

**FIRST AMENDMENT TO THE BYLAWS  
OF THE LAKEMOOR HOMEOWNER'S ASSOCIATION, INC.**

This First Amendment to the Bylaws of the Lakemoor Homeowner's Association, Inc. ("First Amendment") is made, adopted, and effective as of the Effective Date defined herein below.

**RECITALS:**

A. On December 18, 2007, Articles of Incorporation for the Lakemoor Homeowner's Association, Inc., an Idaho non-profit corporation (the "Association") were filed with the Idaho Secretary of State (the "Articles of Incorporation");

B. On December 17, 2007, the Association's then Board of Directors adopted the bylaws for the Association (the "Bylaws");

C. The Members desired to amend the Bylaws to stagger the terms of the Board of Directors, modify how Board members are elected, authorize the election of the Board of Directors by written ballot instead of at an annual or special meeting of the Members during the present pandemic and any equivalent situation in the future when the then existing Board of Directors determines that an annual or special meeting of the Members may not be reasonably held;

D. The Members at the Annual Meeting held on March 10, 2022, at 6:30 pm, at which a proper quorum existed, approved the amendment of the Bylaws as set forth herein by a vote equal to or in excess of two-thirds (2/3rds) of the Members present at such meeting as required by Article XIII of the Bylaws; and

E. The terms and provisions set forth in the Bylaws, as amended by the terms of this First Amendment, shall be effective immediately following the 2022 Annual Meeting of the Members.

**NOW, THEREFORE,** the Bylaws shall be, and are hereby, amended as follows:

1. ARTICLE IV of the Bylaws entitled "BOARD OF DIRECTORS, SELECTION; TERM OF OFFICE," Section 1 entitled "Number", and Section 2 entitled "Term of Office" are hereby amended in full to state as follows:

Section 1. Number: The affairs of this Association shall be managed by a board consisting of between three (3) and five (5) directors, who shall be Members of the Association.

Section 2. Term of Office: At the 2022 annual meeting of the Members, and at each annual meeting of Members thereafter, the director positions whose terms are expiring or that are vacant shall be elected by the Members; provided however, that if for any

reason any such annual meeting is not held, or the directors are not elected thereat, the directors may be elected at any special meeting of Members held for that purpose. All directors shall hold office until their respective successors are elected. The normal term of office for Directors will be for two (2) years or until their successor has been elected, or until death, resignation, removal, or judicial adjudication of mental incompetence. However, to provide for staggered terms, at the 2022 annual meeting of the Members, the three (3) Members receiving the greatest number of votes will be elected for a two (2) year term and the two Members receiving the next greatest number of votes will be elected for a one (1) year term. Any person serving as a Director may be re-elected, and there shall be no limitation on the number of terms in which a director may serve.

2. ARTICLE V of the Bylaws entitled "NOMINATION AND ELECTION OF DIRECTORS", Section 1 entitled "Nomination" is hereby amended in full to state as follows:

Section 1. Nomination: Except as set forth in ARTICLE V, Section 3 hereinbelow, nomination for election to the Board of Directors shall be made from the floor at the annual meeting or at any special meeting held for that purpose. Such nominations may be made only from among Members.

3. ARTICLE V of the Bylaws entitled "NOMINATION AND ELECTION OF DIRECTORS", is hereby amended to add a new Section 3 entitled "Nomination, Election and Term of Office pursuant to an Election Via Written Ballot" stating as follows:

Section 3. Nomination, Election and Term of Office pursuant to an Election Via Written Ballot. In the event an epidemic, pandemic, earthquake, other act of god, catastrophe, casualty, governmental restriction, law, or order, or other cause beyond the reasonable control of the Association, makes it unlawful, unsafe, or inappropriate in the discretion of the Board of Directors to conduct an annual or special meeting of the Members for purposes of electing Directors, the Board of Directors may, or upon a petition signed by Members who are entitled to vote one-fourth (1/4) of all votes, the Board of Directors shall within thirty (30) days of receipt of such petition, initiate an election of the Directors via written ballot.

