

BYLAWS  
OF  
COLONIA DEL NORTE UNIT ONE  
HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is COLONIA DEL NORTE UNIT ONE HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 19 West Alameda, Tempe, Arizona 85282, but meetings of Members and directors may be held at such places within the State of Arizona, County of Maricopa, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to COLONIA DEL NORTE UNIT ONE HOMEOWNERS ASSOCIATION, INC., and Arizona non-profit corporation, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners of the Association.

Section 4. "Lot" shall mean and refer to any separate parcel of real property shown upon any recorded subdivision map of the Properties, with the exception of the Common Area.

Section 5. "Member" shall mean and refer to every person or entity who holds a membership in the Association.

Section 6. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of equitable or beneficial title (or legal title if same has merged) of any Lot which is a part of the Properties, including contract buyers, but excluding those having such interest merely as security for the performance of an obligation.

Section 7. "Declarant" shall mean and refer to KNOELL BROS. CONSTRUCTION, INC., its successors and assigns if such successors or assigns should acquire more than one Lot from the Declarant for the purpose of development.

Section 8. "Declaration" shall mean the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the County Recorder of Maricopa County, Arizona.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meeting. The first annual meeting of the Members shall be held on the second Wednesday in May, beginning in 1974, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter, at the hour of 7:00 o'clock p.m. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A Membership.

Section 3. 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 such notice, postage prepaid, at least 15 days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing 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. Notice shall also be given by publication as required by Arizona Revised Statute 10-452 C. (1956), as same may be amended from time to time, if applicable.

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, a majority of the votes of each class of membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. In the absence of a quorum, a majority of the Members present in person or by proxy, or, if no Member entitled to vote is present in person or by proxy, any officer entitled to preside at or act as Secretary of such meeting, may adjourn the meeting to a date specified by said majority. Any such adjourned meeting shall be held not less than fifteen (15) nor more than sixty (60) days after the date of the original meeting. At any such adjourned meeting, the presence of Members entitled to cast, or proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. At any such adjourned meeting at which a quorum may be present, any business may be transacted which might have been transacted at the meeting as originally called.

Section 5. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

#### ARTICLE IV

##### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of Seven (7) directors, who need not be Members of the Association.

Section 2. Term of Office. Directors shall hold office for one (1) year, or until their successors are elected and qualified.

Section 3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

#### ARTICLE V

##### NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting by any member not in default. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the

Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations shall be made from among Members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot or oral vote. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected.

## ARTICLE VI

### MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, or within a reasonable time after the presentation to the President of the Association of a petition signed by twenty-five percent (25%) of the Lot Owners, after not less than three (3) days notice to each Director.

Section 3. Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

## ARTICLE VII

### POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

(a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

(c) Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association, or shall be in default in the performance of or in breach of any of the terms of any recorded Declaration of Restrictions;

(d) 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; and

(e) Employ a manager, an independent contractor, or such other employees as they deem necessary and to prescribe their duties.

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

(a) Cause to be kept a complete record of all its acts and corporate affairs and to present a state-

ment thereof to the Members at the annual meeting of the Members or at any special meeting, when such statement is requested in writing by one-fourth (1/4) of the Class A Members who are entitled to vote;

(b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or bring an action at law against the Owner personally obligated to pay the same. The Board shall have the right to determine whether or not to take either of the actions specified herein or to refrain from doing same.

## ARTICLE VIII

### COMMITTEES

Section 1. The association shall appoint an Architectural Control Committee, as provided for in the Declaration, and a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purposes, such as:

(a) A Recreation Committee which shall advise the Board of Directors on all matters pertaining to the recreational program and activities of the Association and shall perform such other functions as the Board, in its discretion, determines;

(b) A Maintenance Committee which shall advise the Board of Directors on all matters pertaining to the maintenance, repair or improvement of the Properties, and shall perform such other functions as the Board in its discretion, determines;

(c) A Publicity Committee which shall inform the members of all activities and functions of the Association, and shall, after consulting with the Board of Directors, make such public releases and announcements as are in the best interests of the Association; and

(d) An Audit Committee which shall supervise the annual audit of the Association's books and approve the annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting, as provided in Article IX, Section 8(d). The Treasurer shall be an ex officio member of the Committee.

