

**BYLAWS
OF
LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE I
NAME AND LOCATION**

Section 1. The Name of the corporation is Lynwood Subdivision Homeowners Association, Inc. hereinafter referred to as the "Association".

The principal office of the corporation shall be located at PO Box 3213, Grand Junction, CO 81502, but meetings of members and directors may be held at such places within the State of Colorado, County of Mesa, as may be designated by the Board of Directors.

**ARTICLE II
DEFINITIONS**

Section 1. "Association" shall mean and refer to Lynwood Subdivision Homeowners Association, Inc., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions (CC&Rs) of Lynwood Subdivision, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restriction (CC&Rs) applicable to the Properties recorded in the Office of the Clerk & Recorder of Mesa County, Colorado.

Section 7. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

**ARTICLE III
MEETING OF MEMBERS**

Section 1. Annual Meetings. The first annual meeting of the Members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month each year thereafter. If the day for the Annual Meeting of the Members is a legal holiday, the meeting will be held the first day following which is not a legal holiday.

Section 2. Special Meetings. Special Meetings of the Members may be called at any time by the president or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all the votes in the membership.

Section 3. Notice of Meeting. Written notice of each meeting of the Members shall be given by, or at the discretion of the secretary or person authorized to call the meeting, be mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each Member entitled to vote thereat, addressed to the Members address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies to cast, five-sevenths (5/7) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation the CC&Rs, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his/her Lot.

ARTICLE IV
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of not less than three (3) nor more than nine (9) directors, who need not be members of the Association.

Section 2. Term of Office. At the first annual meeting the Members shall elect one director for a period of one year, one director for a period of two years, and one director for a period of three years, and at each annual meeting thereafter the Members shall elect one director for a period of three years.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he/ may render to the Association. However, any director may be reimbursed for his actual approved expenses incurred in the performance of his duties.

Section 5. Action Taken without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all of the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V
NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a Member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting until the close of the next annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members and nonmembers.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as

they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice, at such a place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by and two directors, after not less than three (3) days' notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

- a. Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- b. Suspend the voting rights of a member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Voting rights may also be suspended for any infraction of published rules and regulations. Such rights may also be suspended after notice and hearing. Voting rights will be returned when no longer in default or infraction remedied.
- c. Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

- d. Declare the office of a member of the Board of Directors to be vacant in the event such Member shall be absent from three (3) consecutive regular meetings of the Board of Directors;
- e. Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties; provided, however, that the duties of such manager, independent contractor, and other employees shall not include authority to collect, deposit, transfer or disburse Association funds.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- a. Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by five-sevenths (5/7) of the Members who are entitled to vote;
- b. Supervise all officers, agents, contractors and employees of this Association, and to see that their duties are properly performed;
- c. As more fully provided in the Declaration, to:
 - 1) Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;
 - 2) Send written notice of each assessment to every Owner subject thereto at least thirty (30) days on advance of each annual assessment period: and
 - 3) Foreclose the lien against any property for which assessments are not paid within sixty (60) days after the due date or to bring an action of law against the Owner personally obligated to pay the same.
- d. Issue, or to cause an appropriate officer to issue, upon demand by any persons, a certificate or complete a status request setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates or completion of the status letter. If a certificate or statement or statement on the status letter states that an assessment has been paid, such statement shall be conclusive evidence of such payment.
- e. Procure and maintain adequate liability and hazard insurance on property owned by the Association and on the Board of Directors of the Association;

- f. Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate
- g. Cause the Common Area to be maintained, meaning work with Mesa County and by agreement on file provide water to the park.

**ARTICLE VIII
OFFICERS AND THEIR DUTIES**

Section 1. Enumeration of Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary and a treasurer, and such other officers as the Board may from time to time by resolution create. The Board shall consist of not less than three (3) nor more than nine (9) directors as allowed by the Articles of Incorporation.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. At the first annual meeting the Members shall elect one director for a period of one (1) year, one director for a period of two (2) years and one director for a term of three (3) years, and at each annual meeting thereafter the Members shall elect one director for a period of three (3) years so that all terms are staggered.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve the remainder of the term of the officer replaced.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

- a. **President.** The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall be a signer on all bank accounts.
- b. **Vice-President.** The vice-president shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him/her by the Board; and shall also be a signer on all bank accounts.
- c. **Secretary.** The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses; shall perform such other duties as required by the Board; and shall also be a signer on all bank accounts.
- d. **Treasurer.** The treasurer shall receive and deposit in appropriate bank accounts all monies on the Association and shall disburse such funds as directed by resolution of the Board of Directors; send out annual assessment notices; shall be a signer on all bank accounts; keep proper books of accounts; shall prepare monthly financial statements; prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting and deliver a copy of each to the Members.

ARTICLE IX COMMITTEES

The Association shall appoint a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at a reasonable cost.

**ARTICLE XI
ASSESSMENTS**

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of 12 percent per annum, and the Association may bring action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

**ARTICLE XII
AMENDMENTS**

Section 1. These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

**ARTICLE XIII
MISCELLANEOUS**

Section 1. Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

Section 2. Contracts. The Board may enter into any contract, with approval, and after obtaining a minimum of three (3) bids on any job, except as otherwise specifically required by the Articles of Incorporation, the Declaration, or these Bylaws.

Section 3. Invoices. All invoices must be brought before the Board either at the regular scheduled monthly meeting or by e-mail and approved by a minimum of four (4) directors before they are paid.

Section 4. Check Writing. There will be two (2) signatures required on all checks for all bank accounts. Online banking will be allowed for viewing purposes only. No online banking transactions are allowed.


IN WITNESS WHEREOF, we being the OFFICERS AND DIRECTORS of the Lynwood Subdivision Homeowners Association, Inc. have approved and adopted the Bylaws set forth this 9th Day of APRIL, 2019



Kim Willis – President




Mike Rockert – Vice-President



Linda Garcia – Treasurer



Scott Hittle - Director



Patrick Dunaway – Director



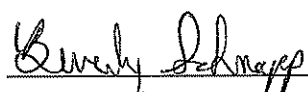
Steve Coverly - Director

CERTIFICATION

THAT I am the duly elected and acting secretary of the Lynwood Subdivision Homeowners Association, Inc., a Colorado Corporation, and;

THAT the foregoing Bylaws constitute the original Bylaws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on 9 day of April, 2019.

IN WITNESS WHEREOF, I have hereunto subscribed my name for said Association this 9 day of April, 2019.



Beverly Schnapp - Secretary