

**BY-LAWS
Of
KINGS VIEW ESTATES HOMEOWNERS
ASSOCIATION**

Revision Approved Nov. 3, 2008

ARTICLE I

Section 1. Name and Purpose. The name of the corporation is KINGS VIEW ESTATES HOME OWNERS ASSOCIATION (KVHOA), hereinafter referred to as the "Association". The KVHOA is a not for profit home owners Association located in the sub-divisions of Kings View Estates, operating under the Guidelines of the State of Colorado.

Section 2. Offices and Meetings. The principle office of the organization shall be located in the home of the Secretary of the Board of Directors. Meetings of the members and directors shall be held at such places as are within Fruita Colorado, County of Mesa

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to KINGS VIEW ESTATES HOMEOWNERS ASSOCIATION, 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, 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 Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean assigns if any successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. “Declaration shall mean and refer to the Declaration of the Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the Mesa County Clerk and Recorder.

Section 8. Member shall mean and refer to those persons entitled to Membership as provided in the Declaration.

Section 9. “An Officer” shall mean and refer to those persons elected to the Board of Directors who are the elected President, Vice-President, Secretary, Treasurer, and Historian. The “Officer Panel” in any year consists of the aforementioned officers.

ARTICLE III MEETING OF THE MEMBES

All meetings of the Members shall be conducted under “Roberts Rules of Order”

Section 1. Annual Meetings. The annual meeting of the Members shall be held at least once each year in September on a date that is not a legal holiday or the date for a major public meeting.

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 a written request of the Members. Such meeting shall be given by, or at the direction of the secretary by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each Member entitled to vote thereat, addressed to the 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. The notice of the meeting shall also be posted on the Web site for the Association, should such Web site be available.

Section 4. Quorum. The presence at the meeting of 33 percent of the Members entitled to cast, or of proxies entitled to cast votes shall constitute a quorum for any action needed by the Members, except as other-wise provided in the Articles of Incorporation, the Declaration of Covenants, or these BY-LAWS. If, however, such quorum shall not be present or represented by written proxy at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of the Members, each may vote in person or by proxy. All proxies shall be in writing and filed with the secretary five days in advance of the announced time of the meeting. Each holder of title for a household shall have a vote.

ARTICLE IV BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of the Association shall be managed by a Board of nine (9) directors consisting of four elected officers; the President, Vice President, Secretary and, Treasurer, four elected Architecture Control Committee Officers (ACCO), and one At Large Member entitled Historian, thus providing an odd number to resolve a tie vote.

Section 2. Term of Office. At the Annual Meeting every other year, beginning at the first September Annual Meeting the Members will elect, a President, Secretary and Treasurer for two years. At the end of this term the President and Secretary will sit with the next elected Officers Panel as Advisors for an additional year. At the Annual Meeting every other year, beginning at the first September Annual Meeting the Members will elect four ACCO members two who will serve for one year and two who will serve for two years. Thereafter ACCO membership will cycle such that there are two continuing ACCO members and two new members each year. A Historian will be appointed by the Officers Panel to serve for two years as an aid to continuity of governance. The minimum number of Members of the Board in any year to sustain the Association without action in a general meeting of the Members shall be five. A President and Secretary-Treasurer shall be in this panel.

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, Member move, or removal of a director, the 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 actual expenses incurred in the performance of duties.

Section 5. Action Taken Without a Directors 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 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. Nominations for election to the Board of Directors are normally first to be made from the floor at the annual meeting. In addition, nominations can be forwarded to the secretary during the year at any time prior to the annual meeting by any Member, if in writing. These nominations shall be advanced for election at the next annual meeting. In the event insufficient nominations or volunteers are forthcoming for possible open positions Members of the present Board in those positions may if they so

choose extend term for one year until the next annual meeting of the Association. The Board may also appoint officers to replace missing Board Members in accordance with Article VIII, section 6. If the minimum number (Article IV, section 2 above) of Board cannot then be achieved notice will be mailed to all Members identifying a special meeting to be held to determine the will and conditions desired by the Members to sustain the activities of the Association.

Section 2. Election. Election to the Board of Directors shall occur at annual meeting for terms as specified above. All Members and any additional Owner of a Member Household are entitled to cast a vote on any nominated Board Member. A simple majority of quorum shall be required to elect a Member of the Board. Voting may be by voice. In event of uncertainty of the vote the presiding officer of the meeting may request a count by show of hands.

