

BYLAWS OF
HORIZON POINTE LACEY
HOME OWNERS ASSOCIATION
(A Washington Non-profit Corporation)

Effective March 23, 2026

The specific purpose of the Association, its Articles, Bylaws and Covenants is to provide for the maintenance, preservation, and architectural control of the buildings, grounds, and common areas of that certain property located within Thurston County, Washington that is referred to as Horizon Pointe Lacey Home Owners Association, with a view toward enhancing the value, desirability, and attractiveness of the Property for all residents (CC&Rs Item F).

The original Bylaws were written in 2008, with several updates since then. The Board of Directors has deemed it advisable to again update this document to align with changes in State laws, to better align the duties of officers with the use of a management company, and to simplify certain processes. The Board of Directors and the Association members now, therefore, agree to adopt the following updated Bylaws of Horizon Pointe Lacey Home Owners Association, on the date signed below. This document rescinds any and all previous ByLaws. Except as otherwise specified herein, the definition of any terms used in these Bylaws shall be the same as such term is defined in the Declaration.

I - NAME AND LOCATION

The name of the corporation is Horizon Pointe Lacey Home Owners Association, hereinafter referred to as the "Association". The principal office of the Association shall be the business address of the Association's current management company, or such other address as may be designated by the Board of Directors. This address shall be listed in the corporate registration statement filed with the Secretary of State. Meetings of the members and Directors may be held at such places within the State of Washington, County of Thurston, as may be designated by the Board of Directors.

II - MEMBERSHIP

- A. **General.** Membership in the Association shall be limited to those persons, natural or artificial, owning or having possessory interest in any lot within Horizon Pointe. Membership shall be automatic and shall be appurtenant to and may not be separated from the ownership of a lot.
- B. **Ownership and Transfer of Membership Rights.** Ownership of a Lot within the Association confers automatic membership in the Association. Membership shall not be transferred, pledged, or otherwise alienated in any way, except upon the sale or encumbrance of the Owner's Lot.
- C. **Voting Eligibility.** Lot owners shall have one vote per lot, even in the event that more than one person holds an interest in a lot. If only one of several of the owners of a lot is present at a meeting, that owner is entitled to vote all of the votes allocated to their lot. Multiple votes cast for a lot shall not be counted unless they are cast in a consistent manner, in which case they shall be counted only once for the lot. The votes allocated to the lot shall be counted for the purpose of constituting a quorum even where multiple votes are cast for a lot.
- D. **Dues and Assessments.** Each member shall pay dues, assessments, and charges as set out in the Amended and Restated Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Horizon Pointe, as recorded with the Thurston County Auditor's Office on October 14, 2005, under Auditor's file numbers 3776151 and 3776153. IV - MEMBERS' MEETINGS.

III – MEMBERS’ MEETINGS

- A. **Annual Meetings.** The annual meeting of the members of this Association, for the purposes of electing directors of the Association and for other business as may come before it, shall be held in the last quarter of the fiscal year. All meetings shall be held at the hour, and location as is provided in the notice for each meeting. Meetings may take place in person or via an electronic platform.
- B. **Special Meetings.** Special meetings of the members of the Association may be called at any time by the written request of at least ten percent (10%) of the members of the Association (i.e. 85 of the 844 lots), the Board President or by the vote of the majority of the Board.
- C. **Notice of Meetings.** Written notice of the annual or any special meetings of members stating the place, day, and hour of the meeting, the items on the agenda, shall be delivered not less than fourteen (14) days nor more than fifty (50) days before the date of the meeting, as provided in RCW 64.90.515.
- D. **Waiver of Notice.** An Owner may waive notice as provided in RCW 24.03A.415(1). The attendance of an Owner at a meeting waives objection to lack of notice or defective notice of the meeting unless the Owner at the beginning of the meeting or immediately upon arrival at the meeting objects to holding the meeting or transacting business at the meeting.
- E. **Quorum and Adjourned Meetings.** The Owners of five percent (5%) of the lots (i.e. 43 of 844 lots), represented in person or by proxy, shall constitute a quorum at a meeting of the members.
- F. **Proxies.** At all meetings of members, a member may vote by a directed or undirected proxy duly executed by an Owner in the same manner as RCW 24.06.110. An Owner may revoke a proxy given pursuant to this section only by actual notice of revocation to the secretary or the person presiding over a meeting of the Association or by delivery of a subsequent proxy. The death or disability of an Owner does not revoke a proxy given by the Owner unless the person presiding over the meeting has actual notice of the death or disability. A proxy is void if it is not dated or purports to be revocable without notice. Unless otherwise stated in the proxy, a proxy terminates eleven (11) months after its issuance.
- G. **Voting.** There shall be one vote per lot owned on each matter submitted to a vote of members. Except as otherwise provided herein or by law, at each meeting of the membership at which a quorum is present, the act of simple majority of the members present at the meeting shall be the act of the membership.

