



Debbie Pierson, Flathead County MT by AC

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BJ Lepinski
PO Box 371409
San Diego, CA 92137

**BYLAWS
OF
206 LUPFER CONDOMINIUM OWNERS ASSOCIATION INC.**

These Bylaws are and constitute the bylaws for the 206 LUPFER CONDOMINIUM OWNERS ASSOCIATION INC. (the "Association"), effective as of December 14, 2020.

**ARTICLE I.
Definitions**

Capitalized terms used in these Bylaws which are not defined in these Bylaws shall have the same meaning given to them in the Declaration of Unit Ownership and Covenants, Conditions and Restrictions Establishing and Governing 206 Lupfer Condominiums (the "Declaration"), which has been recorded in the Flathead County Clerk and Recorder's office.

**ARTICLE II.
Offices**

The initial principal office of the Association shall be at 857 Grand Drive, Bigfork, MT 59911. The board of directors may change the location of the principal office. The Association may also have offices and may carry on its purposes at such other places within and outside the State of Montana as the board of directors may from time to time determine.

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ARTICLE III.
Property Rights and Rights
of Enjoyment of Facilities and Functions

Each member and their guests and invitees shall be entitled to the use and enjoyment of the Association Common Elements, subject to such rules and regulations as may be adopted by the board of directors from time to time, pursuant to these Bylaws and the Declaration.

ARTICLE IV.
Membership, Voting, Quorum and Proxies

1. Members. The "Members" of the Association shall be all Owners of the Units located on the Property. The Property is described on Exhibit A attached hereto. An Owner shall automatically become a Member of the Association upon acquisition of a Unit.

2. Voting Rights. The votes in the Association shall be allocated based upon the Owners' percentage interest in the Common Elements as set forth in the Declaration. If a person or entity owns more than one Unit, that person or entity shall have the combined votes associated with all such Units owned. If more than one person or entity has an ownership interest in a single Unit, such persons or entities must decide among themselves how the votes for that Unit shall be cast. In the case of multiple owners of a single Unit, unless informed otherwise in writing, it shall be assumed that any one owner shall be permitted to cast votes and otherwise act for that Unit in matters concerning the Association.

3. Record Date. The board of directors shall have the power to fix in advance a date as a record date for the purpose of determining Members entitled to notice of or to vote at any meeting or to be furnished with any other information or material, or in order to make a determination of membership, for any purpose. The Members existing on any such record date shall be deemed Members for such notice, vote, meeting, furnishing of information or material, or other purpose, and for any supplementary notice or information or material with respect to the same matter and for any adjournment of the same meeting. A record date shall not be more than 50 days prior to the date on which the particular action requiring determination of membership is proposed or expected to be taken or to occur. If no record date is established for a meeting, the date on which notice of such meeting is first given to any Member shall be deemed the record date for the meeting.

4. Quorum. Except as otherwise provided in the Articles of Incorporation or these Bylaws, the presence in person, by proxy, or via written ballot (as discussed in subsection 7, below) of Owners holding twenty-five percent (25%) of the votes in the Association shall constitute a quorum. If a quorum is not present or represented at any meeting, the Members who are present may adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum shall be present. Alternatively, if a quorum is not present or represented at a

meeting, a subsequent meeting may be called for the same purpose and the presence in person, by proxy, or via written ballot of the Owners holding ten percent (10%) of the votes shall constitute a quorum at such meeting.

5. Proxies. Votes may be cast by proxy. Every proxy must be executed in writing by the Member or his duly authorized attorney in fact. Except as provided in Article X herein, no proxy shall be valid after the expiration of eleven months from the date of its execution.

6. Majority Vote. At any meeting of the Members where a majority vote is required, if a quorum is present, the affirmative vote of the Owners of a majority of the votes represented at the meeting, in person, by proxy, or via written ballot shall be the act of the Members unless the vote of a greater number is required by law, the Articles of Incorporation, the Declaration or these Bylaws as from time to time in force and effect.

