

# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## **ARTICLE I**

### **MANAGEMENT**

#### SECTION 1. MANAGEMENT

- A. The management of the Lushmeadows Association, Inc., shall be governed by a Board of seven (7) Directors. The Board shall be elected by a majority vote of the owners present or voting by an absentee ballot at the Annual Business Meeting of said Association, and shall serve as hereinafter provided.
- B. The Board of Directors shall not buy, sell, encumber, donate, or otherwise acquire or dispose of Association real property or other capital assets without first submitting a special ballot to the owners of this Association. The ballot will describe their proposal in detail and shall ask for a (for) or (against) vote. A majority of owners voting in person or by absentee ballot shall be required to approve such action.

#### SECTION 2. NUMBER AND ELECTION OF DIRECTORS

- A. The number of Directors shall be seven (7), and each will serve a three year term upon election at the Annual Business meeting.
- B. All Board members shall be owners in good standing.

#### SECTION 3. VACANCIES

- A. The Board of Directors shall have the power to fill any vacancy occurring on the said Board for any cause other than the expiration of term of office. Any appointment shall be made at a regular board meeting.
- B. Persons appointed to fill such vacancies shall serve until the expiration of the term for which they were appointed.
- C. If a member of the Board of Directors of the Lushmeadows Association Inc., Inc. misses three (3) meetings without any excused absence, the Board may consider removal of that person from office.

#### SECTION 4. OFFICERS

- A. Immediately following the close of the Annual Business Meeting, the Board of Directors shall convene to organize and elect officers for the ensuing year. The retiring President shall act as presiding Chairman until such time as officers are elected.
- B. The officers of the Association shall be as follows: President, Vice President, Treasurer, Financial Secretary and Recording Secretary, each shall serve for one (1) year.
- C. The Recording Secretary may be chosen from the membership; if so, that person does not have voting privileges at the Board of Directors meetings.
- D. A majority in number of the Board of Directors, four (4) shall constitute a quorum.
- E. Each officer elected must receive a majority of the votes of the members of the Board.

# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## SECTION 5. DUTIES OF OFFICERS

### A. The President shall:

1. Preside at all business meetings of the Lushmeadows Association, Inc.
2. Preside at all meetings of the Board of Directors of the Lushmeadows Association, Inc.
3. Act as ex-officio member of all committees except the Nominating Committee, Architectural Control Committee, and the budget Committee.
4. Furnish a written report to the General Meetings in March, July, and October.
5. Appoint all Committees with the approval of the Board of Directors.
6. In the event of a vacancy in a committee chairmanship appoint a Chairperson from among the members of the committee in which the vacancy occurs.
7. Appoint, subject to the approval of the Board of Directors, Committee members to fill vacancies during the year.
8. May call a special meeting of the Board of Directors for emergency purposes or as needed to conduct Association business.
9. Appoint an Auditing Committee no later than June 1<sup>st</sup>.
10. Prepare an agenda and distribute it with the previous meeting's minutes to Board members & Committee Chairs one week before the next meeting

### B. The Vice President shall:

1. Preside in the absence of the President, at all meetings of the Board of Directors, general membership and annual meeting.
2. May call a special meeting of the Board of Directors for emergency purposes or as needed to conduct Association business in the absence of the President.

### C. The Treasurer shall:

1. In a timely manner, deposit all Association money in the financial institution determined by the Board of Directors.
2. Pay all obligations approved by the Board of Directors.
3. Render a financial statement, from time to time, as required by the Board of Directors.
4. Render, at the Annual Business Meeting, a full and complete statement of the finances of the Association for the membership year to date.

# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## SECTION 5. DUTIES OF OFFICERS (cont)

5. Turn all financial records over to the audit committee no later than July 15<sup>th</sup> of each year.
- D. The Financial Secretary shall:
1. Collect and record all funds of the Association and remit them to the Treasurer.
  2. Issue receipts for all funds collected
  3. Balance records monthly with those of the Treasurer.
  4. Keep and maintain updated membership records and issue Membership cards when requested.
- E. The Recording Secretary shall:
1. Keep a record of all meetings of the Association and the Board of Directors. Records shall consist of a minimum of attendance, motions, seconds and result, committee reports, and correspondence. Prepare a permanent record yearly.
  2. Prepare action minutes of each meeting and have them available to the President for review and distribution one week prior to the next meeting.
  3. Maintain a permanent file of minutes, agendas, correspondence, newsletters, and any documents pertinent to the operation of the Association.

