

AMENDMENT AND **RESTATEMENT OF THE** **BYLAWS**

of the

Silver Valley Association,

an Ohio nonprofit corporation, organized and existing under Section 1702.01, et seq., of the
Ohio Revised Code, pursuant to Charter No. 526862.

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Kristen M. Scalise, CPA, CFE, Summit County Fiscal Officer



M
RITA SPEAR
PO Box 278
MUNROE Falls, OH 44262

WHEREAS, the Silver Valley Association, by and through its President and Secretary, as reflected in the affidavits they have attached hereto as Exhibit B and Exhibit C, respectively, hereby amends its Bylaws according to the terms and conditions provided in this AMENDMENT AND RESTATEMENT OF THE BYLAWS OF SILVER VALLEY ASSOCIATION.

NOW THEREFORE, THE SILVER VALLEY ASSOCIATION hereby fully amends and restates its Bylaws, according to the following terms and conditions:

ARTICLE I: DEFINITIONS

The following definitions are material to and made a part of these Bylaws:

"ANNUAL MEMBERS' MEETING" shall mean the annual meeting of the Members to be held in September of each year in accordance with the Bylaws.

"ARTICLES OF INCORPORATION" (also referred to herein as the "Articles") shall mean the Articles of Incorporation filed with the Ohio Secretary of State, registering this Association as an Ohio not for profit corporation, as the same may be, from time to time, amended by the Association.

"ASSOCIATION" shall mean the Silver Valley Association, an Ohio not for profit corporation, Ohio Charter No. 526862.

"ASSESSMENTS" shall mean fees collected for extraordinary expenses collectively allocable to the Association, Owners, Social Members or Members as a whole. Examples include building cash reserves, performing large maintenance projects and other extraordinary expenses that are not recurring on an annual basis. References to Assessments do not include references to Private Assessments.

"BOARD OF DIRECTORS" (also referred to herein as the "Board") shall collectively refer to the duly elected Members serving as Directors of the Association in accordance with the Bylaws.

"BYLAWS" shall mean these Bylaws governing the management and operation of the Association, as may be amended from time to time by the Members of the Association, in accordance with the terms and conditions of the Bylaws.

"DECLARATIONS" shall mean the Restrictions and Covenants for the Silver Valley Estates and the Association, as last amended and recorded in the Summit County Records in Volume 6149, Page 543 by addendum dated December 20, 1978, and as may be amended by the Members of the Association.

"DIRECTOR" shall mean each of the duly elected Members serving on the Association's Board of Directors.

"DIRECTOR'S BALLOT" shall mean the ballot required to be sent by the Secretary to each Member every year to elect Directors for the Board of Directors

"DIRECTORS' MEETING" shall mean any meeting of the Board of Directors.

"DUES" shall mean the fee paid per annum by each homeowner in return for one share of the capital stock of said corporation and shall be subject to those dues set by the Association for the operation of the common areas of Silver Valley Estates.

"INSPECTION REQUEST" shall mean a written request by a Member or Director to the President and/or Secretary to inspect the books, accounts and records of the Association. An Inspection Request shall be in the form of the Inspection Request form attached to the Bylaws as **Exhibit D.**

"INSPECTOR" shall mean the Inspectors required to be present for counting and memorializing the Members' vote of the Board of Directors.

"LOT" shall mean any subplot, whether or not improved with a home, shown upon any recorded subdivision plat of the Silver Valley Estates, or otherwise subject to the Articles, Declarations and Bylaws of the Association.

"MEMBER" shall mean an owner of a Lot in Silver Valley Estates that complies with the terms of these Bylaws, including payment of all Dues and Assessments. A spouse of a Member shall also be considered a Member, however that Member and Member's spouse will be considered one single Member for purposes of voting, reaching a quorum and other purposes requiring a count of the Members.

"MEMBERSHIP" shall refer collectively to all current Members. The total number of Members in the Membership may fluctuate from time to time based on the total number of Owners in compliance with the Bylaws. Social Members and Owners are not Members and therefore not included in references to the Membership.

"NOMINEE" shall refer to all Members that have been nominated as candidates for possible election to the Board of Directors.

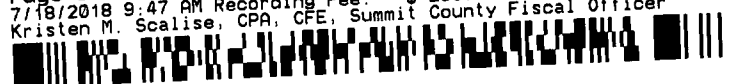
"OFFICER" shall mean a board member which has been appointed to one of the following offices of the Association: President, Vice President, Treasurer and Secretary.

"OWNER" shall mean a Lot owner or spouse in Silver Valley Estates that does not qualify as a Member in accordance with the Bylaws. Owners may not vote on Association matters, hold office, or use the recreational facilities made available through the efforts of the Association.

"PREMISES" shall mean all of the real estate owned by the Association consisting of the lake and recreational areas described in Exhibit A, plus any additional real estate acquired by the Association in accordance with the terms and conditions of these Bylaws.

"PRIVATE ASSESSMENT" shall refer to a charge levied against a single Owner, Social Member or Member in relation to a specific violation of their duties to the Association that is not collectively allocable to the Association, Owners, Social Members or Members as a whole.

"PROXY" shall mean a form of voting whereby a Member may delegate his or her voting power to a representative, to enable a vote in absence.



"RULES AND REGULATIONS" shall mean the Rules and Regulations set forth by the Association to provide for the management of the Association.

"SILVER VALLEY ESTATES" shall mean the Lot owners in the single-family residences located in the Silver Valley Estate allotments as recorded in Plat Book 96, page 16 of the Summit County – Ohio Record of Plats.

"SOCIAL MEMBER" shall mean a non-owner occupant of a single-family home in the Silver Valley Estates or in the Condominiums located in the adjacent community of Silver Valley Estates.

"SPECIAL MEETING" shall mean a meeting of the Members or Directors called for a specific purpose, as provided in Article VIII, Section 3 of the Bylaws.

"STATUTORY AGENT" shall mean a person who is resident of Ohio upon whom any process, notice, or demand required or permitted by the statute to be served upon this corporation may be served. The Statutory Agent shall be responsible for receiving any and all notices from the State of Ohio regarding Corporate status, receiving notices of any and all lawsuits in which the Association is named.

"SUBSTITUTE DIRECTOR" shall mean a Director that is appointed to fill a vacancy in the Board.

"VOTING MEMBER" shall refer to a Member or Director that is present for a Members' Meeting or Directors' Meeting, respectively, such that his or her vote must be counted in any motion and his or her presence shall be counted for purposes of reaching a quorum. A Voting Member shall be considered present when represented by Proxy or when attending the meeting in person, or by remote means that allow for the real-time exchange of information to such a degree necessary to allow all parties to fully understand and partake in the meeting, specifically including, but not limited to attendance via telephone, web conference.

ARTICLE II: PURPOSE

Section 1: The purpose of this Association, in addition to those stated in the Articles of Incorporation, will be for the promotion of the physical welfare and social enterprise among its Members and to own and maintain recreational facilities appropriate and incident thereof for its Members. Members and his/her family shall enjoy an undivided one-part interest of the total number of parts constituting the full enrollment of the voting membership of said Association in the common areas as follows:

A. The recreational premises as shown on EXHIBIT A which is attached hereto and made a part hereof as though fully written herein.

