

**Bylaws  
of  
Pleasantview Water Association, Inc.**

**ARTICLE ONE  
OFFICES**

The principal office of the corporation is located at 7688 N. Valley St., City of Dalton Gardens, County of Kootenai, State of Idaho, Zip Code of 83815. The board of directors will have the power and authority to establish and maintain branch or subordinate offices at any other locations.

**ARTICLE TWO  
MEMBERS**

**Section 1. *Membership and Classes of Members.*** Each parcel in Bighorn Industrial Park, and each parcel outside of Bighorn Industrial Park which Beckenhauer Properties, L.L.C., or its assigns, chooses to have this Corporation provide with water, has membership in this Corporation. Beckenhauer Properties, L.L.C., or its assigns, shall have the sole discretion to allow a parcel outside of Bighorn Industrial Park to be a member of this Corporation and to receive water service from this Corporation.

The Corporation shall have two classes of members, Class A and Class B. The Class B members shall be each parcel owned by Beckenhauer Properties, L.L.C., or its assigns, located in Bighorn Industrial Park, and each parcel outside of Bighorn Industrial Park owned by Beckenhauer Properties, L.L.C., or its assigns, which Beckenhauer Properties, L.L.C., or its assigns, chooses to have this Corporation provide with water. The Class A members shall be all other parcels in Bighorn Industrial Park, and all other parcels outside of Bighorn Industrial Park, which Beckenhauer Properties, L.L.C., or its assigns, chooses to have this Corporation provide with water. Only the Class B members shall be entitled to vote on any matter submitted to the members for a vote, with the owner of each parcel to have one vote per parcel. Notwithstanding the foregoing, the directors of the Corporation may choose, at their sole discretion, to allow the Class A members to have an advisory vote, but not a binding vote, on a matter submitted to a vote of the Class B members at a meeting of the members, in order to assist the directors in determining the views of the Class A members on any such matter.

At such time as Beckenhauer Properties, L.L.C., or its assigns, no longer owns a parcel in Bighorn Industrial Park, nor any parcel outside of Bighorn Industrial Park which this Corporation provides with water, the Class B membership shall end. In that event, the Class A members shall be the only membership in the Corporation, and those members will then be entitled to vote on any matter submitted to the members for a vote, with the owner of each parcel in Bighorn Industrial Park, and each parcel outside of Bighorn Industrial Park which this Corporation provides with water, entitled to one vote per parcel.

**Section 2. *Annual Meeting.*** The annual meeting of the members will be held on December first in each year, beginning in 2017, at 7:00 p.m. to elect directors and to transact such other business as may come before the meeting. If the day fixed for the annual meeting is a legal holiday in the State of Idaho, the meeting will be held on the next succeeding business day. If the election of directors is not held on the day designated herein for any annual meeting of the shareholders, or at any adjournment of it, the board of directors will hold the election at a special meeting of the stockholders as soon afterwards as is convenient.

**Section 3. *Special Meetings.*** Special meeting of the members, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the president or by the board of directors, and will be called by the president at the request of fifty percent of all the members of the corporation entitled to vote at the meeting.

**Section 4. *Place of Meeting.*** The board of directors may designate any place in Kootenai County, Idaho, for any annual meeting or for any special meeting called by the board of directors. A waiver of notice signed by all members entitled to vote at a meeting may designate any place, either within or without the State of Idaho, as the place for such meeting. If no designation is made, or if a special meeting is otherwise called, the meeting will be held at the principal office of the corporation.

**Section 5. *Notice of Meeting.*** Written or printed notice of a members' meeting will be delivered to each shareholder of record entitled to vote at such meeting not less than 10 nor more than 30 days before the date of the meeting. The notice will state the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called. The delivery of notice will be made either in person or by mail as directed by the president, or the secretary, or the officer or persons calling the meeting. If mailed, such notice will be deemed to be delivered when deposited in the United States mail, with postage prepaid and addressed to the member at the member's address as it appears on the membership books of the corporation.

