

**LAKE SHORE ESTATES HOMEOWNERS
ASSOCIATION**

Resolution of the Board of Directors

RECORDS RESOLUTION

RECITALS

A. The Lake Shore Estates subdivision ("Lake Shore Estates" or "Community") is a common interest development located in the City of Eugene, Lane County, Oregon. Lake Shore Estates was established and is governed by the Oregon Planned Community Act ("Act"), ORS Chapter 94, and the documents set forth below, recorded in the Records of Lane County, Oregon:

Declaration of Conditions, Covenants and Restrictions for Lake Shore Estates ("Declaration"), recorded February 9, 1994, as Document No. 94-17750;

Notice of Addition of Territory Subject to Declaration of Conditions, Covenants, and Restrictions For [sic] To Lake Shore Estates, recorded April 3, 1997, as Document No. 97-22521;

Notice of Addition of Territory Subject to Declaration of Conditions, Covenants, and Restrictions For [sic] To Lake Shore Estates, recorded March 7, 2005, as Document No. 2005-015741;

Amendment to Declaration of Conditions, Covenants and Restrictions for Lake Shore Estates, recorded July 21, 2008, as Document No. 2008-042262;

Plat of Lake Shore Estates, recorded in File 74, Slides 160-164.

Lake Shore Estates is also governed by the Bylaws of Lake Shore Estates Homeowners' Association ("Bylaws"), which have not been recorded.

B. "Association" is the Lake Shore Estates Homeowners' Association, an Oregon nonprofit corporation formed by Articles of Incorporation, filed January 8, 1996, with the office of the Oregon Secretary of State, Corporation Division, and is additionally governed by the provisions of the Oregon Nonprofit Corporation Act, ORS chapter 65.

C. ORS 94.670(12) allows the Board of Directors, by resolution, to adopt reasonable rules governing the frequency, time, location, notice, and manner of examination and duplication of association records and the imposition of a reasonable fee for furnishing copies of any documents, information or records requested. The fee may include reasonable personnel costs incurred to furnish the information.

D. Both the Declaration and the Bylaws refer to the "corporate records" of the Association, but do not define what are included in the corporate records of the Association or for how long such records must be kept.

E. ORS 94.670(1) requires the Association to retain the documents, information, and records provided by the Declarant at turnover of administrative control of the Association from the Declarant to the owners for the time period specified in ORS 65.771.

F. ORS 94.670(1) requires the Association to retain a copy of the following records, if available, permanently:

1. The as-built architectural, structural, engineering, mechanical, electrical and plumbing plans;
2. The original specifications, indicating all subsequent material changes;
3. The plans for underground site service, site grading, drainage and landscaping together with cable television drawings;
4. Any other plans and information relevant to future repair or maintenance of the property; and
5. A list of the general contractor and the electrical, heating and plumbing subcontractors responsible for construction or installation of common property.

G. ORS 94.670(1) requires the Association to retain proxies and ballots for one (1) year from the date of determination of the vote, except proxies and ballots relating to an amendment to the declaration, bylaws or other governing document, which must be retained for one year from the date the amendment is recorded.

H. ORS 94.670(2) requires that the Association retain the following records:

1. Records of assessments, including declarant subsidies and all other Association funds, including all bank records; and
2. Annual financial statement, consisting of a balance sheet and income and expenses statement for the preceding fiscal year.

I. ORS 94.670(3) requires the Association to keep financial records sufficiently detailed for proper accounting purposes.

J. ORS 94.670(10) requires the Association to retain the following records, suitable for the purpose of duplication:

1. The declaration and bylaws, including amendments or supplements in effect, the recorded plat, and the association rules and regulations currently in effect;
2. The most recent financial statement of the Association;
3. The current operating budget;
4. The reserve study; and
5. Architectural standards and guidelines.