B. Any non-recreation facilities or properties designated by the Association.

Section 2: Each Member and Social Member shall have and enjoy a non-exclusive use in the common areas of said recreational premises. Ingress and egress to and from the same shall be at designated locations only.



Section 3: Each Member and Social Member shall have the right to fish, sail, and boat (no gas motors) in and upon the lake (see Exhibit A), and also to use the designated beach and swimming area for recreational purposes as long as they do so in a manner consistent with facility rules as posted at the facility or included with the Annual Members' Meeting documents each year. A copy may also be obtained from the Secretary.

Section 4: Each Member and Social Member and all persons of his or her immediate household shall have and enjoy a non-exclusive use of said recreational area, in addition thereto; guests of Members and Social Members may also enjoy such use, in accordance with the facility Rules and Bylaws.

Section 5: To achieve the above stated purpose, the Association may:

- A. Adopt Rules and Regulations in the best interest of the Association and its Members and Social Members;
- B. Own, build, administer, and maintain common properties;
- C. Administer and enforce the covenants and restrictions contained in the Declarations and in these Bylaws;
- D. Collect and disburse Private Assessments, Assessments and Dues as permitted by the Declarations and these Bylaws.
- E. Do all things necessary and incidental, as permitted by law and under the Articles of Incorporation, to promote the common benefit of Members, Social Members and Owners of the Association.

Section 6. The Association is and shall maintain its status as a not-for-profit company. Nothing herein contained shall be construed to give the Association authority to conduct an active business for profit on behalf of all the Owners or any of them.

ARTICLE III: MEMBERS

Section 1: Every Owner (and spouse) of a Lot in Silver Valley Estates is entitled to membership in the Association. He or she shall have a one share membership and be admitted to membership by paying the applicable Dues and agreeing to be bound by the Articles of Incorporation, Bylaws, and Rules and Regulations of the Association. An Owner who has paid all Dues, Private Assessments and Assessments and is otherwise in compliance with the Articles, Declarations, Bylaws and Rules and Regulations of the Association, shall be classified as a Member. The full payment of annual Dues will entitle each Member to the equal rights of all other Members in accordance with the Bylaws, Declarations and Articles of Incorporation.

If any Owner owns more than one Lot in Silver Valley Estates, the Owner shall be entitled one membership share for each separate Lot upon which a single-family home is built. Provided however, that the Member must maintain independent compliance with the Declarations, Articles, Bylaws and Rules and Regulations, including payment of all Dues, Private Assessments and Assessments on behalf of each Lot, so as to maintain independent standing as a Member for each Lot. If all conditions are met, then the Member shall be afforded one vote for each compliant Lot, and shall be counted separately for purposes of counting Members, Voting



Members for reaching a quorum, carrying a majority vote, or any other purpose relating to the Association. However, even if an Owner has more than one membership share, that Member may only fill one Director position on the Board and only serve one office as an Officer of the Association.

Section 2: All owners and non-owner occupants of each single-family home or in the condominiums directly adjacent to Silver Valley Estates may become entitled to all of the privileges and rights as a Social Member of the Association by paying One Hundred Fifty Percent (150%) of the set annual Dues and are also subject to pay any Assessment determined by the Board and agreeing to be bound by the Articles of Incorporation, Bylaws and Rules and Regulations of the Association. Such person and his or her spouse shall be known as "Social Members" and shall not have the right to vote for issues presented to the Membership, or to hold an elected office. Applications for Social Membership must be made to and approved by a vote of the Board annually.

Section 3: Any Owner whose Dues, Private Assessment and or Assessment are in arrears sixty (60) days or more shall be removed from the Membership and no longer qualify as a Member, thereby losing all rights afforded to a Member. An Owner whose Dues, Private Assessment and or Assessment are in arrears more than sixty (60) days may become a Member in good standing by paying all back Dues, Private Assessments and Assessments, along with any required fees.

Section 4: For any purpose other than late payment of Dues, Private Assessments or Assessments, upon an affirmative vote of the majority of the Membership, the Association may suspend or terminate any Member if a Member fails to follow the Articles of Incorporation, Bylaws, or the Rules and Regulations of this Association.

Section 5: Sale of the home or termination of the lease creating eligibility for membership shall be deemed resignation from the Association. Memberships are non-transferable, except for the ability of the transferee to become a Member in accordance with the Bylaws. Payment of annual membership Dues, Private Assessments and Assessments is due upon receipt and not refundable.

Section 6: It is the responsibility of each Lot owner in Silver Valley Estates to provide for the maintenance of the Association property. Resignation, suspension and termination from membership does not relieve a Lot Owner of the responsibility of paying annual Dues, Private Assessments and Assessments.

Section 7: Each Owner and Member is entitled to a declaration from Association through its President and Secretary, upon request to either of them, stating whether the Owner is in good standing as a Member. Each Member is entitled to a declaration from the Association through its President and Secretary, upon request to either of them stating the current number of Owners and Members.

ARTICLE IV: DIRECTORS



Section 1: The property and business of this Association shall be managed by the Board. The Members shall elect the Directors serving on the Board. The Board of Directors serve the Association subject to the terms and conditions of the Bylaws, Articles of Incorporation, Rules and Regulations and such other binding direction as may be set by the Association in accordance with the Bylaws.

Section 2: The Board of Directors shall be comprised of Seven (7) elected Members. The Directors shall be nominated for election in accordance with these Bylaws. If the nomination of potential Directors, or if a Director resigns during the terms of their directorship, there shall be no less than five (5) Directors. If at any point there are less than five Directors, or upon advance written notice of a Director's intention to resign, the remaining Directors shall elect a replacement to fill the vacancy, as further directed herein.

Section 3: Each Director shall be elected annually, and shall serve for a one-year term. The Directors' term of service shall be from November 1 of the present year, through October 31 the following year. Each Member shall be eligible to serve as a Director. When a Substitute Director is elected to serve a vacancy in the then serving Board, that Substitute Director shall serve for the remainder of the then current term. Each Member and each Owner shall be entitled to a declaration from any of the Directors, upon request, to state the names (and offices, if any) of each Member serving as a Director.

Section 4: The Board shall provide a review of the financials to the Members at the beginning of the Annual Members' Meeting.

Section 5: Removal of a Director from the Board shall be by a majority of the Board of Directors at a Special Meeting of the Directors called for that purpose. A Director may only be removed by the Board, with cause. Additionally, a Director may be removed from the Board by a majority of the entire Membership at a Special Meeting of the Members called for that purpose. A majority of the Membership may remove a Director with or without cause. Any Director may resign from the Board, provided, however, that the resigning Director provide the remaining Directors written notice at least (60) days prior to the effective resignation date. The Special Meeting to vote on removing a Director, may be held at the same Special Meeting to elect a Substitute Director, and one Notice containing a reference to both purposes shall be sufficient.