**Section 6. *Closing Transfer Books or Fixing Record Date.*** The board of directors may provide that the membership books will be closed for a stated period not to exceed fifty (50) days, to identify members entitled to notice of, or to vote at, any meeting of members, or to identify members for any other proper purpose. If the membership books will be closed to identify members entitled to notice of, or to vote at, a meeting of members, such books will be closed for at least ten (10) days immediately preceding such meeting. In lieu of closing the membership books, the board of directors may fix in advance a date as the record date for any such determination of members. That date will not be more than fifty (50) days, and in case of a meeting of members, not less than ten (10) days, before the date on which the particular action requiring such determination of members is to be taken.

If the membership books are not closed and no record date is fixed for the determination of members entitled to notice of, or to vote at, a meeting of members, the date that notice of the meeting is mailed, will be the record date for such determination of members. When a determination of members entitled to vote at any meeting of members has been made as provided in this section, that determination will apply to any adjournment of that meeting except where the determination has been made through the closing of the membership books and the stated period of closing has expired.

**Section 7. *Quorum.*** A majority of the members of the corporation entitled to vote, represented in person or by proxy, will constitute a quorum at a meeting of members. If less than a majority of the members are represented at a meeting, a majority of the members may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum is present or represented, any business may be transacted that might have been transacted at the meeting as originally notified. The members present at a duly organized meeting may continue to transact business until adjournment, despite the withdrawal of enough members to leave less than a quorum.

**Section 8. *Proxies.*** At all meetings of members, a member may vote by proxy executed in writing by the member or by his duly authorized attorney in fact. Such proxy will be filed with the secretary of the corporation before or at the time of the meeting. No proxy will be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Provided however, that no proxy shall be valid for more than three (3) years from its date of execution.

**Section 9. *Voting of Membership.*** Subject to the provisions of the Idaho Nonprofit Corporation Act or any provision of the Articles of Incorporation or of these bylaws, each member entitled to vote will be

entitled to one vote on each matter submitted to a vote at a meeting of members. All directors must be individuals. Directors need not be members of the corporation.

### **ARTICLE THREE BOARD OF DIRECTORS**

**Section 1. *General Powers.*** The board of directors will manage the business and affairs of the corporation.

**Section 2. *Number, Tenure, and Qualifications.*** The number of directors of the corporation will be three. The directors will be elected at the annual meeting of members, and the term of office of the directors will be until the next annual meeting of members and the election and qualification of their successors. Directors need not be residents of the State of Idaho.

**Section 3. *Regular Meetings.*** A regular meeting of the board of directors will be held without notice, other than these bylaws, immediately after and at the same place as the annual meeting of members. The board of directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution. However, the board of directors will conduct a meeting of the directors at no less than one meeting per month. Additional regular meetings will be held at the principal office of the corporation in the absence of any designation in the resolution.

**Section 4. *Special Meetings.*** Special meetings of the board of directors may be called by or at the request of the president or any two directors, and will be held at the principal office of the corporation or at such other place as the directors may determine.

**Section 5. *Notice.*** Notice of any special meeting will be given at least ten (10) days before the time fixed for the meeting, by written notice delivered personally or mailed to each director at his business address. If mailed, such notice will be deemed to be delivered when deposited in the United States, postage prepaid, not less than three (3) days before the commencement of the above-stated notice period. Any director may waive notice of any meeting. The attendance of a director at a meeting will constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

**Section 6. *Quorum.*** A majority of the number of directors fixed by these bylaws will constitute a quorum for the transaction of business at any meeting of the board of directors, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

**Section 7. *Board Decisions.*** The act of the majority of the directors present at a meeting at which a quorum is present will be the act of the board of directors except that vote of not less than a majority of all the members of the board will be required for the amendment of, or addition to, these bylaws as the case may be.

**Section 8. *Vacancies.*** Any vacancy occurring in the board of directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the board of directors. A director elected to fill a vacancy will be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors will be filled by election at any annual meeting or at a special meeting of members called for that purpose.

**Section 9. *Compensation.*** By resolution of the board of directors, the directors may be paid their expenses, if any, of attendance at each meeting of the board of directors, and may be paid a fixed sum for

attendance at each meeting of the board of directors, or a stated salary as director. No such payment will preclude any director from serving the corporation in any other capacity and receiving compensation therefor.

