

High Lonesome Ranch Property Owners Association

MEMBER INPUTS (GOOGLE FORM SURVEY), CURRENT BYLAWS VS. 2024 FIRST DRAFT

All members of the association were invited to provide their inputs on the proposed draft bylaws via Google form from July 18 through August 18, 2024. The members' inputs appear below, sorted by the section number of the bylaws (or an assigned reference number for paragraphs without a section number). For each section, the current bylaws appear first, followed by the 2024 1st draft bylaws, the differences between the two, and then the members' inputs.

157 inputs received between **7/23/2024 9:54:16 AM** and **8/18/2024 8:59:55 PM** from **17** different email addresses.

Section (or Reference) Number: **02 - Name and Location**

Current Bylaws: The name of the corporation is High Lonesome Ranch Estates Property Owners Association, hereinafter referred to as the "Association". Meetings of Members and Directors may be held at such places within the State of Arizona, as may be designated by the Board of Directors.

2024 1st Draft: *The name of the corporation is High Lonesome Ranch Estates Property Owners Association, hereinafter referred to as the "Association". Meetings of the Association to include meetings of Members, the Directors, the Officers and various committees may be held at such places within the State of Arizona and via remote electronic meeting systems as designated by the Board of Directors.*

Difference: **Significant Difference:** *Adds board responsibility to designate remote electronic meeting systems.*

Member Inputs for Section (or Reference) Number: **02**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws Name and Location

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Leave it alone, don't force your proposed change.

RATIONALE: *unnecessary and anal.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **03 - Association Purpose**

Current Bylaws: The purpose of the Association is to maintain the common areas and to perform other functions explicitly required by Arizona Revised Statutes (A.R.S.), the Declaration, and the Articles of Incorporation. The Association commits to being a minimalist entity acting only when required, leaving owners to the "quiet enjoyment" of their properties and to protect property values.

2024 1st Draft:

Difference: **Removed:** *Removed limiting purpose to common area maintenance and functions explicitly required in AZ Statutes and senior governing documents. Removes definition of Association as 'minimalist.'*

Member Inputs for Section (or Reference) Number: **03**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: bylaws Assoc Purpose

DIRECTING GOVERNING DOCUMENT: bylaws Assoc Purpose

PROPOSED CHANGE: revert back to text explaining to owners and buyers that you don't intend to screw with them (like we know you really are dying to do).

RATIONALE: *you don't know when to leave well enough alone.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION: Keep purpose bylaw

DIRECTING GOVERNING DOCUMENT: Chg date to MM/DD/YYYY

PROPOSED CHANGE: Add back purpose 2022

RATIONALE: *Minimialist approach better*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **2.3 - Definitions - Common Area**

Current Bylaws: Section 2.3 “Common Area” shall mean all real property from time to time owned or controlled by the Association for the common use and enjoyment of the Owners, and all improvements thereto.

2024 1st Draft: *Section 2.3 “Common Area” shall mean all real property from time to time owned or controlled by the Association for the common use and enjoyment of the Owners, and all improvements thereto.*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **2.3**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete or replace

RATIONALE: *Unnecessary. 'Common Area' is defined in the Declaration. Confusion regarding the meaning of 'Common Area' is rare. If not deleted, then replace with "See Section 1.3 in the Declaration."*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **2.4 - Definitions - Lot**

Current Bylaws: Section 2.4 “Lot” shall mean and refer to Lots shown upon the recorded Record of Survey of the Properties with the exception of any areas designated thereon as Common Area. “Lot” shall include lots later annexed in accordance with the Declaration.

2024 1st Draft: *Section 2.4 “Lot” shall mean and refer to Lots shown upon the recorded Record of Survey of the Properties with the exception of any areas designated thereon as Common Area. “Lot” shall include lots created by re-subdivision pursuant to provision for same in the Declaration or later annexed in accordance with the Declaration.*

Difference: **Significant Difference:** *Adds lots created by the splitting of a lot.*

Member Inputs for Section (or Reference) Number: **2.4**

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete or replace

RATIONALE: *Unnecessary. 'Lot' is defined in the Declaration. Confusion regarding the meaning of 'Lot' is rare. If not deleted, then replace with "See Section 1.7 in the Declaration."*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: 2.4

DIRECTING GOVERNING DOCUMENT: It's a question

PROPOSED CHANGE: vice President should be uc

RATIONALE: *Typo*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: Lots should be lots

RATIONALE:

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION: Bylaws 2.4

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: Delete the proposed, changed text as the Declaration already controls this. Your clarification is pointless.

RATIONALE: *The definition isn't required as the declaration controls this issue. In fact, you could delete the entire definitions section and just refer back to the Declaration.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: 2.5 - Definitions - Owner

Current Bylaws: Section 2.5 "Owner" shall mean and refer to the record Owner, whether one (1) 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.

2024 1st Draft: *Section 2.5 "Owner" shall mean and refer to the record Owner of the fee simple title to any Lot that is a part of the Properties. "Owner" includes one or more persons or entities (in the event of common ownership, whether by joint tenancy or otherwise) and contract sellers but excludes those having an interest merely as security for the performance of an obligation.*

Difference: **Significant Difference:** *Clarifies that a single owner may consist of multiple people or entities.*

Member Inputs for Section (or Reference) Number: 2.5

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete or replace

RATIONALE: *Unnecessary. 'Owner' is defined in the Declaration. Confusion regarding the meaning of 'Owner' is rare. If not deleted, then replace with "See Section 1.12 in the Declaration."*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: n/a

DIRECTING GOVERNING DOCUMENT: Typo 2.5 "owner"

PROPOSED CHANGE: It's a question

RATIONALE: *It's a question*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **2.8 - Definitions - Member**

Current Bylaws: Section 2.8 “Member” shall mean and refer to those persons entitled to Membership in the Association as provided in the Declaration.

2024 1st Draft: *Section 2.8 “Member” shall mean and refer to those persons entitled to Membership in the Association as provided in the Declaration. Membership is appurtenant to ownership of a Lot and an Owner will have one Membership for each lot owned. Members in good standing may vote in Association elections and other matters of Association business. Members in good standing may also serve on committees and on the board of directors.*

Difference: **Significant Difference:** *Adds explanation of priveleges enjoyed by members in good standing. Adds relationship of membership to lot*

Member Inputs for Section (or Reference) Number: **2.8**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete or replace

RATIONALE: *Unnecessary. 'Member' is defined in the Declaration. If not deleted, then replace with "See Section 1.8 in the Declaration." or offer clarification on the difference between owner and member.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Byla 3.4, 2.8, 2.9, 2.11

DIRECTING GOVERNING DOCUMENT: Selective enforcement?

PROPOSED CHANGE: Delete "entitled to be cast" (3.4) Quorum. With the addition of wording and added definitions, concerned the board is attempting to suppress votes by adding requirements and imposing pena

RATIONALE: *The additions suggested appear to give the board the authority to impose penalties and ultimately suppress votes of certain property owners.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **2.8**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 2.8

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Delete your proposed change.

RATIONALE: *The declaration controls this issue completely. Your clarification is not appropriate for the Bylaws and demonstrates ignorance of how the governing documents work. Do not waste our time including discussion of any issues or aspects in the Bylaws that are controlled by the Declaration.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **2.9 - Definitions - Good Standing**

Current Bylaws:

2024 1st Draft: *Section 2.9 "Member in Good Standing" shall mean that the Lot's account is current and that the annual assessments, any special assessments imposed by the Association, and any other sums due the Association are paid as required; and the Owner and the Lot are not subject to pending action regarding violations of the Association's governing documents.*

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: **2.9**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the current text at the end: "THE CONSEQUENCES OF NOT BEING A MEMBER IN GOOD STANDING INCLUDE SUSPENSION OF VOTING (2.8, 3.5 AND 7.1B) , ABILITY TO SERVE ON COMMITTEES (9.1) OR THE BOARD (5.1, 7.1.C and 8.4). "

RATIONALE: *To consolidate in one place all the consequences of not being a member in good standing with explanation included later in the appropriate sections of the bylaws.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Delete "Owner&Lot not subject 2 pending action regarding violations of the Association's governing documents.

RATIONALE: *Concerning! Does this mean if an appeal is pending before the board that a member cannot vote?*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **2.9**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Byla 3.4, 2.8, 2.9, 2.11

DIRECTING GOVERNING DOCUMENT: Selective enforcement?

PROPOSED CHANGE: Delete "entitled to be cast" (3.4) Quorum. With the addition of wording and added definitions, concerned the board is attempting to suppress votes by adding requirements and imposing pena

RATIONALE: *The additions suggested appear to give the board the authority to impose penalties and ultimately suppress votes of certain property owners.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 2.9

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: Delete this proposed added section

RATIONALE: *This is not appropriate for the Bylaws. It is a declaration issue. They bylaws explain how the corporation functions, not the rights and privileges or standing of the members.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the current text at the end: "THE CONSEQUENCES OF NOT BEING A MEMBER IN GOOD STANDING INCLUDE SUSPENSION OF VOTING (2.8, 3.5 AND 7.1B) , ABILITY TO SERVE ON COMMITTEES (9.1) OR THE BOARD (5.1, 7.1.C and 8.4). "

RATIONALE: *Reason: To consolidate in one place all the consequences of not being a member in good standing with explanation included later in the appropriate sections of the bylaws.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **2.11 - Definitions - Vote**

Current Bylaws:

2024 1st Draft: *Section 2.11 "Vote" shall refer to multiple occurrences of casting ballots in person, by mail, by voice, and by electronic voting systems.*

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: **2.11**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change text to read: Section 2.11 "Vote" shall refer to multiple occurrences of casting ballots or written consents in person, by mail, by voice, and by electronic voting systems.

RATIONALE: *Adding written consent makes more clear that actions in 3.6A are equivalent to ballots.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: include [or written consent] after ballots

RATIONALE: *to be inclusive*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Delete voice "vote"

RATIONALE: *Secret voice "vote?" How?*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **2.11**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Byla 3.4, 2.8, 2.9, 2.11

DIRECTING GOVERNING DOCUMENT: Selective enforcement?

PROPOSED CHANGE: Delete "entitled to be cast" (3.4) Quorum. With the addition of wording and added definitions, concerned the board is attempting to suppress votes by adding requirements and imposing pena

RATIONALE: *The additions suggested appear to give the board the authority to impose penalties and ultimately suppress votes of certain property owners.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **3.1 - Member Meetings - Annual**

Current Bylaws: Section 3.1 Annual Meetings. The annual meeting of the Members shall be held during the first quarter of each calendar year at a time and date to be announced.