Section 6: In the event of death, resignation or removal of a Director, the Substitute Director shall be selected by a majority of the Voting Members at a Special Meeting called for the purpose of electing a Substitute Director. The President shall provide notice of the Special Meeting of the Members for the purpose of electing a Substitute Director as soon as feasible following removal of a Director. The Members' vote to elect a Substitute Director is not subject to the same nomination procedure used in the annual election of the Board. The Substitute Director elected to fill a vacancy in the Board shall serve for the remainder of the predecessor's term, subject to the terms and conditions of the Bylaws, Declarations and Articles. The Special

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Meeting to elect a Substitute Director may be held at the same Special Meeting to vote on removing a Director, and one Notice containing a reference to both purposes shall be sufficient.

If a Substitute Director is not elected by the Members, either because a quorum was not present at the Special Meeting called for that purpose or otherwise, then the Substitute Director shall be elected by majority vote of the Board. However, the Members shall be permitted to elect a Substitute Director at any point after election of a Substitute Director by the Board, if the Members demand a subsequent Special Meeting for the purpose and obtain a majority vote of the Voting Members at a Special Meeting called for that purpose.

Section 7: No Director shall receive compensation for any service he or she may render to the Association; however, any Director may be reimbursed for actual expenses incurred in the performance of his or her duties.

Section 8: No Director shall have the authority to apply for credit cards or lines of credit, execute promissory notes as a promisor, or a loan agreement as a borrower or enter into any other contract purportedly binding the Association to the payment of any debt or to carry any debt on its books. Additionally, no Director shall have the authority to execute mortgages as a mortgagor, or any mortgage or other document or agreement subjecting the Association's assets to a security interest of a third party or otherwise offering the assets of the Association as collateral for any transaction. No Director shall have the authority to execute any contracts which would be extraordinary in nature as to the liability or potential exposure of the Association, outside of the usual course of managing the Association and carrying out the duties of a Director.

However, any borrowing agreement, mortgaging agreement, or any other extraordinary agreement, can be executed by the Directors upon an affirmative vote of the majority of the Members of the Association at a Special Meeting of the Members called for that purpose or at the Annual Members' Meeting.

Additionally, without prior notice to, or approval from the Members, the Directors may execute contracts for the procurement of services and goods as is necessary in the ordinary course of maintaining the Association and fulfilling the duties of the Directors. However, any contract which would require the Association to demand an additional Assessment, take on debt or raise the annual Dues, shall not be executed by a Director without first holding a Special Meeting of the Members called for that purpose, and an affirmative vote to execute the contract by the majority of the Members.

Section 9: The President shall preside at meetings of the Board.

Section 10: All Directors shall have a fiduciary duty to this Association and have a responsibility to preserve the integrity of their position and avoid any conflicts of interest. All Directors must



facilitate and cooperate with the transition and succession of their position to the next duly voted successor Director, during and following their term.

Section 11: Each year on or before the Annual Members' Meeting, the Board shall estimate an annual budget including the total amount necessary to pay the cost of wages, materials, insurance, services and supplies which will be required during the ensuing calendar year for the rendering of all services, together with a reasonable amount considered by the Board to be necessary for a reserve for contingencies and replacements. During the Annual Members' Meeting, the Board shall notify the Members in writing as to the amount of such estimate, with reasonable itemization thereof. On or before the date of the Annual Members' Meeting each calendar year, the Board shall supply to all Members an itemized accounting of the maintenance expenses for the preceding calendar year actually incurred and paid together with a tabulation of the amounts collected pursuant to the estimates provided, and showing the net amount over or short of the actual expenditures plus reserves. Nothing herein shall be interpreted to permit the Board to exceed the annual budget set for the current year. Any increase to the budget for the following year shall be set for vote by a majority of the Members.

Section 12. The Board shall ensure that Association builds up and maintains a reasonable reserve for contingencies and replacements. Extraordinary expenditures not originally included in the annual estimate which may be necessary for the year, shall be charged first against such reserve. If the estimated cash requirement proves inadequate for any reason, including non-payment of any Assessments and Dues, the Association shall prepare an estimate of the additional cash requirements necessary, or necessary for the balance of the year, which additional amount of cash requirement shall be set for vote at a Special Meeting of the Members called by the President for the purpose of voting on the Assessment. Only after affirmative vote of Members in accordance with the requirements of the Bylaws shall an Assessment be assessed to all of the Owners, Social Members and Members.

Section 13. The failure or delay of the Board to prepare or serve the annual or adjusted estimate on an Owner, Social Member or Member shall not constitute a waiver or release in any manner of their obligation to pay Dues or Assessments. In the absence of any annual budget or adjusted estimate, the Owner, Social Member and Member shall continue to pay the annual Dues at the existing rate.

Section 13. All funds collected hereunder shall be held and expended solely for the purposes designated herein, and (except for such Private Assessments as may be levied hereunder against less than all of the Owners, Social Members and Members, and for such adjustments as may be required to reflect delinquent or prepaid Assessments) shall be deemed to be held for the use, benefit and account of all of the Owners, Social Members and Members as called for herein.

ARTICLE V: OFFICERS

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Section 1: The actions of the Association shall be carried out by and through its Officers, under the direction and discretion of the Members and the Board, and through such committees and representatives as the Officers may utilize. The Officers serve the Association subject to the terms and conditions of the Bylaws, Articles of Incorporation, Rules and Regulations and such other binding direction as may be set by the Association in accordance with the Bylaws.

Section 2: The Association shall have the following Officers: President, Vice President, Secretary, Treasurer and three (3) alternate Officers, all of which shall be elected by the Directors. All Officers must be Members and Directors.

Section 3: Each Officer shall be elected annually, and shall serve for a one-year term. The Officers' term of service shall be from November 1 of the present year, through October 31 the following year. Each Director shall be eligible to serve as an Officer. The Officers shall be elected by the Directors. Each Director may nominate themselves for the position of any office and shall coordinate with the other Directors such that all offices are filled without fail. Each Director may only hold one office at a time, though this does not disallow the Officers ability to delegate their duties to another Officer if otherwise permitted. The Directors must nominate and elect the Officers during the first meeting of the Directors, which shall happen within the first ten (10) business days of accepting the position of Director. Each Member and each Owner shall be entitled to a declaration from any of the Directors and Officers, upon request, to state the names (and offices, if any) of each Officer of the Association.

Section 4: Each Director shall be permitted to cast one vote for each office of the Association, and the Director holding the most affirmative votes for each Office shall be permitted to hold that office. If one Director has the most affirmative votes for more than one office, then that Director must choose which office he will hold, and the Director holding the next greatest number of affirmative votes for that office shall be permitted to hold that office.

When an Officer is elected by the Directors to fill a vacancy in the offices of the Association, that substitute Officer shall serve for the remainder of the then current term.

