

## Article I

### Members;

1. **ELIGIBILITY:** Membership in this Corporation shall be limited to properties with easement rights to Lake Oswego within the townsites designated by the Lake Oswego Corporation for the Springbrook easement. These townsites are recorded in book 216, page 131, in the Clackamas County hall of records. Any person residing within one of these townsites may apply for membership in the Springbrook Recreation Corporation by payment of the initiation fee plus current dues and assessments and furnishing a copy of their map or plat giving legal proof of eligibility for their property to the executive committee of the Springbrook Easement Corporation. Membership in any other easement association disqualifies a membership unless such other association has written notification of the applicant's membership. In the event of a question of eligibility, the decision of the Lake Oswego Corporation shall be final.
2. **INITIATION FEE:** The initiation fee shall be \$3500 and must be paid only once per property limit membership, except in case of termination and reinstatement as set forth hereinafter. The amount of each initiation fee paid during any given year, shall be retained in a "Capital Infrastructure Improvement" sub-account for use on capital and infrastructure projects.
3. **MEETINGS:** The annual meeting of the members shall be held before April 30<sup>th</sup> of the current year as decided by the President, at the home of one of the members designated in the notice of the meeting.
4. **SPECIAL MEETINGS:** Special meetings of the members may be called by the President, the Executive Committee, or any three members.
5. **REPRESENTATION AT MEETINGS:** Membership of this Corporation shall be upon the basis of a family membership. Each family residing together shall be deemed to be a unit and shall be entitled to one vote at all meetings of the members.
6. **TERMINATION OF MEMBERSHIP:** Membership in this Corporation shall cease upon termination of easement rights to Lake Oswego of the properties referred to above or for non-payment of dues or assessments within 365 days after receipt of notice that such dues or assessments are payable.
7. **REINSTATEMENT:** In the event membership is terminated for nonpayment of such dues or assessments it may be reinstated by payment of a new membership fee of \$750.00 plus any current dues and/or assessments, and upon the acceptance of the Executive Committee .
8. **TRANSFER OF MEMBERSHIP:** The initiation fee and membership is transferrable with the sale of the property provided by the membership has been maintained in good standing and is current at time of transfer of sale of property. Reinstatement of a delinquent membership by the new property owner shall be as set forth in paragraph 7 above.

9. **CLASSIFICATION:** An active member would have full rights and usage of the easement and its facilities. An inactive member would be recognized by the Executive Committee and have limited access to the easement facilities and may convert to an active membership upon payment of the differential annual fee.

## **ARTICLE II**

**OFFICERS:** The officers shall be a President, a Vice-President, a Secretary, a Corporate Regulatory Officer, and a Treasurer, all of whom shall be members of the Corporation. No person may hold more than one office concurrently. The term of office for officers shall be as elected, for three years, except the Corporate Regulatory Officer, who shall be the permanent registered agent of the Corporation (appointed by the Executive Committee, until such agency is modified by the Corporation).

**Special Extension Amendment:** In order to facilitate the transition to three year terms of office, the two year terms of the President and Secretary, and the continuing term of the Treasurer, shall be extended for a third year, until a regular election is held pursuant to these Bylaws in the first quarter of 2024. Likewise, to fill a new vacancy in the office of Vice-President, there will be an election for a new Vice-President, for a one year term, at the 2023 Annual Meeting (March 2023). This provision will expire as of February 2024, prior to the 2024 Annual Meeting.

1. **PRESIDENT:** It shall be the duty of the President to preside at all meetings of the Executive Committee and of the members to exercise general executive authority over the affairs of the Corporation.
2. **VICE-PRESIDENT:** In the absence of the President or in the event of his inability to act, it shall be the duty of the Vice-President to perform the duties of the President.
3. **SECRETARY:** The Secretary shall give notice of all meetings and shall keep the minutes of all meetings.
4. **TREASURER:** The Treasurer shall have custody of all funds of the Corporation that may come into the Corporation's possession.
5. **CORPORATE REGULATORY OFFICER:** The Corporate Regulatory Officer shall be the ongoing (appointed by the Executive Committee) "registered agent" of the Corporation with respect to State of Oregon corporation records. The Corporate Regulatory Officer shall be a voting member of the Executive Committee in the same manner as are other officers

### **ARTICLE III**

**EXECUTIVE COMMITTEE:** The affairs of the Corporation shall be managed by the Executive Committee, which shall consist of the officers of the Corporation.

