

BYLAWS  
OF  
WILLOWBROOK II HOMEOWNERS ASSOCIATION  
A Nonprofit Corporation

*J. Sullivan*

ARTICLE I

REFERENCE TO COVENANTS,  
CONDITIONS, AND RESTRICTIONS

All terms used herein are defined and given the usage intended under the Declaration of Covenants, Conditions, and Restrictions (hereinafter called "Declaration"), which has been recorded in connection with the development of Willowbrook II, a condominium project, situate in Reno, Washoe County, Nevada.

Conduct in such development, the rights of the owners and their guests, the duties of the Board of Directors (herein sometimes called the "Board"), and other rules and regulations, requirements, or privileges are governed by such Declaration. These Bylaws are merely supplemental to the Declaration.

ARTICLE II

POWERS

The powers of the Association shall be vested in and exercised by a Board of Directors, consisting of not less than three (3) persons nor more than nine (9) as set out in the Articles of Incorporation of Willowbrook II Homeowners Association and the Declaration, and such officers as the Board of Directors may designate, elect, or appoint.

ARTICLE III

QUALIFICATIONS FOR MEMBERSHIP,  
VOTING RIGHTS, AND MEETING OF MEMBERS

(a) Qualification for Membership.

The members of the Association shall be owners of individual Units, and Developer, as defined in the Declaration (herein called "Developer"). Developer shall hold membership in the Association as set forth in the Declaration.

(b) Voting.

(i) The owner or owners of each individual Unit shall be entitled to one (1) vote, and a majority of the individual Units represented shall constitute a quorum.

(ii) Developer shall have three (3) votes

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56+1

for each Unit owned by them and three (3) votes for each Unit proposed to be built or partially built, until such time as seventy-five percent (75%) of the Units have been sold by Developer, at which time Developer shall have one (1) vote for each such proposed, partially built, or completed Unit owned by them.

(iii) The owner or owners of any individual Unit may attend such meeting in person or by proxy in writing, signed by the owner or owners, and filed with the Board of Directors. Any such proxy may be revoked at any time prior to the meeting upon written notice to the Board of Directors.

(iv) The guardian of the estate of or the personal representative of the estate of an owner shall be entitled to the same voice as the person or estate which he represents.

(v) Where an individual Unit is owned by more than one (1) person, all owners of such individual Unit must act unanimously in order to cast a vote as to that individual residence.

(c) Annual Meeting.

~~Annual meeting of the members of the Association shall be held on the second Thursday of February of each year at 7:30 o'clock p.m. upon the "common area" or at such other reasonable place or time as may be designated by written notice of the Board of Directors not less than ten (10) days prior to the date fixed for the said meeting.~~

At the annual meeting the Board of Directors shall present an audit prepared by a certified public accountant of the maintenance fund, itemizing receipts and disbursements for the preceding year, the allocation thereof as to each owner, and the estimated maintenance for the coming year. Within ten (10) days after the annual meeting, said statements shall be delivered to owners not present at the meeting.

(d) Special Meetings.

Special meetings of the owners may be called at any time for the purpose of considering matters which, by the terms of the Declaration, require the approval of all or some of the owners or for any reasonable purpose. Special meetings shall be called by written notice by a majority of the Board of Directors or by the owners having one-third (1/3) of all total votes. Notice of such meeting shall be given in writing not less than fifteen (15) days prior to the date of such special meeting and shall specify the date, time, and place of the meeting and the matters to be considered.

(e) Notices.

Any notice permitted or required to be delivered

as herein provided to any person may be delivered to such person personally, or may be delivered by mailing a copy to such person by certified mail to his residence, or to such other place as such person may designate in writing, or by leaving a copy of such notice at his residence.

(f) Election and Proceedings of the Board of Directors.