Section 5: Removal from serving as an Officer shall be by a majority of the Board of Directors, with cause, or by the majority vote of the Members, with or without cause. Any Officer may resign from office, provided, however, that the resigning Officer provide the remaining Officers and Directors written notice at least (60) days prior to the effective resignation date. In the event of death, resignation or removal of an Officer, his or her successor shall be selected by a majority of the Directors and shall serve for the unexpired term of his or her predecessor and shall serve subject to the terms and conditions of the Bylaws, Declarations, Rules and Regulations and Articles. If the office of President is vacant for reason of resignation, suspension, or any other reason, the Vice President shall automatically succeed to the President's authority and title for the remainder of the term.

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Section 6: No Officer shall receive compensation for any service he or she may render to the Association; however, any Officer may be reimbursed for actual expenses incurred in the performance of his or her duties.

Section 7: The President shall preside at meetings of the Officers.

ARTICLE VI: DUTIES OF THE OFFICERS

Section 1: The President shall be the chief executive officer of this Association and shall preside at all meetings of the Members and have a general and active management of the business of this Association. He or She shall see that all orders and resolutions of the Board are carried out; shall have general superintendence and direction of all other Officers of this Association and see that their duties are properly performed; shall submit a report of the operations of the Association for the fiscal year to the Board and Members at the Annual Members' Meeting, and from time to time shall report to the Board all matters within his/her knowledge that may affect this Association; shall be an ex officio Member of all standing committees and shall appoint all committees except herein otherwise provided.

Section 2: The Vice President shall be vested with all powers, shall perform all the duties of the President during the absence of the President and shall have such other duties, as may from time to time be determined by the Board. In the event that the President shall be absent at any meeting, the Vice President shall preside.

Section 3: The Secretary shall attend all sessions of the Board and meetings of Members and act as a clerk thereof, and shall record attendance records, all votes and record proceedings of the Association activities electronically and in a book to be kept for that purpose, and conduct such official correspondence as shall be required and to keep safe all permanent Association records, including electronic files.

The Secretary shall be responsible for keeping a register of all Owners, Members, Directors and Officers, and shall be primarily responsible for complying with a request by a Member or Director for a statement as to the identities of the Officers and Directors, and the current number of Owners and Members. It is of paramount importance that the Secretary, or if necessary, a representative of the Secretary, is present at each meeting of the Directors and Members and prepared to confirm and declare the current number of Owners and Members, so that those present at the meeting can determine the number of votes or present Members or Directors to reach a quorum, carry a majority or any other purpose.

Section 4: The Treasurer, shall collect safeguard, disburse and make periodic reports of all funds collected in the name of the Association. Under the direction of the Board, shall have charge of the funds of this Association, all disbursements of this Association shall require the signatures of both the President and Secretary. Funds received shall be deposited in the name of this Association in depositories designated by the Board; shall pay all vouchers or orders properly



attested by the President and Secretary, and shall make a complete and accurate report of the finances of this Association at each Annual Members' Meeting of the Members, or at any time upon the request of the Board, and shall be the custodian of all of the financial books and records of this Association. The Treasurer shall ensure that the Association has adequate Insurance Policies that will cover all of its exposures. The Treasurer shall be bonded.

Section 5: No Officer shall have the authority to apply for credit cards or lines of credit, execute promissory notes as a promisor, or a loan agreement as a borrower or enter into any other contract purportedly binding the Association to the payment of any debt or to carry any debt on its books. Additionally, no Officer shall have the authority to execute mortgages as a mortgagor, or any mortgage or other document or agreement subjecting the Association's assets to a security interest of a third party or otherwise offering the assets of the Association as collateral for any transaction. No Officer shall have the authority to execute any contracts which would be extraordinary in nature as to the liability or potential exposure of the Association, outside of the usual course of managing the Association and carrying out the duties of an Officer.

However, any borrowing agreement, mortgaging agreement, or any other extraordinary agreement, can be executed by the Officers upon an affirmative vote of the majority of the Members of the Association at a Special Meeting of the Members called for that purpose.

Additionally, without prior notice to, or approval from the Members, the Officers may execute contracts for the procurement of services and goods as is necessary in the ordinary course of maintaining the Association and fulfilling the duties of the Officers. However, any contract which would require the Association to demand an additional Assessment, take on debt or raise the annual Dues, shall not be executed by an Officer without first holding a Special Meeting of the Members called for that purpose, and an affirmative vote to execute the contract by the majority of the Members.

Section 6: All Officers shall have a fiduciary duty to this Association and have a responsibility to preserve the integrity of their position and avoid any conflicts of interest. All Officers must facilitate and cooperate with the transition and succession of their position to the next duly voted successor Officer, during and following their term.

Section 7: The Officers shall ensure that Association maintains fidelity insurance, covering any persons who control or disburse funds of this Association, for an amount adequate to protect funds in the custody or control of the Association and such other insurance as may be required to properly protect the Association from loss.

Section 8: The books, records and accounts of this Association shall be open for inspection to any Member or Director at any time, upon written Inspection Request. Directors and Members of this Association or their trustee, agent or attorney of either, for any reasonable and proper purpose shall, upon written Inspection Request to the President or Secretary, be permitted, within



ten (10) business days, to inspect such books, accounts and records of this Association. An Inspection Request form may be obtained by contacting the Secretary of the Association.

The foregoing right to inspect the books and accounts of the Association, is subject to reasonable restrictions as provided herein. For this reason, in complying with an Inspection Request, the Directors are permitted to require the following: that any inspection take place in the presence of a Director and/or other agent or representative of the Association, including an accountant or legal counsel; inspection of Association records shall take place at a mutually agreed time and at a location specified by the Board; that all original records are to be left with the Board in the condition that they were made available for inspection; that the party requesting inspection shall pay all costs associated with copying the records; that the party requesting inspection shall be responsible, legally and financially, for the loss or destruction of the records if it is caused by the inspection; and to maintain confidentiality of all confidential, sensitive or personal information, which includes, but is not limited to all account numbers and financial information, contracts or transactions currently under negotiation, or information that is contained in a contract or other agreement containing confidentiality requirements and that is subject to those requirements.

ARTICLE VII: NOMINATIONS AND ELECTION OF DIRECTORS

Section 1: Elections shall be held annually for Directors, with the Members' vote occurring at the Annual Members' Meeting. All Members are eligible to serve as a Director.

Section 2: Members shall be nominated, preferably in advance, to serve as a Director on the Board of Directors. All Nominees must be willing to serve on the Board. Members may be nominated to serve as a Director as follows:

A. Nominees may nominate themselves via written notice to the Secretary. If a Member provides written notice to the Secretary of his or her intention to nominate themselves to serve as a Director, on or before July 31st, then the Secretary shall include that Nominee's name on the Director's Ballot which will be sent to all Members for voting. A Member shall provide notice of his or her intention to nominate themselves as a Director by sending it via regular mail or electronic mail to the Secretary. All Nominees' names received by the Secretary in advance of July 31 of each year shall be included on the Director's Ballot. The Director's Ballot is a ballot that shall be mailed to all Members no later than thirty (30) days prior to the Annual Members Meeting.