K. ORS 65.771(1) requires the Association to keep the following records as permanent records of the Association:

1. Minutes of all owner meetings;
2. Minutes of all Board of Director meetings;
3. Records of all corporate action taken by the owners without a meeting;
4. Records of all corporate action taken by directors without a meeting;
5. Records of all actions taken by committees of the Board of Directors in place of the Board of Directors on behalf of the Association.

L. ORS 65.771(3) requires the Association to retain and maintain a record of its members in a form that permits preparation of a list of the name and address of all members, in alphabetical order by class showing the number of votes each member is entitled to vote.

M. ORS 65.771(4) requires the Association to retain its records in written form or in another form capable of conversion into written form within a reasonable time.

N. ORS 65.771(5) requires the Association to retain a copy of all resolutions adopted by the Board of Directors relating to the characteristics, qualifications, rights, limitations and obligations of members.

O. ORS 65.771(5) requires the Association to retain a copy of the articles or restated articles of incorporation, and all amendments to them, which are currently in effect.

P. ORS 65.771(5) requires the Association to retain a list of the names and business or home addresses of the current directors and officers.

Q. ORS 65.771(5) requires the Association to retain the most recent annual report submitted to the Secretary of State.

R. ORS 65.771(5) requires the Association to retain the following records for inspection by owners for a period of three (3) years:

1. Minutes of all meetings of members;
2. Records of all actions approved by the members;
3. Written communications required by ORS chapter 65 and regarding general membership matters made to the members;
4. Last three annual financial statements; and
5. The last three accountant's reports if annual financial statements are reported upon by a public accountant.

S. ORS 65.774 provides that a member of a corporation may inspect and copy the records identified in ORS 65.774(2) only if:

1. The member's demand is made in good faith and for a proper purpose;
2. The member describes with reasonable particularity the purpose and the records the member desires to inspect; and
3. The records are directly connected with this purpose.

T. ORS 94.670(9)(b) provides that records kept by or on behalf of the Association may be withheld from examination and duplication to the extent the records concern:

1. Personnel matters relating to a specific identified person or a person's medical records;
2. Contracts, leases and other business transactions that are currently under negotiation to purchase or provide goods or services;
3. Communications with legal counsel that relate to matters specified in subparagraphs (1) and (2) of this Recital T and the rights and duties of the Association regarding existing or potential litigation or criminal matters;
4. Disclosure of information in violation of law;
5. Documents, correspondence or management or board reports compiled for or on behalf of the Association or the Board of Directors by its agents or committees for consideration by the board of directors in executive session held in accordance with ORS 94.640 (8);

6. Documents, correspondence or other matters considered by the Board of Directors in executive session held in accordance with ORS 94.640 (8); and
7. Files of individual owners, other than those of a requesting owner or requesting mortgagee of an individual owner, including any individual owner's file kept by or on behalf of the Association.

U. The Board of Directors recognizes that there are costs associated with furnishing this information, including costs of duplication, mailing, and personnel.

V. The Board deems it in the Association's best interest to adopt a uniform and systematic procedure for the request and inspection of Association records; and

NOW, THEREFORE, IT IS RESOLVED that:

I. This resolution revokes any prior resolution or procedure for the handling of requests for the storage of Association records and processing requests for Association records by owners.

II. The procedure set forth below shall now be the process for determining what constitutes an Association record, how long records need to be kept, and handling requests from owners for access to view and copy Association records.

ARTICLE 1 Association Records

1. **Availability of Documents.** The Association shall make reasonably available to Owners all documents required under ORS 94.616, ORS 94.670, and ORS 65.771. Such documents are referred to as "Documents" in this Resolution.

2. **Personal Records.** Any records or information that is the personal property of any board member, officer, or manager, including but not limited to information stored in a personal email account, voicemail, text message or other electronically stored information, are not Association Documents. Such personal records or information are referred to as "Personal Records" in this Resolution. Personal Records do not constitute books, records, financial statements or the current operating budget kept by or on behalf of the Association. Personal Records are not in the possession, custody, or control of the Association even if such Personal Records relate to Association business.

