

WOODHAVEN ASSOCIATION BY-LAWS

PREAMBLE

WHEREAS, The Woodhaven Association is an Illinois not-for-profit corporation whose membership is comprised of owners of campsites at Woodhaven Lakes; and

WHEREAS, Woodhaven Lakes is a private leisure-time community for enjoyment by its property owners, their families and guests and is managed by an elected Board of directors; and

WHEREAS, the By-Laws of The Woodhaven Association sets forth certain rights and obligations of the membership and the Board of Directors has adopted the following purposes and objectives:

- Conducting its affairs in keeping with the highest ethical, moral and legal standards.
- Enforcing the Covenants and Restrictions equitably and uniformly.
- Adopting Rules and Regulations for the general welfare of Woodhaven Lakes.
- Providing for the security of Woodhaven Lakes.
- Protecting and preserving the lakes, trees and other natural resources of Woodhaven Lakes.
- Maintaining the common properties, buildings, roads and other improvements within Woodhaven Lakes.
- Providing supervised recreational activities and educational programs for the benefit of the property owners.
- Communicating with the property owners concerning decisions made in their behalf and the reasons why those decisions are made.

NOW THEREFORE, the Board of Directors, based upon the foregoing Preamble adopts the following as By-Laws of The Woodhaven Association.

Article I

NAME AND LOCATION

Section 1. Name and Location. The name of the corporation is THE WOODHAVEN ASSOCIATION, an Illinois not-for-profit corporation, hereinafter referred to as the “Association”. The principal office of the corporation shall be located at Woodhaven Lakes located in the County of Lee, State of Illinois, but meetings of members and directors may be held at such places within the State of Illinois as may be designated by the Board of Directors.

Article II

REGISTERED AGENT AND REGISTERED OFFICE

Section 1. The Registered Agent of The Woodhaven Association shall be Jeffrey S. Hickey, General Manager.

Section 2. The Registered Office shall be 509 LaMoille Road, P.O. Box 110, Sublette, Illinois 61367.

Article III

DEFINITIONS

Section 1. “Association” shall mean The Woodhaven Association, an Illinois not-for-profit corporation.

Section 2. “Board” shall mean the Board of Directors of the Association.

Section 3. “By-Laws” shall mean the By-Laws of the Association.

Section 4. “Common Properties” shall mean all property included from time to time within the definition of Common Properties set forth in the Declaration of Covenants.

Section 5. “Campsite” shall mean any lot in Woodhaven Lakes included from time to time within the definition of Campsite set forth in the Declaration of Covenants.

Section 6. “Declaration” shall mean the Declaration of Covenants for Woodhaven Lakes dated the 24th day of October 1995, and any supplemental Declarations, as amended from time to time.

Section 7. “Woodhaven Lakes” shall mean and refer to that certain real property described in the Declaration of Covenants.

Section 8. “Owner” shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Campsite which is a part of Woodhaven, including contract purchasers, but excluding those having such interest merely as security for the performance of an obligation.

Section 9. “Member” shall mean and refer to those persons entitled to membership as provided in the Declaration.

Section 10. “Rules and Regulations” shall mean and refer to the Rules and Regulations of the Association as approved and adopted from time to time by the Board of Directors.

Section 11. “Special Assessment” as contained within Article VIII., Section 5. (b) shall mean an amount for one or more “capital additions” which has not been included in the five year financial plan of the Association for at least two consecutive years.

Section 12. “Capital Addition” as contained within Article VIII, Sections 1 and 5 shall mean an asset which is not a pre-existing asset. A duplication of an existing asset is a capital addition.

Section 13. “Pre-existing Asset” as contained in Section 12 above shall mean an asset currently in place and used for a specific purpose, such as a comfort station.

(1) A direct replacement, including reasonable expansion to meet current or projected requirements, of such asset or combination of such assets on the same site or different site remains a pre-existing asset.

(2) An expansion of an existing asset to meet current or projected requirements and done as part of renovation remains a pre-existing asset.

(3) A replacement on another site, which results in a vacated asset, creates a capital addition equal to the depreciated value plus costs of conversion of the replaced asset.