B. Nominees may also be nominated and elected as write-in candidates by writing that Member's name on the Director's Ballot and marking it as instructed thereon.

C. Nominees may also be nominated from the floor at the Annual Members' Meeting.

Section 3: Members may cast their vote in favor of up to seven (7), but absolutely no more, Nominees to serve on the Board. If a Member votes for eight (8) or more Nominees, their votes are invalid and must be disregarded. Members shall vote to elect the Nominees to serve as Directors on the Board as follows:

A. All Members may vote on the Director's Ballot to elect the Nominees identified on the Director's Ballot. Completed Directors' Ballots may be mailed to the Secretary and received no later than one (1) day prior to the General Annual Membership meeting or deposited in the voting box at the meeting.

B. All Members may vote on the Director's Ballot to elect write-in Nominees by writing that Members' name on the Director's Ballot and marking it as instructed thereon. Completed Directors' Ballots may be mailed to the Secretary and received no later than one (1) day prior to the Annual Members' Meeting or deposited in the voting box at the meeting.

C. All Members may vote at the Annual Members' Meeting for Nominees nominated on the floor by either voicing an affirmative vote in favor of electing them or writing their name on a Directors' Ballot to be deposited in the voting box at the meeting.

Notwithstanding the limitation that each Member may cast no more than seven (7) votes for Directors, if a Member casts a vote in advance of the Annual Members' Meeting, or during the Annual Members' Meeting, but then subsequently wishes to withdraw their vote prior to the inspection and count of the votes, and cast a new vote, they shall be permitted to do so. All votes shall be final and binding as soon as the Inspectors are selected and set to count and memorialize the vote. The Secretary shall ensure that all Members be afforded reasonable opportunity to alter their vote at any point prior to the votes becoming final, and shall facilitate and assist the Member in altering his or her vote, so as to ensure the proper tally of votes.

Section 4: Subject to the foregoing, mail-in Director's Ballots shall remain in their sealed envelope and shall be held in trust and placed directly into the voting box as soon as practicable. All ballots deposited in the voting box shall remain in the voting box until counted, unless withdrawn by a Member upon their request to re-vote. The ballots shall be counted and tallied immediately prior to the conclusion of the Annual Members' Meeting. The act of counting the ballots shall be open to the Members, though they should not interfere in any way with the Secretary and Inspectors' count of the votes.

Section 5: During the Annual Members' Meeting, the Board shall randomly select three (3) Members present at the Annual Members' Meeting to Serve as Inspectors to assist in counting and memorializing the vote tally. After they are selected and prepared to count the vote, the Inspectors and the Secretary shall forthwith open the voting box, open all ballots therein and tally all of the votes. The Secretary and Inspectors shall ensure that only Members' votes were counted, and no extra or invalid votes were counted. Inspectors selected should not be Directors, individuals nominated to serve as Directors, or family members of either. Each Inspector shall receive a numbered tally sheet listing all Nominees and additional spaces for write in candidates to be entered and tallied. When the Inspectors and Secretary are satisfied with the accuracy of the results, they must sign and date the tally sheets and complete the election report.

Section 6: The seven (7) Nominees garnering the greatest number of votes, shall be entitled to serve as Directors of the Association. In the event of a tie affecting any of the top seven Nominees, the Nominees locked in the tie shall be subject to a secondary vote by those Members present at the Annual Members' Meeting. The tiebreaker vote by the Members present at



Annual Members' Meeting shall proceed with each then present Member making one affirmative vote in favor of one of the then tied Nominees. The then tied Nominee or Nominees with the greatest number of votes in the secondary vote of the Members shall be entitled to serve as a Director of the Association. If this secondary vote does not result in seven duly elected Directors, then the Members present shall continue to re-vote until there are seven duly elected Directors. The Secretary, along with the President, Directors and Inspectors shall dutifully ensure a valid and proper count of all votes are taken and memorialized and oversee the process until all seven Directors are duly elected. Once all votes have been counted and confirmed the Inspectors will announce the results. This report will be made available for review by the Association Members upon request.

Section 6: The Association favors an active Membership, and therefore specifically authorizes the Association to set forth such Rules and Regulations as it may deem helpful, efficient, or to otherwise improve the voting procedures utilized by the Association. Rules and Regulations pertaining to the means and manner in which the Members' may vote, shall be adopted by the Association only upon an affirmative vote of a majority of the Membership at either a Special Meeting called for that purpose or an Annual Members' Meeting.

ARTICLE VIII: MEETINGS

Section 1: An Annual Members' Meeting shall be held each year during the month of September. The order of business of meetings of the Members of the Association shall be as follows:

- A. Calling of meeting to order.
- B. Proof of notice of meeting or waiver of notice.
- C. Reading of minutes of preceding meeting.
- D. Reports of Officers.
- E. Reports of Committees.
- F. Election of Inspectors of election.
- G. Election of Directors.
- H. Unfinished and/or old business.
- I. New Business
- J. Adjournment.

Section 2: The Board shall meet at least four (4) times per year, and more frequently as required to manage the Association and comply with their duties to the Association.

Section 3: The President shall call a Special Meeting of the Members or the Board of Directors in the following circumstances:

- A. At such times, as he or she may deem necessary;
- B. Upon the written request signed by a majority of the Board of Directors;
- C. Upon the written request signed by twenty-five percent (25%) of the Membership;
- D. Any other time required by the Declarations, Articles or Bylaws.

If a Special Meeting is being called on the written request of the Board or the Members, as permitted above, the Board or Members must deliver a written request to the President stating the purpose of the meeting, the preferred date, time and place of the meeting, and shall include the names and signatures of the Directors or Members collectively submitting the request. The Request may be mailed, hand delivered or sent via electronic mail to the President of the Board of the Association. A Demand for Special Meeting form is attached hereto as **EXHIBIT F** and may be used for the purpose of demanding a Special Meeting, though it is not necessary to use the exact form provided.

Section 4: Each Member shall receive a two (2) week notice and agenda for any Special Meeting and each Director shall receive a two-week notice and agenda for any Special Meeting. Delivery of the notice shall be by regular mail or electronic mail.

Section 5: Meetings shall take place at the location designated by the meeting agenda.

Section 6: Immediately after each annual meeting of the Association, the newly elected Directors and those Directors whose terms hold over shall hold an organizational meeting for the purpose of facilitating any transition and succession of Directors and Officers and transacting any other business. Notice of such meeting need not be given.

ARTICLE IX: QUORUM

Section 1: A quorum for the purpose of holding any meeting of the Members shall be at least thirty percent (30%) of the Membership. The Voting Members present in person, by proxy or by other remote means at any meeting of the Members shall be included in calculating whether a quorum was present for the Members' meeting.

Section 2: A quorum for the purpose of holding any meeting of the Board of Directors requires four (4) Directors present as Voting Members. The Voting Members present in person, by proxy or by other remote means at any meeting of the Members shall be included in calculating whether a quorum was present for the Directors' meeting.

