

**AMENDED AND RESTATED BY-LAWS OF THE  
COLUMBINE KNOLLS SOUTH II HOMEOWNERS ASSOCIATION**

**ARTICLE I  
GENERAL**

**Article I, Section 1. Name:**

This organization is incorporated (not for profit) under the laws of the State of Colorado and shall be known as Columbine Knolls South II Homeowners Association.

**Article I, Section 2. Purpose:**

This Association is organized to:

- a. Establish and maintain an organization to promote the general welfare of the residents of Columbine Knolls South II.
- b. Assure a common bond among the area homeowners.
- c. Provide a means for communication both within and without the area whereby our viewpoint is presented as a unified voice to all individuals, organizations and government officials affecting our community.
- d. Ensure representation in all matters which may affect Columbine Knolls South II residents and the surrounding community.
- e. Establish procedures for the enforcement of all governing documents.

**Article I, Section 3. Area boundaries:**

The boundaries shall be identical to the recorded plat for Columbine Knolls South Filing No. 2, as amended.

**Article I, Section 4. Address:**

The mailing address of the Association shall be P.O. Box 621625, Littleton, Colorado, 80162.

**Article I, Section 5. Fiscal year:**

The Associations' fiscal year shall begin January 1 and end December 31.

**Article I, Section 6. Definitions:**

*Member in Good Standing:* An HOA Member Household shall be considered "in good standing" who has not been issued a written notification of violation of the Protective Covenants by the CKSII HOA lawyers; who has no violations of the Columbine Knolls South Planned Development (ODP) restrictions; who has no violations of any Jefferson County zoning regulations; and whose dues/assessments are current.

**ARTICLE II**  
**MEMBERSHIP & DUES**

**Article II, Section 1. Qualifications:**

Each Owner owning a home and living within the boundaries herein described is eligible for membership.

**Article II, Section 2. Membership:**

- a. "Voluntary Member" means an Owner of a Lot who is a member of the Association, but whose Lot has not been subjected to Permanent Membership in the Association. Voluntary membership continues so long as the Voluntary Member is paying annual dues.
- b. "Permanent Member" means an Owner of a Lot whose membership is permanent and mandatory and which cannot be separated from a Lot, but rather is appurtenant to and runs with title to a Lot by acquisition of the Lot after the date that the Protective Covenants for a Portion of Columbine Knolls South, Filing No.2, Amendment No. 1 were recorded in the Jefferson County, Colorado land records (January 9, 2009 at Reception No. 2009002076).

When the term "Member" is used, it shall include both Voluntary Members and Permanent Members.

**Article II, Section 3. Dues:**

Annual dues (also referred to as "assessments") shall be recommended by the Board and voted on by the membership at the annual meeting or special membership meetings. The amount set for the dues shall be considered adopted when receiving an affirmative vote from the majority of votes cast. The timing for payment of these dues will be determined by the Board. Dues are not refundable.

**Article II, Section 4. Voting:**

Each Member Household whose dues have been paid and who is current prior to the annual meeting or special membership meeting is entitled to one vote, in person or by proxy, on each issue for each Lot owned at the annual and any special membership meetings which may be called during the year. Voting by mail shall not be allowed.

**Article II, Section 5. Proxies:**

Votes may be cast in person or by proxy. Proxy holders must be paid Members. No proxy holder may hold more than four proxies, except that Board members shall not be subject to such restriction. Proxies shall be in writing and the signature must be notarized. Proxies must be filed with the Secretary before the appointment time of each meeting. 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. No proxy shall be valid for a period longer than 11 months after the date thereof. Proxies may be revoked by attendance at the meeting.

**Article II, Section 6. New member dues:**

New Owners desiring membership or new Owners required to be Permanent Members shall pay dues on a prorated basis computed using the number of months remaining in the fiscal year of the Association.

**ARTICLE III  
MEETING AND ELECTIONS**

**Article III, Section 1. Annual Membership Meeting:**

The Board shall conduct an annual meeting within the first thirty days of the Fiscal Year. The principal purpose of the annual meeting shall be to elect Board of Director members and to present to the assembly items that require a vote by the membership. Notification shall be at least thirty days prior to the annual membership meeting. The Secretary shall cause notice to be published in the Association's newsletter. A meeting shall not be held without a quorum.

**Article III, Section 2. Special Membership Meetings:**

Special Membership Meetings may be called by a majority of the Board of Directors, or by 10% of the membership of the Association.

**Board-called meeting:** Notification shall provide at least fourteen days advance notice of the meeting.

**Member-called meeting:** Any special meeting requested by the membership must identify the special meeting purpose on each page of the petition which must be a purpose for which the Association membership is authorized to act. Upon receipt of a petition by 10% of the membership, the secretary will have five days to validate names. Notification of the meeting shall be made within five days of validation. Notification shall provide at least ten days notice of the meeting. In the event the secretary is unwilling or unable to meet these requirements, Members shall perform these duties.

**Meeting Notification:** Notification shall be by posting in the Association's newsletter or posting signs at the major entrances to the community; any other methods such as hand delivered flyers or mailing to members are optional.