2024 1st Draft: *Section 3.1 Annual Meetings. The annual meeting of the Members shall occur during the first quarter of each calendar year at a location, date, and time, determined by the Board of Directors.*

Difference: **No Significant Difference:** *Adds that location, date, and time are determined by the Board.*

Member Inputs for Section (or Reference) Number: **3.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 3.1

DIRECTING GOVERNING DOCUMENT: N

PROPOSED CHANGE: Move the annual member meeting to October or November.

RATIONALE: *The budget for the year, voting, results can all be dealt with timely at one meeting. The members should have a good meeting that provides a substantive budget and assessment discussion and other important matters. March makes no sense.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **3.2 - Member Meetings - Special**

Current Bylaws: Section 3.2 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-tenth (1/10) of all of the votes entitled to be cast by the Membership.

2024 1st Draft: *Section 3.2 Special Meetings. Special meetings of the Members may be called at any time by the President, by a majority of the Board of Directors, or upon written request of the Members who are entitled to vote one-tenth (1/10) of all of the votes entitled to be cast by the Membership.*

Difference: **No Significant Difference**

Member Inputs for Section (or Reference) Number: **3.2**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Delete the word "majority" from line 2.

RATIONALE: *It's in the best interest of the Association for both voting blocks to be able to have their voices heard.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 3.2

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: delete your change. Why would you want to make it harder for the directors to call a special meeting?

RATIONALE: *This is a senseless change. As it is, a marjority of a quorum of directors can call a meeting. Why would you want to change this to a majority of all directors?*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **3.4 - Member Meetings - Quorum**

Current Bylaws: Section 3.4 Quorum. The presence at the meeting of Members entitled to cast twenty-five percent (25%) of the votes of each class of Membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. Pursuant to A.R.S. 33-1812B, votes cast by absentee ballot or other form of delivery are valid for the purpose of establishing a quorum. If, however, such quorum shall not be present 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. If the adjournment is for more than thirty (30) days, notice shall be given to each Member entitled to vote at the meeting. A.R.S. 10-810(D) controls reconstitution of the Board of Directors.

2024 1st Draft: *Section 3.4 Quorum. The presence at the meeting of Members entitled to cast twenty-five percent (25%) of all of the votes entitled to be cast by the Membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. Meeting "presence" includes attendance via remote access and pursuant to ARS 33-1812B, votes cast by absentee ballot or other form of delivery are valid for the purpose of establishing a quorum.*

Difference: **No Significant Difference:** *Removes allowance to adjourn and reconvene within 30 days in order to achieve a quorum. Adds inclusion of 'remote attendance' as 'present.'*

Member Inputs for Section (or Reference) Number: **3.4**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . . delivery are valid . . ." to ". . . delivery; and all are valid . . ."

RATIONALE: *Confusing. (Presence includes A and B are valid?)*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add "The number of 'votes entitled to be cast' is the total count of lots in good standing at the time when the meeting is announced to the membership."

RATIONALE: *Clarifies that only lots and members in good standing are entitled to vote.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **3.4**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Byla 3.4, 2.8, 2.9, 2.11

DIRECTING GOVERNING DOCUMENT: Selective enforcement?

PROPOSED CHANGE: Delete "entitled to be cast" (3.4) Quorum. With the addition of wording and added definitions, concerned the board is attempting to suppress votes by adding requirements and imposing pena

RATIONALE: *The additions suggested appear to give the board the authority to impose penalties and ultimately suppress votes of certain property owners.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **3.5 - Member Meetings - Ballots**

Current Bylaws: Section 3.5 Mail or Absentee Ballots. At all meetings of Members, each Member may vote in person or by Mail or Absentee Ballot whichever applies. Proxies Ballots are not allowed per A.R.S. 33-1812. There shall be one vote per lot per item being voted.

2024 1st Draft: *Section 3.5 Voting; Written Consent; Petitions. There shall be one vote for each Lot owned and in the event of common ownership, whether by joint tenancy or otherwise, there shall be no more than one vote for each Lot, and the Owners must agree among themselves as to the signing of petitions, giving written consent, and the manner in which a vote shall be cast on behalf of that Lot. At all meetings of Members, each Member may vote in person or by Absentee Ballot, whichever applies. Proxies or proxy ballots are not allowed per ARS 33-1812.*

Difference: **Significant Difference:** *Each 1 lot get 1 vote, regardless the number of owners of that lot.*

Member Inputs for Section (or Reference) Number: **3.5**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to current text at the end: "ONLY VOTES, WRITTEN CONSENTS OR SIGNATURES ON PETITIONS FROM MEMBERS IN GOOD STANDING WILL BE COUNTED."

RATIONALE: *This article discusses voting so it needs to be clear that only members in good standing will have their votes or signatures counted.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 3.5

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: delete your proposed change.

RATIONALE: *Why would we want to make it harder to continue a member meeting until a quorum is established? This increased board power over the members and is surprising for folks who publicly espouse being Republicans but are really just petty, controlling democrats at heart.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **3.5**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 3.5

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Delete your proposed change

RATIONALE: *This is not a Bylaws issue. It is a declaration and Aol issue and is already established elsewhere.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **4.0 - BOARD OF DIRECTORS; SELECTION; TERM OF OFFICE**

Current Bylaws: Article 4

2024 1st Draft: *Article 4*

Difference:

Member Inputs for Section (or Reference) Number: **4.0**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change the title of the Article to match the subparagraphs below it (delete SELECTION and add COMPENSATION). Change to read : BOARD OF DIRECTORS; TERM OF OFFICE and COMPENSATION

RATIONALE: *Article title should match the subparagraphs discussed under it.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **4.1 - Directors - Number**

Current Bylaws: Section 4.1 Number. The affairs of the Association shall be managed by the Board. The Board shall consist of, and the voting Members shall elect nine (9) directors, each of whom must be an individual Member or an individual designated by a corporation, partnership, or other non-individual Member.

2024 1st Draft: *Section 4.1 Number. The affairs of the Association shall be managed by a Board of Directors elected by the Members. The Board shall consist of seven directors, each of whom must be a Member or an individual designated by a corporation, partnership, or other non-individual Member.*

Difference: **Significant Difference**: *Changes count of directors from 9 to 7.*

Member Inputs for Section (or Reference) Number: **4.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add the requirement to be and remain in good standing. Change second sentence to read: "...each of whom must be a Member IN GOOD STANDING or an..."

RATIONALE: *To emphasize that a director be and remain in good standing to serve on the board. Also applaud the change to seven directors. Nine is too many to sustain and a challenging number to coordinate.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: prefer 5 members, but will accept 7

RATIONALE: *There is always a concern of having a larger number of members available for a meeting, but I do support the change to 7. I strongly support the Draft changes of 4.2 and 4.3 along with making sure the Directors are in good standing for the full period of their term and for all votes of the Board.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **4.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change the number of board members to 5.

RATIONALE: *Seven, like nine, seems like a needlessly high number of board members for an organization of this size. If small-number majorities are a concern, then perhaps we should require a 4-1 or 5-0 majority for some actions.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: include the word " in good standing" after must be a Member

RATIONALE: *makes good sense*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Replace this entire section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: Leave as is currently in the By Laws.

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **4.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Change 7 to 9

RATIONALE: *7 memb board - one voting block total control board. Suggested change appears compromise, not. Next election 3/25, after 1 sided board approves bylaws, only one vacancy will exist. Terms for GB, KW, & CP end, RWB ends July. Only 1 vacancy. RWB relected.DMc removed. CP can be appointed to fill DMc's*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete this entire section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Leave this section as is with 9 board members.

RATIONALE: *Since we have several property owners who own multiple lots, those of us with only 1 or 2 lots do not have a voice. By limiting the number of board members to 7, you are not getting a true representation of all property owner's views. Board members must represent everyone in this community.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **4.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Keep the current number of board members.

RATIONALE: *By limiting the number of board members, you are limiting the voice of many community members. Directors with known and unknown biases will be allowed to make decisions that do not represent the property owners' wishes and only serve their self-interests. As elected officials, you represent all.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 4.1

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Delete your proposed change. There is no logical reason for 7 directors. With 9, the officers can meet without violating the quorum restriction to discuss routine administrative functions of the Association.

RATIONALE: *Because it make sense and 7 is just silly. If you go to 7, you might as well go to five or three or one.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 4.1. – Number of Directors: Add new text to existing text: add "in good standing" . Change to read: "...each of whom must be a Member in good standing or an...." Reason: to make clear that a board member must remain in good standing to serve as a director. Plus seven directors are much better than 9. Reason: Much more workable.

RATIONALE: *Having so many BODs creates the ultimate Bureaucracy. It worked MUCH better in the past administration with a smaller number of BODs.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 4.1

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: I specifically like the changes in 4.1 reducing the number of board members to 7.

RATIONALE: *9 was just too many.*

Section (or Reference) Number: 4.2 - Directors - Term of Office

Current Bylaws: Section 4.2 Term of Office. The directors shall be elected at the annual meeting of the Members, and the term of the directors shall be staggered three year terms.

2024 1st Draft: *Section 4.2 Term of Office. The term of the directors shall be staggered three year terms.*

Difference: **Significant Difference:** *Removes text regarding elections at annual meetings.*

Member Inputs for Section (or Reference) Number: 4.2

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . . staggered three year terms." to ". . . staggered three-year terms, excepting situations wherein shorter terms are necessary to maintain staggered terms."

RATIONALE: *Makes allowance for special circumstances such as multiple vacancies occurring, resulting in non-staggered terms and elections; i.e., replacing a majority of the directors in one election.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **4.3 - Directors - Compensation**

Current Bylaws: Section 4.5 Compensation. No director shall receive compensation for any service he or she may render to the Association that is within his or her duties as a director. However, any director may be reimbursed for his or her actual expenses incurred in the performance of his duties, provided such expenses are documented and approved by the Board before the expense was incurred.

2024 1st Draft: *Section 4.3 Compensation. No director shall receive compensation for any service he or she may render to the Association that is within his or her duties as a director. However, any director may be reimbursed for actual expenses incurred in the performance of board duties, provided such expenses are documented and approved by the Board before the expense was incurred. No sitting board member may financially benefit from any board motion during the tenure of the board member's directorship and in the case in which a change would otherwise financially benefit a director, that change will be suspended until that director is no longer a member of the Board.*

Difference: **Significant Difference:** *Adds prohibition of directors benefitting financially from any board motion.*

Member Inputs for Section (or Reference) Number: **4.3**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . . compensation for any service he or she . . ." to ". . . compensation for any labor he or she . . ."

RATIONALE: *Service is usually a combination of labor and materials. This clarification allows directors to be compensated for materials they procure in order to provide the service.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "No sitting board member may financially benefit from . . ." to "Excepting board motions that benefit all or many members, no sitting board member may financially benefit from . . ."

