

**WEATHERBY
HOMEOWNERS' ASSOCIATION**

Officer Duties

PRESIDENT. The president shall have general supervision of the affairs of the Association and, unless some other officer is so designated by the Board of Directors, shall preside over meeting of the Board of Directors.

VICE PRESIDENT. The vice president shall perform all duties incumbent upon the president during the absence or disability of the president, with all the powers of and subject to all the restrictions upon the president, and shall perform such other duties as the Bylaws may provide or the Board of Directors may prescribe.

SECRETARY. The secretary shall: (1) keep the minutes of the meeting of the Board of Directors in one or more books provided for that purpose; (2) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (3) be custodian of the corporate records; (4) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or here by these Bylaws or by the Board of Directors.

TREASURER. The treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Association. He or she shall be the legal custodian of all moneys, notes, securities, and other valuables that may from time to time come into the possession of the Association. He or she shall immediately deposit all funds of the Association coming into the treasurer's hands in a bank or other depository to be designated by the Board of Directors, and shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of the Association, and shall perform such other duties as these Bylaws may provide or the Board of Directors may prescribe.

DIRECTORS. The affairs of the Association shall be managed by a Board of Directors (sometimes referred to herein as the "Board") which shall have and exercise all powers, duties and authority not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, the Declaration or Washington state law as are necessary to administer the affairs of the Association. Without limitation of any of the foregoing, the Board of Directors shall have the power and duty to do the following:

- a. **Rules and Regulations.** Adopt and publish rules and regulations consistent with the Articles of Incorporation, Declaration, and Bylaws, governing the use of the Property, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;
- b. **Payment for Goods and Services.** Pay for all goods and services required for the proper functioning of the Association and maintenance of the Private Roads and Works, including but not limited to utilities, security, taxes, insurance, legal and accounting services attributable to common areas;

- c. Assessments. Subject to the restrictions set forth in the Declaration and these Bylaws, impose and collect annual and special assessments and establish the date upon which such assessments are due;
- d. Certificates of Payment of Assessment. Issue, or cause an appropriate officer to issue, upon demand by any person or entity, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive of such payment;
- e. Budget. As more fully provided in the Declaration, to set the annual budget and allocate the assessment rate, *provided however*, that the assessment rate is subject to all terms and conditions of the Declaration, and further provided that the procedure set forth in Article X of these Bylaws is followed;
- f. Books and Records. Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members;
- g. Employment and Supervision of Managers, Independent Contractors and Others. Employ and remove at pleasure all officers, agents, employees, independent contractors, or such other persons as they deem necessary, prescribe their duties and fix their compensation at commercially reasonable rates. Supervise all officers, agents and employees of this Association, and see that their duties are properly performed, and cause all officers or employees having fiscal responsibilities to be bonded, as deemed appropriate by the Board;
- h. Legal Action. Commence legal actions for the enforcement of the Declaration or any other legal action which the Board of Directors deems necessary for the protection of the Property, and defend against legal actions initiated against the Association. In the name of the Association, enforce and foreclose any lien for assessments of the Association, as may be necessary for collection thereof;
- i. Right to Contract. Have the exclusive right to contract for all goods, services, maintenance, and capital improvements *provided however*, that such right of contract shall be subject to Association approval;
- j. Bank Account. Open a bank account on behalf of the Association and designate the signatories required;
- k. Maintenance of Lots. If necessary, maintain any Lot if such maintenance is reasonably necessary in the judgment of the Board and is authorized by the Declaration. The Board may authorize such maintenance activities and levy special assessments against the Owner or Owners of such Lot for the cost of such maintenance pursuant to the restrictions set forth in the Declaration;

- l. Right of Entry. Enter any Lot when reasonably necessary in the judgment of the Board and when authorized by the Declaration, after giving any notice required by the Declaration. Such entry must be made with as little inconvenience to the Owners as practicable, and any damage caused thereby shall be repaired by the Board if the entry was due to an emergency (unless the emergency was caused by the Owner of the Lot entered, in which case the cost shall be specially assessed to the Lot). If the repairs or maintenance activities were necessitated by the Owner's neglect of the Lot, the cost of such repair or maintenance activity shall be specially assessed to that Lot. If the emergency or the need for maintenance or repair was caused by another Owner of another Lot, the cost thereof shall be specially assessed against the Owner of the other Lot;
- m. Discharge of Liens. The Board may pay any amount necessary to discharge any lien or encumbrance levied against the Property or any part thereof which is claimed or may, in the opinion of the Board, constitute a lien against the Property or against the Common Area or Private Roads rather than merely against the interest therein of particular Owners. Where one or more Owners are responsible for the existence of such lien, they shall be jointly and severally liable for the cost of discharging it and any costs or expenses, including reasonable attorneys' fees and costs of title search incurred by the Board by reason of such lien or liens. Such fees and costs shall be assessed against the Owner or Owners and the Lot(s) responsible, to the extent of their responsibility;
- n. Declare the Office of a Director Vacant. 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;
- o. Exercise Powers. In general, exercise, on behalf of the Association, all powers set forth in RCW 24.03.035 and RCW 64.38.020, provided however, that the Board of Directors is not authorized to adopt or enforce discriminatory rules or regulations or restrictions, nor take any action based on race, religion, national origin, or sex.