

Fast Horse Ranch Homeowners Association
P O Box 984
Vail, AZ 85641

Association By-Laws
As Amended and Re-Stated

ARTICLE 1: NAME AND LOCATION.

The name of the corporation is the Fast Horse Ranch Homeowners Association, Inc., referred to as the "Association". The principal office is located in Vail, Pima County and in the state of Arizona. Meetings of members and directors may be held at such locations within the State of Arizona, County of Pima as may be designated by the Executive Board, referred to as the "Board".

ARTICLE 2: Definitions.

The definitions in these By-Laws shall be the same as the definitions as set forth in the declarations of the Covenants, Conditions and Restrictions (CC&R's) and also the Assessments, Charges, Servitude, Liens, Reservations and Easements for the Fast Horse Ranch Homeowners Association recorded on March 16, 2015, at docket 11472, at page 1479, in the office of the Pima County Recorder

ARTICLE 3: MEMBERSHIP IN THE ASSOCIATION AND VOTING.

3.1 Membership.

- 3.1.1 Qualification. Every owner of a lot is automatically a Member of the Association and shall remain a Member for so long as such ownership continues. Each owner shall have one vote for each lot owned.
- 3.1.2 Each owner's Membership in the Association is appurtenant to and may not be separated from ownership of the lot to which the membership is attributable. Membership is shared by any joint owners of, or owners of, undivided interests in, the property interests to which the Membership is attributable. Membership attributable to a lot shall not be increased because of joint or undivided multiple ownership of any such lot.

- 3.2 Right to Vote: No change in the ownership of a lot is effective for voting purposes until the Board receives written notice of the change together with satisfactory evidence, such as a deed to the lot showing the name of the new owner. The vote for each Member must be cast as a single lot. Fractional votes are not allowed. In the event that a lot is owned by more than one person and such owners are unable to agree as to how their vote or votes shall be cast, they shall not be entitled to vote on the matter in question. If any owner casts a vote or votes representing a certain lot the owner will conclusively be presumed to be acting with the authority and consent of all other owners of such lot, unless an objection is made to the Board, in writing, at or prior to the time the vote or votes are cast. In the event more than one person casts or attempts to cast a vote for a particular lot, all the votes are void.
- 3.3 TRANSFER OF MEMBERSHIP. Except as otherwise provided in this Declaration, the rights, duties and obligations of a Member cannot and shall not be assigned, transferred, pledged, conveyed or alienated in any way except upon transfer of ownership of the Members' lot, and then only to the transferee.
- 3.4 SUSPENSION OF VOTING RIGHTS. The voting rights of any owner shall be suspended during any period in which the assessment against the lot is delinquent, or any other sums due to the Association have not been paid, or for any violation of the Association's Governing Documents.

ARTICLE 4: MEETINGS OF MEMBERS:

- 4.1 Annual Meetings: The annual meeting of the Members shall be held during the month of March of each year at a date, time and place established by the Board.
- 4.2 Notice of Meetings: Written notice of each meeting of the Members shall be given by or at the direction of the secretary or person authorized to call the meeting, by mailing a copy of the notice at least 30 days prior to the meeting to each Member entitled to vote, addressed to the Member's address which appears on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

- 4.3 Special Meetings: Special meetings of the members may be called at any time by the President, by a majority of the Board, or upon the written request of the owners of Seventy-five (75%) of the lots, provided that such members have not had their right to vote revoked by the Association.
- 4.4 Quorum: A quorum is required in order for a meeting to carry validity and any vote to be binding on the Association. For the Fast Horse Ranch HOA, fifty-one (51%) of Members eligible to vote must attend. The same quorum is required for eligible voting Members to pass any referendum brought for a vote or votes. This definition of a quorum does not apply for special elections/referendum's when specifically prohibited by the Association Governing Documents. If a quorum is not present, in person or by absentee, if permitted, the Members: entitled to vote shall adjourn the meeting to another date and time. The Members may continue to adjourn the meeting to another date and time until a quorum is present. If the quorum is not reached within three attempts, the Board may vote to suspend the meeting until an attempt has been made to contact the Membership in such manner as to ensure the required number of Members will attend.
- 4.5 Absentee Voting: Pending the approval of the Board of Directors, each Member may vote in person or by absentee vote. Notice of such approval shall be given in the notice of the meeting. Members who wish to vote by absentee shall submit their votes in writing and filed with the Association Secretary, or any designee of the Secretary, at least 7 days prior to the date of the scheduled meeting at which the absentee votes will be used. Absentees may be revoked by written notice to the Secretary before the appointed time of the meeting or if the Member appears personally at the meeting. Absentee votes are only valid for the meeting at which they are to be used (or any adjourned and rescheduled meetings with the same agenda).