IV - BOARD OF DIRECTORS

- A. **General Powers.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Association shall be managed under, the direction of the board of directors, except as otherwise provided by the laws under which this Association was formed or by the articles of incorporation.
- B. **Number, Tenure and Qualifications.** The board of directors shall consist of a minimum of three (3) and maximum of nine (9) directors. Board positions shall be tracked by number; odd-numbered positions shall be voted on in odd years, even-numbered positions in even years. The Secretary shall keep or cause to be kept by the Managing Agent a list of directors and which terms they are serving. All elected directors shall have two-year terms. Directors must be Owners of lots within Horizon Pointe, must be current in their assessments, and in compliance with the covenants and any rules and regulations adopted by the Board. There shall be no more than one (1) Owner per lot serving as a director.
- C. **Election.** The directors shall be elected by the members at their annual meeting each year or at any special meeting called for that purpose. Directors who receive the most votes at a meeting where a

quorum is present shall be elected by secret ballot. The Board shall ensure the election method is fair, accessible, and transparent.

D. Duties of Directors.

1. Conflict of Interest. The Board shall adopt and maintain a Conflict of Interest Policy in accordance with applicable provisions of Washington law, including RCW 64.90.410(1)(b), which requires directors and officers to act in good faith and with loyalty to the Association.
2. A director of the Association, whether elected or appointed, shall perform the duties of a director, including the duties as a member of any committee of the board of directors upon which the director may serve, in good faith, in a manner such director believes to be in the best interests of the Association, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. In performing the duties of a director, a director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by:
 - i One or more officers or employee of the Association whom the director reasonably believes to be reliable and competent in the matter presented; or
 - ii Counsel, public accountants, or other persons as to matters which the director reasonably believes to be within such person's professional or expert competence; or
 - iii A committee of the board of directors upon which the director does not serve, duly designated in accordance with a provision in the articles of incorporation or these Bylaws, to matters within its designated authority, which committee the director believes to merit confidence; so long as, in any such case, the director acts in good faith, after reasonable inquiry when the need therefor is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

E. Commencement and Conclusion of Terms; Vacancies and Appointments

1. The term of each elected Director shall commence at the beginning of the first Board meeting following the annual members' meeting at which they are elected and end at the conclusion of the annual members' meeting after their two year term has been served.
2. In the event that no quorum is achieved at the Annual Meeting, the sitting Board shall continue to serve and may appoint additional members to fill any vacancies. Appointed Directors shall serve the remainder of the unexpired term or until the next annual members' meeting, whichever is first, and shall have the same rights and responsibilities as elected Directors.
3. Should a vacancy occur between annual members' meetings due to resignation, removal other than by Owners, or other cause, the Board may appoint a qualified Association Member to serve the remainder of that Director's term or until the next Annual Meeting, whichever is first.

F. Removal of Directors.

1. Removal by Owners. Any Board member may be removed by the affirmative vote of the lesser of (a) a majority of the votes in the Association, or (b) two-thirds (2/3) of the votes cast by Owners, at a meeting called for that purpose. The notice of meeting at which removal of a Board member is to be considered shall state the purpose, or one (1) of the purposes, of the meeting is removal of the Board member. A Board member who is being considered for removal must have a reasonable opportunity to speak before the vote for removal. If a Board member is voted to be removed, the Owners entitled to vote for the Board member may immediately elect a successor Board member.