RATIONALE: *I believe the issue is conflict of interest. I don't think there is a conflict when an action serves the collective interests of all or most members.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **4.3**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . . financially benefit a director, that change . . ." to ", , , financially benefit a director exclusively or selectively, that change . . ."

RATIONALE: *If the benefit is collective, then the action should not be delayed for this reason alone.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: add to the last sentence "for that director only": Change: (caps are intended to clarify where the change is) .."... and in the case in which a change would otherwise financially benefit a director, that change will be suspended FOR THAT DIRECTOR ONLYuntil

RATIONALE: *makes more clear that the change takes affect for all others except for the director who may benefit.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 4.3

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: This isn't a compensation issue. Wrong section. Create another one if this wasn't already mentioned elsewhere before.

RATIONALE: *As Mr. B has been continuously on the board, make sure all his fees for all the new properties he owns have been collected. He should not be able to benefit from a change he proposed.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.1 - Elections - Nominations**

Current Bylaws: Section 5.1 Nomination. Nominations from the floor are not allowed. The secretary will send a written request to all Members at least 60 days prior to the annual election, or 30 days prior to a recall or special election for filling of a director vacancy. Such nominations shall be made from among individual Members who are in good standing with the Association. Nominees will submit their names to the secretary who will verify that they are in good standing before forwarding the vetted list to the Elections Committee. Good standing is defined as no pending board actions or delinquencies.

2024 1st Draft: *Section 5.1 Nomination. Nominations from the floor are not allowed. The Secretary will send a written request to all Members at least 60 days prior to the annual meeting of members, or 30 days prior to a special meeting of the members for filling of a vacancy, requesting letters of intent to run for a seat on the Board. Nominees will submit their names and the information required of Directors by the Corporate Transparency Act to the Secretary who will verify they are in good standing before forwarding the list to the Elections Committee. Members in good standing who provide the information required by the Corporate Transparency Act may be nominated and run for election to a seat on the Board of Directors. Members in good standing who are subject to ineligibility because of a previous removal action may run for and be elected to the Board of Directors three years after the expiration of the term from which they were removed.*

Difference: **Significant Difference:** *Adds Corporate Transparency Act information requirement. Adds ineligibility resulting from removal.*

Member Inputs for Section (or Reference) Number: **5.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . . because of a previous removal action may run for and be elected to the Board of Directors three years after the expiration of the term from which they were removed." to ". . . because of a previous removal action may run for the Board of Directors if their period of ineligibility expires before the election."

RATIONALE: *Ineligibility due to removal should apply only to serving on the board. A person's ineligibility will normally expire around the time of the election--not 60 days earlier when nominations occur. The period of ineligibility due to removal is addressed in section 5.3 and doesn't need to be repeated.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 5.1

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "... because of a previous removal action may run for and be elected to the Board of Directors three years after the expiration of the term from which they were removed." to "... because of a previous removal action may run for the Board of Directors if their period of ineligibility expires before the election."

RATIONALE: *Ineligibility due to removal should apply only to serving on the board. A person's ineligibility will normally expire around the time of the election--not 60 days earlier when nominations occur. The period of ineligibility due to removal is addressed in section 5.3 and doesn't need to be repeated.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Remove a portion of the last sentence: " AND TO BE ELECTED" . Change to read: "... of a previous removal action may run for the Board of Directors... "

RATIONALE: *This paragraph deals with nominations and we should not assume they will be "elected to"*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: draft Bylaws 3.5

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to existing text after "seat on the Board of Directors. NO LOT MAY HAVE MORE THAN ONE NOMINATION CANDIDATE OR DIRECTOR ON THE BOARD AT A TIME."

RATIONALE: *Just as it clarifies in Bylaws 3.5 that each lot has only one vote regardless of the number of owners, this clause will ensure that each lot also has only one vote at the director level at a time.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **5.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: 31 USC 5336

PROPOSED CHANGE: Verbiage referring to nominee being required by the CTA to provide personal financial information goes beyond what the CTA requires. I believe this is an attempt to discourage potential candidates from submitting their names to run for the board.

RATIONALE: *It appears the board is using a federal requirement to intimidate uninformed individuals from submitting their names to run for the board.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: seat on the Board of Directors. NO LOT MAY HAVE MORE THAN ONE NOMINATION CANDIDATE OR DIRECTOR ON THE BOARD AT A TIME.

RATIONALE: *Just as it clarifies in Bylaws 3.5 that each lot has only one vote regardless of the number of owners, this clause will ensure that each lot also has only one vote on the board of directors at a time.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.2 - Elections - Voting**

Current Bylaws: Section 5.2 All ballots for election to the Board of Directors, either for the annual election, a special election, or a removal vote, shall comply with A.R.S. 33-1812. Ballots will be secret. Elections will be conducted in a manner so as to incur the minimum cost to the Association, using online voting to the maximum extent possible. Only members specifically requesting paper ballots will be sent one and the cost of returning it will be at the member's expense.

2024 1st Draft: *Section 5.2 Election.*

A. The number of Directors shall be divided into three groups, each group containing as equal a number of directors as is possible, with one group elected at each annual meeting of the Members providing for staggered three-year terms.

B. All ballots for election to the Board of Directors, whether for the annual election, a special election, or a removal action, shall comply with ARS 33-1812. Ballots will be secret. In any such election or member action, every Member entitled to vote will receive one ballot for each lot owned.

Difference: *∴ Adds division of directors into groups for staggering terms. Removes requirement of minimum cost. Removes requirement for maximum use of online voting. Removes constraint on paper ballots. Adds 1-lot:1-ballot clarification.*

Member Inputs for Section (or Reference) Number: **5.2**

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION: Bylaws 5.2

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Retain the language about cost and online voting. It's been obvious from the beginning that the clique in control now has wanted to revert back to the old ways and this just disenfranchised the majority of remote owners. Election participation has increased and that doesn't favor the control clique.

RATIONALE: *Because low cost, online voting as the primary method just makes sense and is the norm for similar organizations and firms. I haven't voted a paper ballot in a corporate election since way back when, before the internet. The cost of the recent election was due to outsourcing functions.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.2.B - Elections - Voting - 1 Vote per Lot**

Current Bylaws: Section 5.2 All ballots for election to the Board of Directors, either for the annual election, a special election, or a removal vote, shall comply with A.R.S. 33-1812. Ballots will be secret. Elections will be conducted in a manner so as to incur the minimum cost to the Association, using online voting to the maximum extent possible. Only members specifically requesting paper ballots will be sent one and the cost of returning it will be at the member's expense.

2024 1st Draft: *Section 5.2 Election.*

B. All ballots for election to the Board of Directors, whether for the annual election, a special election, or a removal action, shall comply with ARS 33-1812. Ballots will be secret. In any such election or member action, every Member entitled to vote will receive one ballot for each lot owned.

Difference: **Added - New:** *Adds 1-lot:1-ballot clarification.*

Member Inputs for Section (or Reference) Number: **5.2.B**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Be consistent--either "member" lower case or "Member" upper case. Should pick one form or the other.

RATIONALE: *Consistency is common sense*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.3 - Directors - Removal**

Current Bylaws: Section 4.3 Removal. Any director may be removed from the Board, in accordance with A.R.S. 33-1813 A removed director is ineligible to run for office again.

2024 1st Draft: *Section 5.3 Removal. Any director may be removed from the Board in accordance with ARS 33-1813. Any director so removed by the members will be replaced by a director elected by the Members. A removed director is ineligible to run for a director position until three years after the expiration of the term being served when removed.*

Difference: **Significant Difference:** *Ineligibility changed from permanent to remainder of term plus one term.*

Member Inputs for Section (or Reference) Number: **5.3**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: ARS 33-1813

PROPOSED CHANGE: Change "A removed director is ineligible . . ." to "A director removed by vote of the members is ineligible . . ."

RATIONALE: *The additional length of ineligibility should only apply to directors removed by the members.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: ARS 33-1813

PROPOSED CHANGE: Change ". . . is ineligible to run for a director position until . . ." to ". . . is ineligible to run for a director position or to serve in a director position until . . ."

RATIONALE: *A member ineligible to be elected to the board should also be ineligible for appointment to the board.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: ARS 33-1813

PROPOSED CHANGE: A director removed by means other than by vote of the members is ineligible to run for a director position or to serve in a director position only until the expiration of the term being served.

RATIONALE: *The additional period of ineligibility should only apply to removals by member vote. The automatic removal under ARS 33-1813 4.d. is not a decision of the members.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **5.3**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add "OR BE APPOINTED TO" to the last sentence to read: "... A removed director is ineligible to run for OR BE APPOINTED TO a director position until"

RATIONALE: *We don't want a removed director to get around the "will" of the members by a technicality: "they did not run but were appointed". Need to make sure they can not serve at all for X amount of time.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Change "Members" to "members"

RATIONALE: *Common sense*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: 5.3

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: The 3 year limit is previously mentioned. delete here.

RATIONALE: *eliminate redundancy and text maintenance challenges.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 5.3

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 5.3. – Removal: Add new text to existing text: : add to last sentence : change “ineligible to run for” to read “ineligible to run for or be appointed to” .

RATIONALE: *Reason: We do not want a removed director to serve on the board at all while on probation; nor do we want to allow them to split hairs that they were appointed and not elected.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.4 - Directors - Replacement**

Current Bylaws: Section 4.4 Replacement. In the event of a vacancy and if more than twelve (12) unexpired term months remain, a special election of the Members may be held, at the discretion of the Board, in accordance with the procedures of Article V. Regardless of the time remaining term, the Board, may appoint an interim director from a list of volunteers to serve out the remaining term or until a special election can be held. In the event all members of the board are replaced at a special membership meeting, the appointed directors shall serve until an election is held under Article V. In all cases the vacancy(ies) will be filled before the closing of the next board meeting unless the board has deemed an election is to be held.

2024 1st Draft: *Section 5.4 Replacement.*

Difference: **Significant Difference:** *Replaces single replacement paragraph with four paragraphs, one each for four categories of replacement. Removes requirement for immediate replacement.*

Member Inputs for Section (or Reference) Number: **5.4**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: after the words - including any held by interim directors - add "within 30 days"

RATIONALE: *Because that action requires a time line*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 5.4

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: This section is a mess and needs a complete rework. Too many problems to fix here. All directorships need to be filled so that the quorum rules are respected and the officers can continue to meet to discuss and conduct the routine administrivia of the corp.

