

# Quail Hollow - East Homeowners Association

15685 SW 116<sup>th</sup> Avenue #311  
King City, OR 97224

Meeting Minutes  
February 7, 2013

## **Opening:**

The Special Board Meeting of Quail Hollow-East Homeowners Association was called to order at 7:38 P.M. on February 7, 2013 in Tigard, OR. by Dick Pacholl.

**Board Members Present:** Dick Pacholl  
James West  
Matt Frazer  
Jason Albert  
William Eichorn

**Homeowners Present:** Kay Wagenhofer  
Britte Gogal  
Mike Gadbery

## **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 approved as read by Jason Albert.

## **D. Open Issues**

1. None

## **E. New Issues**

1. Street Trees

Based on information relative to the municipal codes cited in the letters received by members and the State law existing at the time the agreement the developer made with the City of Tigard, it is believed the City of Tigard does not have jurisdiction for any action regarding the "street trees." A letter was mailed to the author of the letters sent to the Association members in which jurisdictional clarification is requested. No response has been received as of this date. The next action the President plans to take is a letter to the City Council and possibly the City Attorney. In the mean time members have been advised to contact the author of the original letter. They may want to request a time extension regarding any deadlines indicated in the original letter or as a result of their contact.

2. Neighborhood Watch

Concerns were expressed a misunderstanding of the program requirements exists. The program information on the City of Tigard website explains the Neighborhood Watch program. The City of Tigard website location is [www.tigard-or.gov/police/community\\_policing/neighborhood\\_watch](http://www.tigard-or.gov/police/community_policing/neighborhood_watch). Confrontation of individuals conducting suspicious activity is not a part of the Neighborhood Watch program. Jim Wolf, City of Tigard Police, contact for the Neighborhood Watch program is the party to whom a request for available program training information should be directed. The Newsletter

is to be used to solicit volunteers interested in the Neighborhood Watch program. William Eichorn has been assigned to coordinate and follow up on re-establishing a Neighborhood Watch program in the Quail Hollow-East neighborhood.

3. Bylaws Review

Due to law changes, changes in procedures, a need to increase communication with members and changes in technology it was found the Association Bylaws required updating. The changes to the bylaws also include corrections of typographical and semantic errors previously missed. In 2012 a committee consisting of Mike Gadbery, Matt Frazer, Tom Metzger and Diann Pacholl took on the task of reviewing the bylaws for purposes of correcting and updating them with the attached results. The updated bylaws now conform to State of Oregon Revised Statutes regarding Planned Communities and allow for greater communication with the membership. The details of all the Board of Director positions are clarified within the updated bylaws. Motion by Dick was made and seconded to accept the updated bylaws as attached. The vote was taken and passed. Once the updated version is recorded the prior version will be located on the website at the hyperlink found in this document. ([www.quailholloweast.org/Minutes\2003-2010\2010-10-23\\_Amended\\_BYLAWS.pdf](http://www.quailholloweast.org/Minutes\2003-2010\2010-10-23_Amended_BYLAWS.pdf))

4. Late Fees

In February 2012, the Collection Policy late fee application was changed to make the first late fee applied at the rate of 5% of the overdue balance and the second plus each month thereafter at the rate of 10% of the overdue balance. At that time no maximum amount was established. It was found that within this policy exists a problem with the increase in the late fee. An example of the problem given was an account is charged a second late fee in accordance with the policy. The account is then brought current. A second delinquency occurs which causes the question - does the second late fee apply or is this to be treated as an initial delinquency? A second problem is that a 10% late fee verges on usury and without a cap the entire late fee becomes unreasonable. A proposed change eliminates the increase in percentage and sets a maximum of the late fee amount equal to the monthly dues as attached. Motion by Dick was made and seconded to accept the change in the Collection Policy effective immediately. The vote was taken and passed.

5. Assistant Treasurer

Because of the complexity of the work required of the Treasurer, the Board of Directors recommended appointing an Assistant Treasurer. Mike Gadbery was asked if he would accept such an appointment to which he agreed. Motion by Matt was made and seconded to appoint Mike Gadbery as Assistant Treasurer. The vote was taken and passed unanimously.

**F. Adjournment:**

Meeting was adjourned at 9:05 P.M. in Tigard, OR. by Dick Pacholl.