**Meeting Conduct:** Any meeting called under this section shall be conducted by the President of the Board, or in his/her absence, a person chosen by a majority of the Members present. A meeting shall not be held without a quorum.

**Article III, Section 3. Board of Directors Meetings:**

The Board of Directors shall meet quarterly or more often if necessary. All meetings shall be open to Members of the Association. Notification to Members shall be by posting in the Association's newsletter. Other notification methods such as hand delivered flyers, mail, or posting signs at the major entrances to the community are optional.

**Article III, Section 4. Elections:**

The Board of Directors shall consist of seven members and shall be elected by the general membership at each Annual Meeting. The term of each Director shall be for two years with four Directors elected in even numbered years and three Directors elected in odd numbered years. In the event the Annual Meeting is delayed due to weather, lack of quorum, and other emergencies beyond the

control of the Board, the terms of the existing Board shall extend automatically until a new Board is elected.

**Article III, Section 5. Candidates:**

From the date at least one month prior to the Annual Meeting, until the time of the vote at the Annual Meeting, the Board will accept nominations for Board candidates for the ensuing term. The slate of candidates will be presented to the general membership at the Annual Meeting. Each candidate must be present or represented and consent to serve if elected. Each candidate must be an association Member in good standing, and a member for three months prior to the election.

**Article III, Section 6. Vacancy:**

Any vacancy on the Board shall be filled by a dues paying Member of the Association, in good standing, selected by the Board of Directors, and elected by a majority vote of the Board.

**Article III, Section 7. Removal and Resignation:**

Any Director may be removed at any time by a majority vote of the Membership at any Special Membership Meeting. Any Director may resign at any time by giving written notice to the Board. Acceptance of the resignation shall not be necessary to make it effective.

**Article III, Section 8. Quorum:**

A quorum of the Board shall be a majority of the members of the Board. A quorum of the Membership at any membership meeting shall be 10% of total Association membership.

**Article III, Section 9. Procedure of Business at Meetings:**

The procedure at all meetings shall be governed by Roberts Rules of Order.

**ARTICLE IV  
DUTIES, RESPONSIBILITIES, POWERS  
OF THE BOARD OF DIRECTORS/OFFICERS**

**Article IV, Section 1. Officers:**

The Board of Directors will consist of the President, Vice President, Secretary, Treasurer and three at large members. All officers must be directors. Officers shall be elected annually by a majority vote of the Board of Directors.

- a. President: The President shall be elected by the Board of Directors by a majority vote. The President shall preside at all meetings and see that all orders and resolutions of the Board of Directors are carried into effect.
- b. Vice President: The Vice President shall be elected by the Board of Directors by a majority vote. The Vice President shall preside at all meetings in the absence of the President. The Vice President shall be responsible for the functioning of all committees deemed necessary by the Board of Directors.
- c. Secretary: The Secretary shall be elected by the Board of Directors by a majority vote. The Secretary shall record the proceedings of all meetings, and shall prepare and mail written notices and reports as requested by the Board. The minutes of all meetings shall be in the care of the Secretary and shall be open to the membership of the Association.
- d. Treasurer: The Treasurer shall be elected by the Board of Directors by a majority vote. The Treasurer shall handle the financial matters requested by the Board of Directors and shall receive and disperse all monies as authorized by the Board of Directors. The Treasurer shall prepare an annual financial statement which shall be submitted to the membership at the Annual Meeting. The financial records of the Association shall be in the Treasurer's care and shall be open to the membership of the Association. Checks written by the Treasurer, in excess of \$500, shall bear the signature of the Treasurer and one other Board member authorized to sign on the account; excepting the monthly checks for Trash Service and Property Management Services.

**Article IV, Section 2. Powers and Duties:**

The Board of Directors shall have the power to act to accomplish the purposes of the Columbine Knolls South II Homeowners Association as set forth in Article I, Section 2.

**Article IV, Section 3. Managing Agent:**

The Board may employ a managing agent for the community, at a compensation established by the Board, to perform duties and services authorized by the Board. Regardless of any delegation to a managing agent, the members of the Board shall not be relieved of responsibilities under the Governing Documents or Colorado law.

**ARTICLE V  
NEW BYLAWS & AMENDMENTS**

**Article V, Section 1. Bylaws and Amendments:**

Additional bylaws and amendments to these bylaws may be proposed in writing to the Board of Directors for presentation to the Association membership during Annual and Special Membership meetings. Additional bylaws and amendments to the bylaws shall be considered adopted upon receiving a majority of the votes cast at any such Annual and/or Special Membership meeting.

**CERTIFICATION**

By signature below, the secretary of the Board of Directors certifies these Amended and Restated Bylaws received the approval of a majority of the members at a duly called meeting.

This 12 day of January, 2015.

COLUMBINE KNOLLS SOUTH II  
HOMEOWNERS ASSOCIATION,  
a Colorado Nonprofit Corporation

By: \_\_\_\_\_

Secretary