(i) ~~The first Board shall be composed of five (5) persons to be selected by Developer and shall continue to serve until fifty-one percent (51%) of the Units have been sold by Developer, or September 1, 1977, whichever shall first occur; provided however, that the members of the Board so selected shall continue to serve until their successors are chosen either at the next annual meeting or at a special meeting of the owners called for the purpose of selecting such successors.~~

- *Consent to Dec 1977*

*Next Annual Meeting (Feb 1978) Feb 1979*

(ii) Thereafter, at each annual meeting of the owners, the owners by a vote of a majority of those owners attending shall select the Board of Directors for the forthcoming years consisting of not less than three (3) nor more than nine (9) owners. The number of directors to be elected shall remain at five (5) unless by a two-thirds (2/3) vote of the owners present at such meeting a different number shall be designated prior to the election of the directors. The number of directors may be increased at any time at any special meeting of the owners which is called in accordance with the provisions of this Article III by a vote of a two-thirds (2/3) majority of those owners attending such meeting.

(iii) The notice of the annual meeting shall state the names of the owner or owners of individual residences who are entitled to attend and vote.

(iv) The first Board of Directors chosen after those chosen by the Developer pursuant to subparagraph (f)(i) above shall be composed of not less than forty percent (40%) chosen for two (2) year terms and not less than forty percent (40%) chosen for one (1) year terms. Thereafter, all members of the Board shall be elected for two (2) year terms. Members of the Board of Directors shall serve until their respective successors are elected and until their death, resignation, or removal, provided, further, that if any member ceases to be an owner his membership on the Board of Directors shall thereupon terminate.

(v) Any member may resign at any time by written notice to the Board of Directors

and any member may be removed from the Board of Directors by a vote of not less than two-thirds (2/3) of all the owners of Units. If any director fails to attend three (3) consecutive regular meetings of the Board, then such director shall be automatically removed without a vote of the owners of the Units and a new director shall be elected in his stead in accordance with the procedure set forth hereinbelow.

(vi) Vacancies and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, though less than a quorum, and the directors so chosen shall hold office until the next annual election and until their successors are duly elected and shall qualify, unless sooner displaced.

(vii) Three (3) members of the Board of Directors shall constitute a quorum, and the decision of a majority of the quorum shall govern. The Board of Directors shall select a chairman who shall preside over both its meetings and those of the owners. Meetings of the Board of Directors may be held and conducted in accordance with such regulations as the Board of Directors may adopt. The Board of Directors may also act without a meeting by unanimous written consent of its members.

(viii) No member of the Board of Directors shall be held liable as a result of his or her negligent management of the affairs of the Association and each member of the Board of Directors hereby is held harmless from any and all liability for any acts performed in the course of his or her duties hereunder unless such acts amount to willful misconduct.

#### ARTICLE IV

##### APPOINTMENT AND DUTIES OF OFFICERS

~~The chairman of the Board of Directors shall also serve as President of the Association. The Board of Directors shall appoint one (1) or more of its members to serve as the other officers of the Association and authorize the President and such other officers to execute all acts of the Association for and on behalf of the Association and its Board of Directors.~~

The officers of the Association shall obtain and maintain in force insurance coverage in accordance with the provisions of the Declaration of Covenants, Conditions, and Restrictions then of record, and shall give any notices to the owners with respect to insurance coverage as shall be required thereby.

ARTICLE V

CERTIFICATE OF MEMBERSHIP

The Board of Directors may, at its discretion, provide for the issuance of certificates evidencing membership in the Association which shall be in such form as may be determined by the Board of Directors. All certificates evidencing membership shall be consecutively numbered. The name and address of each member and the date of issuance of the certificates shall be entered on the records of the Association maintained by its secretary. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefor upon such terms and conditions as the Board of Directors may direct.

ARTICLE VI

SEAL OF THE ASSOCIATION

The use of a seal or stamp by the Association on any corporate documents is not necessary. The Association may use a seal or stamp, if it desires, but such use or nonuse shall not in any way affect the legality of the document.

ARTICLE VII

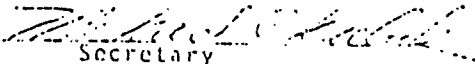
AMENDMENT

Any provision hereof may be amended only by vote or written consent of two-thirds (2/3) or more of the members.

CERTIFICATE OF SECRETARY

KNOW ALL MEN BY THESE PRESENTS THAT:

The undersigned, Secretary of the Association, known as WILLOWBROOK II HOMEOWNERS ASSOCIATION, hereby does certify that the above and foregoing Bylaws were duly adopted by the Board of Directors of said Association on the \_\_\_\_\_ day of \_\_\_\_\_, 1977.

