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BYLAWS

OF

SAVANNAH GREENS NO. 4 OWNERS ASSOCIATION, INC.

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Dated: June 17<sup>th</sup>, 2004

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**BYLAWS**  
**OF**  
**SAVANNAH GREENS NO. 4 OWNERS ASSOCIATION, INC.**

**ARTICLE I**  
**NAME AND LOCATION**

The name of the corporation is the Savannah Greens No. 4 Owners Association, Inc., hereinafter referred to as the "Association." The principal mailing address of the Association is 5991 West State Street, Suite A, Boise, Idaho, 83703. Meetings of Members and directors may be held at such places within the State of Idaho, County of Ada, as may be designated by the Board of Directors.

**ARTICLE II**  
**DEFINITIONS**

2.1 "Association" shall mean and refer to the Savannah Greens No. 4 Owners Association, Inc., its successors and assigns.

2.2 "Properties" shall mean and refer to that certain real property described in the Articles of Incorporation; Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

2.3 "Common Area" and "Common Areas" shall mean (a) all land in Lot 88 of the Savannah Greens No. 4 Subdivision owned by the Association; (b) all land within the Savannah Greens No. 4 Subdivision which, by this Declaration or other recorded instrument, makes available for use by the Members of the Association and evidences its intent to convey to the Association at a later date; (c) all land within the Savannah Greens No. 4 Subdivision which indicates on a recorded subdivision plat to be used for, private streets, landscaping, drainage, water retention, drainage collection and/or flood control for the benefit of the Savannah Greens No. 4 Subdivision and/or the general public or which the Declarant indicates on a recorded subdivision plat is to be dedicated to the public or public entity upon the expiration of a fixed period of time, but only until such land is so dedicated; and (d) areas on a Lot within easements granted to the Association or its Members for the location, construction, maintenance, repair and replacement of pedestrian sidewalks and paths, walls or fences, drainage facilities or landscaping, which easements may be granted or created on a recorded subdivision plat or by a Deed or other conveyance accepted by the Association.

2.4 "Lot" means a subdivided lot within the Property or any community as shown on the Plat or as defined in the Declaration of Covenants, Conditions and Restrictions.

2.5 "Owner" shall mean the record owner, whether one (1) or more persons or entities, of beneficial or equitable title (and legal title if the same has merged with the beneficial or equitable title) to the fee simple interest of a Lot. Owner shall not include (a) persons or entities having an interest in a Lot merely as security for the performance of an obligation or (b) a tenant of a Lot. Owner shall include a purchaser under a contract for the conveyance of real property, a contract for deed, a contract to convey, an agreement for sale or any similar contract through which a seller has conveyed to a purchaser equitable title in a Lot under which the seller is obligated to convey to the purchaser the remainder of seller's title in the Lot, whether legal or equitable, on payment in full of all moneys due under the contract. Owner shall not include a purchaser under a purchase contract and receipt, earnest money agreement, escrow instructions or similar executory contracts which are intended to control the rights and obligations of the parties to the executory contracts pending the closing of a sale or purchase transaction. In the case of Lots the fee simple title to which is vested in a trustee, the trustor shall be deemed to be the Owner.

2.6 "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, Restrictions and Easements applicable to the Properties recorded in the office of the County Recorder of Ada County, Idaho.

2.7 "Member" shall mean and refer to those persons who are members by having paid all fees and dues required and be a property owner within Savannah Greens No. 4 Subdivision.

### ARTICLE III MEETING OF MEMBERS

3.1 Voting. The voting rights of each Owner shall be equal to each Owner's Common Area percentage as set forth in Article I, Section 1.03 of the Declaration.

3.2 Articles and Bylaws. Each Member shall have such other rights, duties and obligations as are set forth in the Articles and Bylaws of the Association.

3.3 Annual Meetings. Annual meetings shall not be required. However, annual membership meetings may be held at any time as may subsequently be determined by the President or by the Board of Directors or upon written request of the members who are entitled to vote at least one-third (1/3) of all of the votes of the membership.



3.4 Special Meetings. Special meetings of the Members may be called at any time by the president or by the Board of Directors or upon written request of the Members who are entitled to vote one-third (1/3) of all of the votes of the Membership.