Section 2. It shall be the duty of each committee to receive complaints from members on any matter involving Association functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committee, Director or officer of the Association as is further concerned with the matter presented.

## ARTICLE IX

### OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. 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.

**Section 5. Resignation and Removal.** Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the president or secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

**Section 6. Vacancies.** A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to such vacancy shall serve for the remainder of the term of the officer he replaces

**Section 7. Multiple Offices.** The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this article.

**Section 8. Duties.** The duties of the officers are as follows:

(a) **President.** The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign or authorize the signing of all checks and promissory notes.

(b) **Vice-President.** The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

(c) **Secretary.** The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

(d) **Treasurer.** The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign or authorize the signing of all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting and deliver a copy of each to the members.

## ARTICLE X

### BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

## ARTICLE XI

### CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: "COLONIA DEL NORTE UNIT ONE HOMEOWNERS ASSOCIATION, INC."

## ARTICLE XII

### AMENDMENTS

**Section 1.** These Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present or by proxy, or by the Board of Directors.

**Section 2.** In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

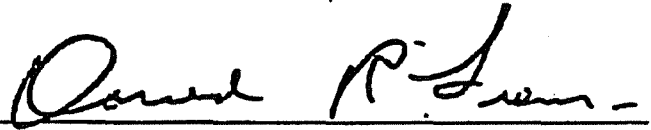
**ARTICLE XIII**

**MISCELLANEOUS**

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

**CERTIFICATION**

I hereby certify that the foregoing By-Laws were adopted by the Board of Directors of the Association at a meeting called for that purpose on the 3rd day of August, 1973

A handwritten signature in black ink, appearing to read "Donald R. Liem", is written over a horizontal line.

**DONALD R. LIEM**  
Secretary

COLONIA DEL NORTE  
BYLAWS

ARTICLE IV

Sec. 1 The affairs of this Association shall be managed by a Board of seven (7) directors, who need not be members of the Association.

Amendment to Article IV Section I

Sec. 1 The affairs of this Association shall be managed by a Board of seven (7) directors who must be members of the Association. In addition, two (2) alternates will be elected for the purpose of replacing Board directors who can not fulfill their term. This amendment shall not be retroactive.

Sec. 2 Term of office. Directors shall hold office for one (1) year or until their successors are elected and qualified.

Amendment to Article IV Section II

Sec. 2 Term of office. Directors shall hold office for a term of two (2) years with no more than two (2) consecutive terms for any one person. A person may be re-elected after being off the Board for one term (2 years).

When recorded, return to:  
Colonia del Norte Unit One Homeowners Association, Inc.  
c/o CID Management, Inc.  
1825 W Marlette Ave  
Phoenix AZ 85015-2039

**COLONIA DEL NORTE**  

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**HOMEOWNERS ASSOCIATION**

**Colonia del Norte - Amendments to Bylaws**  
March 10, 2009



# COLONIA DEL NORTE

## HOMEOWNERS ASSOCIATION

### Colonia del Norte- Amendments to Bylaws

March 10, 2009

#### ARTICLE III

**Section 1** The first annual meeting of the Members shall be held on the second Wednesday in May, beginning in 1974, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month each year thereafter, at the hour of 7:00 o'clock p.m. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

#### Amendment to Article III - Section 1

The annual meetings of the Members shall be held the second Tuesday of January, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year. If the day for the annual meeting of the Members is a legal holiday, the meeting may be held at the same hour on the first day following which is not a legal holiday, or as the Board determines. The annual meeting shall be held pursuant to the Arizona Open Meeting Law.

#### ARTICLE IV

**Section 1** The affairs of this association shall be managed by a Board of (7) Directors who need not to be members of the Association.

#### Amendment to Article IV Sec. 1

The affairs of this association shall be managed by a Board of not less than four (4) and not more than eight (8) Directors. A Director must be a member of the Association in good standing and must reside in the Colonia del Norte complex.

