

AWHOA Draft Proposals For Significant Bylaw Amendments

Apache Wells homeowners gathered today in Room A to listen to and view a preliminary informational presentation by the Bylaw Committee. This ad hoc committee has been given the challenging task of reviewing and making recommendations for possible revisions to the AWHOA Bylaws. Board President Cheri Whalen stressed in her comments that this is just an initial start in the process and that what homeowners saw in the presentation will likely have a much different look when homeowners are asked to vote on proposed amendments in the future.

The Bylaw Committee includes:

Cheri Whalen-Board Advisor
Julie Couture
Jim Tilbe
Jackie Fretwell
Gene Wedic
Ed McMenomy
Bob Heaton

The reasons given for needed changes to our current bylaws that were presented to the homeowners are listed below:

- To make the bylaws easier to read and understand
- To provide more concise definitions
- To satisfy legal questions and state law requirements
- To clarify “majority vote of the owners”
- To extend times for disseminating information
- To clarify the voting procedures for elections
- To clarify who can and can’t vote
- To clarify who can vote when joint ownership exists
- To clarify what is covered under the General Assessment
- To clarify the right of the Board to acquire property and funding
- To provide guidelines for acquiring and funding a Reserve Fund
- To provide for “interim funding” following approval of a Special Assessment
- To clarify procedure for member-sponsored bylaw amendments
- To provide for notification by US Mail
- To provide clarity on the overriding affect of the Declaration

If and when amendments are presented to the homeowners for a vote it would fall under ARTICLE XIII AMENDMENTS Section 1. Amendment Proposals and require a two-third (2/3) vote of the members present and voting at an annual or special meeting. Voting would be by ballot, prepared for the meeting by the Secretary. Absentee voting is permitted under state statute.

The following is a brief summary of the Bylaws that are under consideration for amending. We ask that homeowners have their AWHOA, Inc. Telephone Book open to

the AWHOA, Inc. Bylaws when going through the proposed changes. Changes will be in **bold** print.

1. ARTICLE IV MEMBERSHIP Section 2. Responsibility of Members C.

Change:

a majority vote of **those owners present and voting at a meeting called specifically for that purpose.**

2A. ARTICLE V BOARD OF DIRECTORS Section 2. Election of the Board of Directors

Changes:

A. Nominating Committee

(1) Appointment-sixty (60) days would become **seventy-five (75) days**

(2) Duties of the Nominating Committee-(c) forty (40) days would become **fifty (50) days**

B. Nomination by petition

thirty (30) days would become **forty (40) days**

twenty (20) days would become **thirty (30) days**

2B. ARTICLE V BOARD OF DIRECTORS Section 3. Election of Board of Directors

Change:

A. Time shall be held **on the Tuesday closest to January 15th.**

3. ARTICLE V BOARD OF DIRECTORS Section 3. Election of Board of Directors

Change:

Add **Cumulative voting (casting more than one vote for an individual candidate) is not permitted.**

4. ARTICLE V BOARD OF DIRECTORS Section 4. Meetings of the Board of Directors

Change:

A. Regular Meetings

Add **Except as otherwise permitted by Arizona Revised Statutes, all meetings of the Directors shall be open to Members of the Association.**

5. ARTICLE VIII MEETINGS OF THE MEMBERSHIP Section 3. Special Meetings of the Membership

Change:

Add one hundred (100) Members, **whose membership rights have not been suspended.**

6. ARTICLE VIII MEETINGS OF THE MEMBERSHIP Section 5. Voting Rights

Change:

A. When more than one individual.....

Add **The vote attributed to each Lot or Residential Unit must be cast as a whole; fractional votes shall not be allowed. If any Member casts a vote representing a certain Lot or Residential Unit, it will thereafter be conclusively presumed that**

he/she was acting with the authority and consent of all other Owners unless objection thereto is made in writing at the time the vote was cast. In the event that a Lot or Residential Unit is owned by two (2) or more persons, who disagree on voting privileges the joint or common owners shall designate to the Association in writing their member who shall have the right to cast votes with respect to such Lot or Residential Unit. In the event that more than one (1) vote is cast with respect to a particular Lot or Residential Unit, all such votes shall be deemed void.