Minutes submitted by: Matt Frazer, Secretary



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## Collection Policy

WHEREAS, Article VI of the Bylaws of the Quail Hollow-East Homeowners Association grants power to the Board of Directors to conduct Association business, and Section 19 of the Covenants, Conditions and Restrictions grants the authority to levy assessments against owners. Because the Association's economic well-being relies on the timely payment of assessments and other allowable charges, it is the Board's duty to use its best efforts to collect funds owed to the Association.

LET IT BE RESOLVED THAT these collection procedures shall be followed:

1. AMOUNTS PAYABLE TO THE ASSOCIATION include, but are not limited to, regular assessments, special assessments, rules enforcement fees, legal fees and other costs associated with collection of funds on behalf of the Association.
2. PAYMENT SCHEDULE. The regular assessment is payable the first of each calendar month. Assessment payments not received or postmarked by the 30<sup>th</sup> (28<sup>th</sup> in February) will be considered past due.
3. DEFINITIONS:
  - a. A "*delinquent account*" is an account for which assessment payment has not been received or postmarked before the next assessment due date.
  - b. The "*assessment due date*" is defined as the first of the month for which the assessment is payable as described in section 19 subsection C of the Declaration of Covenants, Conditions and Restrictions.
  - c. *Delinquency time count* means the number of days the assessment remains unpaid once the account becomes delinquent beginning day 31 after due date. Partial payments do not restart the delinquency time count.
  - d. *Transfer fee* means fee payable from buyer at time of property purchase as described in 19 subsection (B) of the Declaration of Covenants, Conditions and Restrictions (CC&Rs).
4. LATE FEES, PENALTIES, NSF AND INTEREST CHARGES.
  - a. Effective immediately a late fee of five (5) percent of the balance due will be charged the first month an account is delinquent and each month thereafter while the account remains delinquent until the account is brought current or the late fee application equals the monthly dues amount.
  - b. When the late fee amount equals the monthly dues amount, that amount will be applied each month the account remains delinquent.
  - c. Waiver of late fees will be considered by the Board of Directors upon the written request of the member with demonstration of severe circumstances causing delinquency.
  - d. A \$25 NSF (Non-Sufficient Funds) charge will apply to any returned check.
  - e. Any balance older than 30 days will incur an interest charge of 12% per annum (calculated monthly) until paid.
5. ORDER OF CREDITING PAYMENTS. Payments received shall be first applied to interest, late fees, penalties, legal/collection expenses, other charges as described below, then assessment payments beginning with the oldest charge first.
6. PROCESS OF DELINQUENCY NOTIFICATION.
  - a. For all balances one hundred twenty (120) days delinquent, as defined in number 3 of this policy, the following notification process applies:
  - b. Notice of past due charges will be sent by First Class Mail to the member's address as recorded in the Association records.
  - c. The notice will request full payment within thirty (30) days of the date of the notice.
    - i. The notice will include website location wherein a copy of this collection policy and Section 19 of CC&Rs can be found.
    - ii. Each monthly statement will show the monthly charges and total amount due.

**Collection Policy**  
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- d. At one hundred fifty (150) days *delinquent* a notice of intent to file a property lien with Washington County will be mailed to the member.
  - i. Notice to include:
    - (1) Notification of lien to be placed for which the member will be charged the cost of recording such lien.
    - (2) Board may turn the matter over to an attorney for collection enforcement.
    - (3) If a delinquent account is referred to an attorney for collection, the member shall be charged the Association's reasonable attorney fees and related costs as described in CC&R's section 19 subsection (D).
    - (4) Attorney actions may include but are not limited to filing a personal judgement against the member and property foreclosure.
  - e. At one hundred eighty (180) days *delinquent* a lien will be prepared and recorded with Washington County.
- 7. LEGAL SERVICES. If a delinquent account is referred to an attorney for collection, the member shall be charged the Association's reasonable attorney fees and related costs.
- 8. OTHER CHARGES. The Association may charge the member for:
  - a. Fees charged to collect funds payable to the Association:
  - b. Owner Bankruptcy
  - c. Foreclosure action or deed in lieu of foreclosure
  - d. Notification, filing and satisfying liens
  - e. Enforcement of the Association's Rules, Bylaws, Declaration or Policies
  - f. Cost of litigation

Recorded in the Book of Minutes:                      May 8, 2003 [Amended September 17, 2003][Amended May 10, 2007][Amended Feb 15, 2012][Amended Feb 7, 2013]

Date: \_\_\_\_\_

\_\_\_\_\_  
President, Board of Directors  
Quail Hollow-East Homeowners Association

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 and September 27, 2010 as Document No. 2010-075537. 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 property owner of record in Washington County, 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.[Amended February 7, 2013]
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.