  
Secretary

1001119

AMENDMENT TO BY-LAWS  
OF  
WILLOWBROOK II HOMEOWNERS ASSOCIATION

WHEREAS, the By-Laws of Willowbrook Homeowners Association was duly made and recorded on OCTOBER 20, 1976 as Document NO. 431127 of the official records of Washoe County, Nevada, and

WHEREAS, said By-Laws provide that the By-Laws may be amended in accord with Article VII providing for approval by vote or written consent of two-thirds (2/3) or more of the members, and

WHEREAS, at a General Meeting of the Association held on February 8, 1983, by an affirmative vote of the owners then present or voting by proxy and by further approval expressed in writing by those owners not present between the date of said meeting and June 30, 1983, approval of the owners holding two-thirds (2/3) or more of the total membership of the Association was obtained.


NOW, THEREFORE, the following amendment changing the General Meeting is hereby made effective and Article III, paragraph c, of the By-Laws of Willowbrook II Homeowners Association is hereby amended to read as follows:

"ARTICLE III (c). SEMI ANNUAL MEETING. The Semi Annual Meetings of the members of the Association shall be held on the second Thursday of February and the second Thursday of August of each year at 7:30 o'clock PM, upon the common area, or at such other reasonable place, date or time as may be designated by written notice of the Board of Directors not less than ten (10) days prior to the date fixed for said meeting.

At the August Semi Annual meeting the Board of Directors shall present an audit prepared by a Certified Public Accountant of the maintenance fund, itemizing receipts and disbursements for the proceeding year, the allocation thereof as to each owner, and the estimated maintenance expenses for the coming year. Within ten (10) days after the annual meeting, said statements shall be delivered to owners not present at the meeting."

DATED this 10th day of January 1984.

  
RANSON WEBSTER, President

  
DALE DAVENPORT, Secretary

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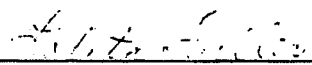
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1 STATE OF NEVADA )  
2 ) ss.  
3 COUNTY OF WASHOE )

4 On this 10th day of January, 1984, personally appearing before me  
5 RANSON WEBSTER and DALE DAVENPORT who are the President and Secretary,  
6 respectively, of Willowbrook II Homeowners Association who represented  
7 to me that they signed the foregoing amendment for the use and purpose  
8 mentioned therein and DALE DAVENPORT further represented and hereby  
9 certifies the action of the owners recited herein constituting approval  
10 of the subject amendment by owners holding two-thirds (2/3) or more of  
11 the total voting power of the Association was obtained therein.

12  LOLITA FULLER  
13 Notary Public - State of Nevada  
14 Washoe County  
15 My Appointment Expires Dec. 18, 1981

  
16 \_\_\_\_\_  
17 Notary Public

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1001119

AMENDMENT TO BY-LAWS  
OF  
WILLOWBROOK II HOMEOWNERS ASSOCIATION

WHEREAS, the By-Laws of Willowbrook Homeowners Association was duly made and recorded on OCTOBER 20, 1976 as Document NO. 431127 of the official records of Washoe County, Nevada, and

WHEREAS, said By-Laws provide that the By-Laws may be amended in accord with Article VII providing for approval by vote or written consent of two-thirds (2/3) or more of the members, and

WHEREAS, at a General Meeting of the Association held on February 8, 1983, by an affirmative vote of the owners then present or voting by proxy and by further approval expressed in writing by those owners not present between the date of said meeting and June 30, 1983, approval of the owners holding two-thirds (2/3) or more of the total membership of the Association was obtained.

NOW, THEREFORE, the following amendment changing the General Meeting is hereby made effective and Article III, paragraph c, of the By-Laws of Willowbrook II Homeowners Association is hereby amended to read as follows:

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At the August Semi Annual meeting the Board of Directors shall present an audit prepared by a Certified Public Accountant of the maintenance fund, itemizing receipts and disbursements for the proceeding year, the allocation thereof as to each owner, and the estimated maintenance expenses for the coming year. Within ten (10) days after the annual meeting, said statements shall be delivered to owners not present at the meeting."

