

December 12, 2016 Minutes

Meeting Start: 7:02 PM

Meeting Adjourned: 7:25 PM

Attendees: Scott Chase, President; Pat Simmons, Vice-President; Sue Ellebrecht, Treasurer; Randy Cunningham, Secretary; Jennifer Williams, Member-at-Large

Minutes of November meeting approved

Treasurer's Report - 71 paid members out of 170 homes

December starting balance \$6,398.52

No activity

December ending balance \$6,398.52

New and Short Term Business:

- Membership Meeting – 25 of 71 member households voted to amend the By-Laws. The vote was unanimous.

Existing Wording:

- **Article V Section 1 Number states** “The affairs of the Association shall be managed by a Board of Directors of seven (7) members of the association”.
- **Article V Section 4 Elections states** “...at each annual membership meeting..., the Members shall elect the Board of Directors. Once elected, the Board of Directors shall also serve as officer of the Association and shall hold the titles of President, Vice-President, Secretary, Treasurer, Member at Large I, Member at Large II, and Member at Large III...”

Proposed amendments:

- **Amend Article V Section 1 Number to read** “The affairs of the Association shall be managed by a Board of Directors of five (5) members of the association”.
- **Amend Article V Section 4 Elections to read** “...at each annual membership meeting..., the Members shall elect the Board of Directors. Once elected, the Board of Directors shall also serve as officer of the Association and shall hold the titles of President, Vice-President, Secretary, Treasurer, and Member at Large...”
- Clean up of islands and 330th Street hill scheduled for August 27th. Schedule has been impacted by the Pipeline Replacement Project (PSE) parking their equipment on the islands. There was a question as to whether weed preventative had been applied to the islands. It was pointed out that applying weed preventative was not part of the request so it wasn't done. Pat volunteered to apply Cassaron to the islands (TBD). Scott's son will apply weed preventative to the island in front of his house.
- Gas pipe work – John Guay is the Project Manager at PSE. He can be reached at 425-505-3768 or john.guay@pse.com. Eric Miller is the Construction Manager and can be reached at eric.miller@pse.com or 425-417-8522. Some gas meters will have to be replaced if they are too old or in the wrong location. Any concerns about the location and/or installation of the new gas meters can be addressed by calling 888-321-7779. Any paving will be done next year (2017). Pat will contact Eric Miller about removing the downed branches, pine cones, etc. from the islands and replace the missing bark.
- Jackie volunteered to help Sue set up a PayPal account for the HOA as an easy alternative to pay the annual dues. Cost is approximately 2.75% of the transaction. Sue will be using the HOA tax id to establish the PayPal account (TBD).
- Ballot and Dues Statement to go out the 1st two weeks in January. PayPal accounts needs to be included as a payment option.
- In January, remove Scott from the HOA banking and e-mail.

Ongoing Business

- Safe City – report suspicious activity to the Safe City web site.
- 32729 3rd Ave SW – new GVW 24,000 truck with the GVW sticker scratched off hasn't been seen lately. Sue will follow up with Code Compliance.
- Vinyl fence – Carl was not present. No progress by Carl in checking with a lawyer on the wording for an amendment to CC&R 3.7 so that a vinyl fence can be installed on the greenbelt. The amendment will specifically ask if a vinyl fence is acceptable. Carl has agreed to pay the costs associated with the lawyer, printing the letters, two envelopes per lot, and stamps for the mailing and return envelopes.

Future meetings

- Annual meeting – Jan 23 @ 7:00 PM FWR on 1st Ave in the Conference Room.
- Monthly HOA meeting – February 27 @ 7:00 PM FWR on 1st Ave in the Conference Room. March 20 meeting room not scheduled yet (can only go out 3 months).

