

BY-LAWS
OF
NORMANDY PARK, RIVIERA SECTION, COMMUNITY CLUB (NPRSCC)

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Preamble

The purpose of the Normandy Park, Riviera Section, Community Club (NPRSCC) shall be to continue the acceptance of an assignment and transfer by the Normandy Park Company in order to insist upon enforcement, and to carry out the duties as defined in the certain Normandy Park, Riviera Section, Declaration of Reservations and Protective Restrictions, including the right to approve plans and specifications of buildings to be erected and to change or alter, when necessary, the location of set-back lines and to do other duties requisite to the proper enforcement of said restrictions all toward accomplishing the harmonious and attractive development of the property and that the health, comfort, safety, convenience, and general welfare of all persons who may hereafter become the owners and occupants of the real property embraced in said plat(s) may be promoted and safe guarded .

1. TERMS

The Normandy Park, Riviera Section, Community Club (NPRSCC), or ‘Club’, or ‘Restrictions Committee’, or ‘Board’, or ‘Trustee’, or ‘Director’, approves projects subject to The Declaration of Reservation and Protective Restrictions, heretofore known as the DRPR, or ‘Covenants’. As constituted per the terms of the Covenants, these By-Laws do not confer same rights and responsibilities as would a constitution regarding a ‘Homeowners Association’, and thus no laws or regulations covering such apply.

An “owner” is any individual who is a named grantee on a deed to land, or who is a named purchaser of land in the Riviera Section of the Plat of Riviera Section of Normandy Park.

2. BOARD OF TRUSTEES

The management of the corporation and the control of its property shall be vested in a Board of Trustees, herein called the Board, consisting of three or more members. A Board member shall be a named grantee or spouse of a named grantee of a deed to land within the Plat of Riviera Section of Normandy Park. Trustees shall be elected for a term of three years. As a goal, Board member terms should be staggered. Vacancies shall be filled by a majority vote of the Board to serve the remainder of the unexpired term. The Board shall meet at such time and place as shall be fixed by the majority of the Trustees. A majority of the Board shall constitute a quorum for the transaction of business at such meetings. If a majority of the Board shall severally consent in writing to any action it is to be as valid as though it had been authorized at a meeting of the Board. Trustees shall notify the President, in advance, if unable to attend a Board meeting. If any Trustee shall miss three meetings in one year, without proper excuse, that person shall be subject to removal by majority vote of the remaining Trustees.

Trustees shall comply with the following requirements:

2a. OWNERSHIP REQUIREMENT

Any owner (defined above) can become a trustee of this board.

2b. COMPLIANCE REQUIREMENT

Said owner must not have at any time openly, knowingly, and willfully violated the terms of the Covenants.

2c. TECHNICAL REQUIREMENT

Said owner must possess the technical ability required to review submitted project plans and specifications.

2d. SUPPORT FOR COVENANT POLICY

Said owner must have an expressed interest in, and support the goals and intentions of, the covenants.

3. OPERATIONAL FEES

Operational expenses of the NPRSCC are provided by Application Fees of homeowners at time of project submittal, and by generous voluntary contribution. There is no provision for a mandatory fee in the Covenants.

4. OWNERS MEETINGS

Annual ownership meetings shall be held at 7:30 p.m. on the first Monday of November (or otherwise as determined by the Board) at a place to be designated by the Board. Trustees shall only be elected (or appointed in accordance with provisions in sections 9 and 10) by the eligible voting owners at the annual meeting. Newly elected trustees will not take office until the first regular Board meeting, and their respective predecessors shall serve until the new trustees take office. Regular Board meetings may be set by a majority of the Board. Special owners meetings may be set by an officer at the written request of 75 of the owners of individual parcels stating the purpose of the special meeting. A quorum for the transaction of business, other than elections for Board members, at any owners meeting is constituted when a minimum of 50 owners, excluding the Board, are present. Board member elections shall be governed by sections 9 and 10.

Voting shall be by written ballot if requested on any issue (excluding proposed changes to the intent of the Declaration of Reservation and Protective Restrictions) presented at owners meetings. No member shall have more than one vote on any matter, per parcel of real property owned. If more than one person owns any parcel of property within the Riviera Section, they collectively shall be entitled to cast no more than one vote per parcel.

5. NOTICE OF OWNER & BOARD MEETINGS

Written or printed notice, stating the place, day and hour of the annual ownership meeting and, in case of a special ownership meeting, the purpose or purposes for which the special ownership meeting is called, shall be delivered either personally or by mail not less than ten nor more than thirty days before the date of the meeting to each owner entitled to vote at such meeting.