7. Written Ballot. Any action which can be taken at a meeting of Members may also be taken by written or electronic ballot or by a combination of written or electronic ballot and voting at a meeting. The ballot must set forth each action proposed to be taken and provide an opportunity to vote for or against the proposed action. The ballots must be mailed or emailed to all members at their mailing or email addresses shown on the records of the Association, together with a statement of the number of responses needed to meet the quorum requirements, the percentage of votes that is needed to pass the proposed action, and the date upon which the ballot must be returned to the Association in order to be counted. A written ballot, once received by the Association, may not be revoked. Written ballots received shall be counted in determining the presence of a quorum.

ARTICLE V. Meetings of Members

1. Annual Meeting. The annual meeting of the Members of the Association shall be held at a time and place in Flathead County designated by the Association board of directors. The meeting shall be for the purpose of providing a forum for the Members to elect directors and for the transaction of such other business and matters as may be pertinent to the Association which is brought before the meeting. If the day fixed for the annual meeting shall be a legal holiday in Montana, such meeting shall be held on the next succeeding business day.

2. Special Meetings. Special meetings of the Members, for any purpose, may be called by the president of the Association, or by a majority of the board of directors, or by Owners holding twenty-five percent (25%) of the votes in the Association.

3. Place of Meeting. The board of directors may designate any place in Flathead County as the place for any annual meeting or for any special meeting called by the board of directors.

4. Notice of Meeting. Written notice of any meeting of the members stating the place, day and hour of the meeting, and the purpose or purposes for which the meeting is called, shall be delivered personally or by mail or email to each member entitled to vote at such meeting not less than ten (10) days nor more than sixty (60) days before the date of the meeting. If personally delivered such notice shall be deemed to be delivered upon personal delivery. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the Member at the Member's address as it appears in the records of the Association, with postage thereon prepaid. If emailed, such notice shall be deemed to be delivered when sent addressed to the Member to the email address as it appears in the records of the Association.

5. Attendance at Meetings via Telephone or Video Conference. A Member may attend any meeting of the Members by means of telephone, video or such other means which allow all of the Members in attendance at the meeting to hear and speak with each other. Such attendance via telephone or video shall be the same as attendance in person.

ARTICLE VI. Board of Directors

1. Number, Tenure and Qualifications. The business and affairs of the Association shall be managed by a board of directors initially consisting of three (3) directors. Directors shall be appointed or elected as follows:

(a) During the Period of Declarant Control, Declarant may appoint, remove and replace from time to time all of the directors of the Association. The directors appointed by the Declarant need not be Members of the Association. Unless the Declarant directs otherwise, and subject to these Bylaws, the initial board of directors named in the Articles will continue to serve throughout the Period of Declarant Control. If Declarant so elects, Declarant may from time to time relinquish, either on a temporary or permanent basis, the right to appoint all or a portion of the directors of the Association; provided that any such relinquishment shall be expressed in writing to the Association.

(b) Following the Period of Declarant Control, directors shall be elected or appointed annually by the Members, from among the Members, at the Association annual meeting or, upon expiration of the Period of Declarant Control, at a special meeting called for the purpose of the election of a board of directors by the Members. The term of office for the initial directors elected by the Members will be fixed at the time of their election as they themselves will determine in order to establish a system of three-year terms in which at least one-third of the board is elected each year. For example, if the number of directors on the initial Member elected board is three, one director will serve for a one-year term, one director will serve for a two-year term, and one director will serve for a three-year term. At the expiration of the initial term of office of each respective director, a successor will be elected to serve a three-year term. Each director shall hold office until the election or appointment and qualification of his or her successor.

The total number of directors comprising the board of directors may be increased or decreased from time to time by act of the board of directors, but the number of directors shall not be less than three (3) directors.

2. Resignations, Removal.. Any director may resign at any time by giving written notice to the president or the secretary of the Association. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any director may be removed from office, with or without cause, by the Declarant, during the Period of Declarant Control, or thereafter by a majority of the votes cast in person or by proxy at a meeting of Members at which there is a quorum, duly called for such purpose, or by written ballot, or by a combination of votes at a meeting and votes by written ballot (with the votes by written ballot included in determining whether a quorum is present). Any vacancy occurring in the board of directors by reason of resignation, removal or death, may be filled by the affirmative vote of a majority of the directors then in office, though less than a quorum, except that during the Period of Declarant Control, the vacancy shall be filled by Declarant. A director elected to fill such a vacancy shall be elected to serve until the next annual meeting of the members at which time the Members shall elect a successor director to serve the remaining term of the resigned director.

