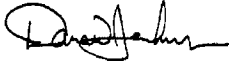



After recording, return to:
Vial Fotheringham LLP
17355 SW Boones Ferry Rd, Ste A
Lake Oswego, OR 97035
503-684-4111

Lincoln County, Oregon	2021-13564
10/25/2021 11:32:02 AM	
DOC-AM/BYLAWS	Cnt=1 Pgs=7 Stn=10
\$35.00 \$11.00 \$10.00 \$60.00 \$7.00	\$123.00
I, Dana W. Jenkins, County Clerk, do hereby certify that the within instrument was recorded in the Lincoln County Book of Records on the above date and time. WITNESS my hand and seal of said office affixed.	
	
Dana W. Jenkins, Lincoln County Clerk	

Grantor: Bella Beach Homeowners' Association

Grantee: Public

**SECOND AMENDMENT
TO
BYLAWS OF
BELLA BEACH HOMEOWNERS' ASSOCIATION**

This Second Amendment to Bylaws of Bella Beach Homeowners' Association ("Amendment") is made by Bella Beach Homeowners' Association, an Oregon nonprofit corporation ("Association").

RECITALS

A. Bella Beach (the "Community") is a planned community located in Lincoln County, Oregon. The Community was established pursuant to the Oregon Planned Community Act (ORS 94.550 to 94.873, *et seq.*) by the following documents recorded in the Records of Lincoln County, Oregon:

Bella Beach Declaration of Protective Covenants, Conditions, Restrictions and Easements for Lots 1 through 55, recorded on November 2, 2000 as Document No. 6235084 in Book 410, Page 1360 (the "Declaration").

Bylaws of Bella Beach Homeowners' Association, recorded on December 7, 2001 as Document No. 6253221 in Book 436, Page 1938 (the "Bylaws").

Plat of Bella Beach, Phase 1, recorded on August 29, 2000 in Book 16, Page 44, Plat records.

Plat of Bella Beach, Phase 2, recorded on November 2, 2000 in Book 16, Page 46, Plat records.

B. Bella Beach Homeowners' Association is the association of owners formed pursuant to the Declaration and Bylaws and incorporated under the Oregon Nonprofit Corporation Act by Articles of Incorporation filed September 21, 2000, in the office of the Oregon Secretary of State, Corporation Division.

C. The Bylaws were subsequently amended by Amendment of Bylaws of Bella Beach Homeowners' Association, recorded on October 4, 2004 as Document No. 200415079, Records of Lincoln County, Oregon.

D. The following documents were recorded in the Records of Lincoln County, Oregon:

Declaration of Protective Covenants, Conditions, Restrictions and Easements for Lots 56 through 75, Bella Beach Phase 3 and Phase 4, recorded on September 18, 2003 as Document No. 200315607, and re-recorded on October 22, 2003 as Document No. 200317987 ("Phase 3 and 4 Declaration").

Declaration of Protective Covenants, Conditions, Restrictions and Easements for Lots 76 through 80, Bella Beach Phase 5 and Lots 81 through 88, Bella Beach Phase 6 in Lincoln County, Oregon, recorded on September 9, 2004 as Document No. 200413755 ("Phase 5 and 6 Declaration").

E. By the following documents recorded in the Records of Lincoln County, Oregon, the Phase 3 and 4 Declaration and the Phase 5 and 6 Declaration as set forth in Recital D, above, were repealed:

Declaration of Annexation to Bella Beach and First Amendment of the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Bella Beach, recorded on October 4, 2004 as Document No. 200415078.

Declaration of Annexation to Bella Beach and Second Amendment of the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Bella Beach, recorded on April 4, 2006 as Document No. 200605118.

F. The property currently subject to the Declaration, the Bylaws and the jurisdiction of the Association is as follows:

Plat of Bella Beach, Phase 1, recorded on August 29, 2000 in Book 16, Page 44, Plat records.

Plat of Bella Beach, Phase 2, recorded on November 2, 2000 in Book 16, Page 46, Plat records.

Plat of Bella Beach Phase 3, recorded on July 25, 2003 in Book 17, Page 15, Plat records.

Plat of Bella Beach Phase 4, recorded on July 25, 2003 in Book 17, Page 16, Plat records.

Plat of Bella Beach Phase 5, recorded on September 16, 2004 in Book 17, Page 27, Plat records.

Plat of Bella Beach Phase 6, recorded on September 9, 2004 in Book 14, Page 26, Plat records.

