

Ms. Deb Hays, Ms. Margie Kaniecki, Ms. Michelle Lund, Ms. Kathy Nixon, Ms. Gail Robinson,
and Ms. Annette Schell:

Thank you for your inquiry.

In your letter dated February 15, 2022, you state that the “Owners approved the Article IX changes in the fall of 2021 by a vote of 167 to 76; and the Board has a responsibility as elected officials to honor the direction of the majority of owners.”

First, a “Majority of the Owners” as defined in the Bylaws, Article X, (i) — means the holders of more than (50%) of the *voting rights* of Owners.

There are over 550 owners in LMSOA so 167 is not a majority of the *voting rights* of owners.

Second, Bylaws, Article VI, states that, “If a meeting is held in accordance with this Section, the Board will reconsider the proposed new Bylaws in light of the discussion at the meeting and take such further action, if any, as the Board deems appropriate.”

As you acknowledge in your letter a meeting was held on January 22, 2022, in accordance with this section.

The decision to amend the Bylaws is a unilateral decision that the Board can make as *the Board deems appropriate*.

At this time the Board does not believe that it is appropriate to amend the Bylaws to create new restrictions upon the use of the property of individual owners. The proper procedure to add new restrictions is to amend the covenants by written ballot.

The Covenants, Article III, Section 3.02, states that: The Board shall . . . (c) develop and amend the Association Bylaws consistent with these Covenants.

We believe unilaterally adding any new restrictions on a property through the bylaws would be inconsistent with our Covenants.

If you believe that the Board has improperly exercised its authority we would kindly request that you have your attorney explain this to us in writing and we will gladly have the Association attorney review that opinion and work with you from there.

Respectfully,
LMSOA Board of Directors