By Law

OF

Water Edge Subdivision

Official Vote to change our By Laws.

The purpose of this document is to update and change Water's Edge Subdivision bylaws to further clarify how the subdivision would like to move forward with septic systems.

With this vote our HOA's bylaws will be updated with the County of Washington to state that our homeowner's association is no longer responsible for a large-scale septic system with any of the homes at Waters Edge Subdivision. This amendment will carry through the timeframe for you to become a private septic system.

1. We, the undersigned, are over the age of 18 years. We have specific knowledge of the matters set forth herein.

By signing this document, the undersigned understand that the bylaws (Article VII. Section 7.2) will change in Water's Edge Subdivision to remove the homeowner's association from any legal or liability that the individual homeowner may come across when installing, maintaining, or fixing the private system that is agreed upon by the deeded lot owner(s) and by the County Sanitarian.

This document should be used as legal notice from the homeowner's association once signed that finalizes and notifies each lot owner of the intent to proceed with private systems within the subdivision and will be manage, maintained, and fixed by the owner deeded to the lot within the subdivision.

Dated this November 19, 2023.

OWNERS OF LOT 1

Duncan A. Bell

Steffany Bell

STATE OF IOWA, COUNTY OF WASHINGTON ) ss:

This record was acknowledged before me on 11-19-2023, 2023 by Duncan A. Bell and Steffany Bell, husband and wife.

IOWA

TERRY M. ENGELKEN
Commission Number 132603
My Commission Expires
July 11, 2026

NOTARY PUBLIC, STATE OF

Prepared by Douglas L. Tindal. 305 W. Main Street. Suite A. Washington. IA 52353 319-653-2159

# BYLAWS
# OF
# WATERS EDGE HOMEOWNERS ASSOCIATION, INC.

## DEFINITIONS

Certain words and terms used in these bylaws are defined as follows:

1. **WATERS EDGE SUBDIVISION:** The subdivision legally described as follows:

> The Southeast Quarter of the Southeast Quarter of Section 33, Township 76 North, Range 7 West of the 5th P.M., Washington County, Iowa and more particularly described as follows:
> Beginning at the Southeast corner of said Section 33, thence N90°00'00"W 1338.46 feet along the Section line to the Southwest corner of said SE¼SE¼, thence N2°04'07"E 1324.44 feet to the Northwest corner of said SE¼SE¼, thence S89°58'23"E 1321.47 feet to the NE corner of said SE¼SE¼, thence S1°20'04"W 1323.31 feet to the point of beginning and containing 40.402 Acres of which 2.986 Acre is existing road right of way and being subject to all easements and restrictions of record,
> ALL AS SHOWN ON THE PLAT ATTACHED TO THE RESTRICTIVE COVENANTS FOR WATERS EDGE SUBDIVISION.

2. **THE ASSOCIATION**: Waters Edge Homeowners Association Inc. is an Iowa not-for-profit corporation. The term "the Association" refers to said corporate entity.

3. **BOARD OF DIRECTORS**: The Board of Directors of Waters Edge, Inc., shall govern all affairs of said Iowa not-for-profit corporation.

4. SUBDIVISION COMMON AREAS: The Subdivision's Common Areas are depicted as Lot number 37 on the Plat. The Association is responsible for construction, alteration, maintenance, and insurance covering common areas in this Subdivision. Said common areas are those facilities in which all real estate owners in this Subdivision shall have equal access, to include: roadways, bodies of water and associated docks, piers or wharves, common signs, common lights, etc.

## ARTICLE I

### Membership and Dues

**Section 1.1: MEMBERSHIP.**

Every person owning real estate in Waters Edge Subdivision, is a member, and has the mandatory obligation for as long as said person is such an owner of Subdivision real estate to maintain membership in good standing, in the ASSOCIATION.

All members of the Association, and all subsequent persons upon becoming owners in the Subdivision, agree to accept the benefits and the burdens of membership in said Association and the laws, bylaws, rules, and regulations adopted by the Board of Directors of the Association, and as they from time to time may be amended.

No person who is not an owner of real estate in the Subdivision shall be a member of said Association. But a non-owner may be elected to the Board of Directors.

**Section 1.2. DUES and FEES.**

Membership dues shall be $100 for each lot, payable upon receipt of the title deed by the respective lot owner(s) (multiple owners of a single lot counting as one owner).

