

BY-LAWS
REVISED BY MEMBERS VOTE (MARCH 2000) PAGES 1 THROUGH 5

OF

ALPINE HEIGHTS HOME OWNERS ASSOCIATION
an Arizona, Non-profit Corporation

ARTICAL 1

MEMBER STOCKHOLDERS

1. Membership in this corporation shall be limited solely to those individuals owning or purchasing under contract one or more residential lots within the boundaries of Alpine Heights, a subdivision recorded in the office of the County Recorder of Gila County, Arizona. Any person who has disposed of all of his interest in any lot in Alpine Heights shall thereupon cease to be a member of this corporation.
2. One vote per lot is allowed by the owner, owners or trustees of a lot which can be cast at annual meetings, special meetings or ballots issued by mail. Voting privileges remain with the owner, owners or trustees of the lot. Upon the sale of a particular lot, the voting privilege belongs to the new owner. Any owner which owns more than one lot is entitled to one vote for each lot owned. No member shall be permitted to vote at any annual or special election who is thirty days or more in default in the payment of any assessments due the corporation.

ARTICLE 11

MEETINGS AND ELECTIONS

1. Annual meetings of the members shall be held on the first Saturday of October of each year commencing with the year 2000 at such time and place as the Board of Directors may direct. Special meetings may be held at such time and place and in such manner as determined by the Board of Directors.
2. Notices of the annual and any special meeting shall be mailed to the last known address of each member as the same appears on the records of the corporation at least ten days prior to such meeting.
3. The President, or in his absence a chairman appointed by the members present, shall call meetings of the members to order and shall act as chairman thereof. The Secretary of the corporation shall act as Secretary at all meetings of the members. In his absence, the presiding officer may appoint any person to act as Secretary. All meetings shall be conducted in accordance with Roberts Rules of Order for the conducting of stockholders' meetings.

4. The presence of the owners of at least fifty lots, in person or by proxy, shall constitute a quorum at all meetings of members.
5. If at any annual or special meeting a quorum shall fail to attend in person or by proxy, a majority of those members attending in person or by proxy at the time said meeting is called, may at the end of one hour adjourn the meeting from time to time without further notice until a quorum shall attend, and thereupon any business may be transacted which might have been transacted at the meeting as original called had the same been then held.
6. No proxy shall be validated at any annual or special meeting unless said proxy was signed and executed within eleven months of the date of said meeting, and no proxy shall be binding upon a purchaser or property from the grantor of the proxy.
7. Special meetings of the members of the corporation may be called at any time by the Board of Directors and shall be called by the Board of Directors upon the petition of 20% of the members entitled to vote at such meeting.
8. The order of business of all meetings of the members and of the Board of Directors shall be as follows:
 - A. Reading of Minutes.
 - B. Report of Committees.
 - C. Treasurer's report.
 - D. Elections.
 - E. General Business.
9. The Board of Directors prior to each annual meeting shall appoint a Nominating Committee for the nomination of directors consisting of not less than five nor more than seven regular members of the corporation as fixed by the Board of Directors, not more than three of whom shall be members of said Board. It shall be the duty of the Nominating Committee to nominate and file with the Secretary of the corporation a list of candidates for Directors at least thirty (30) days previous to the annual meeting.
10. Ten or more members of the corporation may nominate other candidates and file such nominations over their signatures with the Secretary not less than twenty (20) days previous to the annual election. The names of all those nominated shall be printed alphabetically on one ticket.

11. Where two or more persons own a lot , they shall determine among themselves who is to cast the vote represented by said ownership. If more than one vote is cast for each lot owned by the member, all votes associated with that lot will be disregarded by the Association. No member shall be permitted to vote at any annual or special election who is thirty days or more in default in the payment of any assessments due the corporation.

12. Prior to the annual meeting, the Board of Directors shall appoint three regular members, not including any members on the Board, to act as tellers at the election. These tellers shall receive and count the ballots cast at the election and certify the results to the Secretary. The persons receiving the highest number of votes cast for directors shall be deemed elected.

13. Unless otherwise provided by law, at each election for Directors every member entitled to vote at such election shall have the right to vote, in person, mail in ballot or by proxy the number of lots owned by him as there are directors to be elected and for whose election he has a right to vote. The lot owner may issue only one vote per lot per director seat up for election. There shall be no cumulative voting rights.