## SECTION 6. REMOVAL OF OFFICERS AND DIRECTORS

- A. An officer of the Association may be removed from office by a majority vote of the Board of Directors.
- B. If a majority of the votes of the Board of Directors cannot be obtained, the matter shall be brought before the general membership for discussion and resolution by vote
- C. In such cases, a majority of votes by participating members or by absentee ballot will effect the removal of the officer/officers involved
- D. Any Director may be removed by the majority vote of the Membership.

## SECTION 7. MEETINGS OF DIRECTORS

- A. Regular meetings of the Board of Directors shall be held at least once a month, at such time and place as shall be designated by the President. Notice shall be given no later than one week prior to the meeting by the Recording Secretary to each Director, Officer and Committee Chairperson.

# LUSHMEADOWS ASSOCIATION INC. BY-LAWS

## SECTION 7. MEETINGS OF DIRECTORS (cont.)

- B. Special meetings may be held at the request of the President or Vice-President in the absence of the President or at the request of three (3) Directors, submitted in writing to the Recording Secretary. Notice of a special meeting shall be given by the Recording Secretary to each member of the Board of Directors at least three (3) days prior to the date of such meeting.
- C. Emergency meetings may be called by the President or Vice-President in the absence of the President when a decision must be made by vote. When a majority of the Board is not immediately available to attend such an emergency meeting, votes may be obtained by means of the telephone.

## SECTION 8. EXPENDITURES

- A. A summary of the proposed operating budget shall be distributed to the membership between 45 and 60 days prior to July 1<sup>st</sup>. At the Annual Business Meeting, the membership will vote on approval/disapproval of the Board approved budget for the current fiscal year.
- B. The budget is restricted as presented and approved; but this restriction does not apply to non-controllable expenditures for routine Association obligations such as: liability insurance, fire insurance, property taxes, utilities, and emergencies.
- C. Amendments to the approved budget may be made by the Board of Directors when appropriate and necessary.

## ARTICLE II

### MEMBERSHIP

#### SECTION 1. MEMBERSHIP QUALIFICATIONS

- A. Membership
  - 1. Only such persons who are owners of record of any portion of land conveyed to Decker Enterprises, Inc. by that certain Deed recorded May 29, 1958, in Volume 62 at page 315, Mariposa County Records, as amended 7/1/90, these lands shall be generally known as Lushmeadows Mountain Estates, shall have membership in the Association. Membership shall terminate upon sale or transfer of property.
  - 2. Said membership shall extend to all owners of record, each of which have one full membership.

# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## SECTION 1. MEMBERSHIP QUALIFICATIONS (cont)

3. The privileges of a member, but without voting rights, shall be granted to the immediate members of the families of members, as long as they reside in the household of said Association member.
  4. The membership shall be liable for payment of capital improvements or special assessments and dues as approved by the Association, by due process, and shall be subject to assessments in the event of damages to the Lushmeadows Association Inc. property.
  5. The member shall be liable for any and all damages to Lushmeadows Association property perpetrated by the member, his/her family, guests, and renters.
    - a. Rent shall not be charged or collected from occupiers of a second residence on any single property.
- B. Honorary Membership
1. An Honorary Member shall be one who has had Honorary Membership conferred for having made an outstanding contribution to the Lushmeadows Association, Inc., other than monetary.
  2. Any member of the Association may submit to the Board of Directors, the name of a candidate for Honorary Membership, provided that the individuals' name and statement outlining the contributions be submitted at least sixty (60) days prior to the Annual Membership meeting held in July. There shall be no more than two (2) Honorary Memberships conferred in any one (1) year. Past and current owners/members are not eligible to be honorary members.
  3. An Honorary Member shall not pay dues, vote, hold office, chair or be on a committee.
- C. Multiple Membership
1. No persons, trusts, or businesses shall hold multiple memberships in the Lushmeadows Association Inc.