RATIONALE: *Mr. B regularly violated the quorum rules by forming email chains between he, Kling, and the secretary. As previously mentioned, retain the 9 position board and fill the positions to avoid quorum violations.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.4.A - Directors - Replacement - Not Removal**

Current Bylaws:

2024 1st Draft: *Section 5.4 Replacement.*

A. In the event of a vacancy on the Board arising from death, resignation, disqualification of a director not the result of removal by the membership, or a lack of candidates that leaves a quorum of directors remaining in office, the Board, at its discretion, may: 1) leave the seats vacant until the next annual meeting of the members; 2) appoint an interim director to serve only until the next annual meeting of the members; or 3) call a special meeting of the members to elect a replacement. However, if the directors remaining in office constitute fewer than a quorum of the board, they shall appoint interim directors sufficient in number to constitute a quorum and call for a special meeting of the members to elect replacements to fill the vacancies, including any held by interim directors.

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: **5.4.A**

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add a time limit to the text for when the special member meeting must occur: "WITHIN 45 DAYS". Change last sentence to read "..and call for a special meeting of the members within 45 days to elect replacements to fill the vacancies, including any held by interim directors."

RATIONALE: *Specify a time limit for the election so the board can move forward with elected directors (not interim) who better represent the support of the members.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **5.4.D - Directors - Replacement - All Removed**

Current Bylaws:

2024 1st Draft: *Section 5.4 Replacement.*

D. In the event all members of the board are removed at a special membership meeting called in accordance with ARS 33-1813, the President, Secretary, and Treasurer will remain in office and conduct only those activities required of the Association by statute, those duties required of their office by these bylaws, and those activities necessary to prepare for and hold an election for the replacement of the removed directors. As required by ARS 33-1813, the special meeting of the members will be held within thirty days after the meeting at which the members of the board of directors were removed.

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: **5.4.D**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change to read: Change to read: In the event all members of the board are removed at a special membership meeting called in accordance with ARS 33-1813, the BOARD WILL HAVE ESTABLISHED AN INTERIM COMMITTEE TO BE ACTIVATED to prepare for and hold a SPECIAL election WITHIN 30 DAYS PER ARS 33-1813 AND THE ASSOCIATION'S ELECTION PROCEDURES.

RATIONALE: *If all directors are removed, then for the follow on special election to have any credibility, the removed directors should not have anything to do with the election. You can either specify the detailed procedures in these bylaws or add the specificity to the Associations election procedures.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Pres. & Tres remain for signing of checks, provide EC of 2 to 3 more Assoc. members to run special election

RATIONALE: *Setting up EC before recall vote count helps move things forward to be within the 30 days for the new election. 5.3 change of last sentence in Draft [ineligible to run or be appointed] to a Director appointment---for clarification. support all changes in this Section 5*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **6.1 - Board Meetings**

Current Bylaws: Section 6.1 Regular Meetings. All meetings of the Board Of Directors will be held in accordance with A.R.S. 33-1804. Each Member, or Member's representative, may speak for no more than three minutes per subject, unless additional, reasonable time is granted by the meeting chair. Regular meetings shall be limited to a two-hour duration; at the end of the two-hour limit, the meeting shall be adjourned, and all remaining agenda items will be added to the beginning of the next meeting's agenda. However, the Board may vote to continue the meeting for an additional 30 minutes. Additional extensions may be permitted if additional Board votes approve of such extensions.

Any portion of a meeting may be closed only if that closed portion of the meeting is limited to consideration of one or more of the reasons allowed by A.R.S. 33-1804.

2024 1st Draft: *Section 6.1 Regular Meetings. All meetings of the Board Of Directors will be held in accordance with ARS 33-1804. Regular meetings of the Board shall be held at least once per year, at such place and hour as may be fixed from time to time by resolution of the Board. Regular meetings shall be limited to a two-hour duration; at the end of the two-hour limit, the meeting shall be adjourned, and all remaining agenda items will be added to the beginning of the next meeting's agenda. However, the Board may by majority vote continue the meeting for an additional 30 minutes. Any portion of a meeting may be closed only if that closed portion of the meeting is limited to consideration of one or more of the reasons allowed by ARS 33-1804.*

Difference: **Significant Difference:** *Adds mandate for at least one meeting per year, scheduled by board resolution. Removes permission and 3-minute limit regarding member comments.*

Member Inputs for Section (or Reference) Number: **6.1**

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: delete all discussion about time limits on meetings.

RATIONALE: *Reason: Unnecessary detail. Let the new board decide its own procedures and time limits for meetings.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: There needs to be limitations on member input during board meetings

RATIONALE: *If not appropriate here then it needs to be somewhere or board meetings will never accomplish anything.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 6.1

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Para 7 – Thank you for deleting the old 7.1. It was a clear attempt to circumvent the Declaration and not appropriate for our bylaws.

RATIONALE: *The old 7.1 was a clear attempt to disregard the Declaration and would not have stood up in court. This change protects the Association and affirms the Directors' purpose to enforce the CCR.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: 6.5 - Board Meetings - Action Sans Meeting

Current Bylaws:

2024 1st Draft: *Section 6.5 Action Taken Without a Meeting. In accordance with ARS 10-3821, 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 the directors. The action will be evidenced by one or more written consents describing the action taken, signed by each director and included in the minutes of the next meeting of the Board and filed with the Association's records reflecting the action taken. Action taken under this section is effective when the last director signs the consent, unless the consent specifies an earlier or later effective date. A consent signed under this section has the effect of a meeting vote and may be described as such in any document.*

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: 6.5

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 6

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: A minority, not a quorum, of directors should be able to call a meeting. 6.5 should be deleted, bad policy.

RATIONALE: *Respect minority views, do not make it hard for minority directors to influence policy. Winner-take-all is a mistake.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.1 - Board Responsibilities**

Current Bylaws: Section 7.1 Responsibilities. Per Declaration 5.1, the Association shall be responsible for the protection, improvement, alteration, maintenance, repair, replacement, administration, management and operation of the Common Area. As per Declaration 11.1, the Association, or any Member, shall have the right, but not the duty, to enforce, by any proceeding at law or in equity, all restrictions, conditions, covenants, reservations, liens or charges now or hereafter imposed by the provisions of the Declaration. To mitigate the harm caused to owners by certain provisions of the Bylaws who would otherwise have to sell their properties at a discount as has happened in the past, the Board hereby provides a blanket waiver of all provisions of Declaration Article 10 except for Article 10, sections 1,4, 6, 9,10, 11,12, and 13. Section 10.4's provision for a 12 month time limit on construction is hereby waived. The Association will not exercise the right in Article 10.21. All plans submitted to the board, except for those requiring a waiver of one of the previous provisions, will automatically be approved and the owner-member will receive a record response from the Secretary acknowledging that approval. Declaration 10.9's provision against burning of rubbish, as this is allowed by Cochise County, will not be enforced. In addition to this, the Association common area includes, but is not limited, to a well, windmill and tank. The Declaration provides no limitation on the use of water from wells on the Association common areas. It does state that the resource is, "to be made available for the use and enjoyment of the Owners." No warranty of water availability is provided and no indications of potability will be present. Common area is defined in Declaration 1.3 and discussed in Declaration Article 3. The provisions of Article 9 are implemented as follows. For Architectural Review Requests (ARR) requiring a waiver not previously discussed, the Board will convene a special meeting to consider the request as a committee of the whole and will then dispose of the ARR in normal order. ARRs not requiring an explicit waiver will automatically be approved by the Secretary after a 48 hour review period of all directors. If a director objects during the 48 hour review period, a special meeting will be convened after proper notice per A.R.S. 33-1804 to consider the objection.

2024 1st Draft: *Section 7.1 Powers. In addition to all other powers and authority vested in or delegated to the Association and not reserved to the Membership by other provisions of these Bylaws, the Articles of Incorporation, the Declaration, or statute the Board of Directors shall have power to:*

Difference: **Significant Difference:** *Removes the unlawful abdication regarding the enforcement of governing documents. Removes exclusive limits on board authorities. Allows board to exercise authorities not reserved to members. Removes details on windmill usage.*

Member Inputs for Section (or Reference) Number: **7.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Thank you for deleting the old 7.1. It was a clear attempt to circumvent the Declaration and not appropriate for our bylaws.

RATIONALE: *The old 7.1 was a clear attempt to disregard the Declaration and would not have stood up in court. This change protects the Association and affirms the Directors' purpose to enforce the CCR.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **7.1**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Correct the format of Article 7 to match the rest of the document.

RATIONALE: *Consistency.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Replace this entire section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: Leave it as it was before your revision.

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: The Board needs to develop standards and guidelines for roads, such as "roads need to be maintained at least to the condition when the HLR was sold". The windmill also needs standards.

RATIONALE: *Without published standards conditions are never good enough.*

Member Inputs for Section (or Reference) Number: **7.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 7.1

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Your assertion that the current language is illegal is just wrong. Let's get this in front of a judge so you can see you are wrong. The Declaration does not impose any requirement to enforce the declaration. It grants the right "but not the duty" to enforce.

RATIONALE: *Leave this as it is. We can see that you are hell bent on making life miserable for the majority of owners out there.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 7.1 A-F

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Revert back to 2022 language. Limit Rules to just the common areas, no penalties allowed there. Don't discuss suspending voting rights, addressed elsewhere. 7.1F is just plain wrong. What defective instinct is fixating you on screwing with you neighbors? The litigation limit of 2014 should be retained. The majority do not want lawsuits.

RATIONALE: *Keep the controls and limits in place for the protection of everyone. We do not want the assessment wasted on your petty lawsuits that you are so obviously bent on initiating. What is wrong with you at a personal level? Were you abused as a child?*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add an entire new section**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: I specifically like the changes in 7.

RATIONALE: *I specifically like eliminating all of those things there that were a deliberate attempt to eliminate board powers.*

Section (or Reference) Number: **7.1.A - Association Rules**

Current Bylaws: As permitted by Declaration 5.3, the Association may maintain Association Rules. The Association Rules may, among other things, restrict and govern the use of the Common Areas and shall be intended to enhance the preservation and development of the Common Area. Current Association Rules will be posted on the website.

2024 1st Draft: *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. Rules and regulations may also be adopted and published to clarify interpretation of these Bylaws, the Declaration, or other aspects of Association membership. No change, deletion, or addition to rules or regulations shall be approved or adopted by the Board until thirty days after the proposed change, deletion, or addition has been presented to the membership for review and comment.*

Difference: **Significant Difference:** *Adds public review requirement. Removes requirement to post on website.*

Member Inputs for Section (or Reference) Number: **7.1.A**

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION: CCR 5.3

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add the words ASSOCIATION Rules. Change the first sentence to read: " Adopt and publish ASSOCIATION rules and regulations governing...."