ARTICLE 111

BOARD OF DIRECTORS

1. The business and affairs of the corporation shall be managed and controlled by a Board of Directors as provided for in the Articles of Incorporation.

2. Immediately after each annual meeting, the newly elected Directors shall meet for the purpose of organization, the election of officers and the transaction of any other business. All other meetings of the Board shall be held periodically or as determined by the Board of Directors. Notice of all Directors' meetings shall be given by mail or direct contact not less than one day before the time of the meeting. The presence of a majority of the Board of Directors shall constitute a quorum for the transaction of business. The vote of a majority of the Directors present at any meeting in favor or against any proposition shall prevail, except as herein otherwise provided.

3. In the event of a vacancy among the Directors through death, resignation, disqualification or other cause, the remaining Directors, by affirmative vote of a majority thereof, whether or not constituting a quorum, may elect a successor to hold office for the unexpired portion of the terms of the Director whose place shall be vacant and until the election of and acceptance by his successor.

4. Only regular members of the corporation shall be elected to the Board of Directors. The President, Vice Presidents, Secretary and Treasurer shall be members of the Board.

5. The term of each member of the Board of Directors elected at the regular annual meeting of the members shall commence immediately following said annual meeting and shall continue for a period of two years or until his successor has been duly elected and qualified. Beginning in the year 2000, only (4) four board member seats out of (7) seven will be vacant for election. In the year 2001 the remaining (3) board member seats will be vacant for election. Thereafter in even years (4) seats will be vacated and in odd years (3) seats will be vacated.

6. The Board of Directors shall provide a suitable seal containing the name of the corporation and the words "incorporated, Arizona, 1978." An imprint of said seal shall be affixed to the margin hereof.

7. The Board of Directors may appoint an Executive Committee consisting of three members of the Board to act upon such matters as may be designated by the Board between regular board meetings.

ARTICLE IV

OFFICERS

1. The executive officers of the corporation shall be a President, one or more Vice Presidents, Secretary and Treasurer. All officers shall be elected by the Board of Directors from among the members of the Board of Directors. All officers shall be subject to removal at any time with or without cause by the affirmative vote of a majority of the whole Board. Each officer elected shall serve for a term for which he is elected or until his successor shall have been elected and has qualified. The Board may create the office of Assistant Secretary or Assistant Treasurer who need not be members of the Board.

ARTICLE V

AMENDMENTS

1. These By-Laws may be amended by the Board of Directors at any regular or special meeting called for that purpose or by the members at any annual or special meeting of the members called for that purpose. Amendments shall not be in conflict with the provisions of the Articles of Incorporation.

ARTICLE VI

ASSESSMENTS

1. Alpine Heights Home Owners Association shall pay all charges and expenses in connection with the enforcement of the restrictions contained in the Declaration of Restrictions, including without limitation, the Architectural Control provisions thereof.
2. The Board of Directors shall assess and collect from each member of the corporation such sums as may be necessary to properly carry out the responsibilities and obligations herein imposed. Each member's pro rata share of said expenses shall be determined by the Board of Directors and shall be in the same ratio as the number of lots owned by said member is to the total number of lots in said subdivision. The maximum amount which may be assessed by the Board of Directors of Alpine Heights Home Owners Association, for any of the purposes herein enumerated shall not exceed \$18.00 per lot per year, provided that the said maximum amount may be raised by a majority vote of the members of Alpine Heights Home Owners Association on the principal of one vote per lot at any special meeting of the corporation called for that purpose.
3. Invoices for said assessments shall be submitted annually or at such other regular intervals as may be fixed by the Board of Directors. In the event any invoice as provided for herein is not paid within thirty (30) days from the date the same is deposited in the United States Mail addressed to the owners of a lot within Alpine Heights, the Board of Directors shall cause to be filed in the office of the County Recorder of Gila County an affidavit of non-payment of such invoice in the form of a materialman's lien and shall post a copy of the same upon the said lot. The Board of Directors shall, within six (6) months from the date of filing the affidavit of non-payment as herein provided, institute a foreclosure action on said lien in the manner provided by Arizona Law for the foreclosure of materialman's liens.
4. Notwithstanding anything contained in the Declaration of Restrictions affecting the property located in Alpine Heights, or in these by-laws, the provisions of Articles of said Declaration of Restrictions are intended to apply solely to those members of the Association who are entitled to membership therein by virtue of their purchase of lots.

APPROVED:

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COCE

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BOARD OF DIRECTORS (1999 / 2000)