## SECTION 2. SUSPENSION OF MEMBERSHIP PRIVILEGES

### A. Suspension of membership privileges

1. Members that fail to pay bills, special assessments or dues within thirty (30) days of due date, shall forfeit voting rights until reinstated. A reinstatement fee of \$10.00 may be levied.
2. Members that fail to comply with the By-Laws and the Rules and Regulations of the Association, shall forfeit their right to utilize any Association facility. Upon satisfactory corrective action as determined by the Board of Directors, such rights shall be reinstated.

# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## **ARTICLE III**

### **MEMBERSHIP MEETINGS**

#### **SECTION 1. GENERAL MEETINGS**

- A. There shall be one (1) Annual Business Meeting of the Association each year.
  - 1. On the 2<sup>nd</sup> Saturday of July.
- B. There shall be two (2) General Business Meetings of the Association each year.
  - 1. On the 3<sup>rd</sup> Saturday of March.
  - 2. On the 3<sup>rd</sup> Saturday of October.
- C. Special meetings of the Association may be called by order of:
  - 1. The President or the Vice-President in the absence of the President.
  - 2. By three (3) members of the Board of Directors.
  - 3. By ten (10) members in good standing.
- D. The Association shall notify all members by mail at least fifteen (15) days prior to the date of each meeting, indicating the place, time and purpose of the meeting.

#### **SECTION 2. VOTE**

- A. Each membership in good standing shall be entitled to one (1) combined vote at all meetings.
- B. A roll call shall be taken to ensure that only members in good standing vote.
- C. Absentee ballots must be in the hands of the Board of Directors prior to the start of the meeting.

#### **SECTION 3. QUORUM**

- A. A quorum shall consist of the members voting in person or by absentee ballot for the election of Directors and for other matters of which all members have been previously notified.
- B. For new and other matters brought before the members at the Members Annual Meetings or Special Meetings, a quorum shall consist of members present at that meeting.

# LUSHMEADOWS ASSOCIATION INC. BY-LAWS

## SECTION 3. QUORUM (cont.)

- C. At each annual or Special Meeting, only members in good standing shall be allowed to vote.
- D. Voting by proxy shall not be permitted.

## ARTICLE IV

### FEES, ASSESSMENTS AND BILLS

## SECTION 1. SALE OR TRANSFER OF PROPERTY

- A. Upon sale or transfer by any member of his/her real property as described in Article II, Section 1, membership shall automatically cease and terminate.
- B. The new owner shall not be liable for the dues or other obligations to the Association of the previous owner, but shall be liable for all dues or other obligations from date of acquiring title to his/her property.

## SECTION 2. DUES

- A. Members shall pay an annual dues assessment in the amount established by the membership.
- B. Annual dues assessments are due on June 1<sup>st</sup> and are delinquent on July 1<sup>st</sup>.
  - 1. The annual membership year shall run from July 1<sup>st</sup> of one year through June 30<sup>th</sup> of the succeeding year.
  - 2. Current annual dues must be paid on or before June 30<sup>th</sup> to qualify as a member in good standing for voting privileges at all meetings and/or uses of the Association facilities during the ensuing membership year.
  - 3. The annual dues assessment may, from time to time, be decreased or increased by a majority vote of the membership voting in person or by absentee ballot.
- C. The payment of special assessments or bills incurred by members shall become due and payable at the time they are incurred and are delinquent in thirty (30) days.
- D. Membership privileges may be canceled or suspended, as specified in Article II, Section 2, for failure to pay dues, assessments or bills.

# LUSHMEADOWS ASSOCIATION INC. BY-LAWS

## SECTION 3. FAILURE TO PAY ANNUAL DUES ASSESSMENTS, SPECIAL ASSESSMENTS OR BILLS –COLLECTION PROCEDURE

- A. The Articles and By-Laws of the Lushmeadows Association provide for both annual dues and special assessments. Annual dues and each special assessment shall be separate, distinct and personal debts and obligations of each owner against whom the same are assessed. In the event of a default or defaults in the payment of any dues or special assessments and in addition to any other remedies herein or by law provided the Board of Directors of said corporation may enforce any obligation due the Association as called for in the Collection Procedure.

## ARTICLE V

### PRIVILEGES

#### SECTION 1. MEMBERSHIP PRIVILEGES

- A. Members in good standing and the members of their households shall be entitled to all the rights, interest, and privileges of the facilities provided by the Association.
- B. These privileges are subject to current applicable rules and regulations.

