



2018-01477

Page 1 of 8

Requested By: Aliso Springs Property Owners Assoca

SUZANNE SAINZ, RECORDER

SANTA CRUZ COUNTY, ARIZONA

03-07-2018 01:54 PM Recording Fee \$13.00

Requested By:

Aliso Springs Property Owners Association, Inc.

Return To:

ASPOA

P.O.B. 1283

Tubac, AZ 85646

Association Bylaws Amended: February 7th, 2018

The name of the corporation is, ALISO SPRINGS PROPERTY OWNERS ASSOCIATION, hereinafter referred to as the "Association". The location of the principal office of the Association shall be at Aliso Springs, also known as G.T. Ranches, located in Santa Cruz County, Arizona. The mailing address is, P.O. Box 1283, Tubac, Arizona, 85646, or such other location as the Board of Directors may determine.

ARTICLE I DEFINITIONS

The words and terms used herein shall have the same meanings as are given those words and terms in the Declaration of Establishment of Restrictions, dated February 18, 1975, recorded on March 21, 1975, in Docket 186, pages 470-481, in the Santa Cruz County Recorder's office in the state of Arizona. (The "Declaration"), as the same may be amended from time to time, as so defined in the State of Arizona Law, Section 1, Title 33, Chapter 17, as pertaining to Planned Communities.

ARTICLE II QUORUM

A quorum at all members meetings shall consist of fifty one (51) percent of the membership either in person or represented by absentee ballot, Board of Directors, and or committees. If however such a quorum shall not be present or represented at any meeting, the members shall have the power to adjourn the meeting without further notice. A new meeting shall be scheduled not earlier than seven (7) nor not later than fifteen (15) days thereafter.

ARTICLE III MEETING OF MEMBERS

Section 1. MEMBERS. Every person or entity who is a recorded owner of any lot or parcel in Aliso Springs shall automatically, upon becoming the recorded owner of a lot or parcel in Aliso Springs, be a member of the Association and shall remain a Member of the Association until such time as the ownership ceases.

Section 2. ANNUAL MEETINGS. The first annual meeting of the Members shall be held within one (1) year from the date of incorporation of the Association. Subsequent annual meetings shall be held on the Second or Third Sunday of January of each year thereafter.

Section 3. SPECIAL MEETINGS. Special meetings of the Members may be called at any time by the President or by the Board of Directors or by a written request signed/by twenty five (25) percent of the members.

Section 4. NOTICE OF MEETINGS. The President of the Association will direct the Secretary to send a notice of an upcoming meeting to each property owner at their recorded address at least ten (10) days and not more than thirty (30) days prior to the scheduled meeting. The notice will address the subject of the meeting and the date, time, and place where the meeting will be held.

Section 5. VOTING. Sixty seven (67) percent of the Members present in person or by absentee ballot shall be necessary to pass any motion. Voting rights of any Member shall be suspended when their assessments are delinquent and have received written notice of the suspension according to the due process as set forth in Article VII, Section 2, paragraph d. Each parcel of land is entitled to one (1) vote regardless of number of owners.

Section 6. BALLOT. At all meetings of Members, each Member may vote in person or by absentee ballot. Ballot Write-ins are allowed.

Section 7. RULES OF ORDER. All meetings shall be conducted in accordance with Roberts Rules of Order.

ARTICLE IV

BOARD OF DIRECTORS, SELECTION, TERM OF OFFICE

Section 1. NUMBER. The affairs of this Association shall be managed by a Board of Directors, who shall be members of the Association in good standing, i.e. having paid all assessments due. The Board shall consist of not less than three (3) or more than five (5) Directors.

Section 2. TERM OF OFFICE. The first term of office for Directors shall be for a period of two (2) years. The Association shall have no term limits, so any incumbent may be reelected.

Section 3. REMOVAL AND VACANCIES. Any Director may be removed from the Board by a vote of sixty seven (67) percent of the Members present at a meeting called for that purpose. In the event of the death, resignation, or removal of a Director, which causes the Board of Directors to be below the minimum number of Directors to effectively conduct the Association's business a successor shall be selected by the Board of the Association and such successor shall serve until the next annual meeting.

