

Return Address
Aldea Glen Homeowners Association
6452 5th Way SE
Lacey, WA 98503

Aldea Glen Homeowners Association

Bylaws

Amended Annual Meeting, May 17, 2011

Grantor: Aldea Glen Homeowners Association

Grantee: The Public

BYLAWS OF THE ALDEA GLEN HOMEOWNERS' ASSOCIATION

Amended May 17, 2011

(changes to the existing Bylaws are underlined.)

ARTICLE I: PURPOSE

- Section 1 **NAME:** The name of this organization shall be the Aldea Glen Homeowners Association, hereinafter referred to as the Association.
- Section 2 **PURPOSE:** The purpose for which the Association is organized is to preserve and enhance the quality of life in the area served by the Association (see Article II, Section 1. below), by providing a formal mechanism for the conduct of day-to-day Association business between Annual Meetings of the membership and provide for the care, maintenance, and disposition of Association property.
- Section 3 **GENERAL POWERS:** Notwithstanding any statement of purpose or powers aforesaid, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purpose.

ARTICLE II: MEMBERSHIP

- Section 1 **MEMBERSHIP** in the Association is automatic upon purchase of any residential property described in Volume 24 of the Records of Thurston County as being included in the Aldea Glen Development, such membership being required by deed covenant. Membership in the Association runs with the land and may not be terminated by either the Association or the individual member until or unless title passes to another party.
- Section 2 **VOTING RIGHTS:** Each member shall have a voice and vote when in attendance at any General or Special Meeting of the Association. There will be one vote per lot. Proxy voting is permitted.

ARTICLE III: FUNDING

- Section 1 **BUDGET:** An annual budget will be presented for adoption by the membership at the annual General Meeting of the Association. The proposed budget will be prepared by the Board of Directors or by a committee appointed by the Board. Adoption of the budget by the annual General Meeting will require only a simple majority of members attending. The budget shall consist of four separate and distinct accounts. 1) General Operations. This will be the Association day-to-day business account, accessible under the Provisions of ARTICLE V, Section 3, sub-section (d). 2) Covenant Enforcement Trust. This account will be set

aside for legal and court costs required to enforce the provisions of the Covenants. Access will require a majority vote of the Board of Directors. 3) Reserve Account. As in any business enterprise, it is prudent to have a reserve account for unexpected emergencies. Access will require a unanimous vote of the Board of Directors. 4) Capital Improvements Account. Over time, improvements to the Association's common areas will require upgrades. Proposals for capital improvements shall be presented to the membership and access to this account will require a unanimous vote of the Board, as well as, the approval of the Trustees. The Reserve and Capital Improvement Accounts should be interest bearing.

Section 2 **DUES:** Annual dues of seventy-five dollars (\$75.00) shall be paid by each Member, except that, where the qualifying property is held in joint tenancy only one owner shall be required to pay dues. The amount of the annual dues may be increased or decreased by a two-thirds (2/3) majority vote of members attending at any annual General Meeting.

ARTICLE IV: MEETINGS

Section 1 **GENERAL MEETINGS:** A General Meeting of the Association shall be convened annually during the month of May on a day, and at a time and place, to be determined by the Board of Directors. The purpose of the meeting shall be to elect Directors; adopt a budget; receive reports of Officers and Committees; and conduct such other business as may be brought before the meeting. Notice of the meeting will be provided by the Board of Directors at least 14 days prior to the meeting. Deposit in the U.S. Mail (first class) of said notice, addressed to the member at the street address of the qualifying property (or to an alternate address if the homeowner is an absentee landlord), shall constitute delivery of said notice.

Section 2 **SPECIAL MEETINGS:** Special Meetings of the Association may be called by the President; by three directors acting jointly; or by petition of any 20 or more members. Such Special Meetings shall consider only matters concerning the announced purpose of the meeting and no other matters whatsoever. Requirement for notice is the same for Special Meetings as for General Meetings.

Section 3 **QUORUM:** A quorum to do business at any annual General Meeting or any Special Meeting of the Association shall be ten percent (10%) of the total members.

Section 4 **PROCEDURE:** Procedural matters at all General or Special meetings of the Association and at all meetings of the Board of Directors shall be ruled by Robert's Rules of Order (current edition) except as otherwise provided in these bylaws.

ARTICLE V: BOARD OF DIRECTORS

Section 1 **COMPOSITION:** The Board of Directors, hereinafter called the Board, shall be composed of five (5) Directors. Directors shall be elected from the membership by simple majority vote of the members attending an annual General Meeting of the Association. Directors shall serve for a term of two (2) years. At the expiration of a Director's term of service, the Director may be re-elected.

Section 2 **OFFICERS:** At its initial meeting the Board shall elect from among its members a President; a Vice-President; a Secretary; a Treasurer; and one Member-at-Large.

Section 3 **DUTIES OF BOARD MEMBERS**

(a) **PRESIDENT:** The President shall prepare the agenda and preside at all meetings of the Association and of its Board of Directors; and shall appoint members of committees subject to approval by the Board.