Additionally the Board of Directors, after giving Notice to the Members, as provided in Section 3.11, of the proposed amount and purpose, may assess Monetary Fees for reasonable and appropriate common purposes that benefit a majority of the Subdivision owners. See Section 5.3. If any owner of any lot is in default in paying Dues or Fees for a period of 30 days, a lien is imposed on the lot(s) of any non-paying members by the Board recording a "Declaration of Lien" with the Washington County Recorder. The Board of Directors of the Association may bring suit to enforce collection thereof, or foreclose the lien, and there shall be added to the amount due all costs of said suit, including reasonable attorney fees. Any delinquent and unpaid Dues or Fee assessments, together with interest, costs and attorney fees, shall be a lien against the lot of the delinquent owner(s).

## ARTICLE II

### Voting Elections and Proxies

**2.1 Section: WHO ENTITLED TO VOTE.**

Each owner of each lot in Waters Edge Homeowners Association shall have one vote per lot owned. Multiple owners of a given lot shall together have one vote.

**Section 2.2: PROXIES.**

Each member may vote in person or by proxy executed in writing by the member or by his or her duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from the date of its execution.

A. Election of officers and members of the Board of Directors, except the first Board of Directors organized and in existence prior to the First Annual Meeting of the Members, shall be by members and may be conducted by mail.

B. There shall be no right to cumulative vote.

C. A conflict in voting between multiple owners of the same lot in the Subdivision shall be resolved by the majority vote of the Board of Directors. Their decision shall be binding as to the vote of any such lot.

D. Owners of two or more lots shall have the same number of votes as they have lots.

**Section 2.3:**

Except as otherwise provided in these bylaws, the vote of a majority of the votes entitled to be cast by the members present or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members. Provided, however, that:

The Association shall not exercise its power to mortgage, encumber, lease, convey, or otherwise alienate or dispose of any common area or any other real estate to which the Association has title, unless such action has been approved by the vote of at least three-fourths (¾ths) of the membership of the Association.

The bylaws, rules or regulations adopted by the Board of Directors of the Association with reference to Subdivision common areas are binding upon the members of the Association , their guests, invitees, contractors and tenants.

## ARTICLE III

## Meetings

**Section 3.1. PLACE AND TIME OF MEETINGS.**

Any and all meetings of the members, and the Board of Directors of this corporation shall be held pursuant to bylaw or resolution adopted by the Board of Directors.

**Section 3.2. ANNUAL MEETING OF MEMBERS.**

An annual meeting of the members shall be held in each year on the first Monday in April, at 7:30 P.M., one of the purposes of which shall be the election of a Board of Directors for the ensuing year.

**Section 3.3. NOTICE OF ANNUAL MEETING OF MEMBERS.**

At least ten (10) days prior to the date fixed by Section 3.2 for the holding of the annual meeting of members, written notice of the time and place of such meeting shall be delivered, either personally or by mail, as hereinafter provided, to each member entitled to vote at such meeting.

**Section 3.4. DELAYED ANNUAL MEETING.**

If, for any reason, the annual meeting of the members shall not be held on the day designated in this Article, such meeting may be called and held as a special meeting, and the same proceeding may be had at said meeting as at an annual meeting, provided, however, that the notice of such meeting shall be the same as required for the annual meeting in Sections 3.2 and 3.3.

**Section 3.5. ORDER OF BUSINESS AT ANNUAL MEETING.**

The order of business at the annual meeting of the members shall be as follows:

(a) Roll call;
(b) Reading notice and proof of delivery (mailing);
(c) Reading of minutes of last preceding meeting;
(d) Report of President;
(e) Report of Secretary;
(f) Report of Treasurer;
(g) Election of members of Board of Directors;
(h) Transaction of other business mentioned in the Notice; and
(i) Adjournment;

provided that in the absence of any objection, the presiding officer may vary the order of business in his or her discretion.

**Section 3.6. SPECIAL MEETINGS OF MEMBERS.**

Special meetings of members may be called at any time by the president or by a majority of the Board of Directors or by members having at least one-half (½) of the votes entitled to be cast at such meeting.

**Section 3.7. NOTICE OF SPECIAL MEETING OF MEMBERS.**

At least ten (10) days prior to the date fixed for the holding of any special meeting of members, written notice of the time, place, and purposes of such meeting shall be delivered, either personally or by mail, to each member entitled to vote at such meeting. No business not mentioned in the notice shall be transacted at such meeting.

**Section 3.8. ORGANIZATION MEETING OF BOARD OF DIRECTORS.**

At the place of holding the annual meeting of members, the owners of Waters Edge LLC shall convene for purposes of organization of the First Board of Directors, which shall be composed of said owners and such authorized non-owners as shall constitute a quorum. The First Board of Directors so organized shall serve until the election of a new Board of Directors at the First Annual Meeting of members.