3. General Powers. The board of directors shall have and may exercise all the powers of the Association consistent with the Montana Nonprofit Corporation Act and the Declaration, except such powers as are expressly conferred upon the Members by law, by the Declaration, the Articles of Incorporation, or the Bylaws as from time to time in force and effect.

4. Additional Powers and Responsibilities. In addition to its general powers, the board of directors shall have the authority and the responsibility, acting through the board of directors and officers:

(a) To administer and enforce the covenants, conditions, restrictions, easements, uses, limitations, Administrative Regulations, obligations and all other provisions set forth in the Articles of Incorporation, Declaration, Administrative Regulations, or the Bylaws as from time to time in force and effect.

(b) To establish, make, amend, publish and enforce compliance with Administrative Regulations governing (i) the operation and use of Common Elements, (ii) exterior maintenance of the structures and grounds, (iii) any conduct which is deemed to be offensive or to interfere with the enjoyment by the Members of their Units, and (iv) any matters permitted by the Declaration. Any such Administrative Regulations must be approved by the Declarant during the Period of Declarant Control.

(c) To maintain in good order, condition and repair the Common Elements and all items of personal property used in the enjoyment of such property, to include roads, parking areas, sidewalks, landscaping, other facilities under control or deemed the responsibility of the Association and to hire such manager, employees, independent contractors or others for such purpose. Expenditures for such purpose shall be approved by an officer or director, but need not be approved by the Members.

(d) To obtain and maintain appropriate insurance in connection with Common Elements and related personal property.

(e) To fix, determine, levy and collect Assessments from Owners to meet the Common Expenses of the Association and to create reasonable reserves therefore, as provided in the Declaration.

(f) To collect promptly all delinquent Assessments by suit or otherwise.

(g) To issue, or cause an appropriate officer to issue, upon written demand of any Member a certificate setting forth whether any Assessment has been paid by such Member. Such certificate shall be conclusive evidence against the Association for all purposes. The Association may charge a reasonable fee for such certificate.

(h) To protect and defend Common Elements and related personal property from loss and damage by suit or otherwise.

(i) To borrow funds in order to pay for any expenditure or outlay authorized by these Bylaws, the Declaration, and the Articles of Incorporation as from time to time in force and effect.

(j) To enter into contracts within the scope of their duties and powers.

(k) To establish a bank account or accounts for the common treasury and for all separate funds which are required or may be deemed advisable by the board of directors.

(l) To maintain full and accurate books and records showing all of the receipts, expenses or disbursements of the Association. Any Member may inspect such records upon reasonable notice at a reasonable time.

(m) To employ independent, third-party accountants and/or auditors to annually review and inspect the financial records of the Association and prepare a written report to the board regarding the findings.

(n) To engage the services of a manager or managing agent.

(o) To the fullest extent permitted by applicable law, indemnify any director or officer of the corporation who is made a party to any legal, regulatory or other proceeding because he or she is or was a director or officer of the corporation.

(p) To make any election to qualify under I.R.C. Section 528 by filing form 120H.

5. Compensation. By resolution of the board of directors, any director may be reimbursed his or her reasonable expenses incurred, if any, in furtherance of the business or affairs of the Association. No such payment shall preclude any director from serving the Association in any other capacity and receiving compensation therefor.

6. Regular Meetings. Regular meetings of the board of directors may be held without call or formal notice at such places and at such times as the board may from time to time by vote determine. Any business may be transacted at a regular meeting. Until further determination, the regular meeting of the board of directors for the election of officers and for such other business as may come before the meeting may be held without call or formal notice immediately after, and at the same place as, the annual meeting of Members, or any special meeting of Members at which a board of directors is elected.

7. Special Meetings. Special meetings of the board of directors may be held at any place and time when called by the president, or by two or more directors, upon at least five (5) days' prior notice of the time and place thereof being given to each director by leaving such notice with him or at his residence or usual place of business, or by mailing it prepaid, and addressed to him or her at his mailing address as it appears on the books of the Association, or by telephone, e-mail, or facsimile transmission. Notices shall state the purposes of the meeting. No notice of any adjourned meeting of the directors shall be required.