Section 4. COMPENSATION. No Director in the performance of their duties shall receive compensation for any service they may provide the Association. However any Director may be reimbursed for actual Association related expenses incurred in the performance of their duties as a Director. Any Director may receive payment as a contractor, if hired by the Members of the Association to perform a specific task.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

The Directors of Aliso Springs Property Owners Association will be elected by ballot at the annual meeting. Nominations for the office of Director must be delivered to the Secretary in writing not less than forty-five days (45) prior to the annual meeting at which the election will take place. All nominations must include a consent statement from the person being nominated. The Secretary will send out any revised ballot ten (10) days prior to the annual meeting. Absentee ballots may be used in all elections.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held as required, at such place and date as may be determined by the Board.

Section 2. SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held when called by the President of the Board or by the majority of Directors, with not less than three (3) days notice to each Director.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. POWERS. With the approval of the Association Members, the Board of Directors shall have the power to:

- a. Adapt and publish rules and regulations governing any matters contemplated by the Declaration or by the Articles and to establish penalties for the infractions thereof.
- b. Declare the office of a Member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors.
- c. Employ such independent contractors as they deem necessary and to prescribe the duties of such persons.
- d. In the event of an emergency, the Board of Directors shall have the power to expend sufficient funds to correct the problem.

Section 2. DUTIES. It shall be the duty of the Board of Directors to:

- a. Cause a complete record to be kept of all of the Association's affairs, Board of Director's meetings and transactions, and Corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by twenty-five (25) percent vote of the Members who are entitled to vote.
- b. Supervise all officers, agents and committees of the Association and see that their duties are properly performed.
- c. Make recommendations to the Members regarding the amounts and rates of assessments and fees.
- d. Any account that is in arrears for more than one billing cycle (three months), an additional late charge of 10.5% shall be applied to the next billing statement. A lien will be established against any property for which assessments and fees have not been paid for a period of more than six months and after a mediation meeting with the property owner has been completed by the Board of Directors. Any account that has been in arrears for over six months the property/homeowner loses all voting rights until such time the account has been placed back in good standing.
- e. Issue upon demand by any Property Owner a certificate setting forth whether or not an assessment or fee has been paid. A reasonable fee may be charged by the Board for the issuance of the certificate. If a certificate states that an assessment and/or fee has been paid, such certificates shall be conclusive evidence of such payment, as against any bona fide purchaser of, or lender on, the lot or parcel in question.
- f. Cause the maintenance responsibilities of the Association set forth in the Declaration to be performed.
- g. Procure appropriate insurance coverage for the Association, Officers, Directors, and Committee personal.

Section 3. RULES OF ORDER. All meetings shall be conducted in accordance with Roberts Rules of Order.

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1. ENUMERATION OF OFFICERS. The officers of this Association shall be a President, Vice President, Secretary, and Treasurer.

Section 2. ELECTION OF OFFICERS. The election of officers shall take place at the first meeting of the Board of Directors following the annual meeting of the Members. Eligibility requires the candidate to first be a member of the board.

Section 3. RESIGNATION AND REMOVAL. Any officer may be removed from office with cause by the Board. Any officer may resign at any time by giving written notice to the Board, the President, or the Secretary.

Section 4. VACANCIES. If a vacancy in any office causes the number of Officers to be below the minimum number of Officers required to effectively conduct the Association's business a successor shall be selected by the Members of the Board and shall serve until the next annual meeting.

Section 5. MULTIPLE OFFICES. The offices of the Secretary and the Treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices.

Section 6. COMPENSATION. No officer in the performance of their duties shall receive compensation for any service they may render to the Association. However, any officer may be reimbursed for their actual Association related expenses incurred in the performance of their duties. Any officer may receive payment as a contractor, if hired by the Members of the Association to perform a specific task.