ARTICLE III

Meetings of Members

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

1. Annual Member Meeting: The first Member Meeting of the members shall be held after Turnover and each subsequent Member Meeting, hereinafter designated the 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 as required by Oregon Planned Community Law. Additional Member Meetings may be held during the year as may be prescribed by the Board of Directors. [Amended February 7, 2013]
2. Special Association Member Meetings: A special member meeting of the Association may be called at any time by the President or by any three (3) members of the Board of Directors or upon receipt of a written request stating the purpose of the meeting from ten percent (10%) of the voting membership of the Association. [Amended February 7, 2013]
3. Notice of Member and Special Association Member Meetings: Written notice stating the place, day and hour of the meeting and, in the case of a special member 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. Notice of meeting date, time and location will also be posted on the Association website. [Amended September 21, 2010] [Amended February 7, 2013]
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 Association 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.[Amended February 7, 2013]
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 (i.e. Merger and Consolidation or Mortgage of Common Properties etc.), unless a greater proportion is required by these Bylaws, the Declaration or the Planned Community Laws of the State of Oregon. 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 19(B) of the Declaration. [Amended February 7, 2013]
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 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] [Amended February 7, 2013]
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.
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.

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

6. Election Chairperson: Election Chairperson shall not be related to any current Board member or living in the same household with any current Board member, and shall be appointed by the President prior to each Annual Meeting or by submission of an Application of Candidacy completed by the member. [Amended June 12, 2003][Amended September 21, 2010] [Amended February 7, 2013]
7. Election: Election to the Board of Directors shall be by written ballot mailed to members accompanying the notice of the Annual Meeting with a return envelope addressed to the Election Chairperson. Returned envelopes will remain sealed 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 to the new Board of Directors. The sealed envelopes will be opened by the Election Chairperson and an inspector appointed by the President of the Association and the ballots counted. At such election, the voting membership may cast in respect to each vacancy the one vote they are entitled to exercise. The persons receiving the largest number of votes shall be elected to the position selected. [Amended June 12, 2003][Amended September 21, 2010] [Amended February 7, 2013]
8. Election Procedure A notice will be sent to all members in September prior to the Annual Meeting. The notice will contain a request for 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 the ballot. The notice will also ask any member interested in serving as the Election Chairperson to select that option. By October, the Election Chairperson will be appointed by the President. If no one indicates a desire to serve as the Election Chairperson, the President will appoint a member at random to serve. In December, the ballots will be prepared for the officer election to be held at the Annual Meeting. If no one is interested in running for a position the Election Chairperson may select the incumbent to run for the position, if the incumbent is willing to run, even though the incumbent has served in that position the past three (3) consecutive years, otherwise the Election Chairperson must secure a person willing to run for the office. In December, the ballots will be mailed to the members with a return envelope addressed to the Election Chairperson. The envelopes are for the sole purpose of the election at the Annual Meeting and the membership will be advised of that fact. 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 choose for that position. The ballots may be returned in the envelope to the Election Chairperson or brought to the Annual Meeting. Should there be a tie vote for any position the Election Chairperson will set up a run-off election at the Annual Meeting. [Amended June 12, 2003][Amended February 7, 2013]

ARTICLE V

Meetings of Board of Directors

1. Meetings: Within thirty (30) 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 the Annual 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][Amended February 7, 2013]
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. Notice to members of Special Board Meetings will be included in the monthly newsletter of the Association and/or placed on the Association website. [Amended February 7, 2013]
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:
  - 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.