G. The owners and Association wish to amend the Bylaws in the manner set forth below.

NOW, THEREFORE, pursuant to Article 7 of the Bylaws and ORS 94.625, with the approval of a majority of the owners eligible to vote, Association hereby amends the Bylaws in the manner set forth below.

I. Article 2, Section 2.4 of the Bylaws is amended to read as follows:

2.4 Quorum. Except as otherwise provided in these Bylaws, the presence in person or by proxy of Owners holding forty percent (40%) or more of the outstanding votes in the Association, as defined in Section 2.2, shall constitute a quorum of Owners present at any legal meeting. A legal meeting is one duly called pursuant to these Bylaws where a quorum is present in person or by proxy at a formal gathering or an electronic meeting, or if a vote is taken by written ballot in lieu of a meeting, when ballots are returned representing more than forty percent (40%) of the vote.

II. Article 2, Section 2.5 of the Bylaws is amended to read as follows:

2.5 Place and Type of Meetings.

Except as otherwise provided in these Bylaws, any meeting of the Association may be held in person, electronically, or by written ballot in lieu of a meeting as further provided in this Section and elsewhere in these Bylaws, the Declaration, or the Oregon Planned Community Act.

2.5.1 Formal, in-person meetings of the Association shall be held at the principal office of the Project or such other suitable place convenient to the Owners as may be designated by the Board of Directors.

2.5.2 An annual or special meeting of Owners may be conducted as an electronic meeting if the electronic meeting:

(a) Allows all Owners participating to hear each other simultaneously and to be able to communicate during the meeting;

(b) Provides for the verification that a person participating is an Owner or is otherwise authorized to participate in the meeting; and

(c) Provides for Owners to have access to material necessary to participate or vote during or before the meeting.

A person participating in an electronic meeting is considered present at the meeting for all purposes.

2.5.3 Any vote taken by written ballot in lieu of a meeting shall be determined by the Board of Director within forty-eight (48) hours of the deadline for return of ballots. Each Owner shall be notified by mail, e-mail, or other delivery of written notice of the results of the vote by written ballot in lieu of a meeting or that a quorum of ballots was not returned, within ten (10) days after the ballots have been counted.

- III. **Article 2, Section 2.6 of the Bylaws is deleted in its entirety.**
- IV. **Article 2, Section 2.7 of the Bylaws is deleted in its entirety.**
- V. **Article 2, Section 2.8 of the Bylaws is renumbered Section 2.6 to reflect the deletions of the existing Sections 2.6 and 2.7.**
- VI. **Article 2, Section 2.9 of the Bylaws is renumbered Section 2.7 to reflect the deletions of the existing Sections 2.6 and 2.7, and amended to read as follows:**

2.7 Special Meetings. It shall be the duty of the President to call a special meeting of the Owners as directed by resolution of the Board of Directors or upon a petition signed by twenty-five percent (25%) or more of the Owners having been presented to the Secretary. All meetings called because of petition of Owners shall be held at a formal gathering or electronic meeting and not by written ballot in lieu of a meeting, and shall be held within sixty (60) days after receipt of the petition. The notice of a special meeting shall state the time and place of such meeting or that the special meeting will be an electronic meeting, and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice unless by consent of all the Owners of the Lots or as otherwise set out in these Bylaws.

- VII. **Article 2, Section 2.10 of the Bylaws is renumbered Section 2.8 to reflect the deletions of the existing Sections 2.6 and 2.7, and amended to read as follows:**

2.8 Notice of Meetings. It shall be the duty of the Secretary to send or personally deliver a notice of each annual meeting, special meeting, or vote by written ballot in lieu of a meeting.

2.8.1 The notice shall state the purpose of the meeting and the time and place where it is to be held, or that it is an electronic meeting or vote by written ballot in lieu of a meeting.

2.8.2 The notice shall be sent or delivered to each Owner of record at least ten (10) but not more than fifty (50) days prior to such meeting or the date when ballots for a vote by written ballot in lieu of a meeting are required to be returned.

2.8.3 Notice of the annual meeting, a special meeting, or a vote by written ballot in lieu of a meeting may be given by first-class mail; electronic mail (e-mail), facsimile, or other form of electronic communication; or by personal delivery to the Owner.

