

WHEN RECORDED, RETURN TO:
Crystal Creek Homeowners Association
Lisa DiTommaso, Secretary
Crystal Creek Homeowners Association
2373 NW 185th Ave. #345
Hillsboro, Oregon 97124

Washington County, Oregon	2016-107056
D-R/BY	
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\$45.00 \$11.00 \$5.00 \$20.00	\$81.00
I, Richard Hobernicht, Director of Assessment and Taxation and Ex-Officio County Clerk for Washington County, Oregon, do hereby certify that the within instrument of writing was received and recorded in the book of records of said county.	
Richard Hobernicht, Director of Assessment and Taxation, Ex-Officio	

GRANTOR: Crystal Creek Homeowners Association

GRANTEE: Public

RESTATED BYLAWS OF CRYSTAL CREEK HOMEOWNERS ASSOCIATION

These *Restated Bylaws of Crystal Creek Homeowners Association* ("**Bylaws**") are made by the Crystal Creek Homeowners Association, an Oregon nonprofit corporation (the "**Association**").

RECITALS

- A. Crystal Creek (the "**Planned Community**") is a Planned Community, located in Washington County, Oregon. The Planned Community was created and is governed by the following documents:
1. Declaration of Protective Covenants of Crystal Creek, recorded on June 10, 1994 as Document No. 94056504 in the records of Washington, Oregon ("**Declaration**").
 2. *Bylaws of Crystal Creek Homeowners Association, Inc.*, adopted on October 22, 1997 ("**Initial Bylaws**").
- B. The Association is also governed by the Oregon Planned Community Act, ORS 94.550-94.783 ("**Planned Community Act**").
- C. The Association is the Crystal Creek Homeowners Association, an Oregon nonprofit corporation, formed pursuant to the Declaration, Bylaws and Articles of Incorporation filed September 18, 1997, in the office of the Oregon Secretary of State, Corporation Division.
- D. ORS 94.625(10) allows the Board of Directors, by resolution and without further approval of the owners, to cause restated bylaws to be prepared and recorded to codify individual amendments that have been adopted in accordance with the Planned Community Act.

- E. The Initial Bylaws were never recorded in Washington County. The Board of Directors has adopted a resolution in accordance with ORS 94.625 and is causing the Initial Bylaws to be restated and recorded under ORS 94.625 in the form below.
- F. No amendments changing the Initial Bylaws have been adopted by the Association. The Bylaws as stated below are the bylaws of the Association and contain no changes from the Initial Bylaws except to correct scriveners' errors or to conform format and style.

NOW THEREFORE, by the authority granted in ORS 94.625(10), the Association hereby adopts the following Bylaws:

ARTICLE I. GENERAL PROVISIONS

Section 1. Name. The name of the corporation is Crystal Creek Homeowners Association.

Section 2. Offices. The principal office of the Association shall be within the State of Oregon.

Section 3. Definitions.

- A. **"Association"** shall mean and refer to Crystal Creek Homeowners Association.
- B. **"Declarant"** means Matrix Development Corporation, its successors and assigns
- C. **"Property"** means and refers to duly recorded plats of Crystal Creek and Crystal Creek No. 2, Lots 1 through 128 and any other duly annexed plats.
- D. **"Declarations"** means the Declarations of Protective Covenants for the Property recorded in Washington County, Oregon.
- E. **"Lot"** means and refers to any numbered parcel within the Property.
- F. **"Owner"** means and refers to the owner of record, whether one or more persons or entities of the fee simple title to any Lot which is pan of the Properties, including contract purchaser for the performance of an obligation.
- G. **"Interim Board of Directors"** refers to those Owners assigned by Declarant to the formation and development of the Crystal Creek Home Owners Association to be replaced by the first annual election.

ARTICLE II. MEMBERS

Section 1. Membership. Every Owner shall be a member of the Association. Ownership of a Lot shall be the sole qualification for membership

Section 2. Voting Rights. Each Lot will be entitled to one vote on all matters for which a vote is required or sought. When more than one person holds an interest in any Lot, all such persons

shall be members, and a single vote for that Lot shall be exercised as they among themselves determine.

Section 3. Suspension of Voting Rights. Voting rights of a member or members shall be suspended so long as dues or assessments pertaining to their Lot are delinquent. Dues and assessments shall be delinquent after the date that such dues or assessments are designated for payment by the Board of Directors.

