

SUPERCEDING
BYLAWS
OF
LAKEHARBOR NO. 6 LOCAL ASSOCIATION, INC

ARTICLE I

APPLICATION AND DEFINITIONS

As approved by seventy-five percent (75%) of the votes by members of Lakeharbor No.6, these Bylaws are adopted pursuant to Title 30, Chapter 3 of the Idaho Code, for the governance of the Lakeharbor No. 6 Local Association, Inc. (the "Association"). Unless otherwise specifically stated herein, the words, terms and phrases herein shall have effect regardless of the language set forth in the Supplemental Declarations of Covenants, Conditions and Restrictions for the Lakeharbor No. 6 (Village on Silver Lake) Subdivision, recorded on July 11, 1989 as Instrument No. 8932236, Record of Ada County, Idaho (the "Supplemental Declaration") as provided in section 10.2.2 of said Supplemental Declaration. These amended Bylaws shall supersede and substitute for all prior Bylaws, including those adopted on or about September 21, 1989.

ARTICLE II

PRINCIPAL ADDRESS

The address of the Association shall be P.O. Box 140574 Garden City, Idaho 83714.

ARTICLE III

MEETINGS OF MEMBERS OF ASSOCIATION

Section 1. Annual Meetings. Each regular annual meeting of the members shall be at the discretion of the Board of Officers. Notice of the annual meeting shall be given to the members in writing not less than ten (10) days nor more than thirty (30) days in advance of such meeting. The annual meeting shall not be scheduled on a legal holiday. Such annual meeting shall be held for the purpose of electing officers and for the transaction of such other business as may lawfully come before the meeting.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or upon written request of the Members who are entitled to vote one-tenth (1/10) of all the votes of the members. Written notice of any special 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, not less than ten (10) days nor more than thirty (30) days in advance of such meeting to each member entitled to vote thereat.

Section 3. Notice. Any notice of meeting required to be given Members shall be 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. Notice shall be deemed to have been delivered seventy-two (72) hours after deposited in the United States mail. Such notice shall specify the time, date and location of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 4. Voting. Each Owner member shall be entitled to one vote for each property unit. A "majority" of votes shall mean at least fifty-one percent (51%) of the voting power present or represented at a duly called regular or special meeting at which a quorum is present.

Section 5. Quorum. The presence at the meeting in person or by proxy of the members entitled to cast at least twenty-five percent (25%) of the total votes within the Association shall constitute a quorum for any action except as otherwise provided in

the Articles of Incorporation, the Supplemental Declaration 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 to a time not less than ten (10) days nor more than thirty (30) days from the time the original meeting was called without notice other than announcement at that meeting. At such second meeting, the presence in person or by proxy of twenty percent (20%) of the total votes within the Association shall constitute a quorum. The members present at a duly called or held Meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum.

Section 6. 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. Every proxy shall be revocable and shall automatically cease after inspection at the meeting for which the proxy was filed, if filed for a particular meeting or upon conveyance by the Member of his Building Lot. In no event shall a proxy be valid after eleven (11) months from the date of its execution.

Section 7. Order of Business. The order of business at all meetings of the Members shall be as follows: (a) roll call to determine the voting power represented at the meeting; (b) proof of notice of meeting or waiver of notice; (c) reading Minutes of preceding meeting; (d) reports of the officers to include the financial report; (e) reports of committees; (f) unfinished business; and (g) new business. Meetings of Members shall be conducted by the officers of the Association in order of their priority.

Section 8. Action Without Meeting. Any action, which under the provisions of the Idaho Nonprofit Corporation Act may be taken at a meeting of the Members, may be taken without a meeting if authorized in writing signed by all of the members which would be entitled to vote at a meeting for such purpose, and filed with the Secretary.

ARTICLE IV

POWERS AND DUTIES OF BOARD OF OFFICERS

Section 1. General Powers and Duties. The Officers of the Association have the powers and duties necessary for the administration of the affairs of the Association and may do all acts and things as are not by law or by these Bylaws directed to be exercised or done exclusively by the Owners.

