

BYLAWS

ROLLING MEADOWS TOWNHOUSE ASSOCIATION

Revised March 17, 2015

ARTICLE I: NAME AND LOCATION

1. The name of the corporation is Rolling Meadows Townhouse Association (RMTHA). The principal management office is The Property Management Group, P.O. Box 13402, Tucson, AZ 85732

ARTICLE II: DEFINITIONS

1. "Association" shall mean and refer to Rolling Meadows Townhouse Association (RMTHA), its successors and assigns.

2. "Board of Directors" or "Board" means the governing body of the Association as provided in the Declaration, Articles of Incorporation, and these Bylaws.

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

4. "Declarant" shall mean the Rolling Meadows Townhouse Association, an Arizona non-profit corporation, its successors and assigns.

5. "Declaration" means an Amendment to Declaration of Covenants, Conditions and Restrictions, as it may be amended from time to time.

6. "Lot" shall mean and refer to any plot of land designated as "Lot" of the Plat of Rolling Meadows, Lots 1-101.

7. "Owner" or "Member" shall mean and refer to the record Owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation or a lessee.

8. "Properties" shall mean and refer to that certain real property hereinbefore described and recorded, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

9. "Resident" shall mean the Owner and any Tenant who resides on any Lot, and the licensees, invitees, guests and family members of each Owner and any Tenant who resides on any Lot.

ARTICLE III: MEETINGS: OWNERS AND RESIDENTS

Section 1. Annual Meetings.

(a) The annual meetings of the Owners and Residents shall be held each year on the third Tuesday of March at an hour and place designated and announced by the Board or their appointed representative. If the day for the annual meeting is a legal holiday, the meeting shall be held at the same hour and place on the first day following which is not a legal holiday.

Section 2. Special Meetings.

(a) Special meetings of the Owners and Residents may be called at any time by the Board or by written request of one-fourth (1/4) of Owners.

Section 3. Notice.

(a) Written notice of meetings shall be given by the Board, or their appointed representative, by mailing a copy of such notice at least thirty (30) days before such meeting to each Owner. 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.

Section 4. Quorum.

(a) Owners present casting their ballot at the meeting plus the absentee ballots received by the Board, or their appointed representative, shall be at least fifty percent (50%) of the total votes available to constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If a quorum is not represented at an annual or special meeting, the Board shall have power to adjourn the meeting without notice, other than that announcement at the meeting.

Section 5. Ballots.

(a) At all meetings, Owners may vote in person by ballot or by sending in an absentee ballot. All ballots shall be in writing, signed by the Owners, and filed with the Board or their appointed representative.

Section 6. Voting.

(a) Owners shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Owners; however, the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot. The maximum number of votes cast by Owners shall be limited to one hundred and one (101).

ARTICLE IV: BOARD OF DIRECTORS: GENERAL INFORMATION

Section 1. Number.

(a) The affairs of this Association shall be managed by a Board of nine (9) directors. All Board directors shall be a recorded Owner and current resident residing on the properties.

Section 2. Term.

(a) At the annual meeting, the Owners shall elect three (3) directors for a term of three (3) years, and at each annual meeting thereafter, Owners shall elect three (3) directors for a term of three (3) years.

Section 3. Removal, Resignation or Disqualification.

(a) Any director may be removed from the Board, with or without cause, by a majority of affirmative votes cast by the Owners. In the event of a director's death, resignation or removal, his successor shall be selected by a majority of affirmative votes cast by the remaining directors and shall serve for the unexpired term of his predecessor. Any director may resign at any time by giving notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice. The acceptance of such resignation by the Board shall not be necessary to make it effective. A

director who fails to pay his assessment within fifteen (15) days after written notice shall be disqualified to serve on the Board.

Section 4. Compensation.

(a) 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.

(a) The Board shall have the right to take any action in the absence of a meeting which they could take at a meeting by a majority of affirmative votes cast in writing or electronic means by the directors. Any action so approved shall have the same effect as though approved by a majority of affirmative votes cast by the directors at a regular meeting.

ARTICLE V: BOARD OF DIRECTORS: NOMINATION AND ELECTION

Section 1. Nomination.