ARTICLE VI MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held every other month with the first being the month after the annual meeting by advanced notice, at such place and hour as may be fixed from time to time through 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 any two directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of 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 and right to use of the recreational facilities of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

- (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 By-Laws, 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; and
- (e) Employ a manager: an independent contractor, an attorney or such other employees as they deem necessary, and to prescribe their duties.

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 affairs and to present a statement thereof to the Members at the annual meeting, or at any special meeting.
- (b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) As more fully provided in the Declarations, to:
 - (1) fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period; and
 - (2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and
 - (3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.
 - (4) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate 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. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- (d) Procure and maintain adequate liability and hazard insurance on property owned by the Association;
- (e) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- (f) Cause the common area to be maintained.

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be President and Vice-president, who shall always be of the Board of Directors. The President or in absence of this Officer the Vice-President shall preside over meetings of the Board of Directors. The Secretary, Treasurer, and Historian shall also be of the Board of Directors. Such other officers as the Board may from time to time by resolution create shall also be of the Board. Article IV, Section 1 specifies the usual constitution of the Board which includes four ACCO.

Section 2. Election of Officers. Officers shall be elected by the Members as specified in Article IV, sections 1 and 2.

Section 3. Officers shall serve such terms as specified in Article IV. Officers may be removed as specified in this Article, Section 5 following.

Section 4. Special Appointments. The Board may elect such other officers or officer representatives as the affairs of the Association may require, each of whom shall hold office for such period as named by the Board, 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 by the Membership through application to the Board or Vote at the Annual Meeting. Any officer may resign at any time giving written notice to the Board, the president or the secretary. 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 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 for the remainder of the term of the officer replaced. (See Article V, section 1.)

Section 7. Multiple Offices. The offices of secretary and treasurer may with approval of the remaining Board, 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.

President

(a) The president shall preside at all meetings of the Board of Directors and all meetings of the Members. The president shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes. The President shall assure that the Bye-Laws are maintained applicable to the needs of the Association.

Vice-President

(b) The Vice-President shall act in the place and stead of the president in the event of the president's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required by the Board.

Secretary

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and keep the motto of the Association and affix same on all papers requiring said motto; 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, and shall perform such other duties as required by the Board. The records of the Association are housed with the Secretary and the Offices of the Association are in the home of the Secretary.

Treasurer

(d) The treasurer shall receive and deposit in a secure *FDIC* bank all accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign as requested by the President all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and 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.

Historian

(e) The Historian or at large Member shall assist the secretary in archiving and maintaining records of the Association; shall assist legal outside authorities in examining the records of the Association; shall act as advisor to the President or other officer presiding at meetings as to Roberts Rules of Order in matters of Parliamentary concern by the Members.

ARTICLE IX COMMITTEES

The Members of the Association shall elect an Architectural Control Committee (ACCO) from four Members of the Association. When meeting for final decision on an Architectural matter, the President shall preside and serve to break tie votes. The president shall then have issued to the Members the decision of the ACCO. In addition the Board of Directors shall appoint other committees as deemed appropriate in carrying out it's purpose.

ARTICLE X BOOKS AND RECORDS

The books, records, minutes, and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. Members shall access these records with aid of the Secretary and/or the Historian. The Declarations, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member by all means possible and at the principal office of the Association, hereinafter designated as the Home of the President, or in duplicate record for the current year the Home of the Secretary. Copies of such records as needed by Members shall be prepared by the Secretary. These copies shall be paid for by the requesting Member.

ARTICLE XI ASSESSMENTS

As more fully provided in the Declarations and Covenants, 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. Assessments which are not paid when due shall be deemed 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 6 percent per annum, and the Association may bring an 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 waiver or no owner otherwise can escape the liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his lot.

ARTICLE XII
CORPORATE SEAL

The Association shall have a header (motto) on all correspondence stipulating KINGS VIEW ESTATES HOME OWNERS ASSOCIATION. A motto may appear at the Footer of correspondence as designated by the Board of Directors.

ARTICLE XIII
AMMENDMENTS

Section 1. These By-Laws may be amended at a regular or special meeting of the Members or Board of Directors by a vote of a majority of a quorum present in person or proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control. In the event that either Articles or Declarations have not changed within a period of 5 years these By-Laws shall stand as the controlling governance.

ARTICLE XIV
MICELLANEOUS

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.

IN WITNESS WHEREOF, we being all of the Acting Board of Directors of the KINGS VIEW ESTATES HOMEOWNERS ASSOCIATION, have hereunto set our hands this _____day of _____, 2008

_____	_____
_____	_____
_____	_____
_____	_____

(Signed Original Copy on File, Office of the Secretary, 2008-9)