ARTICLE 5: Board; Selection; Term of Office

- 5.1 Directors to be Elected.
- 5.1.1 Number: Commencing the 2026 annual meeting of Association Members, the Board Shall Consist of, and the eligible voting members shall elect three (3) executive directors at the even number meeting

and at least three (3) executive directors at the odd number year meeting, all of whom must be members of the Association.

- 5.1.2 Terms of Directors: The terms for the directors shall be staggered and each shall serve a two-year term. Directors may be re-elected for subsequent and consecutive terms.
- 5.1.3 Qualifications: Only those Members who are in good standing, which includes being current in the payment of any sums due to the Association and being in compliance with the Association's Governing Documents, are qualified to serve as Directors. Only one Member from each lot may serve as a director.
- 5.1.4 Removal: Any Director may be removed from the Board by a majority vote of the members of the Association who are in attendance at any meeting of the Association held for that purpose, provided that a quorum of total number of eligible voting Members (51%) (58 eligible Members) is present at that meeting. The vote is in person only and no absentee voting permitted. The members requesting the removal of a director must be eligible to vote and must submit a petition to the Secretary which has been signed by the Owners of at least Fifty-one (51%) of the lots who are eligible to vote. The Secretary is responsible for determining the date and time of any special meeting, which must be scheduled not later than 30 days after receipt of the petition, and for mailing notices of the meeting to all Association Members. Any Director whose removal has been proposed shall be given notice of the petition calling for their removal and shall be given the opportunity to submit a written response to the petition, to be mailed to the Members by the secretary with the Notice of the meeting. At the meeting, the director whose removal has been proposed shall be entitled to address the Members prior to the vote on the removal. In the event of the removal of a Director, their successor shall be selected by the Board and such successor shall fill the unexpired term of the Director who was removed.
- 5.1.5 Replacement of Directors: In the event of the death or resignation of a Director, their successor shall be appointed by the remaining Directors to serve for the unexpired term. In the event that any Director is absent from three required meetings, without being excused by the President for good cause, shall be deemed to have

resigned from office and their successor shall be appointed by the Board to fill the unexpired term

- 5.1.6 Compensation: No Director shall receive compensation for any service they may render to the Association. However, any Director may be reimbursed for their actual authorized expense incurred in the performance of their duties. Reimbursement for out-of-pocket funds used to pay for previously approved services or materials needed in conducting Association business. Approval of all expenses must be given by no less than two (2) Directors prior to the spending of funds.
- 5.2 Action Without a Meeting: The Directors may take any action in the absence of a Board Meeting which could have been taken at a meeting by obtaining the written approval of all the Directors. Such action has the same effect as though taken at a meeting of the Directors.

ARTICLE 6: Nomination and Election of Directors

- 6.1 Nomination: Nomination for election to the Board shall be made by utilizing a Nominating Committee. The Nominating Committee shall consist of a chair, who shall be a member of the Board, and two or more Members of the Association. The Nominating committee shall be appointed by the Board at least sixty (60) days prior to the date of the annual meeting of the Members. The Nominating Committee shall receive, accept or reject written nominations for election to the Board. Nominations must be made among Members in good standing. There shall be no nominations from the floor.
- 6.2 Election: Election to the Board shall be by secret written ballot cast at the meeting, unless the number to be elected equals the number of candidates who are running for election, in which case, a motion to accept the candidates by acclamation may be made, seconded and approved by those in attendance. All ballots will be tabulated at the meeting by tellers appointed from among the Members. At the election, Members may cast one vote for each vacant position. Members receiving the most votes shall be elected.

