Apache Wells Board of Directors Special Meeting February 26, 2013

The meeting was called to order by President Al Folkins at 10:00AM. Two residents were in attendance.

Purpose: Board approval of Proposed 5th Amended & Restated Bylaws

Directors Present: Paul De Mond, Joe Atkinson, Peter Eikren, Bob Teague, Lola Daniels, Don Fourcade, Donna Richardson, Jim Tilbe. Community Manager Annie Colegrove was also present.

Approval of the Agenda: A motion was made by Jim Tilbe and 2nd by Paul De Mond to approve the agenda. The motion was approved.

Approval of the new Bylaws: Following some discussion a motion was made to approve the 5th Amended & Restated Bylaws by Al Folkins and 2nd by Donna Richardson The motion was approved unanimously.

Bylaw Committee Report: Chairman Paul De Mond reported that over the course of the last 4 months, the Bylaw Committee has met several times regarding the updating of the Bylaws in order to coincide with the Fourth Amended and Restated CC&R's approved in 2012. He pointed out that the committee has listed the major changes that apply to homeowners. That list will be included in a Bylaws/Voting Packet that homeowners will be receiving that includes a copy the Amended Bylaws, Absentee Ballot, two envelopes and voting instructions sheet.

As a cost saving measure homeowners may pick up and sign for their Bylaws/Voting Packets at the Homeowners Meeting on March 12th at 7:00PM in the Maricopa Room.

Members of the Bylaw Committee: Paul De Mond, Walt Winder, Brian Johnson, Tim Bruder, Joe Atkinson and Annie Colegrove.

Adjourn: A motion was made by Don Fourcade and 2nd by Al Folkins to adjourn the meeting at 10:35AM. The motion was approved.

Bob Teague, Secretary