Adequate and accurate accounts of maintenance regarding property and business transactions shall be kept, including assets, liabilities, receipts, disbursements, gains, losses, capital, surplus and members.

c) Member Register:

A member registry shall be kept of all members with designation of their standing, along with a record of dues and assessments levied and paid.

d) Bylaws Book:

Posting of Bylaws are on the corporation website with hardcopy provided to any member in good standing upon request.

e) Inspection of Corporate Records:

The member registry, books of account, and minutes of proceedings of both the Trustees and members shall be open to inspection by any member in good standing at any reasonable time.

f) Annual Reports:

At the annual meeting of members, the Board of Trustees shall report to the members all transactions, affairs, and conditions of the corporation.

g) To Collect Dues and Determine Membership status:

The Board of Trustees has the power and authority to collect annual dues and to change the status of any member to “member not in good standing” for accounts delinquent by more than one year.

h) Powers Generally of Trustees:

The Board of Trustees shall have all such other powers as may be proper to carry out the purposes for which this corporation is formed.

Section 15 - Compensation of Trustees:

The Trustees shall receive no compensation for services.

Section 16 - Official Meeting Conduct

All official meetings are to be conducted using Washington non-profit law and Roberts Rules of Order.

ARTICLE V

OFFICERS

Section 1 - Enumeration, Election and Qualifications

The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer who shall be elected by the Board of Trustees at the first regular meeting of the Board held after the election of Trustees each year. They shall hold office for the term of one year and until their successors are duly elected and qualified. No two offices shall be held by the same person. The Board may also elect an Assistant Secretary and Assistant Treasurer if the need arises; however, all must be members of the Board.

Section 2 - President

The President shall preside at all meetings of members and the Board of Trustees. They shall sign, as President, all contracts and other instruments in writing which have first been approved by the Board of Trustees. They shall call the Board of Trustees together whenever deemed necessary and shall have, subject to the advice and control of the Board of Trustees, the general control and management of corporation affairs. They shall have supervision and management powers, as may be conferred by the Board, and shall perform other duties as may be required by the Board.

Section 3 - Vice-president

The Vice-president shall be knowledgeable of all corporation affairs. In the absence, disability, or refusal of the President to act, they shall possess the powers and perform the duties of the President.

Section 4 - Treasurer

The Treasurer shall safely keep all of the money of the corporation, to deposit all funds received in such bank or banks as may be designated the Board of Trustees, and to disburse funds under the direction of the Board of Trustees. ; However, ~~that~~ all checks shall require the signature of an approved corporation officer.

At each annual meeting of the members, they shall make available a complete statement of-accounts and expenditures for the past year. Other duties pertaining to the office shall be prescribed by the Board of Trustees.

Section 5 - Secretary

The Secretary shall:

- Keep a record of the meetings of the Board of Trustees and of the members.
- Keep a member register showing the names of members.
- Assist the Treasurer in collection of all dues and other moneys belonging to the corporation. .
- Perform such other duties as may be required by the Board of Trustees.

The duties of the Assistant Secretary shall be the same as the Secretary during the Secretary's absence or inability to act.

ARTICLE VI

BONDS

Section 1 - Bonds of Officers and Employees

The Board of Trustees may require any officer of the corporation to give bond for the faithful performance of their duty, in such amount as it may deem proper, but no bond shall be required of any officer except upon a resolution of the Board.

ARTICLE VII

FINANCES

Section 1 - Debts

The Ordinary and usual current expenses, debts, and contracts may be made and entered into by the President without any action on the part of the Board⁷; otherwise, no debts shall be contracted except upon authority of the Board.

Section 2 - Bank Deposits

Funds of the corporation shall be deposited by the Treasurer as the same may come into his hands, in such depository or depositories as may be designated by the President or the Board of Trustees. Such deposits shall be made in the name of the corporation and money shall be withdrawn only by check signed by the Treasurer or such other officer of the corporation as the Board of Trustees may from time to time, by resolution, duly designate.

ARTICLE VIII

SEAL

Section 1 - Corporate Seal

The corporate seal of this corporation shall contain the full corporate name of the corporation in the outer circle thereof, within the circle shall be the words "Incorporated," the date of such incorporation, and the word "Seal," in the center thereof, or such other design or wording as the Trustees may adopt.

⁷ Consistent with Article V Section 2

ARTICLE IX

ADDITIONAL LOTS

Section 1 - Creation of

The Board of Trustees shall have no power or authority to stake off or mark out any additional lots from any of the real estate of the corporation in addition to the real estate now held in the platted portion of Lake Shore Homes, other than lots now designated as 19½ and 20½, and shall have no power or authority to sell or otherwise dispose of any of the real estate belonging to the said corporation, except that contained in the platted portion of Lake Shore Homes and lots 19½ and 20½, without the express consent of a two-thirds vote of the membership of this corporation duly given at a meeting duly and regularly called and held for that purpose provided, however, that such consent may be given by such vote at the annual meeting of the members, provided that the notice of such annual meeting shall state such action to be of the purposes of such meeting.

ARTICLE X Subcommittees

The President, with the advice and consent of the Trustees, shall establish subcommittees, who shall make all necessary rules and regulations for the comfort, health and welfare of the community. The following subcommittees are officially recognized.

- Forest management
- Road Management
- Park and Waterfront
- Community Development

ARTICLE XI AMENDMENTS

Section 1 - How and By Whom Made

These Bylaws may be amended, repealed or altered in whole or in part at any regular meeting of the members, or at any special meeting thereof called for that purpose, by a two-thirds vote of the members in good standing.