ARTICLE 7: Meetings of Directors

- 7.1 Regular Board Meeting: Regular meetings of the Board shall be held at least two (2) times per year, at such date, place and time as may be determined by the Board.
- 7.2 Special Meetings: Special Meetings of the Board shall be held when called for by the President of the Association, or by any two (2) Directors, after not less than three (3) days' notice to each Director. Notice of a Board meeting shall be deemed given in person, via fax, email or by first class mail. In the event of an emergency where the safety of personnel or property is in jeopardy or death, a same day meeting may be called by telephone by any one Director.
- 7.3 Quorum: A majority of Executive Board Directors shall constitute a quorum for the transaction of business. Any decision made by a quorum of Directors present at a duly held Board meeting at which a quorum is present shall be regarded as the act of the Board.
- 7.4 Attendance of Members at Board Meetings: In accordance with the provisions of ARS 33-1804, the regular meetings of the Board are open to the Members of the Association.

ARTICLE 8: OFFICERS AND THEIR DUTIES

- 8.1 Enumeration of Offices: The Executive Board shall consist of a President, Vice President, Secretary, Treasurer who shall at all times be Members of the Association, and such other offices as the Board may from time to time create. Note: The offices of Secretary and Treasurer may be held by one person. Two additional Board Members will be elected to coordinate the activities of the Architectural Committee.
- 8.2 Election of Officers: The election of officers will be in accordance with Article 5, Section 5.1.1 of this document.
- 8.3 Special Appointments: The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time determine.
- 8.4 Resignation and Removal: Any special officer may be removed from office by a majority vote of the Board. 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 date specified in the notice of resignation.

- 8.5 Multiple Offices: No person shall simultaneously hold more than one office except that the Secretary and Treasurer may be held by one person.
- 8.6 Duties: The duties of the Executive Board officers are as follows:
- 8.6.1 President: The President conducts oversight of the operations of the Association and chairs the Board of Directors. The president has voting powers in matters of the meetings of the Board and Architectural Committee. The President provides oversight for the Treasurer, signs all documents, written instruments, and agreements.
- 8.6.2 Vice President: The Vice President shall act in the place and stead of the President in the event of their absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of them by the Board.
- 8.6.3 Secretary: The Secretary shall record the votes and keep the minutes of all Association Meetings and proceedings of the Board, provide notice or direct that notice of meetings of the Board and of the Members be mailed in accordance with the provisions of these By laws, keep appropriate current records showing the Members of the Association together with their addresses, manage and update the association data base and perform such other duties as required by the Board.
- 8.6.4 Treasurer: The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and disburse such funds as directed by resolution of the Board; insure that all checks of the Association are signed for the Association upon approval from the Board; keep proper books of account, cause an annual review of the Association books to be made by an independent accountant at the completion of each fiscal year; prepare an annual statement of income and expenditures to be presented to the Members at its regular annual meeting and deliver a copy of each to the Members upon written request.
- 8.6.5 Delegation of Duties: The delegation of the duties of the officers may not be delegated to a property manager as that said property managers are not permitted per the CC&R's, page 11, Article III, Section 5, Operation of Association.

ARTICLE 9: POWERS AND DUTIES OF THE BOARD

- 9.1 Powers: The Board has all of the powers of a Board of an Arizona non-profit corporation, subject only to those limitations set forth in the

Association's Articles of Incorporation and these By-Laws. The Board has the power to do any and all lawful acts which may be authorized by the Articles and these By-Laws and any acts which may be necessary or incidental to the exercise of any of the express powers of the Association. In addition to any other powers, the Board has the specific power to:

9.1.1 Grant easements or licenses over, across or under the Common Area for public utilities, ingress, egress, and such other purposes as may be deemed advisable by the Board.