Section 7. DUTIES OF OFFICERS.

a. PRESIDENT. The President shall preside at all meetings of the Board of Directors and Members. Shall see that orders and resolutions of the Board are carried out. Shall sign all leases, mortgages, deeds, other written instruments, and shall co-sign all promissory notes.

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

c. SECRETARY. The Secretary shall record the minutes of all meetings of the Association and Board of Directors: Record all voting of elections and measures passed: Maintain a current record of all absentee ballots: Keep the Corporate Seal of the Association and affix the same on all papers requiring the said seal: Serve notice of all meetings of the Board and of the Members: Keep appropriate current records of Members of the Association with their current address: Maintain all past records of the Association in a chronological order, and perform such other duties as required by the Board.

d. TREASURER. The Treasurer shall receive and deposit in the Association's appropriate bank accounts all Moneys of the Association and shall disburse such funds as necessary: Sign all checks and Promissory notes of the Association: Keep proper books of accounts: Cause an annual audit of the Association's books to be made by a Public Accountant at the completion of each fiscal year Prepare an annual budget and prepare or cause to be prepared a statement of income, expenditures, balance sheet, and a statement of assets and liabilities, which will be presented and delivered to the Membership at the annual meeting of the Association.

e. DELEGATION. The Board may delegate the duties listed in the above paragraphs or other duties; however such delegation shall not relieve any Officer of their responsibility for such duties.

ARTICLE IX

COMMITTEES

The Board of Directors shall appoint committees as deemed appropriate in carrying out the purpose of the Association. All committees shall record and submit minutes of their meetings to the Board of Directors.

ARTICLE X BOOKS

The books, records and the papers of the Association shall at all times during reasonable business hours, be subject to inspection by any Member. The Declaration, Articles, and By-laws of the Association shall be available for inspection by any Member at the residence of the Secretary or other approved office. Copies of the Association's records may be purchased by Members at a reasonable cost.

ARTICLE XI ASSESSMENTS

As more fully provided in the Declaration, each property owner is obligated to pay to the Association all Annual and Special assessments on or before each assessment due date. If no due date is set on an assessment it will not be considered past due. Assessments which are not paid when due shall be considered delinquent. All delinquent accounts will be processed according to the procedure set forth in Article VII, Section 2, and paragraph d. No Property Owner may waive or otherwise escape liability for the assessments provided herein by abandonment of their lot or parcel.

ARTICLE XII CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: ALISO SPRINGS PROPERTY OWNERS ASSOCIATION INC.

ARTICLE XIII AMENDMENTS

These By-laws may be amended in a manner not inconsistent with the Declaration or Articles at a regular or special meeting of the Members, by a vote of sixty seven (67) percent of the Members present in person or by absentee ballot. Proposed amendments must be mailed to all Members at their address of record at least thirty (30) days prior the annual or special meeting called for the purpose of amending the By-laws.

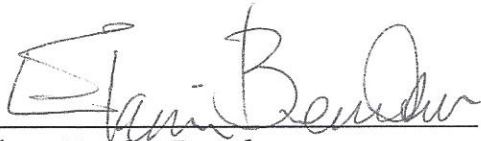
ARTICLE XIV INTERPRETATION

In the case of any conflict between the Articles of Incorporation and these By-laws, the Articles shall control. In the case of any conflict between the Declaration, Articles of Incorporation, and these By-laws, the Declaration shall control.

The fiscal year of the Association shall begin on the first day of January and end on the last day of December of each year. In the first year of Incorporation the fiscal year shall begin on the date of Incorporation and end on the last day of December of that year.

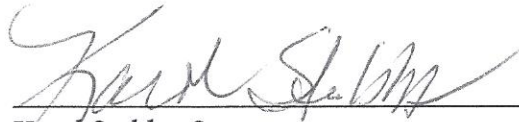
The preceding Amended Bylaws were approved by a 2/3rd majority vote of the Members of Aliso Springs Property Owners Association in person or via absentee ballot, February 7th, 2018.

Signed



Elaine Bender, President

Date 3-5-2018



Karol Stubbs, Secretary

Date 3-6-18