**AMENDED BYLAWS OF  
QUAIL HOLLOW-EAST HOMEOWNERS 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 within QUAIL HOLLOW EAST.[Amended February 7, 2013]
  - 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 meetings of the Board of Directors.[Amended February 7, 2013]
  - 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 19 (B) of the Declaration.[Amended February 7, 2013]
  - 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 Member 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 (C) of the Declaration, and the laws of jurisdiction.[Amended February 7, 2013]
  - 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 in the form of meeting minutes to be posted on the Association website with the exception of minutes of Executive meetings.[Amended February 7, 2013]
  - b. Actions included in the Minutes of Executive meetings may be reviewed only by the member whose account is discussed in the meeting. If more than one account is discussed only the portion of the minutes relating to the specific member may be reviewed.[Amended February 7, 2013]
  - c. Cause to be presented at or before the Annual Meeting of the members a report reviewing the business and affairs of the Association for the year by placing on the Association website the annual financial reports.[Amended February 7, 2013]
  - d. As more fully provided in the Declaration, to:
    - i. Prepare a report for the Association once per year listing past and present assessment year receipts and expenditures, and where possible include a forecast of upcoming expenses, with adequate allowance for reserves.[Amended February 7, 2013]
    - ii. Prorate the amount of the annual assessment against each Lot once per year and send written notice of such to every Owner at least thirty (30) days in advance of a change in the annual assessment.[Amended February 7, 2013]
    - iii. Cause to be prepared a roster of property subject to assessment, with assessments applicable to each such property. Each Owner has the right to review only their own assessment record. [Amended February 7, 2013]
  - e. 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.
  - f. Procure and maintain adequate liability and hazard insurance on property owned, leased or otherwise used by the Homeowners in the Association.
  - g. Cause the Common Area and any improvements thereon to be maintained.
  - h. 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.
  - i. File Association Tax Returns.

**ARTICLE VII**

Officers

1. Officers: The offices of this Association shall be a President, Vice President, Secretary, Treasurer and Officer at Large 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



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

by resolution entered on its minutes. The Officers shall be elected at the Annual 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.[Amended February 7, 2013]

2. Resignation or 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. 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.[Amended February 7, 2013]
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 being replaced. [Amended February 7, 2013]
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 required 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 appropriate current records showing the Homeowners of occupied Lots together with their addresses, and shall perform such other duties as required by the Board of Directors. [Amended February 7, 2013]
7. Treasurer: The Treasurer shall prepare or monitor the preparation of an estimated budget of expenditures each year which includes asset depreciation, reserves status and setting the amount of dues for the following year, provide a status report at each meeting; shall monitor disbursement of funds as directed by resolution of the Board of Directors, either monitor or keep proper books of account, and prepare or monitor preparation of annual reports to be displayed on the Association website for all members to view and shall perform such other duties as required by the Board of Directors. [Amended February 7, 2013]
8. Officer at Large: The Officer at Large will monitor the Neighborhood Watch program and shall perform such other duties as required by the Board of Directors. [Amended February 7, 2013]

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 and Records

1. Inspection by Members: All meeting minutes and financial reports except executive meeting minutes will be available on the Association website for all members to review. Inspection of any Association source documents (i.e. bank statements, contracts, payments and charges or expense reimbursements) associated with a specific member's records, will be available to only that member during reasonable business hours. [Amended February 7, 2013]
2. 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, Treasurer or Officer At Large. 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. [Amended February 7, 2013]

ARTICLE X

Assessments

As more fully provided in the Declaration, each Owner of an occupied Lot is obligated to pay the Association annual, monthly 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][Amended February 7, 2013]

ARTICLE XI

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

Amendments

1. These Bylaws may be amended by a majority of the Board of Director members.[Amended February 7, 2013]
2. At a member or special member meeting of the membership these Bylaws may be amended 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 February 7, 2013]
3. Any matter stated in these Bylaws 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.
4. Any matter stated in these Bylaws which is in fact governed by the Planned Community Laws of the State of Oregon may not be amended except as provided by the Planned Community Laws of the State of Oregon. In the case of any conflict between the Planned Community Laws of the State of Oregon and these Bylaws, the provisions of the Planned Community Laws of the State of Oregon shall control.[Amended February 7, 2013]

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 \_\_\_\_\_  
President

Dated \_\_\_\_\_

By \_\_\_\_\_  
Secretary

Dated \_\_\_\_\_

STATE OF OREGON, County of Washington }ss

Personally appeared Dick Pacholl who, being duly sworn, did say that he is the President of Quail Hollow East Homeowners Association and Matt Frazer who, being duly sworn, did say that he is the Secretary 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: \_\_\_\_\_

## WordPerfect Document Compare Summary

Original document: 2010-10-23 Amended BYLAWS

Revised document: 2012-02-07 Amended BYLAWS

Deletions are shown with the following attributes and color:

~~Strikeout~~, **Blue** RGB(0,0,255).

Deleted text is shown as full text.

Insertions are shown with the following attributes and color:

Double Underline, Redline, **Red** RGB(255,0,0).

Sections changed must identify the date changed therefore [Amended February 7, 2013] appears at the end of the amended section

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

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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~~Member 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.[Amended February 7, 2013]
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.

