

LAKE OF THE WOODS HOMEOWNERS ASSOCIATION

June 2026 Newsletter – Part 6 of 6

Previous Five Newsletters Still Available

If you have misplaced or lost any of our five previous newsletters in our six-part series on the proposed Amended and Restated Declaration and the proposed Amended and Restated Bylaws, just write to us to request duplicates. Contact us at HOALakeoftheWoods@gmail.com.

What we would like to focus on in this sixth newsletter is what would happen if either or both of these documents would not be approved.

Look for Your Copies of the Final Documents For Your Approval

The Board of Trustees expects to deliver the final set of the proposed documents to you by the end of the week of June 22, 2026. You will receive both a “clean” set of these documents and “red-lined” versions that will allow you easily to see which changes were made to the Draft 6 versions shared with you in advance of the March 26 “Town Hall” meeting. We are now on Draft 9 of each document. With the “red-lined” versions, **you will see the many refinements made in response to the comments and suggestions of several members over the past two months.**

Those with e-mail addresses on file with the Secretary and the Treasurer can expect to receive digital copies this week. Those few households without e-mail addresses on file will receive “hard copy” versions.

Also Look for Our President’s Personal Message to the Membership

Mr. Himmel decided to share his personal views on the proposed updated documents and what they would mean for the future for our Association. Please look for his message that will be sent to you separately this week.

Consequences of Disapproval of the Update to the Declaration

Make no mistake about it. Disapproval of the proposed Amended and Restated Declaration will have two immediate and unavoidable consequences.

First, the changes mandated by state law still would need to be made. Just read Chapter 5312 of the Ohio Revised Code for yourself and you will see that the proposed Amended and Restated Declaration and proposed Amended and Restated Bylaws satisfy each such requirement (<https://codes.ohio.gov/ohio-revised-code/chapter-5312>). A future board or the members on their own would have to take this issue up before someone eventually takes the Association to court and asks a judge to make

all the decisions for us to address our organizational documents with minimal regard for our input.

Second, the protections your trustees have built into the updated Declaration for the benefit of the members would yield to the more onerous provisions of state law or the unchecked powers reserved by the Developer for its benefit only (and, by extension, for the benefit of the Board of Trustees) and not the benefit of individual property owners.

So, disapproval of the proposed Amended and Restated Declaration would have profoundly negative consequences for Lake of the Woods if your aims include protecting your property rights, preserving property value, and assuring fairness and equanimity in the way in which rules are implemented, administered, and enforced.

Consequences of Disapproval of the Update to the Code of Regulations (*i.e.*, the Bylaws)

To be honest, your trustees have not fielded many negative comments or concerns about the Amended and Restated Bylaws.

Perhaps that is because each proposed change is recognized as necessary or advisable in plugging gaps or anticipating needs or challenges the Association may face in the future.

Here is the fundamental problem with the current Code of Regulations ... it was drafted by the Developer without a lot of regard for the practical realities of dealing with governance of an organization after managerial control shifted away from the Developer and to the owners of the 83 homesites.

We have fixed all that in the bylaws update.

With *two* lawyers on the Board of Trustees, members can be confident that due process details focusing on protecting all of our property rights have been massaged and improved with every consideration given to members' rights and safeguarding property values. And just as importantly, the updated bylaws now will be coordinated with the proposed Amended and Restated Declaration so there will be no disconnect or complications that would stem from inconsistency in defined terms or policy objectives. At long last, the two documents will work together and not at odds with each other.

And just as importantly, the updated bylaws can be amended or improved with a vote of a majority of the voting power of the membership. A two-thirds "super-majority" no longer will be required. This offers more flexibility to address future challenges or to check wayward action of a rogue board.

What If One Document Passes and the Other Fails?

Board members strongly urge to vote FOR each of the proposed updates. But what if one passes and the other fails?

If the Amended and Restated Declaration passes, but the bylaws update fails, the current Code of Regulations would regulate governance of the Association as board members manage the Association under the new Declaration standards. We would get all the benefits of an updated set of covenants and deed restrictions, but would be saddled with outmoded bylaws that date to 1984.

If the Amended and Restated Bylaws pass but the Declaration update fails, the current Declaration would be administered in the context of the new governance rules outlined in the updated bylaws. We would be saddled with out-of-date and stale covenants and deed restrictions with limited opportunities to amend or replace them without a wholesale amendment process started all over.

Minimum Required Approval Percentages

To pass, the proposed Amended and Restated Declaration requires the affirmative vote of 42 of the 83 households in the Association. Voting on the Declaration update is by *household* with no fractional voting allowed and counting one vote per household.

To pass, the proposed Amended and Restated Bylaws require the affirmative vote of two-thirds of the voting power of the membership (currently 56 of 84 votes). Fractional voting is allowed on the proposed bylaws update, meaning that if two members jointly own a household, each could cast half a vote. A household still can cast a single unified vote, if desired, and need not cast individual fractional votes. So, unlike for voting on the proposed Declaration update, members of the same household could vote in different ways on the proposed bylaws update.

Final Plea

Your Board of Trustees strongly urges you to vote FOR each of the proposed instruments now before you because they serve all members' interests best and offer optimal opportunities for upholding property standards and values fairly and in a way that applies and enforces all rules uniformly and with due process.

The Board of Trustees urges members to vote FOR the proposed updates to both the Declaration and the Bylaws.

For the Board of Trustees:

Gary L. Himmel, President Dale G. Freygang, Vice President and Treasurer
S. David Worhatch, Secretary