Section 2. Special Powers and Duties. Without prejudice to such foregoing general powers and duties and such powers and duties as set forth in the Supplemental Declaration, the Board of Officers is vested with, and responsible for, the following powers and duties:

- (a) To select, appoint and remove all agents and employees of the Association, as approved herein, to prescribe such powers and duties for them as may be consistent with law, with the Articles of Incorporation, the Supplemental Declaration and these Bylaws; to fix their compensation and to require from them security for faithful service when deemed advisable by the Board of Officers to supervise agents and employees of the Association and see that their duties are properly performed.
- (b) To conduct, manage and control the affairs and business of the Association and the use of its common property, and regulation of all privately owned lots as prescribed herein, and to make and enforce such rules and regulations therefor consistent with law, with the Articles of Incorporation, the Supplemental Declaration and these Bylaws, as the Officers may deem necessary or advisable.
- (c) To borrow money and to incur indebtedness for the purpose of the Association, and to cause to be executed and delivered therefor, in the Association's name, evidence of debt and securities therefor; subject, however, to the limitations set forth in the Articles of Incorporation and the Supplemental Declarations.

- (d) To fix and levy from time to time Regular Assessments, and Limited Assessments upon the Owners, for the purpose and in the manner provided in the Supplemental Declarations. The Board of Officers is authorized to incur any and all such expenditures and to provide adequate reserves for replacements as it shall deem necessary or advisable in the interest of the Association in fulfilling this duty. Should any owner fail to pay such Assessments before delinquency, the Board of Officers in its discretion, is authorized to enforce the payment of such delinquent Assessments as provided in the Supplemental Declaration.
- (e) To enforce the provisions of the Supplemental Declaration covering the Property, these Bylaws or other foundational agreements of the Association.
- (f) To contract for and pay for adequate liability and hazard and other insurance, in accordance with the provisions of the Supplemental Declarations, covering and protecting against such damages or injuries as the board of Officers deems advisable, and to bond the agents and employees of any management body, if deemed advisable by the Board of Officers.
- (g) To operate or to contract with other Local Associations or the Master Association to maintain and otherwise manage or provide for the operation, maintenance, and management of the Common Area and to contract for and pay maintenance, gardening, Utilities, materials and supplies, and services relating to the Common Area and to employ personnel necessary for the operation of the Common Area, including legal and accounting services, and to contract for and pay for improvements on the Common Area and other requirements as dictated by the Board of Officers.
- (h) To delegate its powers according to law.
- (i) To grant easements where necessary for utilities and sewer facilities over the Common Area to serve the Property.
- (j) To pay all real and personal property taxes and assessments levied against the Common Area owned or managed by the Association.

- (k) Cause to be kept a complete record of all its accounts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special meeting held for the purpose of presenting such a statement.
- (l) To fix, determine and name from time to time, if necessary or advisable, the public agency, fund, foundation or corporation which is organized or operated for charitable purposes, to which the assets of the Association shall be distributed upon liquidation or dissolution, according to the Articles of Incorporation and Idaho Law.

Section 3. Enumeration of Officers. The officers of this Association shall be a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the membership may from time to time by election create.

Section 4. Election of Officers. The election of officers shall take place at the Annual meeting of the Membership.

Section 5. Term. The Officers of this Association shall be elected annually by the Membership, and each shall hold office at the pleasure of the membership until he or she shall resign or be removed or otherwise disqualified to serve or his or her successor shall be elected and qualified to serve by the membership.

Section 6. Resignation and Removal. Upon an affirmative vote of the majority of the membership, pursuant to Article II, Section 5 herein, any officer may be removed from office with or without cause and his successor elected at any authorized meeting of the membership, or at any special meeting of the Board of Officers called for such purpose. Any officer may resign at any time by giving written notice to the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7. Vacancies. A vacancy during the term of office in any office may be filled by appointment by the Board of Officers; the officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaced.

Section 8. Compensation. Agents and employees shall receive such reasonable compensation for their services as may be authorized or ratified by the Board of Officers. Appointment of any agent or employee shall not of itself create contractual rights of compensation for services performed by such an agent or employee.