RATIONALE: *To clarify that any rules and procedures published to enhance the governing of the Association are ASSOCIATION RULES as authorized by CCR 5.3. Nothing in our governing documents mentions or grants authority to publish procedures that are not part of Association Rules.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Require all governing documents be posted to the website within 10 days of board approval.

RATIONALE: *By limiting access to governing documents, the board is limiting transparency and inclusivity. When searching for information regarding rules and approved motions, the first place members look is the website. The board should be required to update all public documents (via website) promptly.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.1.B - Board Powers - Voting Suspension**

Current Bylaws:

2024 1st Draft: *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, so long as such Member has the been given the opportunity to be heard in accordance with Article X of these bylaws.*

Difference: **Added - New:** *Good Standing or no vote. Not in 2022 bylaws, but in earlier versions of bylaws.*

Member Inputs for Section (or Reference) Number: **7.1.b**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "... in default in payments of any assessments levied by the Association" to read "NOTIFIED THAT THEY ARE NOT A MEMBER IN GOOD STANDING defined in para 2.9 of these Bylaws. "

RATIONALE: *Suspending voting rights should happen as long as a member is NOT in good standing. Per the definition listed in Bylaws 2.9, those conditions are failure to pay assessments or in violation of our Declaration. So simplifying the wording clarifies conditions for suspension of voting rights.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "... shall be in default in the payment of any assessment . . ." to "... shall be late or delinquent in the payment of any fee, charge, or assessment . . ."

RATIONALE: *Default is not defined in any of the governing documents, so it could be contentious. Late is clearly 15 days past the due date and Delinquent is clearly 45 days after the due date. Good Standing should mean that all debts to the Association are satisfied.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **7.1.b**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: “.. in default in payments of any assessments levied by the Association” to read “NOTIFIED THAT THEY ARE NOT A MEMBER IN GOOD STANDING defined in para 2.9 of these Bylaws.”

RATIONALE: *Suspending voting rights should happen as long as a member is NOT in good standing. Per the definition listed in Bylaws 2.9, those conditions are failure to pay assessments or in violation of our Declaration. So simplifying the wording clarifies conditions for suspension of voting rights.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.1.C - Board Powers - Absences**

Current Bylaws: B. Declare a vacancy on the Board of Directors in the event such Member shall be absent from three (3) consecutive regular meetings of the Board of Directors, and so long as the board Member in question has been contacted and notified, in writing, of this clause of these bylaws after the second consecutive absence.

2024 1st Draft: C. Declare a vacancy on the Board of Directors in the event such Member shall be absent from three consecutive regular meetings of the Board of Directors, so long as the board Member in question has been contacted and notified, in writing, of this clause of these bylaws after the second consecutive absence.

Difference: **No Significant Difference**: Changes "three (3)" to "three"

Member Inputs for Section (or Reference) Number: **7.1.c**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: "Suspend the voting rights and declare a vacancy on the Board of Directors in the event such Member shall be: -1- not a member in good standing; or -2- missed two consecutive meetings; or -3- failure to provide/comply with the Corporate Transparency Act so long as the Member in question has been notified, in writing, of this clause of these bylaws."

RATIONALE: *This change ADDs the suspension of voting rights and succinctly IDs the three reasons to declare a vacancy on the board. If the Bylaws want to use the suspension of voting rights as a step towards corrective action before declaring a vacancy then more words or a separate paragraph may be needed.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Directors voting right removed on Board decisions if not in good standing.

RATIONALE: *We do not allow any members vote to be counted if not in good standing and it should be included of Directors in Board decisions as well. I strongly support the changes in 7.1, 7.1A, 7.1B, 7.1F*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.1.F - Board Powers - Enforcement**

Current Bylaws: E. The board may pursue litigation. However, before doing so, the contemplation of such litigation will be brought to a vote, and approved by the affirmative vote of owners representing two thirds (2/3) of the total votes entitled to be cast by Owners, Any such contemplation of litigation must include a special assessment to cover reasonable legal fees and expenses, to be determined by the board, and to be paid for by all Members of the association or else it will not be pursued.

2024 1st Draft: *F. Enforce these Bylaws, the Declaration, and the Articles of Incorporation.*

Difference: **Significant Difference:** *Removes requirement for member vote for litigation. Removes requirement for special assessment for litigation.*

Member Inputs for Section (or Reference) Number: **7.1.F**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Applaud the change in 7.1. F.

RATIONALE: *Succinct statement of board's power to enforce the governing documents without hand tying their efforts to perform their duty.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Require property owner approval before issuing a special assessment for any/all unforeseen expenses (repairs, litigation, etc.)

RATIONALE: *By removing property owner consent for special assessments due to litigation, you are giving this board and future boards a blank check. This has the potential to financially destroy property owners. In addition, there is no oversight or control in place to monitor board spending.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **7.1.F**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: A majority of property owners must vote to approve the initiation of any litigation.

RATIONALE: *As elected representatives, you have a duty and obligation to represent and listen to all members of the community. Removing the requirement of property owner approval before the initiation of litigation takes away the voice of your constituents. Thus, becoming a dictatorship.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: ARS 33-1803

PROPOSED CHANGE: Require all unexpected, unbudgeted, significant expense be approved by a majority vote of the property owners.

RATIONALE: *Please advise with ARS allows unlimited special assessment by the board. Per ASR 33-1803, the board is capped at a 20% increase in dues each year. Any increase beyond the set percentage requires property owner approval.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: 7.1.F

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Do not allow litigation against property owners without a vote of the membership.

RATIONALE: *It is patently absurd for this board to have and desire more control over such rural properties as these and it offends my every sensibility the board wishes to extend the power to litigate against property owners without a majority vote by members. This is an unnecessary and intrusive power grab.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **7.1.F**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Add to "Enforce these Bylaws . . ."fairly and equally to all members.

RATIONALE: *Fairness and equality are the backbone of American democracy.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Article 7.1. F: deleted the requirement for member vote for litigation and special assessment.

RATIONALE: *Reason: Succinct statement of board's power to enforce the governing documents without hand tying their efforts to perform their duty.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.2 - Duties**

Current Bylaws: Section 7.3 Duties and Authorities. The duties of the board shall be explicitly limited to the following with a note that all powers allowed to HOAs under A.R.S. 33, Chapter 16 are withheld to the membership at large. It shall be the duty of the Board of Directors to:

2024 1st Draft: *Section 7.2 Duties. It shall be the duty of the Board of Directors to:*

Difference: **Significant Difference:** *Removes the restrictions on the board's allowed authorities.*

Member Inputs for Section (or Reference) Number: **7.2**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Correct the format of Article 7 to match the rest of the document.

RATIONALE: *Consistency.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Replace this entire section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: Leave it as it was before your revision.

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION: 7.2 Duties

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: The purpose of the board and association is to support homeowners by maintaining roads. The association shall be limited in its duties and authority to responsibilities regarding common areas.

RATIONALE: *The necessity for this HOA to control and govern private property owners with over-reaching, petty mandates is absurd on such large, rural properties. The association should govern to the benefit of the property owners, not to their detriment. I oppose anything that grants more power to the board.*

Section (or Reference) Number: **7.2.C - Duties - Declaration - Bond**

Current Bylaws: 5. Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

2024 1st Draft: *C. Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate.*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **7.2.C**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete the last clause: "as it may deem appropriate."

RATIONALE: *While filing the President and Treasurer positions are hard enough, having that clause means that the Board will probably never require bonding until we have a problem with missing monies, by which time it is too late. So, the Board should protect the Association by deleting this last clause.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.2.D - Duties - Declaration - Common Areas**

Current Bylaws: 6. Cause the Common Area, and any other areas for which the Association is responsible, to be maintained, repaired and otherwise protected;

2024 1st Draft: *D. Cause the Common Area, and any other areas for which the Association is responsible, to be maintained, repaired and otherwise protected.*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **7.2.D**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 7.2 D

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: It's hard to understand what you are attempting here. This is in the Declaration, omit here. There are no other assets other than common areas. If anything ever emerges, address it at that time.

RATIONALE: *There are no other assets beyond the CAs. An unneeded change.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.3.G - Duties - Declaration - Penalties**

Current Bylaws: B. The authority to impose penalties found at A.R.S. 33-1803 is specifically withheld to the members. All other authorities provided in A.R.S. 33 are withheld to the members unless specifically granted to the Board in either the Articles of Incorporation or the Declaration.

2024 1st Draft:

Difference: **Removed:** *Removes limit on board's authority to impose fees and penalties addressed in A.R.S. 33*

Member Inputs for Section (or Reference) Number: **7.3.G**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: 7.3

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Leave this alone. We do not want fines and penalties. Delete your proposed change. Only defectives have a need to harm their neighbors.

RATIONALE: *Because the majority of owners do not want defectives to have the right to harm their fellow owners.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **7.3.H - Duties - Declaration - Financial Benefit**

Current Bylaws: C. No sitting board member may financially benefit from any board motion during the tenure of the board member's directorship and in case in which a change would otherwise financially benefit a director, that change will be suspended until that director is no longer a board member.

2024 1st Draft:

Difference: **Changed:** *Moved to section on compensation.*

Member Inputs for Section (or Reference) Number: **7.3.H**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Bylaws 7.3H

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Leave this here. You attempted to move this to compensation which is just stupid and demonstrates ignorance about what compensation means.

RATIONALE: *Because the move to compensation is stupid and erroneous.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.1 - Officers - Positions**

Current Bylaws: Section 8.1 Enumeration of Offices. The officers of this Association shall be a president, vice-president, secretary, and treasurer, who shall at all times be Members of the Board of Directors and such other officers as the Board may from time to time by resolution create.

2024 1st Draft: *Section 8.1 Enumeration of Offices. The officers of this Association shall be a President, vice-President, Secretary, and Treasurer, who shall at all times be Members of the Board of Directors and such other officers as the Board may from time to time by resolution create.*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **8.1**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete the last clause: "and such other officers as the Board may from time to time by resolution create. "

RATIONALE: *To prevent abuse. This clause is so vague that a misguided board could create officer positions that have more power than the other directors. Deletion of this clause does not preclude the board from IDing members or directors from holding specialty jobs.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: this is a continuation: Delete the last clause: "and such other officers as the Board may from time to time by resolution create. "

RATIONALE: *8.1: Reason: This clause is repetitive. The board already has the power to appoint as listed in 8.4 of the bylaws: Special Appointments.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 8.1

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 8.1

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Originally, only the Pres and VP had to be directors. Revert back to that so we can have a long-term treasurer who with actual business experience who can present an Income Statement, a Balance Sheet, and a Statement of Cash Flows along with the management statements that should accompany those. A long-term secretary can also be an aid for continuity.