(a) Nomination for election to the Board shall be made by a Nominating Committee or nominations may also be made from a chairperson. The Nominating Committee shall be appointed by the President, subject to the concurrence of the Board, following each annual meeting of the Owners, to serve until the close of the next annual meeting and such appointment shall be announced to the Owners. The Nominating Committee shall make as many nominations for election to the Board as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Nominations to the Board shall only be made from among recorded Owners who are current residents residing on the properties.

Section 2. Election.

(a) Election to the Board shall be by written ballot. At such election, the Owners, in respect to each vacancy, may cast as many votes as they are entitled to exercise under the provisions of the Declaration or these Bylaws; that is, one (1) vote per lot owned. The persons receiving the most votes shall be elected.

ARTICLE VI: BOARD OF DIRECTORS: MEETINGS

Section 1. Regular Meetings.

(a) Regular meetings of the Board may be monthly, or as agreed to by the Board, at such place and hour as may be fixed from time to time by the Board.

Section 2. Special Meetings.

(a) Special meetings of the Board shall be held when called by the President, or by any two (2) directors, after not less than five (5) days notice to each director.

Section 3. Quorum.

(a) A majority of directors present or voting electronically shall constitute a quorum for the transaction of business. Directors may vote in person or electronically. Every decision made by a majority of the directors present or voting electronically shall be regarded as the act of the entire Board.

ARTICLE VII: BOARD OF DIRECTORS: POWERS AND DUTIES

Section 1. Powers.

(a) Adopt and publish rules and regulations governing the use of the Common Area, the Properties, and the personal conduct of the Owners, residents, and their families and guests, and to establish penalties for the infraction thereof;

(b) Exercise for the Association all powers, duties, responsibilities and authority vested in or delegated to this Association by these Bylaws, the Articles of Incorporation and the Declaration;

(c) Declare the office of a member of the Board to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board; and

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

Section 2. Duties.

(a) Cause to be kept a complete record of all its corporate affairs and to present a statement thereof to the Owners at the annual meeting of the Owners, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of Owners entitled to vote;

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

(c) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board of Directors, or their appointed representative, for the issuance of these certificates. If a certificate states an assessment has been paid, such signed certificate shall be conclusive evidence of such payment;

(d) Procure and maintain adequate liability and hazard insurance on property owned by the Association;

(e) Cause all officers or employees having fiscal responsibilities to be bonded, as the Board may deem appropriate;

ARTICLE VIII: BOARD OF DIRECTORS: OFFICERS

Section 1. Enumeration of Offices.

(a) The offices of this Association shall be a president, vice-president, secretary, and treasurer, who shall at all times be a recorded Owner, a current resident residing on the properties, and a member of the Board, and such other offices the Board may from time to time by resolution create.

Section 2. Election.

(a) The election of officers shall take place at the first meeting of the Board following each annual meeting of the Owners.

Section 3. Term.

(a) The officers of this Association shall be elected annually by the Board and each shall hold office for three (3) year unless he shall either resign, be removed, or be disqualified to serve

Section 4. Special Appointments.

(a) 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. Removal, Resignation or Disqualification.

(a) Any officer may be removed from the Board, with or without cause, by the affirmative, majority of votes cast by the Owners. In the event of death, resignation or removal of an officer, his successor shall be selected by the affirmative majority votes of the remaining Board directors and shall serve for the unexpired term of his predecessor. Any officer may resign at any time by giving notice to the Board or the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice. The acceptance of such resignation by the Board shall not be necessary to make it effective. An officer who fails to pay his assessment within fifteen (15) days after written notice shall be disqualified to serve on the Board.

Section 6. Vacancies.

(a) A vacancy in any officer may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices.

(a) 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 or the appointment by the Board of an agency to manage the affairs of the Association in accordance with Article VII, Section 1(d), above.

Section 8. Duties.

(a) President

(1) The president shall preside at all meetings of the Board; 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 all checks and promissory notes. Exception to these requirements would be when specific duties have been delegated in writing in a contract employing a management agency or independent contractor to perform administrative functions for the Association in accordance with Article VII, Section 1(e), above.

(b) Vice-President

(1) 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

(1) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Owners; serve notice of meetings of the Board and of the Owners; keep appropriate current records showing the Owners of the Association together with their addresses, and shall perform such other duties as required by the Board. Exceptions to these requirements would be when specific duties have been delegated in writing in a contract employing a management agency or independent

contractor to perform administrative functions for the Association in accordance with Article VII, Section 1(d), above.