3.5 Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) days, but not more than fifty (50) 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 shall specify the place, date and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

3.6 Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-fourth (1/4) of the votes of the Membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

3.7 Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary of the Association. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot or upon failure to pay required fees or dues.

#### ARTICLE IV BOARD OF DIRECTORS

4.1 Number. The affairs of this Association shall be managed by a Board of Directors, hereinafter referred to as the "Board," consisting of three (3) directors who must be Members of the Association.

4.2 Term of Office. There shall be three (3) directors of the Association. Each director shall be elected for a term of one (1) year and at each annual meeting of the Association thereafter the Members shall elect three (3) directors for a term of one (1) year.

4.3 Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining Members of the Board and shall serve for the unexpired term of his predecessor.

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

4.5 Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

4.6 Right to Appoint. The developer of the Subdivision shall have the absolute power and right to appoint and remove the members of the Board until its Class B Membership terminates as provided for herein.

4.7 Controlling Effect of this Declaration. In the event of any dispute or disagreement between any Owners relating to the Property, or any question of interpretation or application of the provisions of the Declaration, the Articles or the Bylaws, the determination thereof by the Board shall be final and binding on each and all of such Owners.

4.8 Association Rules. The Board shall be empowered to adopt, amend or repeal such rules and regulations as it deems reasonable and appropriate ("Association Rules"), binding upon all Persons subject to the Declaration and governing the use and occupancy of the Common Areas or any other part of the project. The Association Rules may include the establishment of a system of fines and penalties enforceable as Special Assessments. The Association Rules shall govern such matters in furtherance of the purposes of the Association including, without limitation, the use of the Common Areas; provided, however, that the Association Rules may not discriminate among Owners and Members except as expressly provided or permitted therein, and shall not be inconsistent with the Declaration, the Articles, Bylaws or Architectural Control Committee Guidelines. A copy of the Association Rules as they may from time to time be adopted, amended or repealed or a notice setting forth the adoption, amendment or repeal of specific portions of the Association Rules may be delivered to each Owner and Member in the same manner established in the Declaration for the delivery of notices. The Association Rules shall have the same force and effect as if they were set forth in and were part of this Declaration and shall be binding on the Owners, Members and all other persons having any interest in, or making any use of, the Property. The Association Rules, as adopted, amended or repealed, may be available at the principal office of the Association to each Owner, Member or other Person reasonably entitled thereto, upon request. In the event of any conflict between any provision of the Association Rules and any provision of the Declaration, or the Articles, Bylaws or Architectural Control Committee Guidelines, the provisions of the Association Rules shall be deemed to be superseded by the provisions of the Declaration, the Articles, Bylaws or Architectural Control Committee Guidelines to the extent of any such conflict.



4.9 Indemnification. To the fullest extent permitted by law, every director and every officer of the Association, the members of the Architectural Control Committee and shall be indemnified by the Association, and every other person serving as an employee or direct agent of the Association, or on behalf of the Association as a member of a committee or otherwise may, in the discretion of the Board, be indemnified by the Association, against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon such Member in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of such Member being or having served in such capacity on behalf of the Association or any settlement thereof, whether or not he or she is a director, officer or member of the Architectural Control Committee or serving in such other specified capacity at the time such expenses are incurred, provided that the Board shall determined, in good faith, that such officer, director, member of the Architectural Control Committee or other person, or the developer of the Subdivision, did not act, fail to act or refuse to act willfully or with gross negligence or fraudulent or criminal intent. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such persons may be entitled at law or otherwise.

4.10 Non-Liability of Officials. To the fullest extent permitted by law, neither the Board, the Architectural Control Committee or any other committees of the Association nor any member thereof, nor any directors or officers of the Association shall be liable to any Member, Owner, Occupant, the Association or any other Person for any damage, loss or prejudice suffered or claimed on account of any decision, approval or disapproval of plans or specifications (whether or not defective), course of action, act, inaction, omission, error, negligence or the like made in good faith and which the developer of the Subdivision, the Board or such committees or persons reasonably believed to be within the scope of their respective duties.