2. **Removal by Board.** The Board may remove from the Board a Board member if (a) the Board member is delinquent in the payment of Assessments for more than sixty (60) days and the Board member has not cured the delinquency within thirty (30) days after receiving notice of the Board's intent to remove the Board member, (b) who has been appointed a guardian under RCW 11.130.185 or 11.130.265, (c) who has been appointed a conservator under RCW 11.130.360, (d) who is subject of a written certification by their attending physician that in the physician's opinion the Board member is substantially unable to manage their financial resources or resist fraud or undue influence, or (e) who has been found by a final order of any court of competent jurisdiction to have breached a duty as a Board member under RCW 24.03A.495.

G. Meetings.

1. The Board of directors shall meet immediately after the annual members' meeting at the same place as the annual members' meeting or at such other place and at such time as may be determined by the directors, but if no such meeting occurs, a meeting must be held within thirty (30) days following the annual members' meeting.
2. Directors shall meet a minimum of quarterly. The schedule of the meetings shall be announced at the start of the year and notice shall be provided to all Owners. Cancellation of meetings included in the schedule shall be published on the online calendar of the management company website and/or Association website and announced by email notification to the Association.
3. Special meetings may be called at any time and place upon the call of the president, vice president, secretary, treasurer, or any director. Unless a Board meeting is included in a schedule given to the Owners, the Association must provide notice of each Board meeting to each Board member and Owner at least fourteen (14) days before the meeting and must state the time, date, place and agenda of the meeting. Notwithstanding the foregoing and except as otherwise authorized by law, notice of a meeting to address an event or condition that could not have been reasonably foreseen and for which it is impracticable to provide notice as otherwise required must be given at least seven (7) days before the meeting and by means of electronic communication to Owners whose electronic address or phone number is known to the Association. A Board member may waive any notice before or after the date and time stated in the notice. Except as otherwise provided in this section, the waiver must be in the form of a record, executed by the Board member entitled to the notice, and filed with the minutes or corporate records. A Board member's attendance at or participation in a meeting waives any required notice to the Board member of the meeting, unless the Board member at the beginning of the meeting or promptly upon arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

H. Quorum and Voting.

1. A majority of the directors (not counting vacancies) shall constitute a quorum.
2. At each meeting of the board at which a quorum is present, the act of a majority of the directors present at the meeting shall be the act of the board of directors.

V - OFFICERS

- A. **Number.** The officers of the Association shall be a president, vice-president, a secretary, and a treasurer, each of whom shall be elected annually by the directors from among the directors.
- B. **President.** The president shall be the principal executive officer of the Association, subject to the control of the directors, and shall in general supervise and control all of the business and affairs of the

Association. The president shall, when present, preside at all meetings of the members and of the directors. The president may sign, with the treasurer, any instruments which the directors have authorized to be executed and, in general, shall perform all duties incident to the office of the president and such other duties as may be prescribed by the directors from time to time.

- C. **Vice-President.** The vice-president shall preside at all meetings of the members and of the directors in the absence of the president, and when so acting shall have all the powers of the president. The vice-president shall perform such further duties incident to the office of the vice-president as may be assigned by the president or assigned by the directors from time to time.
- D. **Secretary.** The secretary shall ensure that the Association's documents, including Articles of Incorporation, Bylaws, policies, and meeting minutes, are reviewed and approved; that Association records are properly retained; and shall ensure that governing documents and required disclosures are made available to Members as provided by Washington law. The secretary may coordinate with the Managing Agent to fulfill any and all of these responsibilities to ensure compliance with applicable records requirements.
- E. **Treasurer.** The treasurer shall review financial reports prepared by the Association's management company, assist with budget oversight, and provide financial updates to the Board as needed.
- F. **Removal.** Any officer or agent elected or appointed by the directors may be removed by two-thirds (2/3) vote of the total directors whenever, in their judgment, the best interests of the Association would be served thereby.

VI – AMENDMENTS

These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by majority vote of the Board. The Board may also adopt a Board Policy Manual to supplement these Bylaws, articulating board responsibilities, delegation to Association management, and conduct.

VII - CONFLICT

In case of conflict in any terms and conditions whatsoever between the Amended and Restated Declaration of Covenants, Conditions, and Restrictions, and Reservation of Easements for Horizon Pointe, and these Bylaws, the language of the Amended and Restated Declaration shall supersede the language of these Bylaws.

Approved by Board of Directors 3/19/2026

IN WITNESS WHEREOF, the undersigned have caused these Bylaws to be executed and adopted this 23rdDay of March, 2026.

Susan J. Aasen

Susan J. Aasen, Board President