ARTICLE III

Meetings of Members

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

1. Annual Member Meeting: The first ~~annual m~~ Member Meeting of the members shall be held after Turnover and each subsequent ~~regular a~~ Member Meeting, hereinafter designated the A Annual m 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: as required by Oregon Planned Community Law. Additional Member Meetings may be held during the year as may be prescribed by the Board of Directors. [Amended February 7, 2013]
2. Special Association Member Meetings: A special member 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 or~~ upon receipt of a written request stating the purpose of the meeting from ten percent (10%) of the voting membership of the Association. [Amended February 7, 2013]
3. Notice of Member and Special Association Member Meetings: Written notice stating the place, day and hour of the meeting and, in the case of a special member 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. Notice of meeting date, time and location will also be posted on the Association website. [Amended September 21, 2010] [Amended February 7, 2013]
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 Association 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. [Amended February 7, 2013]
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 (i.e. Merger and Consolidation or Mortgage of Common Properties etc.), unless a greater proportion is required by these Bylaws ~~or~~ the Declaration or the Planned Community Laws of the State of Oregon. 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~~ 19(B) of the Declaration. [Amended February 7, 2013]
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] [Amended February 7, 2013]
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~~Election Chairperson: Election Chairperson shall not be related to any current Board member or living in the same household with any current Board member, and shall be appointed by the President prior to each ~~a~~Annual mMeeting 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]- [Amended February 7, 2013]
7. Election: Election to the Board of Directors shall be by written ballot mailed to members ~~with~~accompanying the notice of ~~the~~Annual mMeeting with a return envelope ~~to the Nominating Committee. Envelopes not to be opened until the annual meeting~~addressed to the Election Chairperson. Returned envelopes will remain sealed until the Annual Meeting at which time the votes contained within and the written ballots submitted at the ~~a~~Annual mMeeting will be counted to elect the officers into the new Board of Directors. The ~~sealed envelopes will be opened by the Election C~~hairperson ~~of the Nominating Committee~~ and an inspector appointed by the President of the Association ~~shall open and count the ballots counted.~~ At such election, the voting membership ~~or their proxies~~ may cast in respect to each vacancy the one vote they are entitled to exercise. The persons receiving the largest number of votes shall be elected to the position selected. [Amended June 12, 2003][Amended September 21, 2010] [Amended February 7, 2013]
8. Election Procedure A notice will be sent to all members in September prior to the ~~a~~Annual mMeeting. The notice will contain ~~the description of the duties of each office and~~ a request offer 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 ballot. The notice will also ask any member interested in serving ~~on~~as the ~~nominating committee~~Election Chairperson to select that option. By October, the ~~nominating committee~~Election Chairperson will ~~have been~~ appointed by the President. If no one indicates a desire to serve ~~on~~as the ~~nominating committee~~Election Chairperson, the President will appoint a members at random to serve. In ~~November, the nominating committee will prepare the ballots and voters pamphlet~~December, the ballots will be prepared for the officer election to be held at the ~~a~~Annual mMeeting. If ~~a position has~~ no one is interested in running for a position the ~~Nominating committee~~Election Chairperson may select the incumbent to run for the position, if the incumbent is willing to run, 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~~Election Chairperson 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~~Election Chairperson. The envelopes are for the sole purpose of the election at the ~~a~~Annual mMeeting 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 choose 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.~~may be returned in the envelope to the Election Chairperson or brought to the Annual Meeting. Should there be a tie vote for any position the ~~nominating committee~~Election Chairperson will set up a run-off election at the ~~a~~Annual mMeeting. [Amended June 12, 2003] [Amended February 7, 2013]

ARTICLE V

Meetings of Board of Directors

1. Meetings: Within ~~ten~~thirty (+030) days after each ~~a~~Annual mMeeting 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 ~~m~~the Annual Meting, 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] [Amended February 7, 2013]
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. Notice to members of Special Board Meetings will be included in the monthly newsletter of the Association and/or placed on the Association website. [Amended February 7, 2013]
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.