Section 4. Annual Meeting. The annual membership meeting shall be held in July or August each year or at such other time as stipulated by the Board of Directors.

Section 5. Special Meetings. A special meeting of the Association may be called at any time by the President or by two (2) members of the Board of Directors. A special meeting may also be called upon receipt of a written request signed by 10% of the voting membership of the Association stating the purpose of the meeting.

Section 6. Notice of Meetings. Written notice stating the place, day, and hour of the meeting and the purpose or purposes for which the meeting is called shall be delivered not less than seven (7) or more than thirty (30) days before such meeting. Notice shall be hand delivered or mailed to the mailing address of each Lot or to the mailing address designated in writing by the owner. If mailed, such notice shall be deemed to be delivered when deposited in the U.S. Mail, with postage fully prepaid thereon, addressed to the member's address appearing on the books of the Association for the purpose of notice.

Section 7. Quorum. Those members present, in person or by proxy, at a meeting of the members who are entitled to vote shall constitute a quorum at such meeting, except where a greater number is required by state statute, the Declaration or by these Bylaws.

Section 8. Proxies. Every member shall have the right to cast his or her vote either in person or by proxy executed in writing by the member or by his or her duly authorized attorney-in-fact. Such proxy shall be filed with the secretary of the Association before or at the time of the meeting. No unrevoked proxy shall be valid after eleven months from the date of its execution unless some other definite period of validity shall be expressly provided therein. No proxy may be effectively revoked until notice in writing of such revocation has been given to the secretary of the Association.

Section 9. Voting. Each Lot (whose assessments are current) is entitled to one vote. The vote of a majority of the votes entitled to be cast by members present or represented by proxy at a meeting at which such a described quorum is present shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is required by state statute, the Declaration, or by these Bylaws. Specifically, fifty-one percent (51%) of the eligible voting membership is required for Special Assessments, for Capital Improvements, to reject a budget adopted by the board, or to increase the maximum annual maintenance assessment.

Section 10. Meeting Location. All member meetings shall be held in Washington County, Oregon.

ARTICLE III. BOARD OF DIRECTORS

Section 1. General Powers. The business affairs of the Association shall be managed by its Board of Directors. The Board of Directors shall:

- A. Exercise for the Association, all powers, duties and authority vested in or delegated to this Association for the purpose of maintaining the Open Space and otherwise promoting the general benefit of the Owners within the Property.
- B. Contract for all goods and services on behalf of the Association for the operation of the Association's affairs.
- C. Pay for all contracted goods and services by common expense assessments.
- D. Maintain bank account(s) in the name of the Association and authorize persons to draw upon such accounts
- E. Do all things incident to the administration and implementation of the provisions and purposes of this Association as provided by the Articles of Incorporation, these Bylaws, the Declarations, or by statute.
- F. Levy and collect assessments in accordance with the Article V of the Declaration.
- G. Adopt an annual budget including reasonable reserves.
- H. Enforce the provisions of the Declaration.

Section 2. Number. The affairs of the Crystal Creek Homeowners Association shall be managed by a board of five (5) Directors (Interim Board) appointed by the Declarant until the first annual meeting. At the first annual meeting, the members shall elect the Board. The Board of Directors shall consist of five (5) members.

Section 3. Term. The Director positions shall be for two (2) years with the odd-numbered positions elected in odd-numbered years and the even positions elected in even-numbered years. (Some Directors elected at the first annual meeting will serve less than a two-year term.)

Section 4. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the voting membership of the Association. In the event of death resignation or removal of a Director, a successor may be appointed by the Remaining Directors and shall serve for the remaining term of his predecessor.

Section 5. Election of Directors

- A. **Nomination of Directors.** Nomination for election to the Board of Directors may be made by a Nomination Committee appointed by the Board prior to each annual

meeting. The report of the Nominating Committee shall be included in the notice of the annual meeting. Nominations may also be made from the floor.

- B. **Election of Directors.** Election to the Board of Directors shall be by written ballot at the annual meeting. At such election, votes may be cast in person or by proxy 24 hours prior to the annual meeting. Proxy votes shall be received by the Secretary not less than the designated 24 hours prior to the annual meeting. Members are entitled to one (1) vote per household for each director vacancy for that election. The person receiving the largest number of votes for each vacancy shall be elected.

