

**LIMITED AMENDMENT  
TO THE BYLAWS  
FOR THE  
ASHTON ESTATES COMMUNITY ASSOCIATION**

THIS LIMITED AMENDMENT is made this 15<sup>th</sup> day of November, 2021.

**RECITALS**

The Ashton Estates Community Association, a Colorado nonprofit corporation (“Association”), certifies that:

A. The Board of Directors desires to amend its Bylaws currently in effect in order to be consistent with updated Colorado law.

B. Although Article X of the Bylaws provides that the Bylaws may be amended by the Members, the Colorado Revised Nonprofit Corporation Act, at C.R.S. §7-130-201(1) provides that the Board may amend the Bylaws at any time to add, change, or delete a provision, except under certain circumstances, none of which are present.

C. This proposed Limited Amendment to the Bylaws (“Amendment”) seeks to revise provisions related to proxies and records, which are inconsistent with Colorado law, and to remove the enforcement and hearing procedures, which are extremely cumbersome in addition to being inconsistent with Colorado law, and which should be set forth in your Enforcement and Fine policy instead of your Bylaws.

D. Pursuant to Article IV, Section 8(d) of the Bylaws, a majority of the directors present, at a regular or special meeting of the Board at which a quorum is present, may vote in favor of and approve this Amendment.

NOW THEREFORE, the Bylaws of the Association are hereby amended as follows:

I. Amendments.

- a. **Repeal and Replacement.** Article III, Section 11 is hereby repealed in its entirety and replaced with the following:

Section 11 – Proxies.

(a) The vote allocated to a Lot may be cast under a proxy duly executed by an Owner.

(b) All proxies shall be in writing and filed with the secretary or designee of the Association.

(c) If a Lot is owned by more than one person, each Owner of the Lot may vote or register protest to the casting of the vote by the other Owners of the Lot through a duly executed proxy. In the event of

disagreement between or among co-Owners and an attempt by two or more of them to cast such vote or votes, such vote or votes shall not be counted.

(d) An Owner may revoke a proxy given under this section by written notice of revocation to the person presiding over a meeting of the Association or by attending the meeting and voting in person, after giving actual notice to the person presiding over the meeting of the Owner's intent to do so.

(e) A proxy is void if it is not dated.

(f) A proxy terminates 11 months after its date, unless it specifies a different term or a specific purpose, or upon sale of the Lot for which the proxy was issued.

(g) Proxies obtained through fraud or misrepresentation are invalid as determined in the sole discretion of the Secretary of the Association.

**b. Deletion. Article XI and Article XII, Section 3, are hereby deleted in their entirety.**

II. No Other Amendments.

Except as amended by the terms of this Amendment and any prior amendments, the Bylaws shall remain in full force and effect.

By signature below, the President and Secretary of the Board hereby certify that at least a majority of the Board of Directors voted in favor of this Amendment at a regular or special meeting of the Board at which a quorum of the directors were present.

**THE ASHTON ESTATES COMMUNITY  
ASSOCIATION**, a Colorado nonprofit corporation

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary