



Meeting Minutes  
September 21, 2010

**Opening:**

The Meeting of Quail Hollow-East Homeowners Association Members was called to order at 7:33 P.M. on September 21, 2010 in Tigard, OR. by Judy Boyle.

**Board Members Present:** Judy Boyle  
Stephanie Mitchell  
Leilani Arellano  
Mike Gadbery  
Wayne Kephart

**A. Approval of Agenda**

The agenda was unanimously approved as distributed.

**B. Approval of Minutes**

Reading of the minutes of the previous meeting was waived.

**C. Treasurer's Report**

The treasurer's report was read by Mike Gadbery and approved as read.

**D. Open Issues**

1. Review of 2010 Events

The board reviewed the events of the summer of 2010 with particular emphasis on the Block Party. A concern was voiced that winners of multiple Bingo games seemed a little unfair. Some suggestions were made for the Board to consider next year. A couple of the suggestions were to obtain merchant prizes to supplement the cash prizes or to eliminate the possibility of winning more than one game. In addition, there was a suggestion that left over food should be donated to a homeless shelter but that suggestion could not be accommodated because the shelters will not accept perishable food nor will they accept food products that have been opened.

**E. New Issues**

1. Association Bylaws

When the Association was formed the Planned Community Laws did not include electronic transmission of notices to members regarding meetings. During a recent legislative session some changes to the Planned Community Laws allowed for electronic transmission of communication to members in place of required hard-copy transmission. Currently the mailing of hard-copy notices for member meetings entails the cost of postage, paper, and envelopes for 80 properties. The Association membership who have email addresses recorded by the association numbers 54 with many members having multiple email addresses recorded. The cost of recording the amended bylaws is \$61.00 as it is currently is formatted as six pages. Recorded bylaws could be sent by email to the 54 members with an email address. The election process December/January notice would be hardcopy mailed due to the ballot return envelope. Motion by Wayne was made and seconded to amend the Association bylaws to include emailing option as shown attached. The vote was taken and passed unanimously.

2. Nominations Committee Chairperson

Appointment of the nominations committee chairperson is required. The nominations committee chairperson and another member appointed by the Association president count the votes and certify the 2011 election. Motion by Wayne was made and seconded to appoint Teri Eldien as the nominations committee chairperson. The vote was taken and passed unanimously.

3. Stop Signs or Speed Bumps

The subject of the speeding traffic at the intersection at 124<sup>th</sup> and Quail Creek Lane was raised. A member requested speed bumps be put in to slow the traffic coming from Whistler's Walk. Previously this issue was investigated with the concern that the speed bumps would decrease property value and create problems for emergency vehicles. Multiple requests have been made to the City of Tigard engineering to put a 4-way stop in at that intersection. The City of Tigard investigated the traffic patterns in 2006 and found no need for either a change in the stop sign configuration or speed bumps.

4. Street Trees

The type of street trees that were planted when the subdivision was developed are such that they create problems with the street lighting and with branches breaking. A suggestion was made to obtain a company to trim the trees for all members interested similar to the current backflow device testing. The City of Tigard has in the past trimmed branches that overhang the street and/or sidewalk but this does not solve the problems created by the street trees regarding street lighting or branch breakage when the street or sidewalk is not involved. The suggestion was deferred for further investigation.

**F. Adjournment:**

Meeting was adjourned at 8:29 P.M. in Tigard, OR. by Judy Boyle. The next meeting will be held January 18, 2011.

Minutes submitted by: Leilani Arellano, Secretary

After Recording Return to:  
Quail Hollow East Homeowners Association  
15685 SW 116th #311  
King City, OR 97224

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

Venture Properties, Inc, filed ByLaws for Quail Hollow East Homeowners Association, recorded February 19, 2003 as Document No. 2003-023886 in the Washington County Deed of Records. **The ByLaws were amended and recorded October 9, 2007 as Document No. 2007-107748.** The governing ByLaws for Quail Hollow East Homeowners Association are hereby amended by the Board of Directors elected by the homeowners as successors to Venture Properties, Inc.

ARTICLE I

Name of Office

1. Name: of the corporation is QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION, referred to as the “Association.”
2. Principal Office: The principal office of the Association shall be at such location as the directors may from time to time designate.

ARTICLE II

Definitions

1. “Association” shall mean and refer to QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION, its successors and assigns.
2. “Property” shall mean and refer to the duly recorded plat of QUAIL HOLLOW EAST as further described in the Declaration of QUAIL HOLLOW EAST Protective Covenants.
3. “Common Area” shall mean and refer to all property in QUAIL HOLLOW EAST owned or managed by the Association for the common use and enjoyment of the Owners, specifically Tracts “A”, “B”, “C”, “D”, “E”, “F”, “G”, and “H” as shown on the recorded plat. Common Area may also include improvements for the benefit of all Homeowners that may be created or constructed by the Homeowners Association in the future, subject to approval by the City of Tigard.
4. “Lot” shall mean and refer to any numbered parcel of land designated for residential use within and identified on the plat of QUAIL HOLLOW EAST.
5. “Owner” shall mean and refer to the owner of record, whether one or more persons or entities, of the fee simple title to any Lot which is part of the Properties, including contract purchasers, but excluding those having such interest merely as security for the performance of an obligation.
6. “Declarant” shall mean and refer to VENTURE PROPERTIES, INC.
7. “Declaration” shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Property recorded in Washington County, Oregon.
8. “Member” shall mean and refer to those persons entitled to membership as provided in the Declaration.
9. “Voting Membership” shall mean and refer to that specified in the Declaration.

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

ARTICLE III

Meetings of Members

1. Annual Meeting: The first annual meeting of the members shall be held after Turnover and each subsequent regular annual meeting of the members shall be held in January of each year thereafter at such date and time as may be prescribed by the Board of Directors.
2. Special Association Meetings: A special meeting of the Association may be called at any time by the President or by any three (3) members of the Board of Directors. A special meeting may also be called upon receipt of a written request stating the purpose of the meeting from ten percent (10%) of the voting membership of the Association.
3. Notice of Meeting: Written notice stating the place, day and hour of the meeting and, in the case of a special meeting; the purpose or purposes for which the meeting is called, shall be delivered not less than seven (7), nor more than thirty (30) days before the date of the meeting, either personally, by mail or by email to an address provided by the member, by or at the direction of the President, or the Secretary, or the persons calling the meeting, to each Owner of an occupied Lot in the Association. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage fully prepaid thereon, addressed to the member's address appearing on the books of the Association or supplied by such member to the Association for the purpose of notice. **If emailed, such notice shall be deemed to be delivered when sent. [Amended September 21, 2010]**
4. Quorum: Those members present or by proxy at any annual or special meeting of members constitute a quorum at the meeting except where a greater number is required by the Declaration, or these Bylaws.
5. Special Quorum Requirements: The presence at any meeting in person or by proxy of seventy-five percent (75%) of the voting membership shall constitute a quorum for action on the following matters:
  - Merger and Consolidations
  - Mortgage of the Common Properties
  - Dedication, sale or transfer of any part of the Common Area
6. Proxies: Voting may be in person or by proxy executed in writing and filed with the Secretary. No proxy shall be valid after the meeting for which it was solicited, unless otherwise expressly stated in the proxy, and every proxy shall automatically cease upon termination of membership.
7. Majority Vote: The vote of a majority of the votes entitled to be cast by the members present or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is required by these Bylaws or the Declaration. Specifically, seventy-five percent (75%) of the voting membership is required for Special Assessments for Capital Improvement and seventy-five percent (75%) to increase maximum annual maintenance assessment beyond Section 6.2 of the Declaration.
8. Place of Meeting: Meetings shall be held in Washington County.

ARTICLE IV

Board of Directors

1. Number: The affairs of this Association shall be managed by a Board of three (3) Directors appointed by Declarant until the Turnover of the Association.
2. Term: The Directors named in the Articles of Incorporation shall serve until Declarant turns over administrative responsibilities. At the first meeting, after Declarant has turned over the administrative responsibilities to the homeowners, the members shall elect no less than three (3), but not more than five (5) Directors. No Director may serve for more than three (3) consecutive years in the same office. Each member of the Board of Directors must be a member in good standing within the Association. [Amended June 12, 2003]
3. Removal: Any Director may be removed from the Board, with or without cause, by a majority of vote of the voting membership of the Association. In the event of death, resignation or removal of a Director, a successor may be elected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.
4. Compensation: No Director shall receive compensation for any service rendered to the Association. However, any Director may be reimbursed for actual expenses incurred in the performance of duties with the approval of the Board of Directors.

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

5. Action Taken Without a Meeting: In the absence of a meeting, Directors shall have the right to take action, which could have been taken at a meeting, by obtaining the written approval of all of the Directors.
6. Nomination of Directors: Nomination for election to the Board of Directors may be made by a Nominating Committee consisting of 3-5 members not related to any current Board member or living in the same household with any current Board member appointed by the President prior to each annual meeting **or by submission of an Application of Candidacy completed by the member**. The report of the Nominating Committee shall be included in the notice of the annual meeting with ballots submitted to the members at that time. [Amended June 12, 2003][**Amended September 21, 2010**].
7. Election: Election to the Board of Directors shall be written ballot mailed to members with notice of annual meeting with return envelope to the Nominating Committee. Envelopes not to be opened until the annual meeting at which time the votes contained within and the written ballots submitted at the annual meeting will be counted to elect the officers in the new Board of Directors. **The chairperson of the Nominating Committee and an inspector appointed by the President of the Association shall open and count the ballots**. At such election, the voting membership or their proxies may cast in respect to each vacancy the vote they are entitled to exercise. The persons receiving the largest number of votes shall be elected. [Amended June 12, 2003][**Amended September 21, 2010**]
8. Election Procedure A notice will be sent to all members in September prior to the annual meeting. The notice will contain the description of the duties of each office and a request of the member to select any office to which the member may be interested in serving and to give a brief qualifying statement that will be included within a 'voters pamphlet'. The notice will also ask any member interested in serving on the nominating committee to select that option. By October, the nominating committee will have been appointed by the President. If no one indicates a desire to serve on the nominating committee the President will appoint members at random to serve. In November, the nominating committee will prepare the ballots and 'voters pamphlet' for the officer election to be held at the annual meeting. If a position has no one interested in running for a position the Nominating committee may select the incumbent to run for the position even though the incumbent has served in that position the past three (3) consecutive years if the incumbent is willing to run, otherwise the Nominating committee must secure a person willing to run for the office. In December, the ballots and 'voters pamphlet' will be mailed to the members with a return envelope addressed to the Nominating Committee. The envelopes are for the sole purpose of the election at the annual meeting and the membership will be advised of that fact. The ballots may be returned in the envelope to the nominating committee or brought to the annual meeting. The returned envelopes will not be opened until the annual meeting at which the votes will be counted. The ballot will contain the names of the parties interested in running for a specific position and an area in which the member may write in any name they chose for that position. The ballots will be counted at the annual meeting and the Board of Directors will be elected to the positions in which they carry the majority of the votes for that position. Should there be a tie vote for any position the nominating committee will set up a run-off election at the annual meeting. [Amended June 12, 2003]

ARTICLE V

Meetings of Board of Directors

1. Meetings: Within ten (10) days after each annual meeting of the members, the Directors elected at such a meeting, and those holding over, shall hold an organization meeting for the purpose of record turnover and transaction of such other business as may come before the Board. If all Directors are present at the time and place of meeting, no prior notice of such meeting shall be required to be given to the Directors. All other meetings of the Board shall be held at such place and time as directed by the Board of Directors. All meetings of the Board of Directors shall be open to Owners except Executive meetings. [Amended June 12, 2003]
2. Special Board Meetings: Special meetings of the Board of Directors may be called by the President, or by any two (2) Directors, after not less than three (3) days notice to each Director.
3. Quorum: A majority of the Directors shall constitute a quorum. The action of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.
4. Executive Board Meetings: Executive meetings of the Board of Directors may be called by the President, or by any two (2) Directors, after not less than three (3) days notice to each Director for the purpose of discussion of financial or legal matters involving a specific member account where privacy is a concern. [Amended June 12, 2003]

ARTICLE VI

Powers and Duties of the Board of Directors

1. General Powers: The Board of Directors shall have power to:

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

- a. Adopt and publish rules and regulations governing the use of the Common Area, personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof.
  - b. Impose interest during any period in which such member shall be in default in the payment of any assessment levied by the Association.
  - c. Exercise for the Association all powers, duties and authority vested in or delegated to this Association for the purpose of maintaining the Common Area, Public Right of Way Improvements or otherwise promoting the general benefit of the Homeowners with QUAIL HOLLOW EAST.
  - d. Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors.
  - e. Employ an independent contractor, or such other persons as deemed necessary for maintenance of Common Area, and to prescribe their duties and fix their compensation.
  - f. Levy assessments in accordance with Article of the Declaration.
  - g. Claim a lien against any property for which assessments and or fines are not paid within thirty (30) days after date of final notice, or to bring an action at law against the Owner personally obligated to pay the same. To enforce said lien, assessment or fine by sale by the Association or an organization authorized by the Association, in accordance with the provisions Paragraph 19, Section ©) of the Declaration, and the laws of jurisdiction.
  - h. Enforces the provisions of the Declaration.
2. Duties: It shall be the duty of the Board of Directors to:
- a. Cause to be kept a complete record of all of its acts and the proceedings of its meetings and to cause to be presented at the annual meeting of the members a report reviewing the business and affairs of the Association for the year.
  - b. As more fully provided in the Declaration, to:
    - i. Prepare a report for the Association prior to the annual meeting listing past and present assessment year receipts and expenditures, and where possible include a forecast of upcoming expenses, with adequate allowance for reserves.
    - ii. Prorate the amount of the annual assessment against each Lot at least thirty (30) days in advance of the annual assessment periods, and send written notice of such to every Owner.
    - iii. Cause to be prepared a roster of property subject to assessment, with assessments applicable to each such property, and to keep such roster in the Association office subject to inspection by any Owner.
  - c. Issue, or to cause an appropriate office to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment.
  - d. Procure and maintain adequate liability and hazard insurance on property owned, leased or otherwise used by the Homeowners in the Association.
  - e. Cause the Common Area and any improvements thereon to be maintained.
  - f. Procure and maintain insurance protecting the Board of Directors and committee members appointed by the Board against liability in the course of their duties as outlined herein and in the Declaration.
  - g. File Association Tax Returns.