(d) Treasurer

(1) 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; shall sign all checks and promissory notes of the Association; keep books of account; cause an annual audit of the Association books to be made by a qualified 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 Ownership at its regular annual meeting, and deliver a copy of each to the Owners. Exceptions to these requirements would be when specific duties have been delegated in writing in a contract employing a management agency or independent contractor to perform administrative functions for the Association in accordance with Article VII, Section 1(d), above.

ARTICLE IX: COMMITTEES

Section 1. Appointment.

(a) The Board may appoint such standing committees such as Architectural Control, Nominating, Budget and Finance, Recreation Center, and Neighborhood Cooperation. In addition, the Board shall appoint other committees deemed appropriate in carrying out its purpose. A chairperson of standing committees shall be a recorded Owner, a current resident residing on the properties, and a member of the Board.

Section 2. Authority to Adopt and Publish Rules and Restrictions.

(a) In accordance with provisions of Article VII, Section 1(a), above, each standing committee may recommend rules and restrictions, as deemed necessary, governing the actions and responsibilities of Association, its Owners, Residents and Properties, pertaining to the subject area charged to each committee, and shall present their recommendations to the Board. If approved, the Board may by the majority of affirmative votes cast by the Board adopt and publish a Resolution to the Declaration or Bylaws containing the committee's recommended rules and restrictions involving the subject area charged to each committee. Enforcement of these rules and regulation shall be in accordance with the Declaration, the Articles of Incorporation and these Bylaws.

ARTICLE X: ASSOCIATION: BOOKS AND RECORDS

Section 1. Inspection.

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

ARTICLE XI: REVISIONS

Section 1. Bylaws.

(a) Except as provided in these Bylaws, the Declaration, or the Articles of Incorporation; these Bylaws shall only be revised by a majority of affirmative votes cast by Owners voting in person by ballot

contractor to perform administrative functions for the Association in accordance with Article VII, Section 1(d), above.

(d) Treasurer

(1) 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; shall sign all checks and promissory notes of the Association; keep books of account; cause an annual audit of the Association books to be made by a qualified 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 Ownership at its regular annual meeting, and deliver a copy of each to the Owners. Exceptions to these requirements would be when specific duties have been delegated in writing in a contract employing a management agency or independent contractor to perform administrative functions for the Association in accordance with Article VII, Section 1(d), above.

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RESOLUTION REGARDING THE ROLLING MEADOWS
TOWNHOUSE ASSOCIATION RECREATION CENTER

September 9, 2015

WHEREAS, Article VII, Board of Directors Powers and Duties, § 1, Powers, as stated in the Bylaws for the Rolling Meadows Townhouse Association provides that the Board of Directors may adopt and publish rules and regulations governing the use of the Common Area, the Properties, and the personal conduct of the Owners, residents, and their families and guests, and to establish penalties for the infractions thereof; and

WHEREAS, Article XII, § 3, Exceptions, paragraph (b), as stated in the Declaration of Covenants, Conditions and Restrictions for Rolling Meadows Townhouse Association recorded at Sequence Number 20150770095, on March 18, 2015 in the office of the Pima County Recorder, provides that the Board of Directors of the Association may resend, alter, or establish additional rules and regulation contained in Article XII: Recreation Center Rules and Restrictions by a Resolution to the Declaration approved by a majority of affirmative votes cast by the Board of Directors; and

WHEREAS, the Board of Directors has determined that it is necessary to alter Article XII, Recreation Center Rules and Restrictions, § 2, Specific Recreation Center Rules and Restriction, paragraph (h) from:

(h) Candy, popcorn, gum or food of any kind are not permitted in the Recreation Center.

To read as follows:

(h) Candy, popcorn, gum, food, or alcoholic beverages of any kind are not permitted in the Recreation Center.

This Resolution was approved by the Board of Directors on September 9, 2015.

Fred Greenwood
President

Phyllis K. Gable
Vice President

James M. James
Secretary

Randy Beth Jull
Board Member

Barbara Pugh Stewart
Board Member

Doraleen Roberts
Board Member

Robert James
Board member

Anthony P. Gardine
Board Member

Board Member