3. **Length of Time for Retaining Records.** The Association shall keep all Documents required under ORS 94.616, ORS 94.670, and ORS 65.771 for the durations specified in the attached Exhibit A to this Resolution. However, because electronic storage of documents is easy and inexpensive, nothing in this Resolution or Exhibit A shall prohibit the Association from keeping all Documents permanently.

ARTICLE 2
Procedure for Requesting Inspection of Documents

1. **Person to Receive Requests.** All requests for duplication or inspection of Documents shall be made to the Association's Manager. If the Association has not employed a Manager, all such requests shall be made to the Secretary of the Association.
2. **Contents of Request.** All requests for inspection of Documents shall be in writing and shall:
 - a. Describe with reasonable particularity the purpose of the inspection and the Documents the Owner desires to inspect, and
 - b. State whether the Owner intends to make copies of any Documents.
3. **Owner Lists.** This Article does not affect the right of an Owner to inspect Owner lists as required by ORS 65.224, or, if the Owner is in litigation with the Association, to the same extent as any other litigant. The Association may comply with an Owner's request to inspect the Owners list by providing the Owner with a list of the Owners that was compiled no earlier than the date of the Owner's request.
4. **Scope of Inspection Right.** An Owner's agent or attorney has the same inspection and copying rights as the Owner the agent or attorney represents. The Association has the right to withhold inspection of Documents if the Owner's agent or attorney fails to provide written proof of agency.
5. **Time and Location for Inspection.** Requests for inspection of Documents shall only be granted during normal business hours on weekdays. The Manager or Secretary shall respond to the requesting Owner within a reasonable time to determine agreed mutually agreeable meeting time and location to conduct the inspection of Documents.
6. **Frequency of Inspections.** An Owner may not make a request to inspect Documents more than one time in any 30-day period.
7. **Compensation during Inspection.** If the Manager or Secretary deems it necessary to monitor the inspection of Documents, the Owner shall be responsible for any costs to compensate the Manager or Secretary for time spent during the inspection. The Association may assess the amount of the cost to monitor the inspection exclusively against the Owner's unit pursuant to ORS 94.704(8).
8. **Fees**
 - a. **For Copies.** Pursuant to ORS 94.670(12), the requesting Owner shall pay the standard published and contracted rates of the Association's management company. In the event that no copying cost is published or there is no Manager, the requesting Owner shall pay 18 cents

per page for any copies requested. The Manager or Secretary shall not deliver any copies to the Owner until payment is received.

b. **For Manager's Time Putting Together Records.** The requesting Owner shall pay the standard published hourly or flat fee rate for the Manager's time spent in gathering and putting together the records requested by the requesting Owner.

9. **Decision.** Requests must be made in good faith and for a proper purpose. The Manager or Secretary may deny a request to inspect any Documents upon reasonable belief that making them available will infringe upon the legal right of another Owner.


10. **Appeal.** If the Manager or Secretary denies a request to inspect Documents, the Manager or Secretary shall notify the Owner in writing stating the reasons for the denial within 10 days. The Owner may appeal the decision to the Board of Directors within 10 days after the decision by making a written request to the Board asking for review of the decision. The Owner shall be given notice and opportunity to be heard at the next regular meeting of the Board of Directors. The Board of Directors shall notify the Owner in writing of its decision on the appeal within 10 days of its next regular meeting.

ARTICLE 3 Court-ordered Inspections


Nothing in this Article limits the Association's obligation to make any Documents or Personal Records available pursuant to a court order under ORS 65.781. Disclosure of Documents or Personal Records pursuant to a court order or subpoena shall in no event be deemed a waiver of the Association's rights under this resolution.

NOW, BE IT FURTHER RESOLVED that a copy of this resolution shall be sent to all Owners at their last known address.

ATTEST:



President, Board of Directors
Lake Shore Estates
Homeowners Association



Secretary, Board of Directors
Lake Shore Estates
Homeowners Association

DATED: 6-12, 2015.

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