ARTICLE VII

Officers

1. Officers: The offices of this Association shall be a President, Vice President, Secretary and Treasurer who shall at all times be members of the Board of Directors. The Board of Directors may appoint an Assistant Secretary or an Assistant Treasurer by resolution entered on its minutes. The Officers shall be elected at the organization meeting of the Board of Directors each year, and the term of office shall be for a period of one (1) year and until their successors are elected and assume office, unless such officer resigns or is removed.
2. Resignation or Removal: Any officer may be removed from officer 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. Such resignation shall take effect on the date of 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.
3. 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.

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

4. President: The president shall preside at all meetings of the members of the Association and of the Board of Directors. The President shall sign for the Association such contracts and other documents as may be authorized by the Board of Directors to sign, and shall perform all acts and duties usually performed by a President or as prescribed by the Board of Directors.
5. Vice President: In the absence or disability of the President, the Vice President shall preside and perform the duties of the President. The Vice President shall also perform such other duties as may be delegated by the Board of Directors.
6. Secretary: The Secretary shall record the votes and shall keep, or cause to be kept, the minutes of all meetings 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 board and of the members, keep appropriate current records showing the Homeowners of occupied Lots together with their addresses, and shall perform such other duties as required by the Board.
7. Treasurer: The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors, keep proper books of account, cause an annual audit of the Association books to be made prior to 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.

ARTICLE VIII

Committees

The Board of Directors shall appoint such other committees as it, in its discretion, deems necessary to assist in the operation of the affairs of the Association. Committee members need not be members of the Board of Directors.

ARTICLE IX

Books, Records and Seal

1. Inspection by Members: The books, records and papers of the Association shall, at all times during reasonable business hours, be subject to inspection by any member.
2. Corporate Seal: The corporate seal of the Association shall be circular in form and shall have inscribed thereon the name of the Association, the state of incorporation and the year of incorporation.
3. Execution of Corporate Documents: When the execution of any instrument has been authorized by the Board of Directors without specifying the executive officer, such instrument may be executed by any two of the following officers: The President, Vice President, Secretary and Treasurer. The Board of Directors may, however, authorize any one of such officers to sign any of such instruments for and on behalf of the Association, and may designate officials or employees of the Association other than those named above who may sign such instrument.

ARTICLE X

Assessments

As more fully provided in the Declaration, each Owner of an occupied Lot is obligated to pay the Association annual or special 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 twelve percent (12%) per annum, and the Association may bring an action at law against the property, and 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 assessment provided for herein by non-use of the Common Area or abandonment of his Lot. [Amended September 25, 2007]

ARTICLE XI

Amendments

1. These Bylaws may be amended by a majority of the Board members or at a regular or special meeting of the membership by seventy-five percent (75%) of the voting membership present in person or by proxy, provided that notice of the amendment had been included in the notice of the meeting.

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS ASSOCIATION**

2. Any matter stated in these Bylaws to be or which is in fact governed by the Declaration may not be amended except as provided in such Declaration. In the case of any conflict between such Declaration and these Bylaws, the provisions of the Declaration shall control.

ARTICLE XII

Miscellaneous

The fiscal year of the Association shall begin on the first day of January and end on the last day of December of each year, except that the first fiscal year may begin on the date of incorporation.

Quail Hollow East Homeowners Association

By \_\_\_\_\_  
????

Dated \_\_\_\_\_

STATE OF OREGON, County of Washington }ss

Personally appeared ??? who, being duly sworn, did say that he is the Treasurer of Quail Hollow East Homeowners Association and that said instrument was signed on behalf of said corporation by authority of its board of directors and acknowledges said instrument to be its voluntary act and deed.

\_\_\_\_\_  
Notary Public for Oregon

My Commission expires: \_\_\_\_\_