BY-LAWS
OF
WEST CAMPUS DIVISION 2 HOMEOWNERS' ASSOCIATION

ARTICLE I
NAME AND LOCATION

The name of the corporation is WEST CAMPUS DIVISION 2 HOMEOWNER'S ASSOCIATION, hereinafter referred to as the "Association". The principal address will be that of the current agent on file with the office of the Secretary of State, Corporations Division, State Modular Office Building, Tumwater, Washington 98504.

ARTICLE II
DEFINITIONS

Section 1. "Association" shall mean WEST CAMPUS DIVISION 2 HOMEOWNER'S ASSOCIATION.

Section 2. "Lot" shall mean any plot of land shown upon the recorded subdivision map of the properties, specifically those numbered and described as West Campus Division 2, Lots 1 through 158, as recorded in volume 107 of Plats, pages 99 through 101 inclusive, records of King County, Washington.

Section 3. "Member" shall mean every person or entity who holds a paid membership in Association.

Section 4. "Owner" shall mean the record owner of the fee simple title to any lot or lots which are part of the West Campus Division 2, but shall not include a contract seller or mortgagee.

Section 5. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions applicable to the said properties recorded in the office of the King County Auditor.

ARTICLE III
MEMBERSHIP AND VOTING RIGHTS

Section 1. Membership. Every person or entity who is the contract purchaser or record owner of a fee interest in any lot or lots which are subject to the above-said Declaration may be a Member. If any lot or lots are jointly owned by more than one person or entity, only one of such may be designated the Member for purposes of Association business.

Section 2. Suspension of Membership. During any period in which a Member shall be in default in the payment of dues or an assessment for more than sixty (60) days after the due date as established in Article IV, Sections 2 and 3 below, privileges of delinquent Member shall be suspended until such dues or assessments have been paid.

Section 3. Voting Rights. Each lot carries with it one, and only one, vote for members of the Association.

Article IV ASSESSMENTS

Section 1. Annual Dues. The annual dues shall be set at Twenty Dollars (\$20.00). The Board of Directors of the Association ("Board") may increase the dues by Five Dollars (\$5.00) each year without a vote of the Members until the annual dues reach Fifty Dollars (\$50.00) per year. When the annual dues have reached Fifty Dollars (\$50.00) per year, the Board may then increase dues to a maximum of ten percent (10%) each year without a vote of the Members. The Board may reduce the dues on a year to year basis without the vote of the Members. After such an annual reduction, the Board may reestablish the annual dues at its previous higher rate. Any increase in dues higher than the amounts stated must be voted on by the Members at a special or annual meeting, provided there is a quorum.

Section 2. Payment of Dues. Dues shall be paid to the West Campus Division 2 Homeowner's Association. Fees are due no later than sixty (60) days after January 1, each year. The address for making the payment of dues shall be established by the Treasurer of the Association. Each Owner will receive written notice of the address so that they may pay dues and become a member of the Association. Any dues payment made in 1989 shall also apply to 1990 dues.

Section 3. Assessments. The Board may, at the annual membership meeting or at a special membership meeting call for a vote for an assessment to be paid by the Members in addition to the annual dues. If a Majority of the quorum votes for an assessment, the Board will provide each Member with written notification of the assessment. Assessments shall be paid within sixty (60) days of written notification. Failure to make payment of the assessment will cause a suspension of the membership as stated in Article III, Section 2, above.

ARTICLE V THE BOARD OF DIRECTORS

Section 1. Number. The affairs of the Association shall be managed by a Board of Directors of ~~seven~~ five (5) members of the Association.

Section 2. Removal. Any member of the Board may be removed from the Board by a two-thirds (2/3) majority vote of the Members. In the event of death, resignation, or removal of a member of the Board, a successor shall be selected by the remaining members of the Board and shall serve the unexpired term of the predecessor.

Section 3. Compensation. No member of the Board shall receive compensation as a director. However, members of the Board may be reimbursed for actual expenses incurred and/or compensated for services rendered in the performance of Association duties, provided Board approval is obtained.