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|-------------------------------|-------------------|------------------|---------------|
| Example: Former ESAC Building | Depreciated Value | \$73,500(20/40)= | \$36,750 |
| | Conversion | | <u>26,500</u> |
| | Capital Addition | | \$63,000 |

Section 14. “Charges” shall include, without limitation, amounts of fines and costs imposed arising out of citations issued for violations of the Association’s Covenants, By-laws, and Rules and Regulations, bad check charges, interest, late fees, court costs and attorney fees.

Section 15. “Immediate Family” shall mean spouse, mother, father, step-mother, step-father, (step)-son, (step)-daughter, (step)-sister, (step)- brother, in-laws, cousins, aunts, and or uncles. (03/07)

Article IV

MEMBERSHIP AND VOTING RIGHTS

Section 1. Classes of Membership. There shall be Members and Associate Members.

Section 2. Members. Each Owner of a Campsite shall be a Member of the Association. When more than one person constitutes an Owner, all such persons shall be Members of the Association.

Section 3. Associate Members. Each Member of the Owner’s immediate family having the same principal residence as the Owner shall be an Associate Member of the Association.

Section 4. Membership Rights. The membership rights of Members and Associate Members are subject to the payment of assessments levied by the Association as provided in Article VII of the Declaration.

Section 5. Privileges of Membership. Members and Associate Members shall have use of the Common Properties subject to the provisions of the Declaration and such other Rules and Regulations as may from time to time be established by the Board.

Section 6. Suspension of Rights and Privileges. The Membership rights and privileges of Members and Associate Members shall be suspended during the period such Member’s assessments remains unpaid. The privileges of any Member or Associate Member may be suspended by action of the Board for the period of the continuing violation of any provision of the Declaration, these By-Laws or the Rules and Regulations of

the Association after the existence thereof has been declared by the Board or for a period to be determined by the Board for repeated violations.

Section 7. Voting Rights. There shall be one vote for each Campsite regardless of the number of Owners of such Campsite. The voting Member shall be designated at the request of the Association. Associate Members shall have no voting rights.

Section 8. Duties of Members. Each Owner of a Campsite shall register with the Association within thirty (30) days of becoming an Owner.

Article V MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the Members shall be held on such day in the months of August or September as the Board may designate.

Section 2. Special meetings. Special meetings of the Members shall be called by the Board. A special meeting may be called upon the written petition of five percent (5%) of the Members entitled to vote. The purpose of such special meeting shall be set forth in said petition. No business shall be conducted at a special meeting not stated in the notice of said meeting.

Section 3. Place of Meeting. The Board may designate any place within the State of Illinois as the place of meeting for any annual or for any special meeting. If no designation is made, the place of meeting shall be Woodhaven Lakes.

Section 4. Notice of Meeting. Written or printed notice stating the place, day, and hour of any meeting of Members shall be delivered to each Member not less than twenty or more than forty days before the day of such meeting. Said notice shall be given by or at the direction of the Board. In case of a special meeting or when required by statute or by these By-Laws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of the meeting shall be deemed delivered when deposited in the United States mail addressed to the Member at his address as it appears on the records of the Association, with postage prepaid.

Section 5. Quorum. The presence at a meeting of Members of one percent (1%) of the membership entitled to vote at such meeting shall constitute a quorum for any action as provided in these By-Laws.

Section 6. Proxies. Except in connection with the election of Directors, every Member entitled to vote or execute consents shall have the right to do so either in person or by an agent or agents authorized by a written proxy executed by such Member or his duly authorized agent and filed with Secretary of the Association provided that no such proxy shall be valid after the expiration of eleven (11) months from the date of its execution unless the person executing it specifies therein the length of time for which such proxy is to continue in force, which in no event shall exceed three (3) years from the date of its execution.

Article VI ELECTION OF DIRECTORS BY THE MEMBERS

Section 1. Election of Directors.

(a) In the election of Directors, each Member shall be entitled to as many votes as shall equal the number of votes which he is entitled to cast on any matter, multiplied by the number of Directors to be elected, but no more than one (1) vote for any one candidate.

(b) The Election Committee, consisting of the Secretary, the President, and a representative of each candidate, shall be empowered to rule on details governing electioneering not otherwise included in the By-Laws or Board policy. The Secretary shall serve as Committee Chairman unless he is a candidate in which case the Board would appoint another Board Member to fill the post. If the Secretary and/or the President are also candidates, they may not be allowed further representation on the Committee. A majority vote of the Board may overrule any policy decision made by the Election Committee.