**AMENDED BYLAWS OF  
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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:
- 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 in QUAIL HOLLOW EAST. [Amended February 7, 2013]
  - 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. [Amended February 7, 2013]
  - 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 19 (B) of the Declaration. [Amended February 7, 2013]
  - 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~~Member 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 ~~(C)~~ of the Declaration, and the laws of jurisdiction. [Amended February 7, 2013]
  - 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~~ in the form of meeting minutes to be posted on the Association website with the exception of minutes of Executive meetings. [Amended February 7, 2013]
  - b. Actions included in the Minutes of Executive meetings may be reviewed only by the member whose account is discussed in the meeting. If more than one account is discussed only the portion of the minutes relating to the specific member may be reviewed. [Amended February 7, 2013]
  - c. Cause to be presented at ~~or before~~ the ~~a~~ Annual m Meeting of the members a report reviewing the business and affairs of the Association for the year by placing on the Association website the annual financial reports. [Amended February 7, 2013]
  - d. As more fully provided in the Declaration, to:
    - i. Prepare a report for the Association ~~prior to the annual meeting~~ once per year listing past and present assessment year receipts and expenditures, and where possible include a forecast of upcoming expenses, with adequate allowance for reserves. [Amended February 7, 2013]
    - ii. Prorate the amount of the annual assessment against each Lot ~~at least thirty (30) days in advance of the annual assessment periods,~~ once per year and send written notice of such to every Owner at least thirty (30) days in advance of a change in the annual assessment. [Amended February 7, 2013]
    - 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.~~ Each Owner has the right to review only their own assessment record. [Amended February 7, 2013]
  - e. 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.

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- f. Procure and maintain adequate liability and hazard insurance on property owned, leased or otherwise used by the Homeowners in the Association.
- g. Cause the Common Area and any improvements thereon to be maintained.
- h. 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.
- i. File Association Tax Returns.

**ARTICLE VII**

Officers

- 1. Officers: The offices of this Association shall be a President, Vice President, Secretary ~~and~~ Treasurer and Officer at Large 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 m~~ Annual M 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. [Amended February 7, 2013]
- 2. Resignation or Removal: Any officer may be removed from office ~~r~~ 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. [Amended February 7, 2013]
- 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~~ being replaced. [Amended February 7, 2013]
- 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~~ required 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 of Directors. [Amended February 7, 2013]
- 7. Treasurer: The Treasurer shall ~~receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such~~ prepare or monitor the preparation of an estimated budget of expenditures each year which includes asset depreciation, reserves status and setting the amount of dues for the following year, provide a status report at each meeting; shall monitor disbursement of funds as directed by resolution of the Board of Directors, either monitor or keep proper books of account, ~~cause an~~ and prepare or monitor preparation of annual audit reports to be displayed ~~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.~~ website for all members to view and shall perform such other duties as required by the Board of Directors. [Amended February 7, 2013]
- 8. Officer at Large: The Officer at Large will monitor the Neighborhood Watch program and shall perform such other duties as required by the Board of Directors. [Amended February 7, 2013]

**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; and Records and Seal

- 1. Inspection by Members: The books, records and papers of All meeting minutes and financial reports except executive meeting minutes will be available on the Association ~~shall, at all times~~ website for all members to review. Inspection of any Association source documents (i.e. bank statements, contracts, payments and charges or expense reimbursements) associated with a specific member's records, will be available to only that member during reasonable business hours, ~~be subject to inspection by any member.~~



**AMENDED BYLAWS OF  
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~~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. [Amended February 7, 2013]~~

2. 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 or Officer At Large. 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. [Amended February 7, 2013]

ARTICLE X

Assessments

As more fully provided in the Declaration, each Owner of an occupied Lot is obligated to pay the Association annual, monthly 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] [Amended February 7, 2013]

ARTICLE XI

Amendments

1. These Bylaws may be amended by a majority of the Board ~~members or at a regular or special~~ of Director members. [Amended February 7, 2013]

~~2.~~ At a member or special member meeting of the membership these Bylaws may be amended 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 February 7, 2013]

3. 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.

~~4.~~ Any matter stated in these Bylaws which is in fact governed by the Planned Community Laws of the State of Oregon may not be amended except as provided by the Planned Community Laws of the State of Oregon. In the case of any conflict between the Planned Community Laws of the State of Oregon and these Bylaws, the provisions of the Planned Community Laws of the State of Oregon shall control. [Amended February 7, 2013]

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 \_\_\_\_\_  
President

Dated \_\_\_\_\_

By \_\_\_\_\_  
Secretary

Dated \_\_\_\_\_

STATE OF OREGON, County of Washington } ss

Personally appeared Dick Pacholl who, being duly sworn, did say that he is the President of Quail Hollow East Homeowners Association and Matt Frazer who, being duly sworn, did say that he is the Secretary 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: \_\_\_\_\_