Section 4. Elections. At the first annual meeting, which shall be held not later than six (6) months from the date of incorporation of this Association, and at each annual membership meeting thereafter, the Members shall elect the Board of Directors. Once elected, the Board of Directors shall also serve as officer of the Association and shall hold the titles of President, Vice-President, Secretary, Treasurer, Member at Large ~~I, Member at Large II, and Member at Large III~~. At the first regular or special meeting of the Board following the election, the Board shall elect among themselves the officers of the corporation.

Section 5. Term of Office. As stated in Article VI, Section 6 below, the Members receiving the largest number of votes shall be elected to the Board. At the first annual meeting, the Members shall elect all seven (7) Board members. Upon counting of the votes, the elected Board members shall be listed in order and designated as number 1 through 7, with the number 1 being the person receiving the least votes of the elected Board members. Any tie in number of votes shall be resolved by listing the elected Board members with the same number of votes in alphabetical order. Those Board members designated numbers 2, 4 and 6 shall serve an initial term of one (1) year. Those Board members designated numbers 1,3, 5 and 7 shall serve an initial term of two (2) years. Thereafter, at each annual meeting those Board positions being vacated shall be filled by election as stated in Article VI. Following the initial terms, each Board members shall serve a term of two (2) years.

ARTICLE VI MEETINGS AND ELECTIONS

Section 1. Regular Board Meetings. Regular meetings of the Board shall be held monthly at such place and time decided by the Board. Members may attend any regular meeting of the Board.

Section 2. Special Board Meetings. Special meetings of the Board shall be held when called by a majority of the Board members, after not less than three (3) days notice.

Section 3. Membership Meetings. Membership meetings shall be held in January of each year. Written notice of the annual membership meeting shall be mailed or delivered to Members not less than ten (10) days, nor more than fifty (50) days prior to the date of the meeting. A special membership meeting may be held when called for by the Board or when one twentieth (1/20) of the Members call for such a special meeting. The Board will then provide written notice within the time frames stated to the Members that a special membership meeting will be held; the date, time and place; and the topic for the special membership meeting.

Section 4. Quorum. A majority of the Board members present in person or by telephone conference shall constitute a quorum for the transaction of business at regular and special Board meetings. For regular and special membership meetings, ten percent (10%) of the paid membership whether present in person or by telephone conference shall constitute a quorum for the transaction of business.

Section 5. Nominations. Nominations for the election of Board members shall be made (1) from the floor of the annual meeting or (2) submitted to the Board prior to the announcement of the annual meeting. The announcement of the annual membership meeting shall include the list of nominees submitted to the Board prior to the announcement of the annual meeting.

Section 6. Election Process. Election of Board members shall be by written ballot at the annual membership meeting. At such election, the Members or their proxies may cast one (1) vote. The names receiving the largest number of votes shall be elected. Each Member is entitled to one (1) vote.

Section 7. Proxies and Absentee Ballots. Proxies and absentee ballots shall be sent out with the announcement of the annual membership meeting. Members may vote absentee for the election of Board members or other ballot issues. Members can assign their voting right to an acting Board member which the member may designate on the proxy.

ARTICLE VII
POWERS AND DUTIES OF THE BOARD

Section 1. Powers. As indicated in Article III of the Articles of Incorporation, the Association has been organized for the purpose of enhancing and protecting the value, desirability and attractiveness of the Lots defined in Article II, Section 2 above. Additionally, the Association has been organized to enforce the Declaration. In order to carry out these purposes, it is the intent of these By-laws to allow the Board to freely act as agent for and representative of the Association members to carry out these purposes. In this regard, the Board shall act independently and freely as agent and representative of the Association in carrying out the powers listed below. Therefore, unless specifically constrained by the Articles of Incorporation, these By-laws, or the Declaration, the Board shall act as it deems necessary in any manner that fulfills the purposes stated in Article III of the Articles of Incorporation. The Board shall have the following powers which include, but are not limited to:

