

**SAHHALI SHORES AT NESKOWIN CONSOLIDATED OWNERS ASSOCIATION
Resolution of the Board of Directors**

RECORDS RESOLUTION

RECITALS

- A. The “**Association**” is the Sahhali Shores at Neskowin Consolidated Owners Association, an Oregon nonprofit corporation. The Association is charged with the operation and management of Sahhali Shores at Neskowin, an Oregon planned community located in Tillamook County, Oregon (the “**Community**”).
- B. The Community and Association are governed by and subject to the Planned Community Act, ORS 94.550-94.783, and the following governing documents recorded in the Records of Tillamook County, Oregon:
1. *Amended Declaration of Covenants, Conditions and Restrictions of Sahhali Shores at Neskowin*, recorded May 26, 1999, in Book 407, Page 762, as Document No. 99380494, including any amendments and supplements thereto (“**Declaration**”); and
 2. *Revised By-Laws of the Consolidated Owners Association of Sahhali Shores at Neskowin*, recorded March 21, 2014, as Document No. 2014-001251, including any amendments and supplements thereto (“**Bylaws**”).
- C. The Association is also governed by the Oregon Planned Community Act, ORS 94.550, *et seq* (the “**Act**”).
- D. ORS 94.640 and Article VIII, Section 8.1(c) of the Bylaws vest the Board of Directors (“**Board**”) with all of the powers and duties necessary for the administration of the affairs of the Association.
- E. ORS 94.630(1)(a) and Article VIII, Section 8.1(a) empower the Board of Directors to adopt Rules and Regulations.
- F. ORS 94.670(12) allows the Board of Directors, by resolution, to adopt reasonable rules governing the frequency, time, location, notice, and manner of examination and duplication of Association records and the imposition of a reasonable fee for furnishing copies of any documents, information or records described in this section. The fee may include reasonable personnel costs incurred to furnish the information.
- G. Section 14.1 of the Declaration requires the board of directors to keep detailed records of the minutes of the meetings of the board of directors, minutes of the meetings of the Association, minutes of any committees, and keep financial records sufficient for proper accounting purposes.

- H. Article X of the Bylaws requires records of the Association, during reasonable business hours, be subject to inspection by any member.
- I. ORS 94.670 requires the Association to retain “documents, information and records” delivered at turnover, and “all other records of the Association.” ORS 94.670 and the Declaration and Bylaws do not define what is included in the definition of “Association records.”
- J. Accordingly, the Board deems it in the Association's best interest to adopt a uniform and systematic procedure for the request and inspection of Association records and to specify certain items that are or are not included in the term “Association records.”

RESOLUTION

NOW, THEREFORE, IT IS RESOLVED that:

- I. All prior Records Resolutions are rescinded and are no longer of any force.
- II. The procedure set forth below shall now be the process for handling records requests.

ARTICLE 1

Association Records

1. **Availability of Documents.** The Association shall make reasonably available to Owners all documents required under Article X of the Bylaws and Section 94.670 of the Act. Such documents are referred to as “**Documents**” in this Resolution.

2. **Personal Records.** Any records or information that is the personal property of any board member, officer, or manager, including but not limited to information stored in a personal email account, voicemail, text message or other electronically stored information, are not Association Documents. Such personal records or information are referred to as “**Personal Records**” in this Resolution. Personal Records do not constitute books, records, financial statements or the current operating budget kept by or on behalf of the Association. Personal Records are not in the possession, custody, or control of the Association even if such Personal Records relate to Association business.

ARTICLE 2

Procedure for Requesting Inspection of Documents

1. **Person to Receive Requests.** All requests for duplication or inspection of Documents shall be made to the Manager. If the Association has not employed a Manager, all such requests shall be made to the Secretary of the Association.

2. **Contents of Request.** All requests for inspection of Documents shall be in writing and shall:

- a. Describe with reasonable particularity the purpose of the inspection and the Documents the Owner desires to inspect, and
- b. State whether the Owner intends to make copies of any Documents.

3. **Owner Lists.** This Article does not affect the right of an Owner to inspect Owner lists as required by ORS 65.224, or, if the Owner is in litigation with the Association, to the same extent as any other litigant. The Association may comply with an Owner's request to inspect the Owners list by providing the Owner with a list of the Owners that was compiled no earlier than the date of the Owner's request. The Owners list is limited to the names and contact information that have been provided to the Board by individual Owners.

4. **Scope of Inspection Right.** An Owner's agent or attorney has the same inspection and copying rights as the Owner the agent or attorney represents. The Association has the right to withhold inspection of Documents if the Owner's agent or attorney fails to provide written proof of agency.

5. **Time and Location for Inspection.** Requests for inspection of Documents shall only be granted during normal business hours on weekdays. The Manager or Secretary shall respond to the requesting Owner within a reasonable time to determine agreed mutually agreeable meeting time and location to conduct the inspection of Documents.

6. **Frequency of Inspections.** An Owner may not make a request to inspect Documents more than one time in any 30-day period.

7. **Compensation During Inspection.** If the Manager or Secretary deems it necessary to monitor the inspection of Documents, the Owner shall be responsible for any costs to compensate the Manager, Secretary, Attorney or other Board Designated Agent for time spent during the inspection. If the records request for inspection is overly broad or voluminous, the Owner shall be responsible for payment of one half (1/2) of the anticipated cost before beginning the inspection. The Association may assess the amount of the cost to monitor the inspection exclusively against the Owner's unit pursuant to ORS 94.704(8), ORS 94.670(12) and ORS 94.704(6).

8. **Fees for Copies.** The requesting Owner shall pay 18 cents per page for any for 8.5" by 11" copies made pursuant to ORS 94.670(12). Larger pages will be billed by actual costs for outside companies to provide copies. The Manager or Secretary shall not deliver any copies to the Owner until payment is received.

9. **Decision.** Requests must be made in good faith and for a proper purpose. The Manager or Secretary may deny a request to inspect any Documents upon reasonable belief that making them available will infringe upon the legal right of another Owner.

10. **Appeal.** If the Manager or Secretary denies a request to inspect Documents, the Manager or Secretary shall notify the Owner in writing stating the reasons for the denial within ten (10) days. The Owner may appeal the decision to the Board of Directors within ten (10) days after the decision by making a written request to the Board asking for review of the decision. The Owner shall be given notice and opportunity to be heard at the next regular meeting of the Board of Directors. The Board of Directors shall notify the Owner in writing of its decision on the appeal within 10 days of its next regular meeting.

ARTICLE 3
Court-Ordered Inspections

Nothing in this Article limits the Association's obligation to make any Documents or Personal Records available pursuant to a court order under ORS 65.781. Disclosure of Documents or Personal Records pursuant to a court order or subpoena shall in no event be deemed a waiver of the Association's rights under this resolution.

NOW, BE IT FURTHER RESOLVED that a copy of this Resolution shall be sent to all Owners at their last known address.

DATED this 17 day of April, 2025. ATTEST:

Don Polednak

Don Polednak _____, President
Sahhali Shores at Neskowin Consolidated Owners Association

Maria Veltre

Maria Veltre _____, Secretary
Sahhali Shores at Neskowin Consolidated Owners Association