ARTICLE X: VOTING

Section 1: Any action by the Association through its Directors, Officers, Members or otherwise, to take any action relating to the following shall be subject to a vote of the entire Membership, and shall go forward only upon an affirmative vote of a majority of the Membership:

- A. Adopting or amending the Rules and Regulations;
- B. All Assessments;
- C. Any acquisition of real property;
- D. All transactions in which the Association is a borrower;
- E. All transactions in which the Association is mortgagor or otherwise providing a security interest;



- F. Any transactions that would result in an Assessment;
- G. Any transactions that would result in exceeding the annual budget;
- H. Any increase to the Dues;
- I. Any request from a Member to be reimbursed for costs advanced on behalf of the Association, that were not pre-approved;
- J. Any extraordinary transactions that are not within the usual course of managing the Association; and
- K. Removing a Member from the Association for any reason other than non-payment of Dues, Private Assessments and Assessments

Section 2: Except as otherwise stated in the Bylaws, all actions properly set forth at an Annual Members' Meeting or any Special Meeting of the Members shall require an affirmative vote of a majority of the Voting Members present at that specific meeting.

Section 3: Members shall be permitted to vote and otherwise exercise their rights under the Declarations, Articles, Bylaws and Rules and Regulations by and through a Proxy. A Proxy Vote form in the form attached hereto as EXHIBIT E may be obtained from the Secretary, sent by electronic mail or given to the Proxy by the Member to be presented to the Secretary at designated meeting.

Each authorized Proxy shall be entitled to attend, either remotely or in person, all Special Meetings and Annual Members' Meetings and any other meetings of the Members' of the Association and exercise all of the Member's rights and voting powers at those meetings as if the Member was present at the meetings, unless the Proxy's power is specifically limited in the Proxy form. The Association will honor all Proxy's for a period of five (5) years from the date of execution, unless the Proxy form provides a shorter period.

Regardless of any representations to the contrary, all Proxy designations are revocable without cause at any time.

Section 4: Any and all actions which may be taken at a meeting of the Association, including all regular and Special Meetings of the Members, Directors or Officers, may be taken without a meeting, with the approval of, and in a writing or writings signed by, Members, Directors or Officers, respectively, having the percentage of voting power required to take such action if it had been taken at a meeting. Such writings shall be filed with the Secretary of the Association.

Section 5: A simple majority of Voting Members at a Directors' Meeting, shall be required to pass any motion of the Board regarding normal operations of the Association, unless otherwise provided. A vote that ends in a tie will be considered a NO vote.

Section 6: Owners and Social Members shall not have the right to vote or hold office nor participate in the activities of the Association, and shall not count as a Voting Member at any meeting.

Section 7: One vote shall be allocated to each Member for each Lot they own within the Silver Valley Estates. When a Lot is owned by more than one owner, the one vote allotted to such Lot shall be cast as one Member, as all co-owners of the Lot shall agree. The Association may conclusively rely on the representation of one co-owner that he or she has the authority to cast the vote without requiring formal consent from the other co-owners. If any dispute between co-owners as to how their Lot's one vote shall be cast is made known to the meeting, no vote shall be counted for such Member.

ARTICLE XI: DUES, PRIVATE ASSESSMENTS AND ASSESSMENTS

Section 1: The amount required for annual dues shall be two hundred fifty dollars (\$250.00) each year, unless changed by a majority vote of the Members in the Membership. Full payment of the annual Dues entitles the Member to full privileges for the remainder of the current term.

Section 2: If an Assessment is to be levied in the upcoming fiscal year, it must be presented in the annual budget at the Annual Members' Meeting and it must be approved by the majority of all Members.

Section 3: If an Assessment is NOT approved by a majority of the Membership, it shall be tabled until the following fiscal year or abandoned. It may thereafter be resubmitted for a vote in the following year.

Section 4: Absent extreme circumstances, as referenced below, the total amount, in the aggregate, of all Assessments in one fiscal year shall not exceed \$300.00. The Assessment may be for multiple projects as long as the total, aggregate amount of the Assessments is less than or equal to \$300.00.

Section 5: Absent extreme circumstances, as referenced below, only one (1) assessment may be levied in any fiscal year.

Section 6: In the case of extreme circumstances, if the Officers or Directors determine it to be in the best interest of the Association, and required to avoid the loss of significant value to the Association, to avoid significant harm to the Association or potential risk of significant safety hazard, or other extreme and extraordinary circumstances, the Directors or Officers may call a Special Meeting of the Members for the purpose of permitting an additional Assessment to be made in one fiscal year or to permit an Assessment in excess of the \$300.00 limitation set above. At any Special Meeting to allow an extraordinary assessment the motion may pass only with an affirmative vote of a majority of the Membership.

Section 7: Social Members are required to pay all Private Assessments, Assessments and Dues.



Section 8: Private Assessments are not included in references to Assessments and therefore, Private Assessments are not subject to the foregoing restrictions on levying Assessments. Private Assessments may be assessed by the Board against any Owner, Member or Social Member of the Association for violation of the Articles, Declarations, Bylaws or other Rules and Regulations of the Association that are attributable specifically to a single Owner, Social Member or Member independently of the other Owners, Social Members or Members. For instance, if a Member damages the recreational facilities of the Association, that Member may be assessed a Private Assessment to cover the costs incurred by the Association as a result of the Member's damage. Private Assessments shall be levied only in extraordinary circumstances, and the ordinary use and wear and tear on the Premises shall not serve as grounds for a Private Assessment. Rather, only unreasonable or excessive use and wear and tear resulting in damages to the Premises shall serve as the basis for a Private Assessment.

ARTICLE XII: NOTICES

Section 1: Notices of all Special Meetings shall be in writing and delivered to each Member or Director, as the case may be, at his or her latest address recorded on the books of the Association or electronically as directed by said Member.

Section 2: Each Member shall receive a two (2) week notice of any Special Meeting and each Director shall receive a two-week notice of a Special Meeting. Delivery of the notice shall be by regular mail or electronic mail as decided by the Members' preference.

Section 3: Notices of Special Meetings shall contain an agenda and state the time, place and purpose or purposes of the meeting.

Section 4: Each notice and written correspondence required by the Articles, Declarations, Bylaws or other Rules and Regulations of the Association shall be sent via ordinary mail to the address of the Lot owned by the Owner, Social Member or Member. However, each Owner, Social Member and Member may provide written direction and permission to the Association to provide all notices or written correspondence, including but not limited to notices of meetings, Director's Ballots, and any and all other notices and correspondence, by electronic means, or to a mailing address different from the address of their Lot.

ARTICLE XII: HARDSHIP

Section 1: In the event that a Member is experiencing a hardship and the financial responsibility to the Association cannot be met, the Member must contact the Treasurer in writing so that reasonable payment arrangements may be made. Failure to do so may result in additional fees. The Treasurer must accept payment by any third parties made on behalf of the Member suffering a hardship, and the Treasurer shall consider any reasonable payment arrangement or other means of compromise.