8. Quorum. A majority of the number of directors fixed by the Bylaws shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time. When a quorum is present at any meeting, a majority of the voting directors in attendance shall decide any question brought before such meeting, except where a larger number is required by law, the Articles of Incorporation, or by these Bylaws as from time to time in force and effect.

9. Waiver of Notice. Before, at or after any meeting of the board of directors, any director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a director at any meeting of the board shall be a waiver of notice by him except when a director attends the meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.

10. Attendance at Meetings via Telephone or Video Conference. A director may attend any meeting of the board of directors by means of telephone, video or such other means which

allow all of the directors in attendance at the meeting to hear and speak with each other. Such attendance via telephone or video shall be the same as attendance in person.

11. Informal Action by Directors. Any action required or permitted to be taken at a meeting of the directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote of the directors.

12. Committees. An executive committee or other committees may be appointed by the Directors as deemed necessary.

ARTICLE VII. Officers and Agents

1. General. The officers of the Association may include a president, one or more vice presidents, a secretary, a treasurer, and such other officers as the board of directors may consider necessary or advisable. One person may hold more than one office; provided, however, that the same person may not hold both the offices of president and secretary. The officers shall hold their offices for such terms and have such authority and duties as from time to time may be determined by the board of directors. The officers shall be selected as follows:

(a) During the Period of Declarant Control, Declarant may appoint, remove and replace from time to time all of the officers of the Association. If Declarant so elects, Declarant may from time to time relinquish, either on a temporary or permanent basis, the right to appoint all or a portion of the officers of the Association; provided that any such relinquishment shall be expressed in writing to the Association.

(b) Following the Period of Declarant Control, the officers shall be elected by the board of directors in such manner as from time to time may be determined by the board of directors.

Officers shall not be paid a salary. In all cases where the duties of an officer, agent or employee are not prescribed by the Bylaws or by the board of directors, such officer, agent or employee shall follow the orders and instructions of the president or his designee.

2. Removal of Officers. During the Period of Declarant Control, any officer may be removed, either with or without cause, and his or her successor appointed by Declarant. After the Period of Declarant Control, upon an affirmative vote of a majority of the members of the board of directors, any officer may be removed, either with or without cause, and his or her successor elected at any regular meeting of the board of directors, or at any special meeting of the board called for such purpose.

3. Vacancies. A vacancy in any office, however occurring, may be filled (a) during the Period of Declarant Control, by the Declarant, or (b) after the Period of Declarant Control, by the board of directors for the unexpired portion of the term.

4. President. The president shall be the chief executive officer of the Association. He or she shall have the general and active control of the affairs and business of the Association and general supervision of its officers, agents and employees.

5. Vice Presidents. The vice presidents shall assist the president and shall perform such duties as may be assigned to them by the president or by the board of directors. In the absence of the president, the vice president designated by the board of directors or (if there be no such designation) designated in writing by the president shall have the powers and perform the duties of the president.

6. Secretary. The secretary shall:

(a) Keep the minutes of the proceedings of the Members, the board of directors, and any committees appointed by the board of directors;

(b) See that all notices are duly given in accordance with the provisions of these Bylaws, the Articles of Incorporation and Declaration, and as required by law;

(c) Be custodian of the Association's records;

(d) Keep at its principal place of business a record containing the names and registered addresses and/or email addresses of all Members, the designation of the Unit owned by each Member, and, if such Unit is mortgaged and the mortgagee has given the Association notice thereof, the name and address of the mortgagee;

(e) In general, perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the president or by the board of directors.