(b) **VICE PRESIDENT:** The Vice President shall assist the President and shall preside at meetings of the Association or of the Board in the absence of the President.

(c) **SECRETARY:** The Secretary shall keep the minutes of all meetings of the Association and of the Board, which shall include a record of all motions made and their disposition. The Secretary shall be responsible for all Association correspondence and shall make the Association's records available for examination for any proper purpose at any reasonable time.

(d) **TREASURER:** The Treasurer shall be held accountable for all Association funds, and shall give an accounting at each Annual General Meeting of the Association and at such other meetings as may be required by the President. The Treasurer shall receive, safeguard and disburse Association funds as proper and appropriate. Disbursements by check can be made by the Treasurer or other designated Board Officer up to a predetermined spending limit set by the Board for the conduct of day-to-day business. Disbursements in excess of the predetermined spending limit require the signature of at least two Board Officers. Designated representatives (for example, a Property Management firm) may issue checks up to a predetermined spending limit set by the Board for the day-to-day conduct of Association business, in consultation and under the supervision of the Treasurer. Amounts in excess of the predetermined spending limit will require approval of a majority of the Board.

(e) **MEMBER-AT-LARGE:** The Member-at Large shall serve as directed by the President.

Section 4 **DUTIES OF THE BOARD**

- (a) **MANAGEMENT:** The affairs of the Association shall be managed by the Board in the interim between General Meetings. The Board shall be accountable to the membership; shall seek the views of those affected by any proposed policies or reactions before adopting any recommendations on behalf of the Association; and shall strictly comply with these Bylaws.
- (b) **VACANCIES:** Positions on the Board or on its committees shall become automatically vacant upon death or total disability of the incumbent, or upon his/her failure to attend three consecutive meetings of the Board or of the Committee involved, or upon acceptance of his/her resignation. Vacancies so created shall be filled as interim by appointment by the President with approval of the Board to serve until the next annual General Meeting, when a replacement will be elected to serve the unexpired portion of the term.
- (c) **BOARD MEETINGS:** The Board shall meet at least fourteen (14) days prior to any General or Special membership meeting and at any other time the President may designate. These meetings shall be open sessions; however, only Board members shall be entitled to vote. A quorum for Board meetings shall be 4 Directors in attendance. The Board shall meet on a regular basis, preferably monthly. The time and location of Board Meetings shall be advertised in advance to the membership, when possible. Decisions shall be made by majority vote except as provided by these bylaws. If a decision is time sensitive and is the only issue before the Board, the Board President can poll the other Directors and record their votes either by telephone or by electronic mail. Such votes shall be published by the Secretary and certified at the next regular Board Meeting. Directors shall be notified of Board meetings in writing, by telephone, or by electronic mail in advance. A majority of Board members, by signed petition, may call a Board Meeting.

ARTICLE VI: TRUSTEES

- Section 1 **ELECTION:** Two Trustees shall be elected from among the members of the Association to serve a term of two years, except that at the initial election of Trustees, one Trustee shall be elected to serve a term of one year.
- Section 2 **DUTIES:** The Trustees, acting on behalf of the Association, shall provide advice and counsel to the Board of Directors, but will have no active vote. The Trustees shall conduct an annual informal audit of the Association's financial records and shall report the results of the audit to the membership at the annual General Meeting. The audit report is not

subject to approval by the Board. Access to the Capital Improvement Account must be approved by both Trustees.

ARTICLE VII: COMMITTEES

Section 1 **STANDING COMMITTEES:** The Board shall establish such Standing Committees as it shall deem necessary or desirable. Standing Committees shall exist until dissolved by the Board. Members of Standing Committees shall be appointed by the President with the approval of the Board. RECOMMENDED Standing Committees (with the exception of the Covenant Control Committee) to be established may include, but are not limited to the following:

- a) Communications Committee (to include a Newsletter sub-committee)
- b) Finance Committee (to include a Budget sub-committee)
- c) Election Committee
- d) Covenant Control Committee (mandatory).

Section 2 **AD HOC or SPECIAL COMMITTEES:** Ad Hoc or Special Committees can be established by the Board as needed to serve to accomplish a specific task, and cease to exist upon completion of that task, unless earlier dissolved by the Board.

ARTICLE VIII: GRIEVANCE PROCEDURE

Section 1 **PERSON OR GROUP ADVERSELY AFFECTED:** A person or group adversely affected by a decision or policy of the Association or the Control Committee may submit in writing or by electronic mail a complaint to any member of the Board or a Trustee.

Section 2 **RECEIPT OF COMPLAINT:** Within seven (7) days of receipt of the complaint, a Director or Trustee shall arrange by mail, telephone or by electronic mail, a mutually acceptable place, day and hour for a review of the complaint. A three member Panel consisting of Board members and/or Trustees can hear a complaint and make a recommendation to the full Board. If the Panel CAN resolve the matter, that will be conclusive with a report to the Board. If NOT, within thirty (30) days of the date of the Panel hearing the Panel will recommend to the Complainant and the Board a resolution of the grievance. The Board shall be the final arbitrator.