Section 6. Compensation. No Director shall receive compensation for any service rendered to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of duties, provided the expenses are directly related to the business affairs of the Association, and the director had prior approval from the Board of Directors to incur said expenses.

Section 7. Liability. Neither the Association nor any officer or member of its Board of Directors shall be liable to any member for damages, loss or prejudice suffered or claimed on account of any action or failure to act by the Association, any of its officers or any member of its Board of Directors, provided only that the officer or Board member has acted in good faith in accord with the actual knowledge possessed by him or her. No officer or Director of the Association shall be liable for any damages or loss arising out of the failure to enforce any term, condition, or restriction contained herein.

Section 8. Regular Meetings. Regular meetings of the Board of Directors may be held as established by the Board.

Section 9. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the president, or by any two Directors.

Section 10. Quorum. At any meeting of the Board, a quorum shall consist of three-fifths of the Directors.

Section 11. Open Meetings. All meetings of the Board of Directors shall be open to members of the Association

ARTICLE IV. OFFICERS.

Section 1. Officers. The officers of the Association shall be the president, secretary, and treasurer. No two offices may be held by the same person. All officers must both be members of the Association and members of the Board of Directors. When an officer ceases to be a member of the Association or the Board of Directors, such person shall cease to be an officer without other action by such person or by the Board of Directors. The Board of Directors may elect such other officers and agents as it shall deem desirable.

Section 2. Election and Term of Office. The officers of the Association shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. Each officer shall hold office until his or her successor shall have been duly elected and qualified, or until his or her death, or until he or she shall cease to be a member of the Association or the Board of Directors.

Section 3. Removal and Resignation. Any officer may be removed from the office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, president, or secretary. Such resignation shall take effect on the date of receipt or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. Vacancies. A vacancy of any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he or she replaces.

Section 5. President. The president shall preside at all meetings of the Association and of the Board of Directors. The president shall sign for the Association such contracts and other documents as may be authorized by the Board of Directors to sign, and shall perform all acts and duties usually performed by a president or as prescribed by the Board of Directors.

Section 6. Secretary. In the absence of the president or in the event of his or her death, inability or refusal to act, the secretary shall perform the duties of the president, and when so acting shall have all the powers of and be subject to all the restrictions upon the president. The secretary shall record the votes and shall keep, or cause to be kept, the minutes of all meetings and proceedings of the Board and of the members in a book to be kept for that purpose. The secretary shall give, or cause to be given, notice of all meetings of the Board of Directors in accordance with these bylaws or as required by law. Unless otherwise provided by the Board of Directors, the secretary shall have authority to affix the corporate seal to any instrument requiring a seal, and when so affixed it shall be attested by the signature of the secretary. The Board of Directors may give general authority to any other officer to affix the seal of the Association and to attest the affixing by the signature of the officer.

Section 7. Treasurer. The treasurer shall receive and deposit in the appropriate accounts all monies of the Association and shall disburse such fund as directed by resolution of the Board of Directors, keep proper books of accounts, and in general perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned by the president or by the Board of Directors

ARTICLE V. COMMITTEES

Section 1. Committees. The Board of Directors shall appoint such committees as it, in its discretion, deems necessary to assist in the operation of the affairs of the Association, including without limitations a Maintenance committee, a Social Activities Committee, and an Architectural Control Committee. Committee members need not be members of the Board of

Directors but must be members of the Association. In any event, should such other committees not be formed or maintained, the Board of Directors shall assume those responsibilities.

ARTICLE VI. BOOKS AND RECORDS

Section 1. Inspection by Members. The books, records, and papers of the Association shall at all times during reasonable business hours be subject to inspection by any member.

Section 2. Financial Statements. At close of each taxable year the directors shall prepare or cause to have prepared a financial statement for the Association.

ARTICLE VII. ASSESSMENTS

Section 1. Annual Budgets. The Board of Directors shall annually adopt a budget for the Association. The Board may include in such, maintenance and operations amounts for the establishment, for reserves to meet extraordinary expenses or such other amounts which are deemed necessary to operate the Association. If within 10 days after adopting the annual budget the Board of Directors is petitioned by members representing 20 percent of the votes of the Association, the board shall call a meeting of the members to consider rejection of the budget. The date of the meeting shall be not less than 7 or more than 30 days from receipt of the petition. At the meeting, the budget shall be adopted unless a majority vote of the total eligible voting membership rejects the budget. If the proposed annual budget is rejected, the last annual budget shall continue in effect until a subsequent budget is adopted by the Board of Directors and not rejected by the members.