(c) In accordance with the approved election schedule, any Member found to be in good standing may file with the Secretary of the Association a statement of his or her candidacy for election as a Director of the Association for the term beginning immediately following the termination of the terms of the Directors terminating subsequent to the filing of such statement, together with endorsements of his or her candidacy signed by thirty (30) voting Members in good standing of the Association. The Secretary of the Association shall give notice of such candidates and a biographical statement and position statement each of two hundred (200) words or less of each candidate that is to be included with the mailing of the ballot.

(d) All elections to the Board shall be made on written ballot which shall:

1. Describe the vacancy to be filled, and
2. Set forth the names of those persons who have become candidates for the office of Director in the order determined by a lottery at a meeting of the Election Committee.

Such ballots shall be prepared and mailed by the Secretary to each person entitled to vote on such date as the Board may designate.

(e) Each Member entitled to vote shall receive one (1) ballot for each Campsite for which he is the voting member.

(f) The completed ballots shall be returned as follows: Each ballot shall be placed in a sealed envelope marked "Ballot" but not marked in any other way. Each such "Ballot" envelope shall contain only one (1) ballot, and each voting Member shall be advised that because of the verification procedures hereinafter set forth, the inclusion of more than one (1) in any one "Ballot" envelope shall disqualify the return. Such "Ballot" envelope shall be placed in another sealed envelope which shall bear on its face the name and signature of the Member, his Campsite number, and such other information as the Board may determine will serve to establish his right to cast the vote or votes presented in the ballot or ballots contained therein. The ballots shall be returned to the Secretary of the Association at such address as the board may from time to time determine, no later than the date set by the Board.

(g) The Board of Directors delegates to the Association legal counsel and others, who from time to time the Board so designates, to serve as "Teller(s)" of the election. A Teller shall be charged with the responsibility of implementing a method of validating and counting ballots, recording results and announcing the results of the election at the annual meeting of the Members. The Secretary of the Association shall certify the results of the election and submit the same to the Board of Directors at its next regular meeting for approval.

(h) Upon receipt of each return, the Secretary shall immediately place it in a safe or other locked place until the day fixed by the Board for counting of such ballots. "Ballot" envelope shall be turned over, unopened, to a Teller consisting of the Secretary, the then existing board, and a representative of each candidate for the office of Director. The Teller shall then adopt a procedure which shall establish:

1. That the signature of the Member on the outside envelope is genuine, and
2. That such Member is a Member in good standing.

(i) All outside envelopes, ballots and statements of candidacy shall be retained by the Secretary for a period of two (2) years.

Section 2.

(a) In an election for the Board of Directors where the total number of qualified candidates is equal to or less than the number of Directors to be elected, Article VI, Section 1, subsections (d), (e), (f), (g), (h), and (i) of these By-laws shall be suspended for that election only. The unopposed candidate(s) shall be declared to be Director(s) for the relevant term by Board resolution, adopted as soon as practicable after the closing of the period for nominations, provided, however, that no Director who is then a candidate may vote upon the resolution.

Article VII
THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall:

- (a) Manage and control the affairs of the Association, including the election of Directors.
- (b) Adopt a corporate seal as the seal of the Association.
- (c) Designate a banking institution or institutions as a depository for the Association's funds and the person or persons authorized to make withdrawals therefrom and to execute obligations on behalf of the Association.
- (d) Perform other acts and authority for which has been granted herein or by law, including the borrowing of money for Association purposes. A resolution by the Board that the interests of the Association require the borrowing of money shall be sufficient evidence for any person that the borrowing is for a proper corporate purpose. The Board may, if it determines that the same shall be reasonably necessary, assign, pledge, mortgage or encumber any Association property as security for such borrowings, and they may pledge or assign future revenues of the Association as security thereafter.
- (e) Adopt such rules and regulations relating to the use of Association property, and sanctions for noncompliance therewith, as it may deem reasonably necessary for the best interest of the Association and its Members. The Board may also establish and levy reasonable fees for the issuance of permits for erecting or placing improvements on any Campsite, and also for the use of Association property.
- (f) Cause the Association to employ sufficient personnel to adequately perform the responsibilities of the Association including, but not limited to, an Executive Director and/or General Manager". The Executive Director and/or General Manager shall be the chief operating official of the Association and responsible to the Board of Directors for the operation of the employed staff and the general upkeep, maintenance and preservation of the property at Woodhaven Lakes. The duties of the Executive Director and/or General Manager shall include, but not be limited to public relations for the Association, and such duties as shall be determined by the Board of Directors from time to time.
- (g) Adopt responsible rules of order for the conduct of the meetings of the Association, and with reference thereon, on procedural questions upon which no rules have been adopted, the ruling of the Chairman of the meeting shall be final.
- (h) Select the officers of the Association. It may establish committees of the Association and appoint the members thereof. It may assign to such committees such responsibilities and duties not inconsistent with the provisions of these By-Laws as may deem appropriate.
- (i) Retain an attorney or general counsel to advise and represent the Board and to appoint an auditor for the Association. The attorney and auditor can only be removed or discharged upon a two-thirds (2/3) vote of the members of the Board of Directors.
- (j) The Board may enter into an agreement or agreements with other organizations having the same or similar corporate purposes for reciprocal rights between the respective members thereof under such terms and conditions as the Board may deem proper.