Section 10. *Presumption of Assent.* A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken will be presumed to have assented to the action taken unless his dissent will be entered in the minutes of the meeting or unless he will file his written dissent to such action with the person acting as the secretary of the meeting before the meeting adjourns, or will forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent will not apply to a director who voted in favor of such action.

#### **ARTICLE FOUR OFFICERS**

Section 1. *Number.* The officers of the corporation will be a president, one or more vice-presidents, a secretary, and a treasurer, each of whom will be elected by the board of directors. Other officers and assistance officers may be elected or appointed by the board of directors as may be deemed necessary. The same person may hold any two or more offices, except the offices of president and secretary.

Section 2. *Election and Term of Office.* The board of directors will elect the officers of the corporation at the first meeting of the board of directors held after each annual meeting of the members. If the directors do not hold the election of officers at such meeting, they will hold such election as soon afterwards as is convenient. Each officer will hold office until his successor has been duly elected and qualifies, or until he dies, or until he resigns, or until the directors remove him in the manner provided in these Bylaws.

Section 3. *Removal.* Any officer or agent elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the removal would serve the best interests of the corporation thereby. Such removal will be without prejudice to the contract rights, if any, of the person so removed.

Section 4. *Vacancies.* A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the terms.

Section 5. *Powers and duties.* The powers and duties of the several officers will be as provided from time to time by resolution or other directive of the board of directors. In the absence of such provisions, the respective officers will have the powers and will discharge the duties customarily and usually held and performed by like officers of corporations similar in organization and business purposes to this corporation.

Section 6. *Salaries.* The salaries of the officers will be fixed from time to time by the board of directors, and no officer will be prevented from receiving such salary because he is also a director of the corporation.

#### **ARTICLE FIVE CONTRACTS, LOANS, CHECKS, AND DEPOSITS**

Section 1. *Contracts.* The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and for the corporation, and such authority may be general or confined to specific instances.

Section 2. *Loans*. No loans will be contracted on behalf of the corporation and no evidences of indebtedness will be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.

Section 3. *Checks, Drafts, or Orders*. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation will be signed by no less than two officers of the corporation and in such manner as will from time to time be determined by resolution of the board of directors.

Section 4. *Deposits*. All funds of the corporation shall only be used for the expenses of the corporation, and shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

## **ARTICLE SIX INSURANCE**

The corporation shall be required to secure, maintain, and pay the premiums for a policy of comprehensive general liability insurance, in an amount not less than \$1,000,000 per occurrence of bodily injury and property damage combined, or in a greater amount as reasonably determined by Beckenhauer Properties, L.L.C. to insure Water Association, with Beckenhauer Properties, L.L.C. as an additional insured, against liability arising out of the maintenance and operation of the water system.

## **ARTICLE SEVEN FISCAL YEAR**

The fiscal year of the corporation will be November 1 to October 31 unless otherwise designated by the board of directors.

## **ARTICLE EIGHT WAIVER OF NOTICE**

Whenever any notice is required to be given to any member or director of the corporation under the provisions of these bylaws, under the provision of the Articles of Incorporation, or under a provision of law, a waiver of that notice will be deemed equivalent to the giving of such notice. The waiver must be in writing and signed by the person or persons entitled to such notice. It may be executed before or after the time of the event for which the notice was to have been given.

## **ARTICLE NINE WATER SERVICE**

The purpose of the corporation is to operate a water distribution system for the purpose of distributing water to the members of this corporation and to provide fire protection water. The board of directors may discontinue providing water to any member of this corporation who is three months in arrears in payment of yearly service charges and/or special assessments.

## **ARTICLE TEN RIGHT-OF-WAY**

(A) The PWA, Inc. has exercised its rights to obtain and utilize rights-of-way, easements, and land in the location and construction of the pipelines, pumps, controls, roads, reservoirs and other works of the system. It has reserved sufficient easements to adequately and satisfactorily operate, maintain, repair, construct and reconstruct the facilities works. All landowners, water users, and the general public shall refrain from encroachment in any manner on these lands and easements.