Three days notice shall be given to Board members of any meeting of the Board. Emergency meetings of the board may be called by the President for any designated purpose as deemed necessary.

6. COMPENSATION

Trustees shall not receive any compensation of their services, other than reimbursement for hired professional services, supplies and materials purchased for the conduct of official board business.

7. OFFICERS

Board members shall be elected or appointed in accordance with paragraphs 9 and 10. The officers of the corporation, or Board, shall be President, Vice-president, Secretary and Treasurer chosen by the Trustees from their own number following the annual ownership meeting. The Board may appoint such other officers and agents as it shall deem necessary, and they shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined by the Board.

Any officer may be removed at any time by vote of a majority of the remaining Trustees. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by vote of the remaining Trustees.

7a. PRESIDENT

The President shall be the chief executive officer and, unless directed by the Board, shall be managing agent of the corporation, and he or she shall preside at all meetings of the ownership and board. He or she shall keep the Board fully informed and freely consult with them concerning the business of the corporation.

7b. VICE-PRESIDENT

The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of President.

7c. SECRETARY

The Secretary shall attend and keep records and minutes of all sessions of the Board and meetings of the members, and he or she shall give notice of all meetings of the members and of the Board when required and shall perform such other duties as may be prescribed by the Board or President.

7d. TREASURER

The Treasurer shall have custody of the corporation's funds and securities, and he or she shall keep full and accurate accounts of receipts and disbursements in books of the corporation. He or she shall deposit all monies and other valuables in the name and to the credit of the corporation in such depositories as may be designated by the Board. He or she shall disburse the funds of the corporation in such manner and subject to such counter-signatures as the Board from time-to-time shall determine, taking proper vouchers for such disbursements. He or she shall render to the President and Board at the regular meetings of the Board, or whenever required, an accounting of all of his or her transactions and of the financial condition of the corporation.

8. OFFICER'S ABSENCES

In the event of the absence of any officer of the corporation, the Board may delegate the powers and duties of such officer by majority vote of the Board.

9. NOMINATIONS

Nominations for the Board shall be made by means of a nominating committee appointed by the President and confirmed by a majority of the Board. The nominating committee may nominate as many owners as there are vacancies to be filled. Other nominations may be made by any owner from the floor or by filing the name of the nominee with the Secretary at least 14 days prior to the election. Each nomination shall require a second.

10. ELECTIONS

Voting for Trustees shall require a quorum of the existing Board members to be present and shall be by written ballot (or appointment at the discretion of the President depending on the number of nominees and owners present). Written ballots, if necessary, shall include the owners name and address along with the nominee they are voting for. Newly elected or appointed Board members shall be confirmed at the next Board meeting following the annual meeting.

11. COVENANT COMMITTEE

Each Trustee shall be a member of the standing covenant committee whose primary responsibility is the administration of Declaration of Reservation and Protective Restrictions running with the plat of Normandy Park Riviera Section and the lands described therein. The covenant committee will prepare a guideline document that establishes the procedures for approval and/or granting request for variances to their defined restrictions.

12. ANNUAL REPORT

The Board shall present at the annual owners meeting, a statement of the business and condition of the corporation.

13. AMENDMENTS

These By-Laws may be amended by a 2/3 vote of the owners present at an owners meeting where a quorum is present. The meeting notice shall contain information concerning any proposed amendment.

14. RULES OF ORDER

Robert's Rules of Order, Revised, shall govern the meetings of all owners and the Board.

15. INDEMNIFICATION OF TRUSTEES AND OFFICERS

Each Trustee and Officer of this corporation shall be indemnified by the corporation for all liability, cost expenses, and reasonable attorney fees, incurred by or imposed on behalf of such trustee and officer in connection with or resulting from any action, lawsuit or proceeding by reason of any act or omission while serving as a Trustee and Officer of this corporation, excluding willful misconduct in the performance of such duties as a Trustee and Officer. This indemnification shall not be exclusive of other rights to which such Trustee and Officer may be entitled as a matter of law (RCW 24.06.035, 23b.17.320, 23b.08.500).

Closing Statements - Existing Bylaws

The foregoing is a true, full, and accurate copy of the Bylaws of the Normandy Park, Riviera Section, Community Club. These Bylaws are consistent with the existing Articles of Incorporation filed with the Secretary Of State on 21st day of November 1988.