Section 2. Number of Directors. The number of Directors shall be seven (7).

Section 3. Term. Directors will be elected by the Members every two (2) years (even-numbered years) for a four (4) year term. Either three (3) or four (4) Directors will be elected every two (2) years. Directors appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.

Section 4. Qualifications of Directors. A Director shall be a Member in good standing, at least twenty-one (21) years of age. A Member in good standing is a Member current in the payment of assessments and not in violation of any provision of the Declaration of Covenants, By-Laws, or Rules and Regulations of the Association; or of resolutions as adopted by the Board of Directors. No immediate family members may serve on the Board of Directors at the same time. (03/07) No member can be a candidate for a Director if their Campsite is their primary and principal residence. (09/07)

Every candidate for the Board of Directors shall prior to receiving a petition of nomination for candidacy and prior to taking a position as a Member of the Board, sign an oath attesting to the qualifications as set forth herein. Further, every Board Member shall annually reaffirm this oath as a condition to remain on the Board. All candidates to the Board and all Members of the Board shall sign a disclosure statement indicating any potential conflict of interest or any fact or potential act which may directly or indirectly affect the Association or any of its subsidiaries or ventures. Any candidate or Board Member giving a false or incomplete disclosure statement could, upon action of the Board of Directors, be disqualified as a candidate or removed as a Member of the Board.

Section 5. Meetings of the Board of Directors. The Board shall meet at such times as the Board shall determine by resolution. Special meetings of the Board may be called by a majority of the Board or by the President of the Association and shall be held at such place and at such time as the call or notice of the meeting shall designate. Notice of a special meeting may be given in writing or orally at least 24 hours prior to the date of said special meeting, or notice thereof may be waived by the Directors in writing. After adoption of a resolution setting forth the times of regular meetings, no notice of such meeting shall be required or waived, but notice of special meetings of the Board shall be given.

Section 6. Action Without Meeting. Unless prohibited by law, any action that may be taken at a meeting of the Board may be taken without a meeting if authorized in a writing signed by all of the Directors who would be entitled to vote upon said action at a meeting, and filed with the Secretary of the Association.

Section 7. Quorum. A majority of the Directors shall constitute a quorum to transact business of the Board, and the act of the majority of the Directors present at any meeting shall be deemed to be the act of the Board.

Section 8. Vacancies. If any vacancy exists on the Board, such vacancy shall be filled by the remaining Directors, even though those remaining Directors might be less than a quorum. A Director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.

Section 9. Indemnification of Directors and Officers. The Association shall indemnify and hold harmless each of the Directors and officers against all contractual and other liabilities to others arising out of contracts made by or other acts of the Directors and Officers on behalf of the Owners, or arising out of their status as Directors and Officers, unless any such contract or act shall have been made fraudulently through willful misconduct, or was a willful violation of the Declaration of Covenants and these By-Laws.

It is intended that the foregoing indemnification shall include indemnification against all costs and expenses (including, without limitation, counsel fees, amounts of judgments paid and amounts paid in settlement) reasonably incurred in connection with the defense of any claim, action, suit or proceeding, whether civil, criminal, administrative, or other, in which any such Director or Officer may be involved by virtue of such person being or having been such Director or Officer; provided however, that such indemnity shall not be operative with respect to (a) any matter as to which such person shall have been finally adjudged in such action, suit or proceeding to be liable for willful misconduct or fraud in the performance of his duties as such Director or Officer, or (b) any matter settled or compromised, unless, in the opinion of counsel selected by the Board, there is not reasonable ground for such person to be adjudged liable for willful misconduct or fraud in the performance of his duties as such Director or Officer. The aforesaid indemnification shall not be exclusive of any right to which any Director or Officer may be entitled as a matter of law and shall extend and apply to the estates of deceased Directors or Officers.