4.11 Accounting. The Association, at all times, shall keep, or cause to be kept, true and correct records of account in accordance with generally accepted accounting principles, and shall have available after reasonable notification in writing for the inspection of all Owners and Members at reasonable times during regular business hours, such books which shall specify in reasonable detail all expenses incurred and funds accumulated from assessments or otherwise.

4.12 Records. The Association shall, upon reasonable written request and during reasonable business hours, make available for inspection by each Owner and Member the books, records and financial statements of the Association together with current copies, as amended from time to time, of the Declaration and the Articles, Bylaws, Association Rules and Architectural Control Committee Guidelines.

4.13 Managing Agent. All powers, duties and rights of the Association or the Board, as provided by law and herein, may be delegated to a Maintenance Director or managing agent under

a management agreement; provided, however, that no such delegation shall relieve the Association of its obligation to perform any such delegated duty.

## ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

5.1 Nomination. Nomination for election to the Board shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a Member of the Board, and two or more Members of the Association. The Nominating Committee shall be appointed by the Board prior to each annual meeting of the Members to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations must be made from among Members in good standing.

5.2 Election. Election to the Board shall be by secret, written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Articles of Incorporation. The persons receiving the largest number of votes shall be elected.

## ARTICLE VI MEETINGS OF DIRECTORS

6.1 Regular Meetings. Regular meetings of the Board shall be held at least quarterly without notice, or more often as deemed necessary upon notice, at such time and place as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

6.2 Special Meetings. Special meetings of the Board shall be held when called by the president or by any two (2) directors after not less than three (3) days' notice to each director.

6.3 Quorum. 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.

## ARTICLE VII POWERS AND DUTIES OF THE BOARD

7.1 Powers. The Board shall have the power to:



7.1-1 Adopt and publish rules and regulations governing the use of any Common Area and facilities and the personal conduct of the Members and their guests thereon and to establish penalties for the infraction thereof.

7.1-2 Suspend the voting rights from the Association and right to the use of any common facilities by a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing for a period not to exceed sixty (60) days for infraction of published rules and regulations.

7.1-3 Exercise for the Association all authority, powers and duties vested in or delegated to this Association and not reserved to the Membership by other provisions of these Bylaws, the Articles of Incorporation or the Declaration.

7.1-4 Declare the office of Member of the Board to be vacant in the event such Member shall be absent from three (3) consecutive regular meetings of the Board without excuse.

7.1-5 Employ an attorney or such other employees as the Board deems necessary and to prescribe their duties.

7.2 Duties. It shall be the duty of the Board to:

7.2-1 Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by one-tenth (1/10) of the Members who are entitled to vote.

7.2-2 Supervise all officers, agents and employees of this Association and to see that their duties are properly performed.

7.2-3 Fix the amount of the annual Membership dues and initiation fee.

7.2-4 Procure and maintain adequate liability and hazard insurance.

7.2-5 Take such actions as deemed appropriate to enforce reasonable compliance with the Declaration for the developer of the Subdivision.



ARTICLE VIII  
OFFICERS AND THEIR DUTIES

8.1 Enumeration of Officers. The officers of the Association shall be a president and vice-president, who shall at all times be Members of the Board, a secretary, treasurer and such other officers as the Board may from time to time by resolution create.

8.2 Election of Officers. The election of officers shall take place at the first meeting of the Board following such annual meeting of the Members.

8.3 Term. The officers of the Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resigned, be removed or otherwise disqualified to serve.

8.4 Special Appointments. The Board may elect such other 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.

8.5 Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the president or the secretary of the Association. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

8.6 Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

8.7 Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Paragraph 8.4 herein.

8.8 Duties. The duties of the officers are as follows:

8.8-1 President. The president shall preside at all meetings of the Board; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

8.8-2 Vice-President. The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act and shall exercise and discharge such other duties as may be required of him by the Board.

8.8-3 Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the Members; keep appropriate, current records showing the Members of the Association together with their addresses and shall perform such other duties as required by the Board.

8.8-4 Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all moneys of the Association and shall disburse such funds as directed by resolution of the Board; shall sign all checks and promissory notes of the Association; shall keep proper books of account; shall, at the request of the Board, cause an annual audit of the Association's books at the completion of each fiscal year and shall prepare an annual budget and a statement of income and expenditures.