DATED this 10th day of January 1984.

\_\_\_\_\_  
RANSON WEBSTER, President

\_\_\_\_\_  
DALE DAVENPORT, Secretary

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WHEREAS, at a General Meeting of the Association held on February 8, 1983, by an affirmative vote of the owners then present or voting by proxy and by further approval expressed in writing by those owners not present between the date of said meeting and June 30, 1983, approval of the owners holding two-thirds (2/3) or more of the total membership of the Association was obtained.

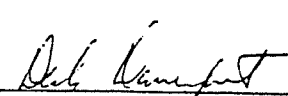
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DATED this 10th day of January 1984.

  
RANGON WEBSTER, President

  
DALE DAVENPORT, Secretary

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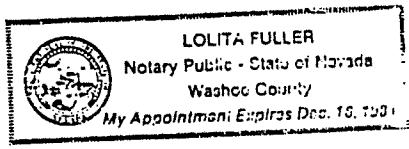
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STATE OF NEVADA )  
 ) ss.  
COUNTY OF WASHOE )

On this 10th day of January, 1984, personally appearing before me RANSON WEBSTER and DALE DAVENPORT who are the President and Secretary, respectively, of Willowbrook II Homeowners Association who represented to me that they signed the foregoing amendment for the use and purpose mentioned therein and DALE DAVENPORT further represented and hereby certifies the action of the owners recited herein constituting approval of the subject amendment by owners holding two-thirds (2/3) or more of the total voting power of the Association was obtained therein.



*Lolita Fuller*  
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Notary Public

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WHEREAS, the By-Laws of Willowbrook II Homeowners Association was duly made and recorded on October 20, 1976 as Document No. 431127 of the official records of Washoe County, Nevada, and

WHEREAS, said By-Laws provide that the By-Laws may be amended in accord with Article VII providing for approval by vote or written consent of two-thirds (2/3) or more of the members, and

WHEREAS, at a Semi-Annual Membership Meeting of the Association held on February 27, 1990, by an affirmative vote of the owners then present or voting by proxy and by further approval expressed in writing by those owners not present between the date of said meeting and June 30, 1990, approval of the owners holding two-thirds (2/3) or more of the total membership of the Association was obtained.

NOW, THEREFORE, the following amendment changing the General Meeting is hereby made effective and Article III, paragraph c, of the By-Laws of Willowbrook II Homeowners Association is hereby amended to read as follows:

"ARTICLE III (b). The presence at any annual meetings of the members having a simple majority of the total votes shall constitute a quorum. Unless otherwise expressly provided herein, any action may be taken at any annual meeting of the members upon the affirmative vote of a majority of the total votes present at such meeting in person or by proxy."

"ARTICLE III (c). Annual meeting of the members of the Association shall be held during the month of September on a day and at a time during non-business hours which the Board believes will enable the most members to attend and participate in the meeting, or at such other date or time as may be designated by written notice of the Board of Directors not less than ten (10) days prior to the date fixed for said meeting.

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2 At the annual meeting the Board of Directors shall present an  
3 audit prepared by a certified public accountant of the  
4 maintenance fund, itemizing receipts and disbursements for the  
5 preceding year, the allocation thereof as to each owner, and  
6 the estimated maintenance for the coming year. Within ten  
7 (10) days after the annual meeting, said statements shall be  
8 delivered to owners not present at the meeting."

9  
10 DATED this 20th day of March 1990

11  
12 John Csia, President

13  
14 Lucille Hill, Secretary

15 STATE OF NEVADA )  
16 ) ss.  
17 COUNTY OF WASHOE )

18 On this 20th day of March, 1990, personally appearing before me  
19 John Csia and Lucille Hill who are the President and Secretary,  
20 respectively, of Willowbrook II Homeowners Association who  
21 represented to me that they signed the foregoing amendment for the  
22 use and purpose mentioned and hereby certifies the action of the  
23 owners recited herein constituting approval of the subject  
24 amendment by owners holding two-thirds (2/3) or more of the total  
25 voting power of the Association was obtained therein.

24  
25 Karen Ann Carthen  
Notary Public

