

HOA Bylaws Update – 2024 Status Report

Prepared by Allen Jones, Bylaws Review Committee Chair

The HOA governing documents (Bylaws and CC&Rs [Covenants, Conditions, and Restrictions CC&Rs]) were first adopted in 1994 and have not been updated. The HOA attorney suggested updating the Bylaws to bring them into compliance with applicable Washington State laws and bring greater clarity.

The Bylaws describe how the HOA operates and the responsibilities and rights of officers and members. Amending the Bylaws requires approval by at least 51% total allocated votes (one voter per lot). The CC&Rs describe how members can use their property and the process for HOA review and approval of approved uses. The CC&Rs require approval by at least 60% of total allocated votes. The Bylaws contain fewer controversial policies and a lower approval requirement, so are thought to be easier to amend.

In 2022 the HOA Board created a Bylaws Review Committee, which identified proposed changes and submitted preliminary draft amendments to the Board on March 12, 2022. The 2022 annual membership ballot included an advisory vote. A majority of the 107 valid ballots cast voted “Yes” to advise the Board to begin the process of updating /amending HOA Bylaws and CC&Rs funded by a special assessment of between \$8 and \$25 per lot. Some main purposes of the proposed Bylaws amendments are described below:

Correct inaccurate or outdated language:

- Article I: The HOA’s principal office is not in Tacoma.
- Article III, Section 1: Annual HOA membership meetings are not held on the same calendar day each year or on a date approved by a majority of the membership.
- Article IV, Section 4: The HOA no longer appoints Board members to represent interests of forestry, wildlife, and the Oroville community.
- In Numerous Sections: Numerous references to “the Declarant” (the 9MR land developer) are no longer needed.

Adjust language about electronic communication as recently permitted by state law:

- Article III, Section 3: Add ‘electronic notice of membership meetings and other communications’ (currently the Bylaws state that notice must be “... by hand delivery, or by mailing...”).
- Article III, Section 4: Recognize remote attendance at Board member and annual meetings via Zoom or another electronic platform **as equivalent to in-person attendance**.
- Article X: Allow “...books, papers and records” of the HOA to be published on the HOA website in lieu of available in hard copy “... at the office of the Secretary...”.

Consider policy or language changes:

- Article III, Section 1: Adjust language to reflect the reality that the Board schedules the annual meeting date in June each year and not ‘on the anniversary of the original incorporation date’.
- Article III, Section 5: Clarify voting rights and when a “designated voter” must be named.
- Article IV, Section 3: Stagger Board member terms to provide continuity of leadership. (Currently, seven of the nine Board members are elected every three years.)
- Article XI, Section 1: Reduce the percentage of total allocated votes required to amend the Bylaws. Consider instead requiring a super majority of those voting (e.g. 60%).
- Article VII, Section 2, New Subsection: Address procedures for collecting and using HOA member email addresses as recently permitted by Washington state law.