RATIONALE: *We have had years of ineffective treasurers and secretaries. There is no need for those two officers to be on the board. If this change is implemented, the number of directors can be decreased back to five and the officers can still meet to discuss routine corp admin issues.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.4 - Officers - Appointment**

Current Bylaws: Section 8.4 Special Appointments. The Board may select 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.

2024 1st Draft: *Section 8.4 Special Appointments. The Board may select 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.*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **8.4**

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to end of the current text: "ONLY MEMBERS IN GOOD STANDING MAY BE APPOINTED."

RATIONALE: *To make clear that only members in good standing may be appointed.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 8.4. - Special Appointments: Add to end of the current text: ONLY MEMBERS IN GOOD STANDING MAY BE APPOINTED.

RATIONALE: *Reason: To make clear that only members in good standing may be appointed.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.5 - Officers - Resignation/Removal**

Current Bylaws: Section 8.5 Resignation and Removal. Any officer may be removed from office, but not from the board, with a simple majority vote of a quorum of the Directors. Any officer may resign at any time by 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 it effective.

2024 1st Draft: *Section 8.5 Resignation and Removal. Any officer may be removed from office, but not from the board, by a quorum of the Directors. Any officer may resign at any time by 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 it effective.*

Difference: **No Significant Difference:** *Specifies that board quorum decision requires a majority vote.*

Member Inputs for Section (or Reference) Number: **8.5**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 8.5

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Your explanation is not accurate and, in the context, appears to be intentionally misleading. This is not a clarification, it's a change and makes it harder for a minority of directors to force a change. I know that's what you want, you want to cement your control. Calling you out on this.

RATIONALE: *Leave it as it is in which a majority vote of a quorum can remove an officer. That's less than a quorum folks.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.8 - Officers - Duties**

Current Bylaws: Section 8.8 Duties. The duties of the officers are as follows:

2024 1st Draft: *Section 8.8 Duties. The duties of the officers are as follows:*

Difference: **No Difference**

Member Inputs for Section (or Reference) Number: **8.8**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Fix the paragraphing formatting of 8.8 to match the rest of the bylaws document

RATIONALE: *fix the paragraphing formatting to match the rest of the bylaws document.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: delete the clause in the second paragraph: "... which may only be used for road repairs or emergency road maintenance which may , from time to time, inadvertently surpass the budgeted amount" .

RATIONALE: *Does not belong under treasurer duties. Also this clause is too restrictive to the board since there could be other "emergencies" that require the board to dip into the reserve fund.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.8.A - Officers - Duties - President**

Current Bylaws: PRESIDENT The president will, along with the secretary, set the agenda of all regular meetings including all items requested by a director; shall preside at all meetings of the Board of Directors; 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, unless the board authorizes the use of electronic billpay and an approving voucher system is previously implemented prior to such approval.

2024 1st Draft: *President: The President will, along with the Secretary, set the agenda of all regular meetings. The President shall preside at all meetings of the Board of Directors; see that orders and resolutions of the Board are carried out; sign all leases, mortgages, deeds and other written instruments and co-sign all checks and promissory notes, unless the board authorizes the use of electronic billpay and an approving voucher system is previously implemented prior to such approval.*

Difference: **Significant Difference:** *Removes inclusion of all items requested by a director in the agenda.*

Member Inputs for Section (or Reference) Number: **8.8.A**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 8.8A

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Revert back to original text. You also need to adopt RONR officially to restrict the president's power. Right now she does as she pleases and we don't have recourse, kind of like Herr Adolf as the Reich's Chancellor. We need to end this.

RATIONALE: *Removing the requirement to include director's resolutions further weakens the minority (your obvious goal with many of these proposed changes). Adopting Roberts Rules of Order (RONR) will further restrict the president's power which is sorely needed.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.8.C - Officers - Duties - Secretary**

Current Bylaws: SECRETARY The secretary, along with the president, shall set the agenda of all meetings in coordination with all directors. The secretary shall maintain the files and records of the association, 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, and shall perform such other duties as required by the Board.

2024 1st Draft: *Secretary: The Secretary, along with the President, shall set the agenda of all meetings. The Secretary shall maintain the files and records of the Association; record the votes and keep the minutes of all meetings and proceedings of the Board and meetings 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, and shall perform such other duties as required by the Board.*

Difference: **Significant Difference:** *Removes requirement to coordinate with all directors to formulate the meeting agenda.*

Member Inputs for Section (or Reference) Number: **8.8.C**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Byaws 8.8C

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: Delete your proposed change. The agenda should be coordinated with all directors. This looks like the NAZI party take over.

RATIONALE: *For supposed conservatives, this is just a naked, Democrat/NAZI style power grab. Respect minority rights.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **8.8.D - Officers - Duties - Treasurer**

Current Bylaws: TREASURER The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors or in accordance with a Board-approved budget. The treasurer shall insure the reserve funds are held in a savings account non-related to the operating account, which may only be used for road repairs or emergency road maintenance which may, from time to time, inadvertently surpass the budgeted amount. The treasurer shall co-sign all checks and promissory notes of the Association, keep or cause to keep, all financial records of the Association and send, or cause to have sent, all invoices for assessments and cause an annual review 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 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. Capital expenses shall require the signature of the Treasurer and President. The treasurer will maintain a set of accounting books of original entry using online software that the treasurer uses to prepare monthly financial statements in accordance with generally accepted accounting procedures. These books will be available to the members and directors at all times. The Treasurer will maintain an internal controls handbook and will review this handbook at least annually prior to the financial audit in concert with the Finance Committee. The Treasurer, with the Finance Committee, will prepare a proposed budget to be presented to the board in the form of a financial statement.

2024 1st Draft: *Treasurer: The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors or in accordance with a Board-approved budget. The Treasurer shall insure the reserve funds are held in a savings account non-related to the operating account, which may only be used for road repairs or emergency road maintenance which may, from time to time, inadvertently surpass the budgeted amount. The Treasurer shall co-sign all checks and promissory notes of the Association; keep or cause to keep, all financial records of the Association and send, or cause to have sent, all invoices for assessments; cause an annual review 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 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. The Treasurer and President may in writing delegate to a professional management company the authority to execute checks for ordinary and necessary operating expenses of the the Association. Capital expenses shall require the signature of the Treasurer and President.*

Difference: **Significant Difference:** *Removes requirements for bookkeeping, software, internal controls handbook, monthly statements, and availability. Adds authority to hire management company support.*

Member Inputs for Section (or Reference) Number: **8.8.D**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 8.8D

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: Delete all changes and keep as is. We don't need to be paying for a management company, we just need a long term treasurer who isn't necessarily a director as it was originally in the Bylaws. You need to retain the internal controls and the treasurer needs to be doing the things you want to delete.

RATIONALE: *We don't want a management company. That's just a waste of money. We have volunteers who can do this even though our current treasurer has shown himself to be incapable of anything other than depositing and writing checks. A long term, non-officer treasurer can do all this for free.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **9.1 - Committees**

Current Bylaws: Section 9.1 The board shall appoint an Elections Committee, Road Committee and a Finance Committee. The chair of the elections committee must be the Secretary and the chair of the Finance Committee must be the Treasurer. Additionally, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purposes. There will be no set limit to membership on any specific Committee. Committee members must be in good standing to serve or be granted the opportunity for a hearing. The board will assign board members to be committee liaisons. All committee meetings are subject to open meeting laws and announcements, per A.R.S. 33-1804.

2024 1st Draft: *Section 9.1 The Board shall form various committees. At a minimum, the Association shall have an Elections Committee (EC), a Common Areas Committee (CAC), and an Architectural Review Committee (ARC). The Secretary shall chair the EC and the chairs of the CAC and ARC shall be members of the Board of Directors. The Board may create other committees as necessary in conducting the business of the Association. Committee members must be in good standing to serve. All regularly scheduled committee meetings will be held in accordance with ARS 33-1804. Committees may have informal work sessions and discussions as necessary.*

Difference: **Significant Difference:** *Removes the Finance Committee. Adds the Architectural Review Committee. Replaces 'Road Committee' with 'Common Areas Committee.' Requires a director chair the Common Areas Committee. Removes requirement for director committee liaisons.*

Member Inputs for Section (or Reference) Number: **9.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "The Secretary shall chair the EC and . . ." to "The Secretary shall chair the EC (unless the President designates another director as EC chair) and . . ."

RATIONALE: *The Secretary may have a conflict of interest, such as running for re-election or perhaps a spouse running for election, or may for other legitimate reasons be unsuitable or questionable for chairing the EC.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "The board will assign board members to be committee liaisons." to "Each will have at least a director as chair or a director as liaison."

RATIONALE: *Clarification on need for liaison. Current text could mean a director committee liaison in addition to the director committee chair.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 9.1

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change "Common Area Committee" and all references to it there after to read "ROAD COMMITTEE AND WINDMILL COMMITTEE."

RATIONALE: *The workload of the two committee are distinct enough that they can be two committees. There are enough directors and association members to have fill out two committees, therefore allowing maximum participation in the maintenance of our Association's assets.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Two changes: Change: "The Secretary shall chair the EC and the chairs of the CAC and ARC shall be members of the Board of Directors." to read: " THE BOARD SHALL APPOINT DIRECTORS TO SERVE AS COMMITTEE CHAIRS."

RATIONALE: *First, it gives the board more flexibility to determine which director has the skills to serve as which committee chair. Secondly, "appointing" is a more active verb and should require a decision made in an open meeting, not decided behind closed doors or designated as an administrative task.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change the fifth sentence to read: "THE BOARD SHALL APPOINT Committee members who must be AND REMAIN in good standing to serve."

RATIONALE: *Need to specify that the board will appoint the committee members versus just forming committees. "Appointing" is a more active verb and should require a decision made in an open meeting, not decided behind closed doors or designated as an administrative task.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 9.1

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: 33-1804; 10-825; 10-3825

PROPOSED CHANGE: delete "regularly" from "all regularly scheduled meetings" to simply read "ALL meetings...".

RATIONALE: *No need to split hairs to get around the intent of the law despite advice on how to get around it. ARS33-1804.F states "It is the policy of this state...that all meetings...be conducted openly...any person...that is charged with the interpretation...shall construe...in favor of open meetings."*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT: 33-1804;10-825;10-3825

PROPOSED CHANGE: Delete the entire last sentence: "Committees may have informal work sessions and discussions as necessary."