7. ARTICLE VIII MEETINGS OF THE MEMBERSHIP Section 5. Voting Rights
Change:

B. Eligibility to vote shall.....

Add All Members relating to a particular Lot or Residential Unit must be in good standing in order to be eligible to vote.

8. ARTICLE VIII MEETINGS OF THE MEMBERSHIP Section 5. Voting Rights
Change:

New Item

D. For all Membership voting, a notice of thirty (30) days shall be given for any election date. Meetings for such elections shall be held during the period November 1st through April 15th. In case of an emergency, the Board of Directors, at their discretion, may over-ride the dates and days in question.

9. ARTICLE X FINANCIAL Section 2. C. General Assessment
Change:

Add Declaration, and shall be based on the cost of maintenance of Common Area facilities and the furnishing of any and all services thereto, and may include planned additions to a Reserve Fund based on budget.....

10. ARTICLE X FINANCIAL Section 2. D. Special Assessment
Change:

New (1)

(1) The Board of Directors shall have the right and power to acquire additional real and personal property, including commercial property and to provide construction, alterations, demolition or removal of recreational common or commercial facilities and may use Special Assessments to defray in whole or in part the costs thereof.

11. ARTICLE X FINANCIAL Section 3. Reserve Funds
Change:

- A. The Board of directors may establish a Reserve Fund for the purpose of accumulating funds for future capital items or major operating expenditures of the Association.**
- B. The Board of Directors may establish an item within the annual budget for the express purposes of building the Reserve Fund.**
- C. Funds may be transferred from the Reserve Fund to Operating Funds and vice-versa, as may be in the best interest of the Association.**

- D. Excess General or Special Assessment funds may be accumulated in the Reserve Fund for future costs and expenditures of the Association, when it is considered financially prudent and to the long term advantage of the membership.
- E. The Board of Directors may use professional advice to establish a targeted level of the Reserve Fund.

12. ARTICLE X FINANCIAL Section 2. D. Special Assessment

Change:

New (2)

(2) Special assessments shall be approved by two-thirds (2/3) vote of the Board of Directors at a duly called meeting at which a quorum is present, and by the majority of those Lot and Residential Unit Owners present and voting at a special meeting called and publicized for that specific purpose.

13. ARTICLE X FINANCIAL Section 2. D. Special Assessment

Change:

Old (2) becomes (3)

Add **bold** print to old (2)

(3) expenditure or acquisition, or interim funds may be borrowed, if it is ...

14. ARTICLE X FINANCIAL Section 2. D. Special Assessment

Change:

Delete old (3) passed on 4-12-07 since it is now irrelevant.

15. ARTICLE XIII AMENDMENTS Section 1. B.

Change:

New B.

B. The proposed amendment shall have been received by the Board and within thirty (30) days the Board shall respond, in writing, to the proposer as to the status of the proposed amendments. The Board shall act within six (6) months, thereafter, to submit to the Membership any Board approved amendments or to communicate, in writing, to the proposer that none of the proposed amendments will be submitted to the Membership.

Within sixty (60) days after the Board's approval of any submitted amendments, the Board shall prepare the ballot, give proper notice of the meeting and hold the meeting upon which those amendments will be voted upon by the Membership, pursuant to time limits in ARTICLE VIII MEETINGS OF THE MEMBERSHIP, Section 5. Voting Rights Paragraph D of these By-laws.

16. ARTICLE XIII AMENDMENTS Section 1. C

Change:

Add **bold** print to C.

The Member shall be notified and have received copies of the amendment(s), **sent by U.S. Mail or other legal methods of delivery**, at least **thirty (30) days** prior to the meeting at which the proposed amendment(s) shall be presented and voted upon.

New Article:

ARTICLE XIV CONFLICT

Should any provision of these Bylaws be inconsistent or conflict with any provision of the Declaration, such provision of the Declaration shall supercede and take precedence over any such provision of these Bylaws.

April 15, 2009