

Alameda Homes Homeowners Association

By-Laws

The following by-laws were voted on and were approved as the by-laws for the Alameda Homes Homeowners Association, an Association duly organized at the first annual meeting of the general membership held in Lakewood, Colorado, on Friday, June 13, 2003, revised and approved by the membership.

Article I - Name

Section I: The name of the Association shall be Alameda Homes Homeowners Association.

Article II - Purpose

The purpose of this non-profit Association is to promote and protect the common interests of the members, keep informed of current developments, investigate issues of area wide concern and provide citizen input to appropriate governmental agencies in the following ways.

- A. Promote fair, equitable and just zoning, building and tax statutes, ordinances and regulations and the equitable application thereof.
- B. Prevent encroachment of commercial development on the residential areas.
- C. Promote the maintenance and continued improvement of public parks, recreation areas, schools, transportation networks and street lighting.
- D. Promote the thrifty provision of services and long range planning by tax collecting entities including city, county, special districts and school districts.
- E. Encourage a cohesive community by providing opportunities for social activities.
- F. Provide forums for the dissemination of information affecting the residents.

Article III - Membership

Section I: Each resident household of the Alameda Homes HOA is eligible for membership in the Association. A resident household shall consist of all persons residing at a single residence.

- A. The Alameda Homes HOA shall be defined as the area known as Alameda Homes and is bound by Kipling street on the west, Alameda Avenue on the north, Addenbrook Park on the south and Garrison Street on the east. Any subdivision adjacent to the Alameda Homes Homeowners Association may also be included upon the recommendation by the Board of Directors and approval by the membership.
- B. Memberships are automatically renewed from year to year by the payment of annual membership dues on or before the June meeting.

- C. Honorary membership may be conferred at the discretion of the Board of Directors, and for a period established by said board, upon a person whose character, conduct or whose services rendered to the community are of an exemplary nature or of great public benefit to the area. Honorary members are not voting members.
- D. Membership rolls are confidential and are not released or used for commercial purposes or any other reason other than necessary to conduct and manage the business of Alameda Homes HOA.

Section II:

- A. Dues: Annual dues shall be ten dollars (\$10.00) per year, per household. They shall be payable at or before the annual business meeting held in June of each year and apply to the succeeding fiscal year (June 1st. to May 31st.) Dues collected after the June meeting, for the current fiscal year, shall not be prorated for the remaining portion of the fiscal year. Members paying dues after the annual June business meeting deadline shall not be afforded any rights of membership or voting privileges until such time as dues have been collected and verified by the Association Treasurer.
- B. Any special fees and assessments must be recommended by the Officers and approved by the membership.
- C. Refund of dues or assessments shall not be made, except when in the judgment of the Board of Directors it would be unjust to withhold such refund in the light of applicable circumstances.

Section III:

Voting - Each member household shall have one vote. All voting shall be done by a member in good standing. Cumulative and proxy voting is prohibited. A simple majority of the eligible voters present will constitute passage of any measure before the membership, with the exception of amendments to the by-laws, basements, or changes in the amount of dues. These exceptions require a 2/3-majority vote of the voters present.

Section IV:

Membership in the Association is not transferable or assignable.

Article IV - Board of Directors

Section I:

The affairs of the Association shall be managed, governed and controlled by the Board of Directors. The Board of Directors shall preserve, promote and protect the interest of the Association in accordance with the wishes of

its members. The Board shall supervise all transactions of the Association and the conduct and work of its officers and committees.

Section II:

The Board of Directors shall consist of members elected by the general membership of the Alameda Homes HOA. The elected Board shall commence its term of office at the June annual business meeting during which the election is held.

Section III:

Term of office shall be for a period of two (2) years. Directors shall be elected during the annual business meeting held in June.

Section IV:

Vacancies - The Board of Directors shall fill all vacancies on the Board by appointment to complete the term of office. The temporary board member may be elected to a two year term or replaced at the next scheduled election. Three successive absences from Board meetings by a Director, without valid cause, shall be considered a refusal to serve and the Officers shall appoint a new Director.

Section V:

The power to encumber, transfer, assign or sell any of the assets of the Association is vested in the Board of Directors or other such officers as the Board may designate. Board members are authorized to use and disperse assets as required to conduct Association business.

Section VI:

Removals - A board member may be removed from office by a vote of no confidence by the general membership at a special or regularly scheduled general meeting.

Section VII:

- A. Board Meetings - Regular meetings of the Board of Directors shall be held quarterly, and the time and place of such meetings to be decided by the Board of Directors. Regular meetings are open to the members as observers.
- B. Special meeting of the Board may be called at the request of the President or any two (2) of the Directors.

- C. Notice of regular and special meeting must be given five (5) days prior as circumstances dictate. Any oral notice may be given to an adult residing at the Director's residence. It shall be the responsibility of the secretary to notify all Board members of the meetings.

Article V - Officers

Section I:

All Officers are elected by general membership. The Officers shall consist of a President, Vice President, Secretary, and Treasurer, and all other Officers the Board might deem necessary. Term of office shall be for a period of two (2) years. Officers may serve more than two (2) consecutive terms until a replacement is elected by the general membership. Officers shall be elected at the annual business meeting in June.

Section II:

President - Shall serve as the President of the Association and Executive Officer of the Board of Directors. The President shall preside over all general meetings and meetings of the committees and have general supervision of Officers and policies of the Association.

Section III:

Vice President - Shall execute all powers of the President in his/her absence, resignation, disability or death. The Vice President shall obtain the meeting place and have further duties as the Board may provide.