7. Treasurer. The treasurer shall be the principal financial officer of the Association and shall have the care and custody of all funds, securities, evidences of indebtedness and other personal property of the Association and shall deposit the same in accordance with the instructions of the board of directors. He or she shall receive and give receipts for moneys paid into the Association, and shall pay out of the funds on hand all bills, payrolls and other just debts of the Association of whatever nature upon maturity. He or she shall perform all other duties incident to the office of the treasurer and, upon request of the board of directors, shall make such reports to it as may be required at any time. He or she shall, if required by the board of directors, give the Association a bond in such sums and with such sureties as shall be satisfactory to the board,

conditioned upon the faithful performance of his or her duties and for the restoration to the Association of all books, papers, vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to the Association. He or she shall have such other powers and perform such other duties as may be from time to time prescribed by the board of directors or the president. The assistant treasurers, if any, shall have the same powers and duties, subject to the supervision of the treasurer.

ARTICLE VIII. Obligations of the Members

1. Assessments. Each Member shall be obligated to pay and shall pay to the Association all Assessments levied under the Declaration, the Articles of Incorporation or these Bylaws with respect to such Owner's Unit, and each Member shall comply with any determinations made by the board of directors with respect to such Assessments.

2. Compliance with the Articles of Incorporation, Bylaws and Rules and Regulations. Each Member shall comply with all provisions of the Declaration, Articles of Incorporation, these Bylaws, and any Administrative Regulations adopted by the board of directors as from time to time in force and effect. The membership rights and privileges, including, but not limited to, the right to vote and the right to use Common Elements of any Member, Occupant, guest, renter, tenant or invitee, may be suspended by action of the board of directors during the period when any Assessments or other amounts due relating to such Member's Unit remain unpaid or during the pendency of any breach of the Declaration, Bylaws or Administrative Regulations; but, upon payment of such Assessments or other amounts or cure of the breach, such rights and privileges shall be automatically restored.

ARTICLE IX. Evidence and Determination of Membership, Registration of Mailing Address and Lien Holders

1. Evidence of Membership and Registration of Mailing Address. Members in the Association shall automatically attain membership status by ownership of a Unit.

Members shall furnish to the Association a copy of the deed or other recorded instrument vesting that party with the interest required to make it a Member of the Association. Each such Member shall at the same time give a single name, address and email address to which notices to such Member may be sent. In the event of any change in the facts reported in the original written notice, including any change of ownership, the member shall give a new written notice to the Association containing all the information required to be covered by the original notice. The Association shall be entitled to rely, for any and all purposes, on the information reflected in the most recent written notice furnished with respect to such member. The Association shall keep and preserve the most recent written notice received by the Association with respect to each member.

2. Association Determination as to Membership. The Association shall keep records of its determinations of membership which shall be used and may be relied upon by it for any and all purposes. No party shall be entitled to any notice or the right to vote until it has been determined by the Association that such party is a Member and that all dues assessed to that Unit have been paid in full. Any party aggrieved by any determination of the Association with respect to its voting rights may contest such action within 45 days after it has notice thereof by commencing a legal action in the District Court of Flathead County, Montana, within such 45-day period. If such action is not commenced in such period, the determination of the Association shall be final.

3. Mortgagees. Any Member who grants a First Mortgage covering the Member's Unit may notify the board of directors of the name and address of the Mortgagee or beneficiary of the First Mortgage and may file copies of the First Mortgage with the board of directors. Such notice shall include an agreement by the lending institution that it will notify the Association when its lien has been released. If such notice is given, the board of directors, when giving notice to a Member of default in paying an Assessment or other default, shall send a copy of such notice to such First Mortgagee whose name and address has theretofore been filed with the Association, and which has not been removed by appropriate notice that the lien has been released. However, failure to give such notice to a First Mortgagee shall not invalidate the notice to a Member.

ARTICLE X. Amendments

These Bylaws may be amended at any time by Members representing seventy-five percent (75%) of the votes in the Association, by votes cast in person or by proxy at a meeting duly called for such purpose, or by written ballot, or by a combination of votes at a meeting and votes by written ballot (with the votes by written ballot included in determining whether a quorum is present). During the Period of Declarant Control, any amendment shall also require the written consent of the Declarant. Notice of such meeting shall be given to all Members at least ten (10) days in advance and shall set forth the purpose of the meeting. Any such amendment shall become effective when an instrument is filed for record in the real estate records of Flathead County, Montana, together with a certification signed by two of the officers of the Association attesting to the approval of the amendment by the required number of Members. Any amendment shall be binding upon every Owner and every Unit whether the burdens thereon are increased or decreased thereby, and whether the Owner of each and every Unit consents thereto or not.