RATIONALE: *No need to split hairs to get around the intent of the law despite advice on how to get around it. ARS33-1804.F states "It is the policy of this state...that all meetings...be conducted openly...any person...that is charged with the interpretation...shall construe...in favor of open meetings."*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add new text to 9.1- last sentence : "COMMITTEES WILL MAKE RECOMMENDATION TO THE BOARD OF DIRECTORS FOR DECISION UNLESS SPECIFIC AUTHORITY IS ALREADY GRANTED BY BOARD RESOLUTION OR ASSOCIATION RULE/ PROCEDURES. "

RATIONALE: *To set the ground rules and clarify committees authority: that committees RECOMMEND and the Board DECIDES unless other authority is previously vetted and granted by Association Rule/procedure.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **9.1**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Board needs to approve those appointed to be Committee chair and the committees members

RATIONALE: *This supports the Boards acknowledgement of the committees and its members. The last sentence of the Draft in this section 9.1 --I ask to remove regularly--to read [ALL Sscheduled committee meetings]*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Replace this entire section

DIRECTING LAW/REGULATION: Bylaws 9.1

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: Section 9.1 The board will form the following committees: Elections Committee (EC), Common Areas Maintenance Committee (CAMC), and an Architectural Review Committee (ARC). All members of the committees will be directors and meetings will comply with ARS 33-1804. Community members may participate in all committee meetings in a nonvoting status. The members of the ARC will also be the officers unless the Secretary and Treasurer are not directors, in which case two other directors will be on the ARC. The ARC has the board-delegated authority to administer an appropriate system and will maintain records under the Secretary's control and will decide on the board's behalf. If there is a dispute, the full board will vote on the disputed request. All ARC waivers of Declaration provisions will be reported to all members so they too can benefit from the waiver.

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 9.1 - Committees: Change TEXT "The Secretary shall chair the EC and the chairs of the CAC and ARC shall be members of the Board of Directors." to read: " THE BOARD SHALL APPOINT DIRECTORS TO SERVE AS COMMITTEE CHAIRS."

RATIONALE: *Reason: First, gives the board more flexibility to determine which director has the skills to serve as which committee chair. Secondly, "appointing" is a more active verb and should require a decision made in an open meeting, not decided behind closed doors or designated as an administrative task.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **9.1**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 9.1- Committees: Change fifth sentence to read: "THE BOARD SHALL APPOINT Committee members who must be AND REMAIN in good standing to serve."

RATIONALE: *Reason: Need to specify that the board will appointing the committee members versus just forming committees. Appointing is a more active verb and should require a decision made in an open meeting, not decided behind closed doors or designated as an administrative task.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: 9.1- Committees: add new text- ast sentence : "COMMITTEES WILL MAKE RECOMMENDATION TO THE BOARD OF DIRECTORS FOR DECISION UNLESS SPECIFIC AUTHORITY IS ALREADY GRANTED BY BOARD RESOLUTION OR ASSOCIATION RULE/ PROCEDURES.

RATIONALE: *Reason: To set the ground rules and clarify committees authority: that committees RECOMMEND and the Board DECIDES unless other authority is previously vetted and granted by Association Rule/procedure.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 9.1

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Add back the 2022 text on the finance committee. Hard to believe that you have a problem with this but it goes to show how little you care about owner's interests. This is a normal part of any corporation and other HOAs and small nonprofits have them to assure owners and members that their resources are being wasted or stolen.

RATIONALE: *Almost missed that you had dropped the finance committee. This is both an ethical and a fiduciary requirement. You owe this to owners and it's amazing that you don't already see this. Goes to show where you ethically stand. You don't give a sh!t. Anyway, add this back in.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **9.2 - Committees - Compensation**

Current Bylaws: Section 9.2. Compensation. No committee member shall be compensated for the performance of their duties without a pre-approved contract with the association for the work to be performed.

2024 1st Draft: *Section 9.2 Compensation. Committee members shall not be compensated for participation in committee meetings. Committee members may be reimbursed by the Association for pre-approved expenditures on behalf of the Association. Except for emergent situations, pre-approval for reimbursement must be granted through the Board of Directors in the same manner as Board members are reimbursed (See Section 4.3).*

Difference: **Significant Difference**: *No compensation for participating in meetings. Same limit on compensation as applies to board.*

Member Inputs for Section (or Reference) Number: **9.2**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 9.2

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Revert to original. Reimbursements are not compensation, sorry that you don't understand that.

RATIONALE: *The change makes no sense as reimbursements are not compensation. This is a normal business process of a corporation and just isn't needed. The drafter just doesn't get it.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **10 - Hearings**

Current Bylaws: In the event the Board shall exercise its right: 1) to suspend voting rights; 2) to suspend the rights of an Owner or his or her family to use the Common Area. The Board shall first give the sanctioned party written notice of the basis for such sanctions, and the sanctioned party shall be granted an opportunity to be heard by the Board as per A.R.S. 33-1803. The form of such notice and the specific procedures for the hearing shall be determined by the rules and regulations adopted by Board resolutions.

2024 1st Draft: *In the event the Board shall exercise its right to suspend voting rights of an Owner, the Board shall first give the sanctioned party written notice of the basis for such sanctions and the sanctioned party shall be granted an opportunity to be heard by the Board as per ARS 33-1803. The form of such notice and the specific procedures for the hearing shall be determined by the rules and regulations adopted by Board resolutions.*

Difference: **Significant Difference:** *Removes mention of suspending rights of an owner to use the common area.*

Member Inputs for Section (or Reference) Number: **10**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change (IN CAPS) existing text at the beginning to read: "In the event the Board shall exercise its right to DESIGNATE A PROPERTY OWNER AS NOT IN GOOD STANDING WITH THE CONSEQUENCES AS OUTLINED IN THESE BYLAWS (2.8, 2.9, 3.5, 5.1, 7.1.B, 7.1.C, 8.4, 9.1 or Article XII), the Board shall first...."

RATIONALE: *There are multiple reasons why a member may be entitled to or want a hearing beyond suspension of their right to vote. This change clarifies and reinforces the link between being designated a "member not in good standing", potential consequences and an opportunity for a hearing.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION: Bylaws 10

DIRECTING GOVERNING DOCUMENT: No

PROPOSED CHANGE: In the event the board determines to take any adverse action against an owner, that owner will be provided the opportunity to be heard by the full board of directors in either an open meeting or an executive session as determined by the owner. If the board decides to proceed listening, the owner will be advised of owner's rights in A.R.S. 33-1803(E).

RATIONALE: *The hearing mentioned in the statute is before the ADRE. You confuse the owner's opportunity to be heard by the board with a formal hearing. That will just get you in trouble as you don't have the skills to hold a proper tribunal.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **10**

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Article X – Hearings: Change existing text to read: "In the event the Board shall exercise its right to DESIGNATE A PROPERTY OWNER AS NOT IN GOOD STANDING WITH THE CONSEQUENCES AS OUTLINED IN THESE BYLAWS (2.8, 2.9, 3.5, 5.1, 7.1.B, 7.1.C, 8.4, 9.1 or Article XII), the Board shall first...."

RATIONALE: *Reason: There are multiple reasons why a member may be entitled to or want a hearing beyond suspension of their right to vote. This change clarifies and reinforces the link between being designated a "member not in good standing", potential consequences and an opportunity for a hearing.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **11 - Records**

Current Bylaws: The books, records and papers of the Association, including archived financial records, are available to members through coordination with the Secretary. All documents are available for review except for those containing personal information about another member. All Association governing documents, meeting minutes, previous proposed and approved resolutions, and motions will be available on the HLR official website.

2024 1st Draft: *The Articles of Incorporation, Declaration, Bylaws, and records of the Association, including archived financial records, are available to members for review and inspection through coordination with the Secretary. All Association records shall be retained as required by Arizona law and the Association's record retention policy. All documents retained by the Association as "records" are available for review except those containing personal information about another member.*

Difference: **Significant Difference:** *No longer differentiates between records available via the website and records available via the Secretary. Requires compliance with AZ Statues. Requires compliance with HLRPOA Record Retention Policy.*

Member Inputs for Section (or Reference) Number: **11**

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: All governing Documents be recorded with Cochise County Recorder

RATIONALE: *Our governing documents must be recorded so a search of current governing documents which have been approved by the members will be available in a County search for all interested parties.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **12 - Assessments Member Obligation**

Current Bylaws: 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 of Assessments. Refer to the Declaration 7.2 Effect of Nonpayment.

2024 1st Draft: *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 assessment which is unpaid fifteen days or more after its due date is late. Charges for late payment shall be set by the board per ARS 33-1803. Any assessment which is unpaid forty-five days or more after its due date is delinquent and shall be handled in accordance with Article 7 of the Declaration.*

Difference: **Significant Difference:** *Defines late payment as 15 days past due date. Reference to CCREs is broader (Article 7 rather than Section 7.2).*

Member Inputs for Section (or Reference) Number: **12**

SELECTED RESPONSE TYPE: **Delete a portion of the existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Remove, "Any assessment which is unpaid fifteen days or more after its due date is late."

RATIONALE: *We don't need three categories of unpaid assessments ('overdue' 'late' 'delinquent'). 'Overdue' is late. Defining them separately and differently will cause confusion.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Change existing text**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Change ". . .Member is obligated to pay to the Association annual . . ." to ". . .Member is obligated to pay, on or before the due date, to the Association annual . . ."

RATIONALE: *Non-payment and late payment of assessments carry serious consequences. Therefore, clarity on who, what, when, and how cannot be overstated.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 12

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the end of the current text: "MEMBERS IN ARREARS FOR ANY ASSESSMENTS ARE CONSIDERED MEMBERS NOT IN GOOD STANDING."

RATIONALE: *Make clear the link being paying dues and being considered a member not in good standing*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: ?

DIRECTING GOVERNING DOCUMENT: N/A

PROPOSED CHANGE: Add back the word RESPONSIBILITIES

RATIONALE: *It's unbalanced to codify POWERS AND DUTIES without having RESPONSIBILITES included*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 12

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Delete in its entirety. This is fully discussed in the Declaration does not need to be in the Bylaws. You are attempting to sneak in a penalty fee in addition to the charges allowed by the Declaration. It's likely that, as this is already fully discussed, your penalty is illegal.

RATIONALE: *You are trying to sneak in a penalty in addition to the accrual of interest. Shame on you as many won't notice your game here. Also, you should specify somehow that what the treasurer does for one party, he must do for all equally. Anything else is just playing favorites, your game.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **12**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Article XII: Assessments: add to the end of the current text: "MEMBERS IN ARREARS FOR ANY ASSESSMENTS ARE CONSIDERED MEMBERS NOT IN GOOD STANDING."

RATIONALE: *Reason: Make clear the link being paying dues and being considered a member not in good standing.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **13 - Ownership Change**

Current Bylaws: The Association and all members will comply with A.R.S. 33-1806. The Secretary will maintain all related documentation.