(B) No water user shall plant, construct or erect, or cause to be planted, constructed or erected, any tree, dwelling, outbuilding or other obstruction on or over any easements of the PWA, unless approved by the PWA. Any person in violation shall be required to remove such tree, dwelling or other structure or obstruction to enable the PWA to perform necessary maintenance or repair. If, upon reasonable notice to the owner, such obstruction is not removed, the PWA shall incur no liability for any damage sustained by such obstruction or encroachment.

(C) The easement and rights-of-ways are not to be used as public thoroughfares. The general public does not have the right to free access to service roads of PWA

#### **ARTICLE ELEVEN CROSS CONNECTION CONTROL**

(A) For the purpose of protecting the health of consumers receiving water from PWA, the PWA will follow requirements as provided in the current Idaho Administration Rules on Cross Connection Control.

(B) No water service connection from PWA water system shall be installed or maintained unless PWA water supply is protected, as determined by the PWA to be necessary, by backflow prevention devices. The installation or maintenance of a cross connection which will endanger the quality of PWA water supply is prohibited. New domestic water will require the installation of an approved reduced pressure zone backflow prevention assembly. Backflow prevention assemblies shall be inspected and tested annually for functionality by an Idaho Licensed tester. The PWA may discontinue service to any facility where suitable backflow protection has not been provided (IDAPA 58.01.08). To avoid possible water shutoff, all annual test reports must be submitted to PWA for approval by May 1 of each year.

#### **ARTICLE TWELVE ADDRESS AND OWNERSHIP CHANGES**

(A) The current mailing address of each property owner shall be furnished to PWA in advance of the delivery of water, and in case of change of ownership, PWA must be notified of the name(s) of the new owner(s) and their current mailing address along with a sufficient legal description of the subject property transferred, to properly identify the same, and subject to transfer service fee.

#### **ARTICLE THIRTEEN ACCESS TO EASEMENT AND RIGHTS-OF-WAY**

(A) Should PWA have difficulty in having unobstructed access to domestic deliveries, the PWA is authorized to notify the landowner in writing that corrective measures are required. At that time, a meeting between the landowner and PWA personnel is encouraged. The landowner will be given adequate time for installing the gate or other access to the delivery. Should the owner fail to comply within the allotted time, service may be terminated, or not initiated.

#### **ARTICLE FOURTEEN FIRE HYDRANTS**

(A) Any party rendering a hydrant in any way inoperable by the raising of grade, placement of obstruction, or any other means will be required to remove the obstruction or pay for modifications needed to bring the hydrant within accepted standards.

#### **ARTICLE FIFTEEN FIRELINES**

(A) Fees for fire lines are billed annually, in advance, and payable within that year.

(B) All fire lines shall be valved at the mainline, and the owner shall install and maintain, as minimum required protection, an approved backflow assembly for the hazard.

(C) Fire lines may be disconnected because of nonpayment of fees or a request by the landowner. A letter confirming the disconnection will be sent to the landowner with a copy to the appropriate fire protection district. A \$30 reconnection fee is charged when water is turned off for non-payment.

(D) No booster pumps designed to increase pressure or flow will be allowed on fire line services without written approval.

**ARTICLE SIXTEEN  
FEE SCHEDULES**

**(A) Water Hookup Fees per unit**

- 1" Service.....\$10,000.00
- 1-1/2" Service.....\$13,000.00
- 2" Service.....\$16,800.00

**(B) Water Rate (Combined if Multiple Meters on Same Site)**

\$400/yr. for 120,000 gallons billed yearly in advance

**(C) Domestic Overage Charges per unit**

\$5.00 /1,000 gallons

**(D) Fire line**

\$360.00/yr. billed yearly in advance.

**(E) Billing Periods**

Charges will be based on water consumption during the period of September 1 to August 31 each year. Billing will be sent out the first week of August of each year, for the following year's water consumption period. Payment must be made in advance for the following year. In the event an owner requests hookup in the middle of a pay period, the owner will be charged an upfront prorated rate for their water service. This charge must be paid before water turn-on service is granted.