**Section 3.9. REGULAR MEETINGS OF THE BOARD OF DIRECTORS.**

Regular meetings of the Board of Directors shall be held as needed, or upon request, rather than on a regular once-a-month basis. Notice of Board Meetings shall not be required to be issued to Association members, but shall be posted in a prominent location easily accessible to all lot owners in this Subdivision, and as established by the Board of Directors.

**Section 3.10. SPECIAL MEETINGS OF BOARD DIRECTORS.**

Special meetings of the Board of Directors may be called by the president at any time by means of such written notice of the time, place, and purpose thereof to each director, as the president, in his or her discretion, shall deem sufficient. But action taken at any such meeting shall not be invalidated for want of such notice if notice is waived as hereinafter provided.

**Section 3.11. NOTICES AND MAILING.**

All notices required to be given by any provision of these bylaws shall state the authority pursuant to which they are issued (as "by order of the President" or "by order of the Board of Directors"). Every notice shall be deemed duly served when, in case of personal delivery, actually received by the recipient or, in the case of mail, when the same has been deposited in the United States mail, with postage fully prepaid, properly addressed to the sendee at his or her last address appearing upon the membership record of this corporation.

**Section 3.12. WAIVER OF NOTICE**.

Notice of the time, place and purpose of any meeting of the members of the Board of Directors may be waived in writing either before of after such meeting has been held.

## ARTICLE IV

## Quorum

**Section 4.1. QUORUM OF MEMBERS.**

Until such time as there are at least ten (10) lots in Waters Edge Subdivision owned by different owners, the quorum shall be the same as said number of lots which are so owned (multiple owners of the same lot counting as one owner). Thereafter the presence in person or by proxy of members representing at least ten (10) (multiple owners of the same lot counting as one owner) of the voting rights of this corporation shall constitute a quorum at any meeting of the members.

**Section 4.2. QUORUM OF DIRECTORS.**

A majority of the Directors shall constitute a quorum at any meeting of the Board of Directors.

## ARTICLE V

## Board of Directors

**Section 5.1. NUMBER AND TERM OF MEMBERS OF BOARD OF DIRECTORS.**

The business, property and affairs of this corporation shall be managed by a Board of Directors composed of persons who shall have an interest in Waters Edge Subdivision. Each director shall hold office for the term for which he or she is elected and until his or her successor is elected and qualified. Each member of the Board of Directors shall hold office for a period of one year, election of such members being held on an annual basis. There shall be at least five (5) members of the Board. Only one spouse may be a Director, so that a husband and wife may not serve at the same time.

**Section 5.2. VACANCIES.**

Vacancies in the Board of Directors shall be filled by appointment made by the remaining members of the Board of Directors. Bach person so appointed to fill a vacancy shall remain a member of the Board of Directors until his or her successor has been elected by the members of the Association at the next annual meeting or at any special meeting duly called for that purpose and held prior to the next annual meeting immediately following the vacancy.

**Section 5.3. POWER TO MAKE BYLAWS.**

The Board of Directors shall have power to make and alter any bylaws provided that the Board shall not make or alter any bylaws or bylaws fixing the qualifications or term of office of any member or members of the then existing Board and the Board may not increase the assessment of Dues or Fees unless the proposed increases in Dues or Fees has received the prior approval of at least three-fifths (3/5) of the members of the Board of Directors. See Section 1.2. And provided further that any bylaw or amendment thereof may be rejected and nullified by the affirmative vote of at least three fourths (3/4) of the members of the Association.

**Section 5.4. ACTION BY UNANIMOUS WRITTEN CONSENT.**

If and when the members of the Board of Directors shall severally and collectively consent in writing to any action to be taken by the Association, such action shall be a valid corporate action as though it had been authorized at a meeting of the Board of Directors.

**Section 5.5. ELECTION OF OFFICERS.**

The officers on the Board of Directors shall consist of a president, vice president, a secretary, and a treasurer and said officers shall be elected by the membership of the Board. The same person may hold multiple offices.

**Section 5.6. POWER TO APPOINT OTHER OFFICERS AND AGENTS.**

The Board of Directors shall have power to appoint such other officers and agents as the Board may deem necessary for transaction of the business of the corporation.

**Section 5.7. REMOVAL OF OFFICERS AND AGENTS.**

Any officer or agent may be removed by the Board of Directors whenever in the judgment of the Board the business interests of the corporation will be served thereby.