#### SECTION 2. GUESTS

- A. The Members shall be entitled to invite guests to participate in the activities and enjoy the facilities of the Association in accordance with the rules and regulations established by the Board of Directors.
- B. The designation “guest” refers to house guests or campsite guests of a member of Lushmeadows Association Inc.
- C. No business or non-member shall be authorized to use the Association property or facilities unless specifically approved by the Board of Directors.

## ARTICLE VI

### COMMITTEES

#### SECTION 1. APPOINTMENT OF COMMITTEES

- A. The Board of Directors of this Association may appoint such committees as it may deem necessary for proper conduct of Association business.



# **LUSHMEADOWS ASSOCIATION INC. BY-LAWS**

## SECTION 1. APPOINTMENT OF COMMITTEES (cont.)

- B. The committees shall report on their functions at the request of the Board of Directors.

## SECTION 2. STANDING COMMITTEES

- A. The Board of Directors shall provide procedural outlines and mode of operation for each committee and shall revise or update these procedures as required. Each committee shall adhere to those procedures formalized by the Board of directors.
- B. The Board of Directors shall appoint a minimum of three (3) Members in good standing from the membership to each committee established, which may include the following:

### 1. BUDGET COMMITTEE

- a. The budget committee shall consist of three (3) members and shall be chaired by the Treasurer.

### 2. LAKES AND GROUNDS COMMITTEE

- a. Shall submit rules, for approval of the Board of Directors, to govern all Association properties.
- b. Make recommendations on improvements.
- c. Assist in enforcing such rules as are in effect.

### 3. ARCHITECTURAL CONTROL COMMITTEE

- a. Shall review within 30 days of receipt, all building plans, plot plans, and specifications necessary for compliance with the Lushmeadows Mountain Estates CC & R's, submitted by owners of record as described in Article X. The review shall not begin until all required documents have been received by the Architectural Control Committee.
- b. Accept or reject as governed by the CC&Rs.
- c. Shall address all reported violations and/or grievances.

### 4. SOCIAL COMMITTEE

- a. Shall plan social projects and activities for the benefit of the Association.
- b. May contact all new property owners in Lushmeadows Mountain Estates, and encourage them to participate in Association activities.

# LUSHMEADOWS ASSOCIATION INC. BY-LAWS

## SECTION 2 STANDING COMMITTEES

### 5. GOVERNING DOCUMENTS COMMITTEE

- a. Shall review the By-Laws of the Association each year.
- b. Shall edit and/or correlate amendments recommended by the Board of Directors.
- c. May originate amendments or addendums.
- d. Shall make recommendations to the Board of Directors where pertinent.

### 6. NOMINATING COMMITTEE

- a. Shall solicit, screen and present a slate of nominees for office in accordance with the By-Laws.
- b. Prepare a ballot for the voting at the Annual meeting in July.
- c. Send ballots to all members at least thirty (30) days prior to election along with the names of the candidates and their qualifications.

## ARTICLE VII

### PARLIAMENTARY AUTHORITY

The rules contained in Roberts Rules of Order, newly revised, shall govern all meetings of the Lushmeadows Association, Inc., in cases in which they are applicable and in which they are not inconsistent with the Governing Documents.

## ARTICLE VIII

### SEAL

The Corporate Seal, as adopted by the Association, shall be affixed to all membership cards and all legal documents issued by the Association. The seal shall be kept in the care of the Financial Secretary.

## ARTICLE IX

### AMENDMENTS

The By-Laws shall be amended by the majority voting in person or by absentee ballot; or by the Board of Directors, subject to the vote of the members to approve or repeal those By-Law changes. Proposed amendment changes shall be provided to all members at least thirty (30) days prior to the time they will be acted upon.

## ARTICLE X

# LUSHMEADOWS ASSOCIATION INC. BY-LAWS

## MISCELLANEOUS PROVISIONS

### SECTION 1. ADDITIONAL FEES

- A. A fee of not less than Fifty Dollars (\$50.00) shall be charged to any lender for any and all requests for documents from the Association.

These revised By-Laws have been approved by the Board of Directors, Lushmeadows Association, Inc. and are to take effect on July 10, 2004

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice-President

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Financial Secretary

\_\_\_\_\_  
Director at Large

\_\_\_\_\_  
Director at Large

\_\_\_\_\_  
Director at Large