9.1.2 Enter into contracts, whether written oral, or contract for services for the Association.

9.2 Duties: The Board has the duty to:

9.2.1 Effectively and efficiently manage the affairs of the Association in accordance with Federal and Arizona law, the Association declarations, and by-laws.

9.2.2 Set the amount of the annual assessment against each lot based upon each lot's share of the operating budget, in accordance with the provisions of the Declarations.

9.2.3 Send written notice of the amount of the Annual Assessment to every Owner on or before December 1st of each calendar year for the following year's annual assessment.

9.2.4 Assert collection action against any lot for which assessments, fines, interest, and fees exceeding \$250.00 are not paid.

9.2.5 Provide, upon a written request from any Lot Owner, or his/her real estate or escrow agent, a certificate setting forth whether or not any assessment, fine, interest, transfer fee, or Architectural Control violation exists. The Board may charge a reasonable fee for the issuance of the certificate.

9.2.6 Procure and maintain insurance as required under the provisions of the Declaration and any other insurance deemed appropriate by the Board.

9.2.7 Pay all taxes due on property owned by the Association.

9.2.8 File all Income tax returns and pay any taxes due for same.

9.2.9 Establish and levy special assessments pursuant to the Declaration.

9.3 Liability of board members: No Member of the Board is personally liable to any Member or his/her assigns for any damage, loss or prejudice suffered or claimed on account of any act or omission of the

Association, its representatives or employees provided that such Board Member has, upon the basis of such information as may be possessed by him/her, acted in good faith.

ARTICLE 10: BOOKS AND RECORDS

The books, records and papers of the Association are available for inspection by any Member. In accordance with ARS 10-11601, et. Seq, of the Arizona nonprofit corporation act, as amended from time to time, ARS 33-1810, any Member who desires to review such books and records must provide the Association with a written request setting forth the proper purpose for the inspection. Upon receipt of the request, the Association shall schedule a meeting with the Member at which he/she may inspect such records during reasonable business hours. The Member has the right to have the Association make copies made of the documents reviewed, provided that the copies are made at the Member's expense. The current charge is \$1.00 per page and subject to change due to cost increases. The Association has the right to request payment in advance from the Member seeking to review the records. The Declaration of Covenants, Conditions and Restrictions, recorded on March 16, 2015, and current By-Laws are available on the Association Website at: fasthorseranchhoa.com or in writing to Fast Horse Ranch Homeowners Association, P O Box 984, Vail, AZ 85641-0984.

ARTICLE 11: AMENDMENTS

11.1 By Directors: These By-Laws may be amended by a vote of a majority of the Executive Board of Directors.

ARTICLE 12: MISCELLANEOUS

12.1 Fiscal Year: The fiscal year of the Association shall begin on the first day of January and end on the last day of December of every calendar year. This shall correspond to the tax and banking year.

12.2 Notices:

12.2.1 Notice to the Members is deemed as given if it is in writing and delivered to Member by hand or deposited in the U.S. Mail, first class postage prepaid.

12.2.2 When any notice is required to be given to a Member, a waiver of that notice, in writing, signed by the person or persons' entitled to notice shall be the equivalent of delivering timely notice to such person.

ARTICLE 13: ARCHITECTURAL REQUIREMENTS AND GUIDELINES

13.1 Architectural Committee: The Architectural Committee herein known as the Committee will be composed of two Directors to oversee the operation of the Committee and as many volunteer Association Members as needed to conduct periodic inspections of lots in accordance with the CC&R's. Inspections will determine if Owners are in compliance with Association rules and refer non-compliant lots for administrative action. The Association President shall have oversight for this Committee.

13.2 Duties of the Committee:

13.2.1 Directors of the Committee will request to meet with the Executive Board to review plans submitted to the Board by Association Members for improvements to their Member lot. Said meetings are as needed and time is allocated once per month for planning reviews as required and not subject to the Member meetings. The Association President will provide time as often as these reviews are needed.