Section 9. Duties. The duties of the offices are as follows:

- (a) President. The president shall be the chief executive officer of the Association. He or She shall preside at all meetings of the Association and the Board of Officers shall see that orders and resolutions of the Board of Officers and membership are carried out; shall sign all leases, mortgages, deeds, and other written instruments; and shall co-sign all checks and promissory notes; and shall have all of the general powers and duties which are usually vested in the office of the President of a nonprofit corporation.
- (b) Vice President. The Vice President shall act in the place and stead of the President in the event of his or her absence, inability or refusal to act and shall exercise and discharge such other authorized duties as may be required of him or her by the board of Officers and/or the membership.
- (c) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Officers and of the Members; shall serve notice of meetings of the Board and of the Members; shall keep appropriate current records showing the Members of the Association, together with their addresses, email address and current phone numbers; and shall perform such other duties as may be required by the Board of Officers or the Membership.

- (d) 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 of Officers or Members; shall sign all checks and promissory notes of the Association and keep proper books of account; shall cause an annual audit of the Associations books to be made by a public accountant or other non-member agent at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Membership at its regular annual meeting and deliver a copy of each to the Members.
- (e) Powers and Duties. The powers and duties of the Board of Officers as set out in this section and specifically as contained in Article 4, Section 2, sub section (a); shall be limited as to time (term) and financial amount of any contract or agreement entered into, as follows: Any term or conditions which binds the Association , its members, or its budget for an amount in excess of Three Thousand Dollars (\$3,000.00) or which binds the Association, its members or its budget for a period in excess of one year shall require consent of twenty-five percent (25%) of all members (owners) of record prior to execution of any said agreements or contract.
- (f) No more than one Officer of the Association shall serve at any time as a member of The Architectural Committee.
- (g) Emergency. If an emergency situation should present itself which requires immediate action and or expenditure of funds, the Board of Officers may act as necessary based upon an assessment and agreement of a majority of the said Officers that such action is necessary and required. The said Officers will advise the Membership as soon as reasonably possible of the action taken.
Such an emergency does not require consent of the Members as required in Article IV, Section 10, (e) of these Bylaws.

ARTICLE V

COMMITTEES

Section 1. The Board of Officers may appoint such committees as deemed appropriate in carrying out its purposes. Among such committees may be an Architectural Committee, as provided in the Supplemental Declarations.

Section 2. Notice, Hearings, and Appeal Rights of Members relating to Decisions of the Architectural Committee:

- a. Any and all applications submitted by a member of the Association as defined and or allowed by the covenants, conditions and Restrictions and Supplemental Declarations thereto of Lakeharbor No. 6 (Village on Silver Lake), which application requests a substantial alteration to the existing design or structure upon any home site within said Lake harbor No. 6 (as further defined herein), shall prior to any requested determination by the Architectural Committee, be published to members of the Association as required below.
- b. For purposes of this Section, "Substantial Alterations" shall mean: any change to any home or garage foundation or footing or that requiring alteration to the external structure of any said structure. It shall include any requested change deemed to be a substantial alteration by a majority of the Architectural Committee. The following provisions relate to substantial alterations.
- c. For purpose of this Section, "published to members of the Association" shall mean: written copies of the said application and access to any documentation related to the proposed plan in the hands of the Architectural Committee, delivered as follows; Said notice by copy of the Application, to be made to all members of the Association at least ten (10) days prior to any decision by the Architectural Committee.

- d. Upon the request by any member, said member shall have the right to speak to the entire Architectural Committee, prior to any decision on said Application.
- e. Any decision relating to any Application made pursuant to this Section by the said Architectural Committee shall be provided by a written copy thereof to the applicant as well as to all members of the said Association.
- f. Any decision relating to an application subject to this Section as made by the Architectural Committee, may be appealed to the Board of Officers of Lakeharbor No. 6 by any member within 5 days of the receipt thereof by said member. The decision by the said Board of Officers on said appeal shall be made after any and all interested members of the Association known to the Board of Officers are given an opportunity to present their position(s) to the Board of Officers at a public hearing subsequent to notice to all members of the Association and given at least three (3) days prior to said hearing. The decision of the Board of Officers shall be final.

ARTICLE VI

BOOKS AND RECORDS

Section 1. All books, records, and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall be available for inspection by any Member at the principal location of the appropriate officer of the Association, where copies may be purchased at reasonable cost as requested.