**Section 5,8. SPECIAL POWERS WITH RESPECT TO WATERS EDGES SUBDIVISION PROPERTY OWNED BY THE ASSOCIATION.**

(a) The Board of Directors shall formulate rules and regulations for the administration, management and operation of Subdivision common areas owned by the Association, provide for publishing of those rules and shall provide for the maintenance, repair, alteration, and improvement of said areas owned by the Association, and shall pay all costs in connection with the Association affairs. The Board shall have the authority to employ any person or corporation to act as manager or managing agent for property owned by or managed by the Association.

(b) The Board of Directors shall have authority to obtain and pay for insurance for real and personal property of the Association, insuring such property of the Association against loss or damage by fire for comprehensive liability insurance in connection with other property and equipment owned by the Association.

(c) All funds collected by the Board shall be held, administered and expended in accordance with and for the purpose designated in this declaration and bylaws.

(d) The Board shall not mortgage, encumber, lease, convey, or otherwise alienate or dispose of any common property owned by the Association unless such action has been approved by the vote of at least two-thirds (2/3) of the membership of the Association.

## ARTICLE VI
## Officers

**Section 6.1. PRESIDENT.**

The president shall be elected by the Board from the membership of the Association. He or she shall be the chief executive officer of the corporation, and shall preside over all meetings of the Board and of the members. The president shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the Board are carried into effect. The president shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.

**Section 6.2. VICE PRESIDENT.**

The vice president shall be elected by the Board from the membership of the Association. Such vice president shall perform the duties and exercise the powers of the president during the absence or disability of the president.

**Section 6.3. SECRETARY.**

The Secretary shall be elected by the Board and shall attend all meetings of the members and of the Board of Directors and shall preserve in books of the corporation and association true minutes of the proceedings of all such meetings. He or she shall safely keep custody of the seal of the corporation (if there is a seal) and shall have authority to affix the same to all instruments where its use is required. The secretary shall give all notices required by statute, bylaw or resolution, and shall perform such other duties as may be delegated to him or her by the Board of Directors.

**Section 6,4. TREASURER.**

The Treasurer shall be elected by the Board and shall have custody of all corporate funds and shall keep in books belonging to the corporation and association full and accurate accounts of all receipts and disbursements. The Treasurer shall deposit all moneys and other valuable effects in the name of the corporation and association (as the case may be) in such depositories as may be designated by the Board and shall render to the president and directors at the regular meetings of the Board and whenever requested by them, an account of all her or his transactions as treasurer and of the financial condition of the corporation.

## ARTICLE VII

**Special Conditions Relating to Use of Common property. Both Real and personal, Owned by the Association.**

**Section 7.1.**

Each member of the Association and the guests, invitees, contractors, and tenants of each member of the Association shall be subject to and bound by the bylaws of the Association, especially these special conditions relating to the use and enjoyment of the common property owned or managed by the Association.

**Section 7.2.**

This section is reserved for the listing of special conditions by the Board of Directors.

1. The Association shall establish and maintain the following facilities and resources in the Subdivision, which are designated to serve the common needs of the Lot owners in the Subdivision:

(a) streets and roadways; including the road ditch along the north side of Washington County G36
(b) street signs
(c) street lights
(d) common power lines, telephone cables, gas lines, water lines, or sewer lines
(e) community well(s)
(f) common drainage lines
(g) ponds or other water bodies, and associated boat docks, bulkheads, piers, wharves or other water structures.

2. The Board of Directors shall enforce the following restrictions:

(a) No fences within 50 feet of a shore line. No structures, trees or shrubs shall be placed in such manner as may interfere in any manner with the installation or maintenance of the common facilities.
(b) Only lot owners and their authorized guests are allowed to use the common facilities, except as may be permitted by the Board of directors of the Association.
(c) Anyone causing damage to the common facilities, whether negligent or not, shall be responsible to fully reimburse the association for any repairs or replacement which they or their minor children have caused.
(d) No gasoline or diesel motorized vehicles or watercraft exceeding 18 feet are permitted on the water bodies, except as permitted by the Board of Directors.
(e) All service connections to common utilities shall be done only by properly licensed persons, and then only by express permission of the Board of Directors.
(f) No noxious or offensive activity is permitted on any common area.
(g) No debris, junk or unsightly accumulation of materials shall be allowed to remain on any common area.
(h) A lot owner is responsible for any of his or her guests, contractors, or minor children who violate these Restrictions.

## ARTICLE VIII

Invalidation of any one of the provisions in these bylaws by Judgment or Court Order shall in no wise affect any of the other provisions, which shall remain in full force and effect.

Approved by the Board of Directors of Waters Edge Subdivision Homeowners Association, Inc.

_____ _____

_____ _____