13.2.2 The Architectural Committee will conduct lot inspections during the first week of March, June, September and December in each calendar year.

13.2.3 The Committee will utilize the Fast Horse Ranch Lot inspection form and annotate violations of the Association governing documents and the Architectural Guidelines.

13.2.4 Upon completion of the inspections, the inspection forms will be returned to the Association Secretary for administrative action. The President will approve the action and authorize notification to the affected Member.

13.2.5 Scheduled follow-up inspections will occur to verify if the violations have been resolved or if additional administrative action is required.

13.3 Architectural Guidelines: These guidelines are requirements to be followed by all Association Members. Any questions by any Members who are confused or require clarification must be directed to the Committee before any project work has been started or for lot violations. The Executive Board is the final authority for any project or clarifying any questions.

13.4 Members Responsibilities: Members are required to follow the Guidelines both in the CC&R's and this document. All Owners signed in writing at the closing of the purchase of a lot their lot that they acknowledge the existence of the Fast Horse Ranch Homeowners Association and CC&R's. Failure on the part of the buyer to read said document does not relieve buyers from obligation of it. The following is in addition to Article II, Section 2 (A) on page 4 of the CC&R's. Many of our requirements are also part of the Pima County Ordinance Codes. The following are expanded from the CC&R's for clarity. Compliance is mandatory for the following:

13.4.1 No construction or improvement projects may be started **UNTIL** approved by the Committee/Board. Unless not required by the Pima County Building Services all permits must be secured and copies of permits submitted with the project plan prior to beginning construction. Because all Fast Horse Ranch Lots are subject to the Cienega Creek Wildlife Preserve Buffer Overlay Zone (BOZO), NO Lot may be graded without submitting a grading plan and application of a grading permit application to the Pima County Development Services. In turn, said approved plan and application is required in the project plan before the start of construction.

13.4.2 All vehicles must be in running condition, registered with the state of Arizona if out of state registration is permitted, and with current validated license plates. Pima County requires registrations to be current with validated license plates visible. All vehicles are required to parked on approved driveway materials. In no case is parking of vehicles and trailers allowed on bare soil. This is another Pima County requirement as no grading is permitted without said permits in 13.4.1 above and said bare areas require driveway/parking material or landscaping with natural materials or rock. No street parking is permitted. All owner and guest parking is to be in the lot in designated parking places. Driveways are required to be maintained so no bare soil is exposed.

13.4.3 No horses, mules, burros or other large animals (or combination) per residence. ***Only generally recognized pets are allowed. When in question, the Board shall determine what a generally recognized pet is at its sole discretion.*** Raising of sheep, goats, chickens and chicken eggs as consumables or by their very nature makes these animals not "generally recognized pets" and therefore not allowed in Fast Horse Ranch. No pet shall be allowed to make an unreasonable amount of noise or to become a nuisance. No structure for the care, housing or confinement of any yard animal (generally recognized pet) shall be maintained so as to be visible from the street, in front of the property.

13.4.4 Temporary Occupancy is permitted for visiting guests to stay at a members' lot in their RV or Travel Trailer for a period of up to two weeks. An additional two weeks may be permitted if approved by the Board.

13.4.5 Operating a physical business, that is having the delivery of goods for sale and/or customers receiving said goods at the residence, from Fast Horse Ranch single family homes is prohibited. No vehicle/RV repair for hire or any business other than providing an office for a business operated off property is permitted.

13.4.6 Cargo Shipping Containers are not and have never been approved by the Fast Horse Ranch HOA. Pima County Development Services has advised the Board that such containers are prohibited in Pima County neighborhoods and that removal of these containers may be required of the owners of them. Because you may have seen one doesn't mean a new one can be permitted.

DATED: July 7, 2025

FAST HORSE RANCH HOMEOWNERS ASSOCIATION, INC

Signed: 

Robert A. Graham, President

ATTEST: 

Robin D. Cherry, Vice President