(a) Notice by first-class mail shall be to the Owner's address last given to the Secretary in writing by the Owner or the authorized agent or vendee of the Owner. If Lot ownership is split or the Lot has been sold on a contract, notice shall be sent to a single address of which the Secretary has been notified in writing by such parties. If no address has been given to the Secretary in writing, then mailing to the Project Lot address shall be sufficient.

(b) Notice by e-mail must be e-mailed to the e-mail address designated in writing by the Owner or the authorized agent or vendee of the Owner. Notice by facsimile must be faxed to the fax number designated in writing by the Owner or authorized agent or vendee of the Owner.

(c) For purposes of this Section, providing notice by “other form of electronic communication” is not satisfied by simply posting notice of the meeting on the Association’s website, Facebook page, Nextdoor site or other social media site or application. Providing notice by “other form of electronic communication” must include providing individual electronic notice to each Owner or authorized agent or vendee of the Owner within the Association.

(d) Notice by electronic communication under this Section is considered delivered and effective when it:

(1) Is initiated to an address, location or system designated by the recipient for that purpose; or

(2) Is posted on an electronic network and a separate record of the posting has been delivered to the recipient together with instructions regarding how to obtain access to the posting on the electronic network.

(e) Personal delivery of a notice to an Owner shall be to the Project Lot address or any other address of the Owner provided to the Secretary in writing.

2.8.4 The sending or delivery of a notice in any manner provided in this Section or under the Planned Community Act shall be considered notice legally served.

VIII. Article 2, Sections 2.11 and 2.12 of the Bylaws are renumbered Sections 2.9 and 2.10 to reflect the deletions of the existing Sections 2.6 and 2.7

IX. The existing Article 3, Section 3.20 of the Bylaws is renumbered as Section 3.21.

X. A new Article 3, Section 3.20 is added to the Bylaws as follows:

3.20 Electronic Board Meetings. A meeting of the Board of Directors may be conducted as an electronic meeting if:

3.20.1 The meeting allows all participating Board members at the meeting to:

(a) Hear and communicate with each other simultaneously; and

(b) Have access to materials before or during the meeting necessary to participate or vote in the meeting.

3.20.2 The meeting allows all Owners and any other persons attending the meeting to simultaneously hear all participating Board members.

3.20.3 Any notice of the electronic meeting to Board members or Owners states:

(a) Whether the meeting may or must be attended by electronic means;

- (b) The electronic means to be used;
- (c) Subject to the restrictions of an executive session as provided in Section 3.17, above, and in the Planned Community Act, how Owners may attend the meeting by:
 - (1) Telephone;
 - (2) If applicable, Internet connection; and
 - (3) If applicable, by meeting at a physical location; and
- (d) Any other information to enable an Owner to attend the meeting.

A person participating in an electronic meeting is considered present at the meeting for all purposes.

XI. Except as otherwise indicated, all other provisions of the Bylaws remain unchanged.

Dated this 25 day of October 2021.

**BELLA BEACH HOMEOWNERS'
ASSOCIATION, an Oregon nonprofit corporation**

By: Charles Craig
Charles Craig, President

By: Teral Gerlt
Teral Gerlt, Secretary

CERTIFICATION

The undersigned President and Secretary of Bella Beach Homeowners' Association, an Oregon nonprofit corporation, hereby certify that this Second Amendment to Bylaws of Bella Beach Homeowners' Association has been adopted in accordance with Article 7 of the Bylaws and ORS 94.625.

Charles Craig

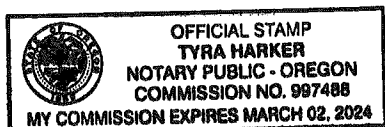
Charles Craig, President
**Bella Beach Homeowners' Association,
an Oregon nonprofit corporation**

STATE OF OREGON)
) ss.
County of Clackamas)

This Certification was acknowledged before me this 21 day of October, 2021, by Charles Craig, President of Bella Beach Homeowners' Association, an Oregon nonprofit corporation, on its behalf.

Tyra Harker

Notary Public for Oregon



Teral Gerlt

Teral Gerlt, Secretary
**Bella Beach Homeowners' Association,
an Oregon nonprofit corporation**

STATE OF OREGON)
) ss.
County of Clackamas)

This Certification was acknowledged before me this 25th day of October, 2021, by Teral Gerlt, Secretary of Bella Beach Homeowners' Association, an Oregon nonprofit corporation, on its behalf.

Corissa Marie Toll

Notary Public for Oregon