Section 3 **FINAL RESOLUTION:** The Board shall attempt to resolve any Complaint referred by a Panel and shall submit a report of their recommendation and/or action to the Complainant and the Membership. If the Board and Complainant cannot reach agreement, final resolution of the complaint shall be by the Board.

ARTICLE IX: DELINQUENCIES

Section 1 **BILLING:** Members shall be notified of annual dues payable by means of an invoice clearly indicating the Association name and address; the Lot Number, the member's name; the amount due; and the deadline for payment. Such billings shall be prepared and placed in the U.S. Mail (first class) by the first working day of July each year.

Section 2 **DELINQUENCIES:** Members whose dues payments have not been received by midnight of the first working day of August each year shall be notified of their delinquent status and interest will be applied to all dues owed at 12% per annum to comply with RCW 19.52.010 and 19.52.020. If full payment is not received by September 30th of each year, a \$75.00 penalty will be added to the delinquent amount due. **If all dues, late penalty and accrued interest are not paid by December 31st each year, a lien will be placed against the property of the delinquent homeowner. The lien will include the dues, late penalty, accrued interest, any legal fees and costs incurred by taking such action. Interest will continue to accrue at 12% per annum until the lien is satisfied.**

Section 3 **COVENANT VIOLATIONS:** In accordance with the Association Covenants:

(a) The Treasurer of the Board or its designated agent, acting for the Control Committee, can bring legal and financial action against a member in violation.

(b) After a written notice of violation(s), a member has twenty (20) days to come into compliance. After such time, **said violator is liable to a penalty of \$25.00 per day,** to be collected by the Treasurer of the Board or its designated agency, acting for the Control Committee.

(c) Repeat violation(s) within sixty (60) days will have ten (10) days to comply and **the penalty will increase to \$35.00 per day.**

(d) Collected penalties are to be used to defray the cost of enforcing these covenants and held in trust for such purposes. If all penalties are not paid within thirty (30) days, and the violation(s) are not in compliance, a lien may be recorded against the property of the violator including any and all legal fees and other expenses incurred by taking such action. Penalties will continue to accrue until the lien is satisfied.

ARTICLE X: PROCEDURE FOR CONSIDERATION OF PROPOSALS

Section 1 **EXECUTION:** The Board shall be responsible for execution of this Article.

Section 2 **SUBMISSION OF PROPOSALS:** Any person or group, inside or outside of the Association, and any City department may propose in writing, items for consideration and/or recommendations to the Board. The Board shall decide whether proposed items will appear on the agenda of either the

Board, Standing or Special Committees, annual General Meetings or Special Meetings.

- Section 3 **NOTIFICATION:** The proponent and members directly affected by such proposals shall be notified in writing or by electronic mail of the place, day and hour the proposal shall be reviewed not less than seven (7) days in advance.
- Section 4 **ATTENDANCE:** The proponent may attend this meeting to make a presentation and answer question concerning the proposal.
- Section 5 **DISSEMINATION:** The Board shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.

ARTICLE XI: IMPEACHMENT

- Section 1 **OFFICE HOLDERS:** All persons holding office as a Director, Trustee, Committee Chairperson or Committee Member, hold such office at the pleasure of the Association membership and may be removed from office for malfeasance, misfeasance or nonfeasance.
- Section 2 **PROCEDURE:**
- (a) Committee Chairpersons and Committee Members may be impeached by adoption of a motion to impeach by the Board, such adoption requiring a simple majority vote
- (b) Directors and Trustees may be impeached by adoption of a motion to impeach the member at an annual General Meeting or Special Meeting, such adoption requiring a simple majority vote.

ARTICLE XII: ADOPTION AND AMENDMENTS: Adoption of and amendments to these bylaws shall require a two-thirds (2/3) vote by the members present at any annual General Meeting or Special Meeting of the Association. Copies of proposed Amendments shall be provided to each member at least fourteen (14) days prior to the meeting at which the proposal will be considered.

ALDEA GLEN HOMEOWNERS ASSOCIATION

(Do not publish below this line). Approved May 17, 2011

IN WITNESS WHEREOF, the undersigned have set their signatures on this ____ day of _____, 2011.

Aldea Glen Homeowners Association

Aldea Glen Homeowners Association

STATE OF WASHINGTON)
) ss.
County of Thurston)

On this ____ day of _____, 2011 before me personally appeared _____
_____ and _____ of the Aldea

Glen Homeowners Association executed the within and foregoing instrument and acknowledge said instrument to be the free and voluntary act and deed of said Aldea Glen Homeowners Association for the purposes and uses therein mentioned and each officer states on oath that she is authorized to execute said instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first written above.

Notary Public in and for the State of Washington,
residing at _____.