ARTICLE XIII: STANDING COMMITTEES

Section 1: Standing committees may be used to gather feedback from Members. These committees may be established by a vote of Directors or Officers.

Section 2: The board is not bound to accept recommendation of standing committees.

Section 3: Committees must contain at least four Members who are not Directors.

Section 4: The President shall preside over committees, though he does not need to be present for every meeting.

ARTICLE XIV: RULES AND REGULATIONS

Section 1: The Association, by the affirmative vote of the Membership, may adopt such reasonable Rules and Regulations and from time to time amend the same supplementing the Rules and Regulations set forth in these Bylaws as it may deem advisable for the maintenance, conservation and beautification of Premises and for the health, comfort, safety and general welfare of the Owners, Social Members and Members of the Association. Written notice of such rules and regulations shall be given to all Members. The Association shall at all times be maintained subject to such Rules and Regulations. In the event such supplemental Rules and Regulations shall conflict with any provisions of the Declarations or of these Bylaws, the provisions of the Declarations and of these Bylaws shall control. However, where a procedure may be set forth in the Bylaws (for instance, the procedure for nominating and electing Directors) permits for the Association to subsequently alter such procedures by setting forth Rules and Regulations regarding same, the Rules and Regulations shall not be deemed to conflict with the Bylaws on the sole basis of the procedures being different, so long as the meaning and intention of the Bylaws is given full effect and enforcement.

ARTICLE XV: AMENDMENT

Section 1: These Bylaws may be amended, suspended, annulled, terminated or otherwise altered only by an affirmative vote of a majority of the Membership at a Special Meeting of the Members called for the purpose of amending the Bylaws of the Association. Each Member is entitled to fourteen (14) days written notice of the Special Meeting, agenda for the Special Meeting and a copy of the proposed Amended Bylaws. No amendment to the Bylaws is effective until it has been filed in the office of the Summit County Recorder. The President and Secretary must both execute the Bylaws and an affidavit stating that an amendment to the Bylaws was approved and facilitate the recording of the amended Bylaws.

ARTICLE XVI: ADOPTION OF BYLAWS

Section 1: These Bylaws shall be adopted and immediately effective upon recordation with the Summit County Recorder's Office, following the affirmative vote of a majority of the



Membership at a Special Meeting of the Members called for the purpose of Amending the Bylaws of the Association, as specified above.

ARTICLE XVII: MISCELLANEOUS

Section 1: The Association shall be subject to and governed by the provisions of any statutes adopted at any time and applicable to Premises and the Association, the Declarations, the Articles, the Bylaws, and any Rules and Regulations. Provided, however, that all inconsistencies between or among the permissive provisions of any statute and any provision of the Declarations and these Bylaws, shall be resolved in favor of the Declarations and Bylaws. Any mandatory provision of statute shall govern the Association. In the event of any conflict or inconsistency between the provisions of the Declaration and the Articles or Bylaws of the Association, the terms and provisions of the Declaration shall prevail, and the Owners and all persons claiming under them covenant to vote in favor of such amendments in the Articles or By-Laws as will remove such conflicts or inconsistencies. Inconsistencies between the Articles and the Bylaws shall be resolved in favor of the Articles. Inconsistencies between the Bylaws and the Rules and Regulations shall be resolved in favor of the Bylaws.

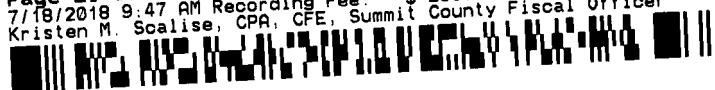
Section 2: No covenants, restrictions, conditions, obligations or provisions contained in the Declarations, Articles, these Bylaws or the Rules and Regulations of the Association shall be deemed to have been abrogated or waived by reason of any failure to enforce the same irrespective of the number of violations or breaches which may occur.

Section 3: All agreements and determinations lawfully made by the Association in accordance with the procedures established in the Declarations, Articles, these Bylaws or the Rules and Regulations of the Association shall be deemed to be binding on all Owners, Social Members and Members, and their successors, heirs and assigns.

Section 4: The invalidity of any covenant, restriction, condition, limitation or any other provision of these Bylaws, or of any part of the same, shall not impair or affect in any manner the validity, enforceability or effect of the rest of these Bylaws.

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Kristen M. Scalise, CPA, CFE, Summit County Fiscal Officer



IN WITNESS WHEREOF, the Association, by its duly authorized President and Secretary, as further reflected in the affidavits they are executing and attaching hereto, have executed these Bylaws on July 18, 2018, 2018.

PRESIDENT:

SECRETARY:

Sign: Ken Lambach
Print: Ken Lambach

Sign: Rita Spear
Print: RITA SPEAR

Prepared By:

Eric Valente
Valente Law, LLC
77 Milford Drive, Suite 226
Hudson, Ohio 44236
(330) 665-5000

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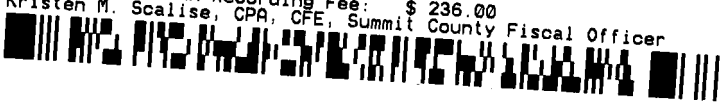


EXHIBIT A

PARCEL 5801901

ALT_ID OWNER ST0002701010000

SILVER VALLEY ASSOCIATION

---LISTER---842/958

OWNERADDR. DARROW RD , STOW 44224- VAC/ABAND:RENTAL REG: N/A

DESC. LOT 15 N OF R OF WAY S OF SILVER VALLEY EST PT II SPEC FLAG:

DESC. LUC: 499 NBR: 30550401

DESC. C - OTHER COMMERCIAL STRUCTURES DISTRICT 58 MUNROE FALLS CITY-
INTER-COUNTY77-0280

LAND FOR PARCEL 5801901

CODE	ACRES	CLASS	EXMP UNIT	INCR/DECR	INFLUENCE	INFLU%	VALUE
09	3.63	2630	26250	26250/26250	08	-90	9530

ACRE CODE: 09 = BALANCE OF LAND

SECONDARY ONLY CARD 1 OF 1 FOR PARCEL 5801901

CODE	YR	BLT	SQ FT	MODS	CD	%GOOD	%COMP	FUN UNIT	FUN/ RS	ECO/
RS		RCNLD								
TC1	1986	1		A	50	2		45/70	16460	
AP6	1986	1334		A	34	1		45/70	2340	
WA1	1986	460		A	45	1		45/70	1270	

TC1 = TENNIS COURT ASPHALT
AP6 = POLE BLDG 4 SIDE WOOD OPEN WA1 = FENCE CHAIN LINK

SUMMARY ALL CARDS FOR PARCEL 5801901

LAND:9530 BUILDING: 20070TOTAL: 29600

ASSESSED LAND: 3340 ASSESSED BLDG: 7020 ASSESSED TOTAL: 10360

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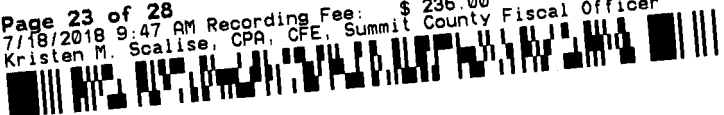