- A. To adopt and publish interpretations of the Declaration;
- B. To issue notices of violations of the Declaration;
- C. To enforce the Declaration to the extent allowed by law, and to determine procedures for handling grievances;
- D. To declare the office of a member of the Board to be vacant in the event such member be absent from three (3) consecutive regular Board meetings;
- E. To employ a manager, accountant, attorney, an independent contractor, or such other employee as the Board deems necessary and to prescribe their duties;
- F. To commit and spend the funds contained in the Association bank account for purposes determined by the Board to fulfill the purposes of Article III of the Articles of Incorporation;
- G. To represent the Association at public meetings, hearings, and other community forums;
- H. To meet with other homeowner associations as the representative of the Association; and
- I. To otherwise act on behalf of the Association as the Board may vote and determine that such action fulfills the purpose of Article III of the Articles of Incorporation except as constrained by the Articles of Incorporation, the Declaration, and these By-laws.

Section 2. Duties. The Board shall have the following duties:

- A. To keep a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Members who are entitled to vote.
- B.
 - (1) To Establish, levy and assess, and collect the dues or charges referred to in ARTICLE IV, Section 1.
 - (2) To send written notices of each dues payment to every Owner, or contract purchaser subject thereto, at least 30 days in advance of each annual dues period.

(3) To issue a receipt to any Member upon payment of dues if requested, in writing, by said Member.

C. To serve concurrently as the Architectural Control Committee (ACC). (This duty became effective at the 1998 annual membership meeting in January of 1998, in which the following ballot action was passed by majority vote of the membership: "To Elect the West Campus Division. II Homeowners Association Board of Directors to serve concurrently as the Architectural Control Committee (ACC). Further that as each fiscal year begins, and a new Board of Directors is duly elected at the annual meeting, the Directors each year will serve also as the elected ACC based on the authorization of this vote of a majority of the lot owners.") *bylaws change effective 1/98.*

ARTICLE VIII COMMITTEES

Section 1. The Board may appoint committees, establish procedures and guidelines as deemed necessary including but not limited to, and audit committee, and an architectural control committee.

ARTICLE IX DUTIES OF OFFICERS

Section 1. Duties. The duties of the Officers shall include, but not be limited to the following:

- A. President. The President shall preside at meetings of the Board, shall see that orders and resolutions of the Board are carried out, and shall co-sign all checks.
- B. Vice-President. The Vice-President shall act in the place of the President in the event of the President's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of the Vice-President by the Board.
- C. Secretary. The Secretary shall serve notice of meetings of the Board and of the Members and keep appropriate current record showing the members of the Association together with their addresses. The Secretary shall also record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members.
- 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; shall co-sign all checks of the Association; shall keep proper books of accounts; shall cause an annual audit of the Association books at the completion of each fiscal year; and shall prepare an anticipated annual budget and a statement of income and expenditures to be presented to the Members at its regular annual meeting and deliver a copy to each of the Members when requested in accordance with Article VII, Section 2. A.

E. Members at Large I, II, and III. The Members at Large shall assist and shall exercise and discharge such duties as may be required of them by the Board.

ARTICLE X AMENDMENTS

Section 1. These By-laws may be amended, at a regular or special meeting of the Members, by vote of a two-thirds (2/3) majority of the Members present in person or by proxy/absentee ballots.

Section 2. In case of any conflict between the Articles of Incorporation and these By-laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-laws or between the Declaration and the Articles of Incorporation, the Declaration shall control.

ARTICLE XI MISCELLANEOUS

The fiscal year of the Association shall begin on the 1st 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 XII DATE OF ADOPTION

As recorded in the meeting minutes of the Board, these By-laws were duly adopted by the Association on the 17th day of September, 1989.

{The By-Laws in Article V Section 1 and Article V Section 4 were amended at a Membership Meeting held on December 12, 2016 at 7:00 PM. Out of 71 member households, 25 members voted unanimously to amend the By-Laws as shown in this document.}