ARTICLE XI. Miscellaneous

1. Seal. The corporation does not anticipate obtaining or using a corporate seal.

2. Fiscal Year. The fiscal year of the Association shall commence on January 1st and terminate on December 31st of each year.

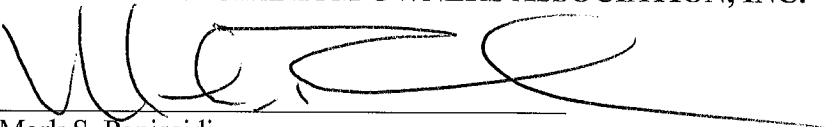
**ARTICLE XI.
Miscellaneous**

1. **Seal.** The corporation does not anticipate obtaining or using a corporate seal.
2. **Fiscal Year.** The fiscal year of the Association shall commence on January 1st and terminate on December 31st of each year.

The undersigned President and Secretary of the Association do hereby certify that the foregoing Bylaws were adopted as the bylaws of the Association by the unanimous consent of the directors.

Dated: 12-14-20, 2020.

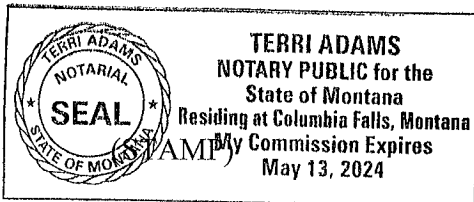
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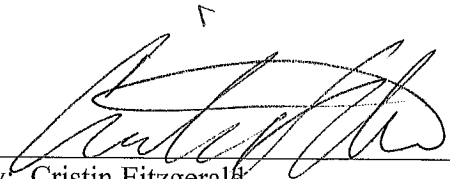

By: Mark S. Panissidi
Its: Director

STATE OF MONTANA)
 : ss
County of Flathead)

This instrument was acknowledged before me on December 14, 2020, by Mark S. Panissidi as Director of 206 Lupfer Condominium Owners Association Inc.

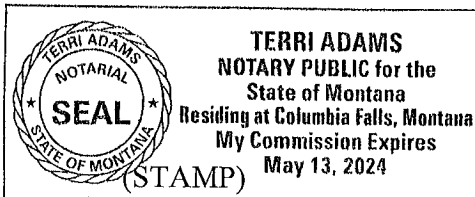

Notary Public for the State of Montana

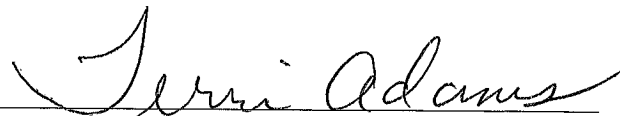


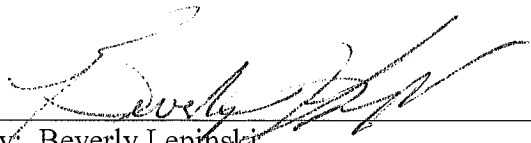

By: Cristin Fitzgerald
Its: Director

STATE OF MONTANA)
 : ss
County of Flathead)

This instrument was acknowledged before me on December 14, 2020, by Cristin Fitzgerald as Director of 206 Lupfer Condominium Owners Association Inc.




Notary Public for the State of Montana


By: Beverly Lepinski
Its: Director

STATE OF California)
County of San Diego) : ss

This instrument was acknowledged before me on 12/11/2020, 2020, by
Beverly Lepinski as Director of 206 Lupfer Condominium Owners Association Inc.

Mariana D. Balcazar
Notary Public for the State of California

(STAMP)

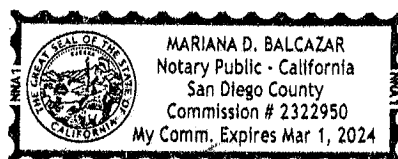


EXHIBIT A

Lot 1 of the Amended Plat of Lots 1-6, Block 42 of Whitefish, according to the map or plat thereof of file and of record in the office of the Clerk and Recorder of Flathead County, Montana.