#### ARTICLE IX COMMITTEES

The Association shall establish an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these Bylaws. In addition, the Board may appoint other committees as deemed appropriate in carrying out its purposes.

#### ARTICLE X BOOKS AND RECORDS

The books, records and papers of the Association shall, upon reasonable notice to the secretary, be subject to inspection by any Member. The Declaration or the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member at the home of the secretary of the Association, where copies may be purchased at reasonable cost.

#### ARTICLE XI AMENDMENTS

These Bylaws 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 by proxy. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control and, in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.



ARTICLE XII  
FISCAL YEAR


The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

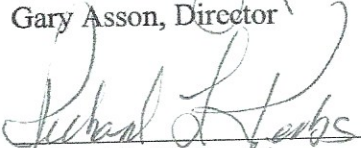
ARTICLE XIII  
ASSESSMENTS

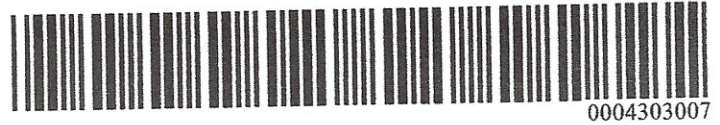
The Association shall have the right to charge Members annual or special assessments from time to time for the purpose of carrying on the Association's affairs as provided in the Declaration. Assessments shall be assessed by the Association at such times as it deems appropriate by mailing a notice to each Member of the Association notifying such Member of the amount of the assessment then due and owing by the Owner. All assessments shall be due in cash as of the due date set forth in the notice. All assessments not paid by an Owner in a timely manner shall bear interest at the rate of 12% per annum from each assessment's due date. All assessments shall be fixed at a uniform rate for all of the Owners subject thereto, except as may be provided in the Declaration.

The foregoing Bylaws, after being read section by section, were approved by all of the Members and the Board of this corporation at a meeting held on the 17 day of June, 2004.

  
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Robert W. Smith, Director

  
\_\_\_\_\_  
Gary Asson, Director

  
\_\_\_\_\_  
Richard L. Kerbs, Director



0004303007



**STATE OF IDAHO**  
 Office of the secretary of state, Lawrence Denney  
**ANNUAL REPORT**  
 Idaho Secretary of State  
 PO Box 83720  
 Boise, ID 83720-0080  
 (208) 334-2301  
 Filing Fee: \$0.00

For Office Use Only  
**-FILED-**  
 File #: 0004303007  
 Date Filed: 6/3/2021 11:57:25 AM

Entity Name and Mailing Address:  
 Entity Name: SAVANNAH GREENS NO. 4 OWNERS ASSOCIATION, INC.  
 The file number of this entity on the records of the Idaho Secretary of State is: 0000472562  
 Address: 5987 W STATE ST  
 BOISE, ID 83703-5056

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Entity Details:  
 Entity Status: Active-Good Standing  
 This entity is organized under the laws of: IDAHO  
 If applicable, the old file number of this entity on the records of the Idaho Secretary of State was: C155513

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The registered agent on record is:  
 Registered Agent: TRICIA CALLIES  
 Registered Agent  
 Physical Address: 5987 W. STATE STREET  
 SUITE A  
 TRICIA CALLIES  
 BOISE, ID 83703  
 Mailing Address: 5987 W STATE ST  
 STE A  
 TRICIA CALLIES  
 BOISE, ID 83703-5056

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Agent or Address Change  
 Select if you are appointing a new agent.

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Corporate Officers and Directors:

Name	Title	Business Address
Tricia Callies	Treasurer	5987 W. STATE STREET SUITE A BOISE, ID 83703
Jerry Foster	President	9234 N. PEBBLE COVE BOISE, ID 83714

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The annual report must be signed by an authorized signer of the entity.  
 Job Title: Assistant

*Jordan Scott* \_\_\_\_\_ 06/03/2021  
 Sign Here \_\_\_\_\_ Date

B0616-2198 06/03/2021 11:57 AM Received by ID Secretary of State Lawrence Denney