Section IV:

Secretary - Shall be in charge of all records, documents, and papers. The Secretary shall transcribe all correspondence and maintain all the records of the Association. He/she shall take minutes and report the proceedings of the Board and of all annual and special meetings of the membership. The Secretary shall maintain membership rolls.

Section V:

Treasurer - Shall receive all revenues, pay all legitimate claims by check or drafts cosigned by such Officers as the Board may direct. The Treasurer shall deposit all monies received at a depository selected by the Board and shall maintain adequate records of all monies received and paid out. The Treasurer may, at the discretion of the Board, give and enter into a good and sufficient security bond the amount fixed by the Board, conditioned upon the faithful discharge of his/her duties. This bond is to

be paid for by the Association. The Treasurer shall make reports at each meeting of the Board and at the annual June meeting and any other reports as required by the Board.

The Board will appoint a committee of two (2) to audit the books at the end of each fiscal year and at any other time the Board may specify.

Article VI - Administration

Section I:

Director's meetings will be held on a quarterly basis. The June meeting is the annual business meeting with the general membership. The election to the Board of Directors shall be the first order of business of the June meeting. Officers shall be elected at this meeting by the general membership.

Section II:

Special meetings of the membership shall be called by the President of the Board upon request of a majority of the members on the Board of Directors or upon the request of twenty-five percent (25%) of the members of the Association.

Section III:

Notice of all general membership meetings shall be posted and postmarked or personally delivered at least five (5) days prior to said meeting. The notice shall describe all issues to be voted on at the meeting.

Section IV:

The fiscal year of the Association shall begin June 1 of each year.

Section V:

Roberts Rules of Order, Newly Revised, shall govern the procedures and order of business at all meetings.

Section VI:

A majority vote by eligible voters at duly publicized meetings shall decide all business or issues brought before the membership by the Board or Association members.

Section VII:

Elections - A nominating committee shall be appointed by the Board of Directors at the first quarterly meeting of the calendar year. The committee shall propose a slate of nominees for all offices to be filled. Election of Officers and Directors will take place at the June meeting. A ballot must be submitted to all members at the meeting. A numbered ballot may be mailed to any member who is unable to attend the meeting and must return it to an election official appointed by the board; these ballots will not be opened except at the meeting by the officials appointed to count the ballots at that meeting. Any member may make additional nominations during the meeting. An open write-in vote will be accepted on the ballot.

Directors shall be elected by the eligible voters at the June meeting.

Article VII - Committees

Section I:

The Board of Directors may establish committees for the purpose of accomplishing the tasks of the Association. The Board of Directors shall establish the procedures, personnel, and objectives and term of each committee, which is not contained in these by-laws.

Article VIII - Amendments

Section I:

Amendments to these by-laws, assessments, and changes to the dues must be recommended by the Board of Directors and submitted in writing to the membership five (5) days prior to a regular or special meeting. A two-thirds (2/3) majority vote of the eligible voters present shall constitute passage and adoption of the amendment, change or assessment.

Amendment 1 ***6-9-2004***

The by-laws were amended at the 2nd annual HOA meeting held on June 9, 2004 to read as follows: Everywhere the title "Alameda Estates Homeowners Association" appears, it shall be changed to "Alameda Homes Homeowners Association".

Amendment 2 ***12-6-2006***

The by-laws were amended at a meeting of the HOA held on Dec. 6, 2006, to read as follows:

Preface line 3: meeting of the general membership held in Lakewood, Colorado on Friday, June 13

Article II item A line 1: Prevent encroachment of commercial development on the residential areas.

Article III item A line 1: The Alameda Homes HOA shall be defined as the area known as the Alameda Homes and is bound by Kipling street on the west, Alameda Avenue on the north, Addenbrook Park on the south and Garrison Street on the east.

Article III item D: Membership rolls are confidential and are not released or used for commercial purposes or any other reason other than necessary to conduct and manage the business of Alameda Homes HOA.

Article III Section II item C: Refund of dues or assessments shall not be made, except when in the judgment of the Board of Directors it would be unjust to withhold such refund in the light of applicable circumstances.

Article IV Section II: The Board of Directors shall consist of members elected by the general membership of the Alameda Homes HOA. The elected Board shall commence its term of office at the June annual business meeting during which the election is held.

Article IV Section III line 2 omitted: Term of office shall be for a period of two (2) years. Directors shall be elected during the annual business meeting held in June.

Article IV Section IV lines 2 & 4 added: The temporary board member may be elected to a two year term or replaced at the next scheduled election.

Article IV Section V line 3 & 4 added: Board members are authorized to use and disperse assets as required to conduct Association business.

Article IV Section VI lines 1 & 2 removed:

Article V Section I line 4 modified: Officers may serve more than two (2) consecutive terms until a replacement is elected by the general membership. Officers shall be elected at the annual business meeting in June.

Article V Section II lines 3 & 4 added: The President shall preside over all general meetings and meetings of the committees and have general supervision of Officers and policies of the Association.

Article VI Section I line 2 modified: The June meeting is the annual business meeting with the general membership.

Article VI Section VI modified:

Article VII Sections II, III, and IV: These sections were removed in their entirety.

Article IX - Indemnification

Section I:

Each person who acts as a Director or Officer of this Association shall be indemnified by the Association against expenses actually or necessarily incurred by him in defense of any action, suit or proceeding in which he/she is made a party thereof by reason of his/her being or having been a Director or Officer of the Association, except in matters in which he/she is held liable for gross negligence or willful misconduct and except for any sum paid the Association in settlement of an action, suit or proceeding based on gross negligence or willful misconduct in the performance of his/her duties. In the event of his/her death this indemnification shall extend to his/her legal heirs and representatives.

Article X: Interpretation

Section 1:

The Board of Directors shall be the final authority in the interpretation of the provisions of these by-laws.