Section 2. Assessment Formula. All lots shall be subject to annual assessment as provided in the Declaration. Each lot shall pay one assessment unit per year. The amount of each assessment unit shall be determined by dividing the annual budget by the total number of lots.

Section 3. Special Assessments. The Association may purchase, construct, or otherwise acquire additional equipment, facilities or other capital improvements for the general use and benefit of all the members of the Association, and for that or other reasons deemed necessary by the Board of Directors, impose a special assessment. Each Lot shall pay one assessment unit on special assessments. The amount of each assessment unit shall be determined by dividing the amount of the special assessment requirement by the total number of lots. All special assessments require a majority vote of the total eligible voting membership before such assessments are levied.

Section 4. Payment of Assessments. At least once a year, the Association shall provide notice to the owner of each Lot of the amount of the assessment for such Lot calculated in accordance with Section 2 above. Assessments shall be due and payable on or before a date set forth in the notice which shall be not less than 30 days from the date the notice is mailed or at such other time or times set in accordance with these Bylaws or the Declarations as the Association may specify in the notice.

Section 5. Creation of Lien and Personal Obligation of Assessments. Assessments and charges, together with interest and any expenses or attorneys' fees (Association Charges and

Costs), shall be a charge on the land and a continuing lien upon the Lot against which such Association Charges and Costs are made, from the date such Association Charges and Costs are due as provided for in ORS 94.709, until paid. All Association Charges and Costs shall also be the personal obligation of the person who was the owner of such Lot at the time when the Association Charges and Costs fell due. Such items and personal obligations shall be enforced in accordance with Oregon law.

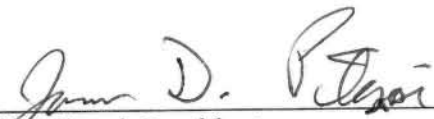
ARTICLE VIII. FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.

ARTICLE IX. AMENDMENTS TO BYLAWS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by 51% of the total eligible voting membership at any annual meeting or at any special meeting of the membership, if written notice is given of the intention to alter, amend or repeal or to adopt new bylaws at such meeting and a copy of the proposed change(s) have been communicated in writing to each member of the board of directors not less than fourteen (14) or more than thirty (30) days prior to the meeting. Eligible members unable to attend the announced meeting where such vote is to be taken will be allowed to vote by proxy.

**CRYSTAL CREEK HOMEOWNERS
ASSOCIATION, an Oregon nonprofit
corporation**

By: 
Jim Pileggi, President

By: 
Lisa DiTommaso, Secretary

CERTIFICATION

The undersigned President and Secretary of the Crystal Creek Homeowners Association hereby certify that the within Restated Bylaws of Crystal Creek Homeowners Association has been approved by the Board of Directors pursuant ORS 94.625 and include all previously adopted amendments that are in effect and no other changes have been made except, if applicable, to correct scriveners' errors or to conform form and style.

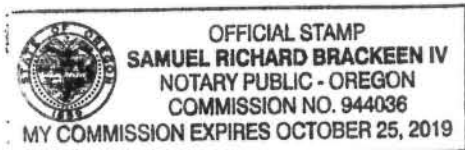
Jim D. Pileggi
Jim Pileggi, President

Lisa DiTommaso
Lisa DiTommaso, Secretary

STATE OF OREGON)
) ss
County of WASHINGTON)

The foregoing instrument was acknowledged before me on the 17th day of October, 2016 by Jim Pileggi, President of the Crystal Creek Homeowners Association, on its behalf.

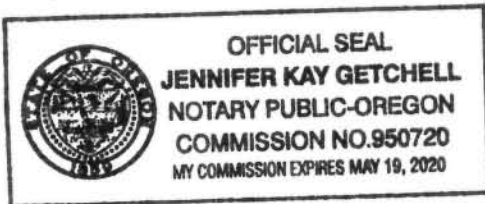
Samuel Brackeen IV Notary Public



Notary Public for Oregon
My Commission Expires: October 25th 2019

STATE OF OREGON)
) ss
County of Washington)

The foregoing instrument was acknowledged before me on the 14th day of October, 2016 by Lisa DiTommaso, Secretary of the Crystal Creek Homeowners Association, on its behalf.



Jennifer Kay Getchell
Notary Public for Oregon
My Commission Expires: May 19, 2020