### **ARTICLE IV**

1. **DUES:** Dues and assessments to be paid by the members shall be set by the vote of the members present of the Corporation at a duly constituted meeting. The amount of annual Dues in excess of \$300 per Member shall be retained in a "Capital Infrastructure Improvement" sub-account for use on capital and infrastructure improvement projects. The first \$300 per Member shall be used for general operations and general maintenance costs.
2. **DUTIES:** It shall be the duty of all active memberships to take their turn at groundskeeping during the week specified by the secretary, or to provide substitute to take their turn. Inactive memberships are not required to take a turn at groundskeeping duties.

### **ARTICLE V**

**Corporation SEAL:** The Corporation shall not have a Corporation seal.

### **ARTICLE VI**

**DISSOLUTION:** No funds of the Corporation shall revert to or inure to the benefit of any member of the Corporation. In the event of the dissolution of the Corporation, all funds of the Corporation remaining after payment of debts and obligations shall be distributed to a charitable organization selected by the Executive Committee.

### **ARTICLE VII**

**AMENDMENTS:** These Bylaws may be altered or repealed, and new Bylaws may be adopted by a majority vote of members present at a meeting called by the President or Executive Committee, provided that the proposed changes have been sent to all members in written form two weeks before the time of such a meeting.

### **ARTICLE VIII**

**BOAT SLIPS:** Boat slips at the Easement shall be limited six in number. Boat slips are not transferable upon sale of property, but such a transfer by a member holding boat slip privileges will automatically constitute a vacancy, and such a vacancy will be filled by the first member in good standing on the waiting list. The waiting list shall be maintained by the Secretary. A member in good standing may have his name entered on the waiting list upon application, with the earliest application date having prior right to vacancies. The earliest applicant shall have thirty days to accept or reject the vacancy. In the event a member is unable to take advantage of their position at the head of the waiting list at the time a boat slip is offered them, that opening will be passed onto the next in line, but their name may remain at

the head of the list if they so desire. Boat slips are limited to one slip per family and are for non-portable boats only. Portable boats, for purposes of the Corporation, are defined as those weighing 150 lbs. or less, with all motors, masts or other auxiliary equipment removed.

**KAYAK / PADDLEBOARD RACKS:** Must have current year's stickers by June 1<sup>st</sup>.

**BOAT SHARING:** The maximum number of members permitted to share a boat at Springbrook Easement is 2.

**BOAT LIFTS:** Members having power boat slips may install an automatic boat lift for their slip, provided, each of the following conditions are met:

1. Installation of the boat lift is approved, in advance of any installation, by the President of the easement;
2. A permit for such an installation is approved, in advance of any installation, by the Lake Corp, with notice to the President and Secretary of the easement;
3. The boat lift and its installation are paid for in their entirety by the Member, including any incidental costs involved with preparing the dock and underwater areas for such installation;
4. The Member is solely responsible for any and all damage caused to the dock, other areas of the easement, or underwater areas, as a result of installing, operating, servicing or removing the boat lift;
5. Upon the Member's termination of easement membership, or cessation of use of the assigned boat slip, whichever occurs first, the Member must pay all costs of removing the automatic boat lift, including repair of any incidental damage to the easement grounds, the dock structure and / or underwater areas within the dock areas. In the alternative, and upon approval of the President of the easement, the Member may transfer all rights and responsibilities, as stated above, of using the automatic boat lift, to the member next on the power boat slip waiting list, provided such next eligible member accepts such transfer and both the transferring and receiving Members submit a writing memorializing the parties' transfers to the President and Secretary of the Easement.