2024 1st Draft: *Members conveying a Lot within the Properties will notify the Association in writing prior to the expected date of conveyance and provide the Association with the name and mailing address of the new owner. The Secretary will insure all information required by ARS 33-1806 is provided to the new Owner and will maintain all related documentation in the Association's records.*

Difference: **Significant Difference:** *Clarifies that documents will be maintained in the Association records. Requires members to provide name and address of new owner(s) in advance of conveying a Lot.*

Member Inputs for Section (or Reference) Number: **13**

SELECTED RESPONSE TYPE: **Replace this entire section**

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: Change the title of Article 13 to "Owner Notifications to the Board of Directors" and cite the existing text as Section 13.1, then add, "13.2 Member Contact Information. Members need to notify the Secretary of any changes to their mailing address or other contact information used for correspondence between the member and the association (email address, phone number, etc.) in a timely manner to avoid missing notifications from the association such as assessment invoices, election ballots, meeting announcements, and such. It is the member's responsibility to provide current contact information to the association; therefore the association is not responsible for nor required to offer recourse for any member's missed obligations or opportunities resulting from outdated contact information.

RATIONALE: *The requirement to provide current contact information rests with the member, despite previous efforts of board officers to track down this information.*

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: **Add new text to existing text**

DIRECTING LAW/REGULATION: CCR 7.7

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the end of the current text: "PURSUANT TO THE DECLARATION 7.7, THE SELLER AND BUYER OF A LOT ARE JOINTLY AND SEVERALLY LIABLE FOR THE PAYMENT OF ALL ASSESSMENTS."

RATIONALE: *To link the authority to our Declaration and make clear who is responsible for paying assessments, even if the lot is sold.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **13**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 13

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Revert back to 2022 text. Your change is unneeded and does not add any clarity.

RATIONALE: *Your suggested text is a poor recitation of legal requirements. Let the law stand on its own and just cite it. Provide hyperlinks for convenience if you want to.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **14.1 - Amendment of ByLaws**

Current Bylaws:

2024 1st Draft: *14.1 Amendment. These Bylaws may be amended by the Board of Directors of the Association, subject to amendment or repeal by the vote of the Owners representing at least seventy-five percent (75%) of the total votes held by the members, but no amendment shall be approved or adopted by the Board until thirty days after the proposed change, addition, or deletion has been presented to the membership for review and comment.*

Difference:

Member Inputs for Section (or Reference) Number: **14.1**

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: CCR 11.6

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the end of the current text: "AMENDED BYLAWS WILL BE RECORDED WITH THE COCHISE COUNTY RECORDER IN COCHISE COUNTY."

RATIONALE: *New owners using a title company get a copy of all recorded documents prior to closing. Currently new owners are being provided the old recorded bylaws. By the time the Secretary's letter arrives the new owner is already an owner so too late to back out if they did not want to buy into a POA.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 14.1 14.2

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: delete these. They are discussed in the Aol and the Declaration, you are just wasting time and adding bulk to the Bylaws for no reason.

RATIONALE: *The Bylaws cannot and should not try to stand on their own. Make references to other documents as needed but do not quote text or discuss matters discussed in the other, higher-precedence documents.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **14.2 - Prevailing Documents**

Current Bylaws:

2024 1st Draft: *14.2 Conflicts. In the case of any conflict, the (1) provisions of state law, (2) the Association's Declaration, (3) Articles of Incorporation, and (3) these Bylaws shall prevail in that order. Invalidation of any provision or term of these Bylaws by judgment or court order shall not affect any other provision or term thereof which shall remain in full force and effect.*

Difference: **Added - New**

Member Inputs for Section (or Reference) Number: **14.2**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: I have sent it by email

RATIONALE: *This is needed to uphold current HOA docs*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Replace this entire section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT: 14.2 Prevailing Documents If these bylaws conflict with any laws, our Articles of Incorporation, our Declaraion, or other agreements, now or in the future, that conflict will be resoved as follows:
A. Conflict With State Or

RATIONALE: *A main purpose of an HOA is to be more restrictive than state or county requirements. If I build a purple shack with pink polka dots, I can argue that the state/county does not prohibit such a home.*

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: AI: Article XIV; CCR 5.2

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Add to the beginning of the current text: "AS OUTLINED IN OUR DECLARATION 5.2 AND ARTICLES OF INCORPORATION ARTICLE XIV, in the case of any conflict, ..."

RATIONALE: *To further legitimize the priority of governing documents as stated in these bylaws.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: **14.2**

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 14.1 14.2

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: delete these. They are discussed in the Aol and the Declaration, you are just wasting time and adding bulk to the Bylaws for no reason.

RATIONALE: *The Bylaws cannot and should not try to stand on their own. Make references to other documents as needed but do not quote text or discuss matters discussed in the other, higher-precedence documents.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: 16 - Notices

Current Bylaws: All notices, demands, statements or other communications required to be given or served under these Bylaws shall be in writing and shall be deemed to have been duly given and served if delivered personally or sent by U.S. Mail, postage prepaid or, in the case of a notice pursuant to Section 7.1 of these Bylaws, registered or certified U.S. Mail, return receipt requested, postage prepaid: (1) if to an Owner, at the address that the Owner shall designate in writing and file with the Secretary or, if no such address is designated, at the Owner's property address within the Property or (ii) to the Association, the Board or any manager employed by the Association with respect to management of the Common Areas, at the principal office of the manager or such other address as shall be designated by notice in writing to the Owners, with copies mailed or delivered personally to the Association at its then principal address. A notice given by mail, whether regular, certified, or registered, shall be deemed to have been received by the person to whom the notice is addressed on the earlier of the date the notice is actually received or three (3) days after the notice is mailed.

2024 1st Draft: *All notices, demands, statements or other communications required to be given or served under these Bylaws shall be in writing and shall be deemed to have been duly given and served if delivered personally or sent by U.S. Mail, postage prepaid or, in the case of a notice pursuant to Section 7.1 of these Bylaws, registered or certified U.S. Mail, return receipt requested, postage prepaid: (1) to an Owner, at the address that the Owner shall designate in writing and file with the Secretary or, if no such address is designated, at the Owner's property address within the Property or (ii) to the Association, the Board or any manager employed by the Association with respect to management of the Common Areas, at the principal office of the manager or such other address as shall be designated by notice in writing to the Owners, with copies mailed or delivered personally to the Association at its then principal address. A notice given by mail, whether regular, certified, or registered, shall be deemed to have been received by the person to whom the notice is addressed on the earlier of the date the notice is actually received or three (3) days after the notice is mailed. If a Lot is owned by more than one (1) person, notice to one (1) of the Owners of the Lot shall constitute notice to all Owners of the Lot.*

Difference: **Changed:** Adds, ' If a Lot is owned by more than one (1) person, notice to one (1) of the Owners of the Lot shall constitute notice to all Owners of the Lot.'

Member Inputs for Section (or Reference) Number: 16

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION: Bylaws 16

DIRECTING GOVERNING DOCUMENT: NO

PROPOSED CHANGE: Revert to previous text. Your silly change would allow you to send notice to dead people's accounts and attempt to absolve you of responsibility to notify all owners. Stupid and silly. Notify all owners of a property, do your job.

RATIONALE: *The change is would allow sending notice to dead people. It is your responsibility to track down all owners and you must ensure that they know what is going on including attorney's representing estates. Some properties have become tax liens seizures because you did not track down the parties.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Section (or Reference) Number: **99 - No Specific Section**

Current Bylaws:

2024 1st Draft:

Difference:

Member Inputs for Section (or Reference) Number: **99**

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: This needs to be discussed.

RATIONALE: *I am frustrated by this form as it limits our feedback and the lack of discussion. This should be referred to a committee.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: I disagree with many.

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: This needs to be discussed.

RATIONALE: *I am frustrated by this form as it limits our feedback and the lack of discussion. This should be referred to a committee.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: I disagree with many.

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION: Should be done different

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Delete all changes and discuss.

RATIONALE: *Because this form is too limiting for meaningful feedback.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: Purpose, member definiti

RATIONALE:

Member Inputs for Section (or Reference) Number: 99

SELECTED RESPONSE TYPE: Change existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: had to make rando choice prev question, you need to start over again and just ask people what changes they think are necessary to the up-to-date current bylaws, not your proposed version that is clearly intended to start an enforcement war at HLRE.

RATIONALE: *You used an out of date version of the bylaws for the comparison*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: Since there is no place to SUPPORT the DRAFT but only criticize -I fully support this DRAFT

RATIONALE: *Except for a few areas I have mentioned I would like to support this Draft. I would ask if there is another survey that there be a selection to be able support the Draft changes. Thank you.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: Articles 1-16

RATIONALE:

SELECTED RESPONSE TYPE: Delete a portion of the existing text

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE: My recommended change is for this "association" to end. It would be so wonderful to socialize with neighbors and actually be friends. That will never happen as long as we are 'governed' by a few.

RATIONALE: *None of you seem to care for the rest of us at all. An excerpt from the Declaration of Independence: "all men are created equal, that they are endowed by their Creator with certain unalienable rights, that among these are life, liberty, and the pursuit of happiness." Except for here at HLR.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

Member Inputs for Section (or Reference) Number: 99

SELECTED RESPONSE TYPE: Add new text to existing text

DIRECTING LAW/REGULATION: N/A

DIRECTING GOVERNING DOCUMENT: n/a

PROPOSED CHANGE: I recommend no changes. No changes at all.

RATIONALE: *Because you have not referred this to committee. This form is useless for collecting feedback. I will send an email.*

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT:

RATIONALE:

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: Thanks so much for all the work you did on the bylaws. I appreciated it a lot. I am sure you are getting a lot of feedback and most of it negative as usual.

RATIONALE: *It is time for the silent majority to speak up. I will try to be more vocal of the things I think are going well on the ranch.*

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: I concur with the new by laws as written.

RATIONALE: *I think they are a tremendous improvement over the current by laws.*

Member Inputs for Section (or Reference) Number: 99

SELECTED RESPONSE TYPE: Add an entire new section

DIRECTING LAW/REGULATION:

DIRECTING GOVERNING DOCUMENT:

PROPOSED CHANGE:

RATIONALE:

PROPOSED REPLACEMENT TEXT:

RATIONALE:

PROPOSED NEW TEXT: The suggested changes to the HOA bylaws seem very reasonable and common sense.

RATIONALE: *They spell out more clearly the spirit of the bylaws/rules that we understood when we invested in our home.*

END OF REPORT

Notes:

1. Inputs from the form that were not directed toward a specific section of the bylaws, were general comments, or were otherwise not possible to link to a specific section were linked to a fictional section 99, and therefore appear at the end of this report.
2. Inputs that were directed toward more than one specific section were duplicated and appear with each intended section.