

AMENDMENTS PROPOSED:

As provided for in the Bylaws of the West Eugene Village Homeowners Association, amendments to the Bylaws may be amended as stated under **Article XIV – Amendments – Section 1**. “These Bylaws may be amended, at a regular or special meeting of the members by a vote of a majority of a quorum of the members present in person or by proxy.”

The Board of Directors, after much discussion and unanimous vote, are proposing that the following amendments to the Bylaws of the West Eugene village Homeowners Association come before the members at the 2023 Annual Meeting for a vote:

- 1) **ARTICLE V – BOARD OF DIRECTORS – SECTION 1. NUMBER** . “The affairs of this Association shall be managed by a Board of five (5) Directors who need not be members of the Association **shall be changed to read:**

THE AFFAIRS OF THIS ASSOCIATION SHALL BE MANAGED BY A BOARD OF FIVE (5) DIRECTORS WHO **MUST BE MEMBERS OF THE ASSOCIATION AS PROVIDED UNDER ORS 94.639**

- 2) **ARTICLE VI – NOMINATION AND ELECTION OF DIRECTORS – SECTION 1. CANDIDATES**. “... Nominations may also be made from the floor. Such nominations may be made from among members or non-members” **shall be changed to read:**

“SUCH NOMINATIONS MAY BE MADE FROM AMONG MEMBERS OR THEIR LEGAL REPRESENTATIVES ONLY”

- 3) **ARTICLE VIII – POWERS AND DUTIES OF THE BOARD OF DIRECTORS – SECTION 2. DUTIES. ADD:**

“(d) PRIOR TO THE SIGNING OF ANY CONTRACT NEGOTIATED BETWEEN THE ASSOCIATION AND A THIRD PARTY SHALL CAUSE TO COME BEFORE THE BOARD OF DIRECTORS A VOTE, WHICH MUST PASS UNANIMOUSLY IN FAVOR OF SAID CONTRACT, AT ANY DULY CALLED SPECIAL OR REGULAR MEETING OF THE BOARD OF DIRECTORS. SUCH ACTION SHALL BE RECORDED AS STIPULATED IN (a) OF THIS SECTION.

SECTION 3. DUTIES BY POSITION (a) PRESIDENT – after the words “and other written instruments” ADD:

“AFTER SUCH INSTRUMENTS HAVE COME BEFORE THE BOARD OF DIRECTORS AS DESCRIBED IN (d) ABOVE, AND SHALL “WORK IN COOPERATION WITH THE MANAGEMENT TEAM OR COMMITTEE CHAIRS IN THE OVERSEEING OF CONTRACT NEGOTIATIONS AND VENDOR MANAGEMENT,” before “and shall sign all checks and promissory notes.”

(b) VICE PRESIDENT – STRIKE : “OVERSEE CONTRACT NEGOTIATIONS AND VENDOR MANAGEMENT.

Amendments will be worded and recorded as per legal counsel in order to conform to all governing documents and ORS HOA Laws with the intent of these amendments, as presented to the members for a vote, completely retained.