Candidates for the position of Director may be nominated either by a majority vote of the Directors attending a regularly scheduled or special meeting of the Board of Directors or by nominating petition from one or more Members. Nominations by the Board of Directors or by petition must be made no less than twenty-one (21) calendar days (the "Nomination Deadline") before the deadline set by the Board of Directors for receipt of written ballots (the "Written Ballot Deadline").

Nomination by petition shall be complete when a nominating petition signed by one or more Members is presented to any officer or Director of the Corporation, or their designee.

The names of the individuals nominated either by the Board of Directors or by petition shall be mailed by the Corporation to the Members in writing, with first class postage affixed thereto, postage prepaid, and by posting on the Corporation's website not less than fourteen (14) calendar days before the Written Ballot Deadline.

At each election for Directors, new Directors shall be elected by written ballot conditioned upon and subject to a minimum of 1/10 of the memberships votes per written ballots having been timely submitted to the Association by Members entitled to vote thereon. Cumulative voting is not permitted. The term of the Directors shall be for two (2) years. Each Director shall hold office until a successor has been elected or until death, resignation, removal, or judicial adjudication of mental incompetence. Any person serving as a Director may be re-elected, and there shall be no limitation on the number of terms which a Director may serve.

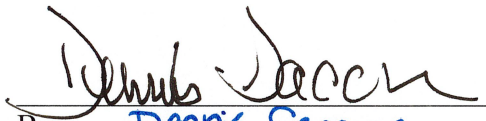
4. Except as amended herein, the Bylaws shall remain in full force and effect with no other changes or modifications.

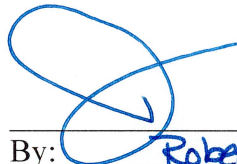
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**CERTIFICATION, ATTESTATION, AND SIGNATURE OF THE CORPORATE  
OFFICERS OF LAKE MOOR HOMEOWNER'S ASSOCIATION, INC.**

IN WITNESS WHEREOF, I, Dennis Saccone, as President of the Lakemoor Homeowner's Association, Inc., an Idaho non-profit corporation, and I, Robert G. Mayberry II, as Secretary of the Lakemoor Homeowner's Association, Inc., an Idaho non-profit corporation, do hereby certify and attest that as of the Effective Date the amendment set forth hereinabove was approved by the affirmative votes of a two-thirds (2/3rds) majority of each class of Members of the Association pursuant to written ballot in accordance with Article X of the Association's Articles of Incorporation, Article VII of the Association's Bylaws, and the Idaho Nonprofit Corporation Act.

  
By: Dennis Saccone  
Its: President

  
By: Robert G Mayberry II  
Its: Secretary



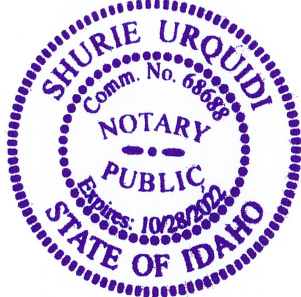
STATE OF IDAHO )

: ss.

County of Ada )

On the 7<sup>th</sup> day of April, 2022 before me, the undersigned notary public in and for said state, personally appeared Dennis Saccone, known or identified to me to be the President of Lakemoor Homeowner's Association, Inc., the corporation that executed the within instrument or the person who executed the same on behalf of said corporation, and acknowledged to me that said corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Shurie Urquidi  
Notary Public for Idaho  
Residing at: Ontario, OR  
Commission expires: 10/28/2022

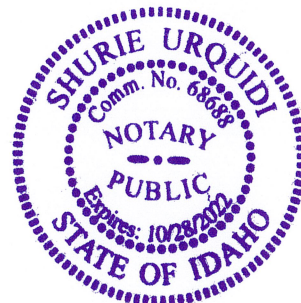
STATE OF IDAHO )

: ss.

County of Ada )

On the 7<sup>th</sup> day of April, 2022 before me, the undersigned notary public in and for said state, personally appeared Robert G. Mayberry II, known or identified to me to be the Secretary of Lakemoor Homeowner's Association, Inc., the corporation that executed the within instrument or the person who executed the same on behalf of said corporation, and acknowledged to me that said corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Shurie Urquidi  
Notary Public for Idaho  
Residing at: Ontario, OR  
Commission expires: 10/28/2022