EXHIBIT B

**AFFIDAVIT OF THE
PRESIDENT OF THE SILVER VALLEY ASSOCIATION**

STATE OF OHIO)
COUNTY OF SUMMIT) SS:

The undersigned, Ken Lambach (the "Affiant"), being first
duly sworn, states as follows:

1. The Affiant is the President of the Silver Valley Association;
2. The Affiant has firsthand knowledge that the foregoing amendment to the Bylaws was delivered personally or by mail to all Owners of the Association;
3. That Notice of a Special Meeting of the Members for the purpose of approving or rejecting the amended Bylaws (the "Special Meeting") was provided to all Members;
4. That a valid Special Meeting of the Members was held for the purpose of approving or rejecting the amended Bylaws (the "Special Meeting");
5. At the Special Meeting, the Members approved the foregoing amended Bylaws;
6. That the Notice of the Special Meeting, the Special Meeting, the Members' vote to approve the foregoing amendment to the Bylaws, and my execution of this Affidavit is in accordance with the last recorded bylaws of the Association.

Further Affiant sayeth naught.

PRESIDENT OF THE ASSOCIATION:

Ken Lambach
Print Name: Ken Lambach

Date: July 16, 2018

SWORN BEFORE ME and signed in my presence on July 16, 2018, ~~2017~~.



Stephanie A. Lizak
Resident Summit County
Notary Public, State of Ohio
My Commission Expires: August 22, 2022

Stephanie A. Lizak
NOTARY PUBLIC
My Commission Expires: Aug. 22, 2022

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EXHIBIT C

AFFIDAVIT OF THE
SECRETARY OF THE SILVER VALLEY ASSOCIATION

STATE OF OHIO)
COUNTY OF SUMMIT) SS:

The undersigned, RITA SPEAR (the "Affiant"), being first duly sworn, states as follows:

1. The Affiant is the Secretary of the Silver Valley Association;
2. The Affiant has firsthand knowledge that the foregoing amendment to the Bylaws was delivered personally or by mail to all Owners of the Association;
3. That Notice of a Special Meeting of the Members for the purpose of approving or rejecting the amended Bylaws (the "Special Meeting") was provided to all Members;
4. That a valid Special Meeting of the Members was held for the purpose of approving or rejecting the amended Bylaws (the "Special Meeting");
5. At the Special Meeting, the Members approved the foregoing amended Bylaws, and I have in possession the affirmative votes in favor of approving the foregoing amendment to the Bylaws;
6. That the Notice of the Special Meeting, the Special Meeting, the Members' vote to approve the foregoing amendment to the Bylaws, and my execution of this Affidavit is in accordance with the last recorded bylaws of the Association.

Further Affiant sayeth naught.

SECRETARY OF THE ASSOCIATION:

Rita Spear
Print Name: RITA SPEAR

Date: July 16, 2018

SWORN BEFORE ME and signed in my presence on JULY 16, 2018, 2017.



Stephanie A. Lizak
Resident Summit County
Notary Public, State of Ohio
My Commission Expires: August 22, 2022

Stephanie A. Lizak
NOTARY PUBLIC
My Commission Expires: AUG 22, 2022

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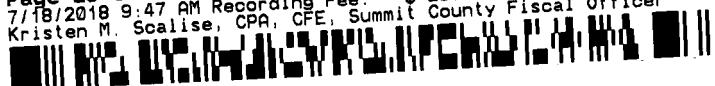


EXHIBIT D

INSPECTION REQUEST

This Inspection Request form can be used by any Member or Director of the Association to inspection the records of the Association in accordance with the Bylaws. This form must be completed and sent via certified mail to the President or Secretary of the Association to be effective, and if their identity or address is unknown, to the Association's Statutory Agent.

1. WHO IS MAKING THE INSPECTION REQUEST?

Name of Member: _____

Address of Member: _____

Phone Number of Member: _____

2. WHY ARE YOU MAKING THE INSPECTION REQUEST?

Please state with specificity the reason you are making this Inspection Request: _____

3. WHAT ARE YOU REQUESTING?

Please state the exact documents or records you are requesting and in what manner you want to inspect them (i.e. pay in advance for copies, inspect records in person, etc.): _____

Note: If requesting an in-person inspection of the records, and intend to bring anyone with you to the inspection, you must provide their name, contact information, relationship to you:

This Inspection Request must be sent to the President or Secretary of the Association to be effective, and if their identity or address is unknown, to the Association's Statutory Agent. State the Names and Addresses you are sending this to: _____

Signature of Person requesting inspection: _____ **Date:** _____



EXHIBIT E

PROXY FORM

This Proxy Form may be used by Members of the Association to appoint a proxy to represent you at meetings of the Association. This is provided as a convenience to the Members of the Association, and the Members shall feel free to use this Proxy Form or another form with the requisite information to vote by proxy.

SILVER VALLEY ASSOCIATION PROXY DESIGNATION

I, _____, the undersigned Member of the Silver Valley Association (the "Association") reside at: _____. I am entitled to vote at all Special Meetings and Annual Members' Meetings.

I hereby appoint _____ (the "Proxy") as my representative to exercise all voting and related rights I may have in relation to the Association. The Proxy's mailing address is: _____ and the Proxy's phone number is: _____.

My Proxy shall be entitled to attend, either remotely or in person, all Special Meetings and Annual Members' Meetings and any other meetings of the Members' of the Association and exercise all of my rights and voting powers at those meetings as if I was present at the meetings.

This Proxy shall be effective immediately and shall remain in full force and effect until termination on _____. However, I retain full authority to revoke this authorization at any time.

SIGNED BY MEMBER:

_____ Date: _____

Print Member's Name: _____

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Kristen M. Scalise, CPA, CFE, Summit County Fiscal Officer



EXHIBIT F

DEMAND FOR SPECIAL MEETING FORM

This Demand for Special Meeting Form may be used by Members or Directors of the Association to provide written demand for a Special Meeting of the Members or Directors to the President of the Association. This is provided as a convenience to the Members of the Association, and the Members shall feel free to use this Proxy Form or another form with the requisite information to vote by proxy.

DEMAND FOR SPECIAL MEETING

We, the undersigned Members/Directors hereby demand a Special Meeting of the Members/Directors for the following purpose: _____

The Special Meeting shall be held at the following date and time: _____
at _____ A.M./P.M. at the following location: _____

Note: This Demand for Special Meeting must be sent to the President to be effective, and if their identity or address is unknown, to the Association's Statutory Agent. State the Names and Addresses you are sending this to: _____

Note: A Special Meeting must be called by the President upon request of at least 25% of the Membership or a majority of the Board, so being mindful of these requirements, please identify each Member or Director and obtain their signature so that this Demand for Special Meeting is Valid. Add additional sheets as necessary.

	Name	Address	Member or Director	Signature
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10				

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