The President of the Association shall be authorized to execute an Indemnification Agreement with each Board Member.

This section cannot be amended or repealed without a three-fourths (3/4) vote of the Members of the Board of Directors.

Article VIII
FINANCIAL MANAGEMENT BY THE BOARD OF DIRECTORS

Section 1. Adoption of the Five-Year Plan. The Board shall annually during December adopt or reaffirm a tentative five-year plan for Operating Expenses, Replacements and approved Capital Additions. The Assessment levied against each Campsite shall be based upon the five-year plan.

Section 2. The Budget. The Board shall annually during March adopt budgets for the Operating Fund and Restricted Fund of the Association. The Board shall also approve a Business Plan for each of its subsidiaries for the upcoming fiscal year.

Section 3. Restricted Fund. The affirmative vote of a majority of the Directors present at a meeting of the Board shall be required to disburse money from the Restricted Fund of the Association unless the purpose of the disbursement is to fund a deficit in the Operating Fund of the Association whereupon the affirmative vote of three-quarters (3/4) of the Directors of the Association shall be required to disburse money.

Section 4. Borrowing Money. The affirmative vote of three-quarters (3/4) of the Directors of the Association shall be required to borrow money for the purpose of financing a deficit in the Operating Fund of the Association.

Section 5. Membership Approval of Certain Expenditures.

(a) Capital Addition Limit. The limit shall be adjusted every five (5) years by a factor based on the yearly changes in the CPI-Midwest, compounded for five (5) years and rounded to the nearest \$5000. The first adjustment, in April 2000, will be calculated from 1986 and will become \$300,000. The next adjustment will be made in 2005 and every five (5) years thereafter.

(b) In the event the Board approves an expenditure from either the Restricted Fund of the Association to pay for a "Capital Addition" or the borrowing of money to pay for a "Capital Addition" for the Association or any of its subsidiaries or ventures in an amount greater than the amount determined by (a) above, the Board must further obtain approval of this expenditure by a majority of the votes cast in a referendum of Members titled to vote.

Section 6. The Board shall, in each year, take into consideration all sources of income that the Association may have and levy an annual assessment upon each Campsite for the following year. In no event shall the assessment upon Campsites be less than that amount representing the Operating Fund portion of the budget for that year. The Board may, by resolution, fix the time for payment of annual assessments, which may be on a monthly, quarterly, semiannual or annual basis. No assessment shall be levied against Campsites owned by the Association.

Section 7. When surplus operating funds of more than \$100,000 are available, the Association's Board of Directors will follow these limits in redistributing the surplus to the Association's membership. (4/24/06)

(a) The annual allocation to offset future operating assessments is limited to the greater of \$60,000 or 25% of the accumulated surplus in any single year.

(b) Any deviation from this policy must be fully disclosed to the Association's membership and will require a three fourths affirmative vote of the Board of Directors for approval.

Article IX
OFFICERS AND COMMITTEES OF THE ASSOCIATION

Section 1. Officers. The officers of the Association shall be the President, one or more Vice Presidents, the Secretary, the Treasurer and Assistant Secretary, and such other officers and assistant officers as the Board may from time to time elect. Officers shall serve at the will of the Board. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. Officers shall be Members of the Association. (11/18/02)

The highest ranking officer of the previous Board whose term has not expired shall convene a newly constituted Board for its first official meeting following the election of Directors. The first item of business

shall be the election of a temporary President for the purpose of presiding officers of the Association shall have the following duties:

(a) President. The President shall be the presiding officer of the Board of Directors. The President is the chief executive parliamentary officer in determining the conduct of the Association, Board of Directors and their committees.

With the advice and consent of the Board of Directors, the President will represent the Board in dealing with the Executive Director and/or General Manager. The President shall be vested with the powers and duties generally incident to the office of the President of a not-for-profit corporation, except as otherwise determined by the Board, or as may be otherwise set forth in these By-Laws.

