

ARTICLE III MEETING OF THE MEMBERS

Section 1. The Annual Meeting of the members shall be in the spring of each year, at such time and place as the Board of Directors may determine. This Meeting will mainly be for the purpose of reviewing the current year income and expenses and for the transaction of other such business as may come before the meeting. The election for the Officers and Board of Directors will be held at a first annual meeting of the members.

Section 2. Each member can cast one vote per property or lot that they own. Owners of multiple lots or homes will be able to cast multiple votes. (If the owner has two lots they will be able to have two votes). All members must be current in their assessment dues to vote or run for office.

Section 3. Written notice of each meeting of the members shall be deemed delivered by mailing a copy of such notice, 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice will specify the place, day and hour of the meeting, and purpose of the meeting.

Section 4. The quorum at any Board meeting shall consist of the majority of the duly elected Board members then in office. If a quorum is not present at any meeting of the membership, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 5. At all meetings of the members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Board.

Section 6. Special meetings of the members may be called at any time by the President.

ARTICLE IV OFFICERS AND THEIR DUTIES

Section 1. The Officers of this Association shall be the same as the Board of Directors. These three officers shall be a President, Vice President, Treasurer and Secretary. The Offices of Secretary and Treasurer may be the same person.

Section 2. The election of the Directors and Officers shall take place at the first meeting of the Association.

Section 3. **Revised 3-22-12 All Directors and Officers of the Association elected after 3-22-12 shall hold office for four years.** Director and officers elected or appointed before this date will hold office until they resign.

Section 4. The board may elect such officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time determine.

Section 5. Any Officer may resign at any given time giving written notice to the Board, the President, the Vice President or the Treasurer / Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve until the next annual meeting. An election will be held at the next annual meeting to fill the position.

Section 7. No person shall simultaneously hold more than one of any of the other offices except in the cast of special offices created pursuant to Section 1 of this Article.

Section 8. The duties of the officers are as follows:

PRESIDENT

The President shall be the chief executive officer and shall direct the conduct of the business of this Association and shall also be the Chairman of the Board of Directors, ex-officio. He shall be the presiding officer at all meetings of the membership and the Board, and shall appoint all committees unless otherwise provided in these By-Laws or in the motion authorizing the committee, and shall be an ex-officio member of all committees. He shall see that orders and resolutions of the Association are carried out; shall sign all leases, mortgages, deeds, and other written instruments; and shall have the authority to sign all checks and promissory notes.

VICE-PRESIDENT

The Vice-President shall assist the President in carrying out the President's duties and shall have the authority to sign all checks and promissory notes.

SECRETARY

The Secretary shall record the votes and keep the minutes of all meeting and proceedings of the Board and of the members; keep the corporate seal of the Association; and affix it on all papers requiring said seal; serve notice of meetings of the membership; keep appropriate current records showing the members of the Association together with their address; and shall perform such other duties as required by the Association. The Secretary shall have the authority to sign checks of the Association.

TREASURER

The treasure shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Association; shall prepare an annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting and deliver a copy to the members.

ARTICLE V COMMITTEES

The Association may appoint an Architectural Control Committee, as provided in the Declaration, as provided by these By-Laws. In addition, the Association shall appoint other committees as deemed appropriate to carrying out its purpose.

ARTICLE VI BOOKS AND RECORDS

The books, records and papers of the Association shall at all times during reasonable hours, be subject to inspection by any member. The Declaration and the By-Laws of the Association shall be available for inspection by any member of the principal office of the Association, where copies can be purchased at reasonable cost.

ARTICLE VII ASSESSMENTS

As more fully provided in the Declaration, each member (Lot Owner) is obligated to pay to the Association annual assessments and any special assessments which are secured by a continuing lien upon the property against which the assessment is made. (This includes lots or "units" that are unsold by the declarant) Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within 30 days after the due date the assessment shall bear interest from the date of delinquency at the prime rate of interest plus five percent (5%) per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclosure the lien against the property, interest, costs, and reasonable attorney's fees of such action shall be added to the amount of such assessment. No owner may waive or otherwise escape the liability for the assessment provided for herein by nonuse of the Common Area or abandonment of the Lot, assessments shall be set initially at the rate of \$350.00 annually for the purpose of providing a fund for detention pond maintenance, common sign subdivision maintenance and mowing of the common areas. The amount of annual maintenance shall be prorated to commence with the remaining portion of the calendar year commencing with the closing date at which a Lot Owner purchases a lot; and shall be payable annually thereafter, based upon an annual budget submitted and approved by the Board at the Annual Meeting of said Association.

In the event a Lot owner fails to pay assessments within thirty (30) days of being billed, the Association shall be entitled to enforce its right to collect said assessment, and the defaulting Lot owner shall be responsible to pay all costs of collection incurred including reasonable attorneys' fees and court costs.

ARTICLE VIII AMENDMENTS

Section 1. These By-Laws may be amended at a regular or special meeting of the members by a vote of a majority of a quorum of members present in person or proxy. The amendment once passed by the members, must unanimously be approved by Board of Directors to have it become effective.

ARTICLE IV DUTIES OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall have control and administrative responsibility for the operation funds and property of the Association. Such responsibility may be to employ an independent contractor, delegated to officers or committees, provided such delegation is consistent with these By-Laws of the Association.

Section 2. The meetings of the Board of Directors shall be held when called by the President of the Association, after not less than three days notice to each director at such place and hour as may be fixed from time to time.

Section 3. A majority of the directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the board.

Section 4. The Board has the right to suspend the voting rights of any member not current with their dues.

Section 5. Any Director forty-five days delinquent in the payment of assessments shall forfeit their position on the Board. Any Director may be removed by the Board, whenever, in the Board's judgment, the best interests of the Association would be served thereby; provided this is by a vote of the majority of the Board and 75% of the members of the Association.

Section 6. Directors are entrusted to act in good faith on behalf of the Homeowners Association's assets must preformed for the purpose of benefiting the Association while illustrating the highest level of integrity and ethics.

Section 7. Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from (3) consecutive regular meetings of the Board of Directors.

Section 8. No director shall receive compensation for any service he may render the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE X IDEMINIFICATION OF OFFICERS AND DIRECTORS

Section 1. The Association shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Association), by reason of the fact that he is or was a Board Member, an officer of the Association or a member of any committee appointed pursuant to these By-Laws, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by or imposed on him in connection with such action, suit or proceeding provided said person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself create a presumption that the person did not act in good faith and in a manner which he reasonable believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Section 2. The Association shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding by or in the right of the Association to procure a judgment in its favor by reason of the fact that he is or was a Board Member, an officer of the Association or a member of any committee appointed pursuant to these By-Laws, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit provided the said person acted in good faith and in a manner he reasonably believed to be in or not opposed to best interests of the Association, except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence, willful misconduct or fraud in the performance of his duty to the Association.

In WITNESS WHEREOF, We being the Board of Directors appointed by the Members of SUNSET VIEWS HOMEOWNERS ASSOCIATION, have hereunto set our hands and seals this 9th day of March, 2010.

SUNSET VIEWS II HOMEOWNERS ASSOCIATION

By: _____
Bill Braasch