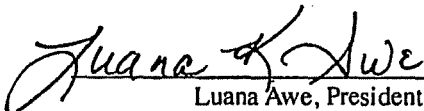
#### ARTICLE IV

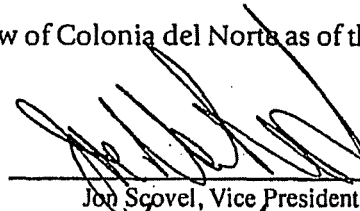
**Section 2** Term of office. Directors shall hold office for one (1) year or until their successors are elected and qualified.

#### Amendment to Article IV Sec. 2

Term of office. Directors shall hold office for three (3) years. Two Directors will be elected each year for a term of three (3) years. The fiscal year is January 1 thru December 31. All terms of officers will be for a fiscal year.

The following Board Members have voted to amend the Bylaw of Colonia del Norte as of the 10th of March, 2009.

  
Luana Awe, President

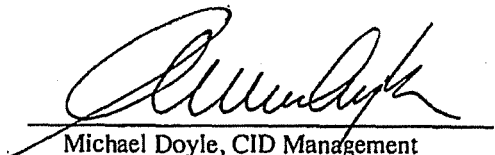
  
Jon Scovel, Vice President

  
Tina Fleitz, Treasurer

  
Chuck Holt, Director

  
Maria Berryman, Director

Witnessed By:

  
Michael Doyle, CID Management

**CDN BY-LAWS COMMITTEE MEETING on 2/9/2013 at 1:00 pm**

**Present: Jane Krausu, Rachel Girard, Rich Decosmo, Samantha Donato, Joe Ciere,  
Joy Staab, Mary Alice Curtis, and Jan Bonnett**

The Committee proposed the following changes to two articles.

**Article III, Section I**

**Amendment dated 3/10/2009 and approved by Board**

The annual meetings of the Members shall be held the second Tuesday of **January**, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year. If the day for the annual meeting of the Members is a legal holiday, the meeting may be held at the same hour on the first day following which is not a legal holiday, or as the Board determines. The annual meeting shall be held pursuant to the Arizona Open Meeting Law.

**New Amendment to Article III, Section I**

The annual meetings of the Members shall be held the second Tuesday of **MAY**, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year. If the day for the annual meeting of the Members is a legal holiday, the meeting may be held at the same hour on the first day following which is not a legal holiday, or as the Board determines. The annual meeting shall be held pursuant to the Arizona Open Meeting Law.

**Article IV, Section 2**

**Amendment dated 3/10/2009 and approved by Board**

**Term of Office.** Directors shall hold office for **three (3) years**. Two Directors will be elected each year for a term of three (3) years. The fiscal year is January 1 thru December 31. All terms of officers will be for a fiscal year.

**New Amendment to Article IV, Section 2**

**Term of Office.** Directors shall hold office for a term of **two (2) years** with no more than **two (2) consecutive terms** for any one Director. A Director may be re-elected after being off the Board for one (2 year) term

**Proposed Change to Article IV, Section 2 of By-Laws.**

**Article IV, Section 2 (Original)**

Term of Office. Directors shall hold office for one (1) year or until their successors are elected and qualified.

**Amendment dated 3/10/2009 and approved by Board**

Term of Office. Directors shall hold office for three (3) years. Two Directors will be elected each year for a term of three (3) years. The fiscal year is January 1 thru December 31. All terms of officers will be for a fiscal year.

**New Amendment to Article IV, Section 2 (Approved by Board 2/13/2013)**

Term of Office. Directors shall hold office for a term of two (2) years with no more than two (2) consecutive terms for any one Director. A Director may be re-elected after being off the Board for one (2 year) term

**\*Proposed Change to Article IV, Section 2**

Term of Office. Directors shall hold office for a term of three (3) years. A Director may be re-elected after being off the Board for one (1) year. At such a time if there are no homeowners who desire to be on the Board, then a Director who has just finished their term may be re-elected so that the Board will have 7 Directors.

*\*Approved at Board mtg 3/12/13*