Any overage charges incurred, will be required to be paid at the end of the period, along with the upcoming year's billing.

Notwithstanding the forgoing, the Board of Directors shall have the right, from time to time, to change and alter the forgoing Fee Schedules as deemed necessary or otherwise appropriate. No such change shall require an amendment of these Bylaws, provided, the Board of Directors shall provide each of the members with uno less than thirty (30) days advance written notice thereof.

**ARTICLE SEVENTEEN  
SERVICE FEES**

(A) If a landowner requests a service call, the owner may be charged a \$75.00 per hour service call fee should the need for the call not be related to PWA owned facilities.

(B) If a landowner requests a PWA inspection of any water line improvement, they may be charged a \$75.00 per hour service fee.

Notwithstanding the forgoing, the Board of Directors shall have the right, from time to time, to change and alter the forgoing Service Fees as deemed necessary or otherwise appropriate. No such change shall require an amendment of these Bylaws, provided, the Board of Directors shall provide each of the members with uno less than thirty (30) days advance written notice thereof.

**ARTICLE EIGHTEEN  
PENALTIES, FINES FEES, AND LIENS**

- (A) A late fee of \$120.00 (\$10.00 per month) will be charged on all delinquent accounts.
- (B) In the event a door tag is used as a third and final notice for delinquent water accounts prior to shut off, a \$10.00 hang tag fee will be charged to the delinquent account.
- (C) A \$30 reconnection fee is charged when water is turned off for non-payment.
- (D) A \$30.00 charge will be made for any check returned.
- (E) A mailing fee of \$10.00 will be charged whenever it becomes necessary to send certified notices due to delinquent balances in excess of \$50.00.
- (F) The PWA has authority, and, may lien property for unpaid balances.

Notwithstanding the forgoing, the Board of Directors shall have the right, from time to time, to change and alter the forgoing Penalties, Fines Fees, and Liens as deemed necessary or otherwise appropriate. No such change shall require an amendment of these Bylaws, provided, the Board of Directors shall provide each of the members with uno less than thirty (30) days advance written notice thereof.

**ARTICLE NINETEEN  
STANDARD DETAILS**

The Standard Details for construction are available upon request to a PWA Director. All work performed to the water system must be completed exactly as shown in the PWA Standard and Details. All work performed by a landowner must be inspected and approved by either a PWA Director, or Allwest Testing & Engineering, Inc., or another PWA pre approved testing agency. All approved test reports must be submitted to PWA before water turn on. PWA Director inspection is subject to the service fee mentioned above. If in the event that construction approval is not met in any process of construction, the landowner will be solely responsible to rectify the work to the approved inspection standards. All new water main line extensions must pass all approved DEQ standards before water turn on.


**ARTICLE TWENTY  
AMENDMENTS**

The board of directors may alter, amend, or repeal these bylaws, or may adopt new bylaws, at any regular or special meeting of the board. However, the number of directors will not be increased nor decreased, nor will the provisions of Article Two, concerning the members, be substantially altered, without the prior approval of the members at a regular or special meeting of the members. No provision of these bylaws including, but not limited to Article Six, Insurance, may be amended, which would affect any agreement with, or commitment to, the State of Idaho or Beckenhauer Properties, L.L.C., or its assigns, without the written approval of the State of Idaho or Beckenhauer Properties, L.L.C., or its assigns, as the case may be. Changes in and additions to the bylaws by the board of directors will be reported to the members at their next regular meeting and will be subject to the approval or disapproval of the members at such meeting. If such action is then taken by the members on a change in or addition to the bylaws, such change or addition will be deemed to be fully approved and ratified by the members.

Dated April 7, 2018



**ARTICLE TWENTY ONE  
DIRECTOR SIGNATURE OF BYLAW APPROVAL**

(Signature) 


(Print Name) DOUG BECKENHAUER  
Director

Dated: 4-7-18

(Signature) 

(Print Name) Kelli Beckenhauer  
Director

Dated: 4-7-18

(Signature) 

(Print Name) RYAN BECKENHAUER  
Director

Dated: 4-7-18

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