(b) Vice President. In the absence of the President, or in the event of his inability or refusal to act, the Vice President is empowered to act and shall thereupon be vested with the powers and duties of the President. In the event that there is more than one Vice President, the Board shall establish the order in which they serve.

(c) Secretary. The Secretary of the Association shall keep the minutes of the business and other matters transacted at the meetings of the Members and of the Board. He shall mail, or cause to be mailed, all notices required under the By-Laws. He shall have the custody of the corporate seal and records and maintain a list of the Members and their addresses and perform all other duties incident to the office of Secretary.

(d) Treasurer/Assistant Secretary. The treasurer shall have custody of the funds of the Association, collect monies due, pay the obligations of the Association out of its funds, and perform such other duties as are incident to the office of Treasurer. The Board may require that the Treasurer be bonded for such amount and under such conditions as the Board may require. The Assistant Secretary shall fulfill the responsibilities of the office of Secretary in the absence of the Secretary. (11/18/02)

Section 2. Removal of Officers. Any officers may be removed when, in the judgment of the Board, the best interests of the Association will be served by such removal.

Section 3. Board Committees. The following committees are established to assist the Board of Directors:

- (a) Facilities Planning Committee
- (b) Communications Committee
- (c) Finance Committee

Each committee will consist of five (5) or more Members appointed by the Chairman of the respective committee with the advice and consent of the Board of Directors. Members of the committees shall be Association Members. The committees will make recommendations to the Board of Directors. Guidelines and issues for the committees will be established by the Board of Directors.

Article X DUTIES OF MEMBERS

Section 1. Payment of Assessments. The charges or assessments levied by the Association shall be paid to the Association on or before the time fixed by the resolution of the Board. Written notice of the charge and the date of payment shall be sent to each Owner (Member) at the address last given by such Owner to the Association. All payments on an Owner's account shall be applied in chronological order beginning with the oldest unpaid invoice or amount due. Unpaid charges shall further become a part of the assessment.

Section 2. Collections.

(a) Collection and Lien. The amount of the assessment levied by the Association shall be paid to it on or before the date or dates fixed by resolution of the Board. If not so paid, the amount of such assessment plus any charges thereon including interest at the maximum limit provided under the law from date of delinquency and costs of collection including attorneys' fees, if any, shall be due and payable to the

Association. The Association may deem these charges to constitute a lien upon the Campsite and cause said lien to be filed in the office of the appropriate County Recorder of Deeds, which notice shall state the amount of the Assessment and other such charges and a description of the Campsite which has been assessed. The Board may seek to recover said sums by any other available judicial procedure and shall be entitled to its internal costs, attorneys' fees and costs of suit in said collection. If the Association does claim a lien on the Campsite, upon payment of said assessment and charges or other satisfaction thereof, the Board shall within a reasonable time cause to be recorded a further notice stating the satisfaction and the release of said lien.

(b) Collection of Charges. The charges as used in the By-laws shall include, without limitation, amounts of fines and costs imposed arising out of citations issued for violations of the Association's Covenants, By-laws, and Rules and Regulations, bad check charges, interest, late fees, court costs and attorney fees.

Section 3. Priority of Lien. Conveyance of any Campsite shall not affect any lien for assessments provided herein. Such lien shall be prior to all other liens recorded subsequent to said notice of assessment.

Section 4. Enforcement. The lien provided for herein may be foreclosed by suit by the Association in like manner as a mortgage and, in such event, the Association may be a bidder at the foreclosure sale. The Association may also pursue any other remedy against any Owner owing money to it which is available to it by law or equity for the collection of a debt.

Section 5. Proof of Payment. Upon request, the Association shall furnish a statement certifying that all assessments then due have been paid or indicating the amount then due.

Section 6. Suspension. The Association shall not be required to transfer membership on its books or to allow the exercise of any rights or privileges of membership on account thereof to any owner or to any person claiming under them unless or until all assessments and charges to which they are subject have been paid.

Article XI

TERM AND AMENDMENT

These By-Laws shall be in force and effect from and after the date of their adoption and can be amended from time to time by the affirmative vote of a majority of the Board of Directors of the Association, except for those portions of the By-Laws requiring more than a majority vote. Those portions of the By-Laws requiring more than a majority vote of the Board can only be amended by the affirmative three-fourths (3/4) vote of the Board of Directors.