ARTICLE VII
ASSESSMENTS

As more fully provided in the Supplemental Declaration, each member is obligated to pay the Association Local Assessments, which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of ten percent (10%) per annum, and the Association may bring an action at law against the delinquent owner obligated to pay the same or foreclose the lien against the property (having first given such notice as is required by the Supplemental Declaration, the Articles of Incorporation of the Association, and the laws of the State of Idaho). Interest, costs and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his building lot.

ARTICLE VIII
MISCELLANEOUS

Section 1. Amendments. These Bylaws may be amended, at a regular or special meeting of the members, by the affirmative votes of Members representing two-thirds (2/3) of the votes of all Members.

Section 2. Conflict. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control. In the case of any conflict between the original CC&R's or any of the Supplemental Declarations and these Bylaws, these Bylaws shall control as provided in Section 10.2.2 of the Supplemental Declaration.

Section 3. Fiscal Year. The fiscal year of the Association shall be determined by the Board of Officers.

Adopted this date MAY 20th 2013 by a vote of seventy-five percent (75%) of the voting membership of the association as required by Section 10.2.2 of the Supplemental Declarations. On a motion duly made from the floor, seconded and unanimously carried it was resolved to adopt the Superseding Bylaws of Lakeharbor No. 6 Local Association, Inc. as written.

In Witness Whereof, we being all of the Board Officers of Lakeharbor No. 6 Local Association, Inc. have hereunto set out hands this 20th day of MAY, 2013

Debbie McDaniel
William Smith
Lincoln
Stettin

Article V (Add new Section g):

g. (1). The Architectural Committee shall, subsequent to any decision based on a properly submitted application, issue a final report and decision specifically setting out the conditions and requirements of approval and/or reasons for denial and/or required changes to the proposed project as determined by a majority of the appointed members of the Committee.

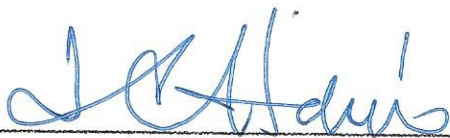
(2). A copy of said final report and decision shall be delivered as required in subsection e. above. A copy of said report and decision as well as the entire file, or a complete copy thereof, shall then be filed with the management office of the LH-6 Homeowners Association for reference as necessary for an appeal to the Board and/or for enforcement measures deemed appropriate by the Board.

(3). The Architectural Committee shall, as part of its decision making authority and as part of its decision and report make specific findings as to all requested alterations or changes included in the application whether approved, denied or altered, as determined to be necessary by the Committee, including a good faith estimate of time necessary for completion of the project as agreed to by the Committee and the applicant. Any violation of the terms and conditions of the final decisions as contained in the report issued by the Committee, shall be dealt with by the Board based upon input from the Committee as deemed necessary.

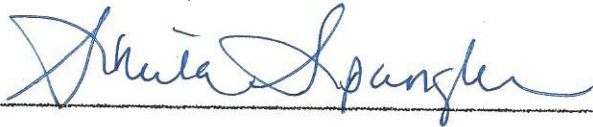
(4). The applicant shall be solely responsible for determining any and all state and local regulations and requirements thereof as necessary for initiation and completion of the changes as approved by the Committee and/or the Board. Further, the Committee may rely in its decision making capacity, upon guidelines adopted from time to time by the Board, as well as historical precedent established by prior decisions of the Board and/or Committee, as long as they do not violate the CCR's or By-Laws of LH-6.

On a motion duly made, seconded and unanimously carried, it was resolved and adopted by a vote of seventy-five (75%) of the Association voting membership as required by Section 10.2.2 of the Supplemental Declarations to adopt the Revised Superseding Bylaws of Lake Harbor No. 6 Local Association, Inc. as written.


In witness whereof, we the Board of Officers of Lake Harbor No. 6 Local Association, Inc. have hereunto set our hands this ^{11th} ~~10th~~ day of January, 2019.



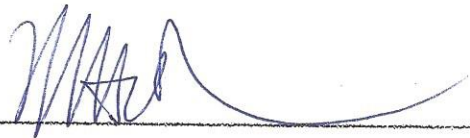
Jim Harris, President



Sheila Spangler, Vice President



Don Reed, Secretary



Michele Hinderer, Treasurer