

DIXIE SUNSHINE VILLAGE  
HOMEOWNERS' ASSOCIATION  
1840 N 1100 N ST. GEORGE, UT  
84720

SEPTEMBER 11, 1990

WASHINGTON COUNTY  
STATE OF UTAH

BYLAWS, DEVHA  
AMENDMENTS

We the Board of Directors of the DIXIE SUNSHINE VILLAGE  
HOMEOWNERS' ASSOCIATION wish to file the attached amendments  
to our Bylaws.

Dated this day 12 of Sept 1990.

Name Montegna  
Sec./Treas.  
Board of Directors  
Dixie Sunshine Village  
Homeowners' Association  
(801) 673-7024

0371201 BK 0573 Pg 0571

RUSSELL SHIRTS \* WASHINGTON CO RECORDER  
1990 SEP 12 13:54 PM FEE \$21.00 BY RWH  
REQUEST: DIXIE SS VLG HOMMERS ASSN

BYLAWS  
OF  
DINE SUNSHINE VILLAGE  
ASSOCIATION

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BYLAWS  
OF  
DIXIE SUNSHINE VILLAGE ASSOCIATION

ARTICLE I

NAME AND LOCATION

The name of the corporation is DIXIE SUNSHINE VILLAGE ASSOCIATION, hereinafter referred to as the "Association". The principal office of the corporation shall be located at 1240 W. 1170 N., St. George, Utah, but meetings of members and directors may be held at such other places within the County of Washington, State of Utah, as may be designated by the Board of Directors.

ARTICLE II

MEMBERSHIP

II.1. Qualification for Membership. No person, persons singly or entities shall exercise the rights of membership until satisfactory proof has been furnished to the secretary of the Association of qualification as a member, or nominee of a member, pursuant to the terms of the Declaration, the Articles of Incorporation and the Bylaws. Such proof may consist of a copy of a duly executed and acknowledged Warranty Deed or title insurance policy showing said person, persons, entity or entities, or person nominating him qualified in accordance therewith, in which said deed or title insurance policy shall be deemed conclusive in the absence of a conflicting claim based upon a later deed or title insurance policy.

II.2. Initiation Fees, Costs or Dues. No initiation fees, costs or dues shall be assessed against any person as a condition precedent to his exercise of the rights of membership, except such assessments, levies and charges as are specifically authorized under the Declaration, the Articles of Incorporation or the the Bylaws.

II.3. Suspension or Membership. The rights of membership are subject to the payment of annual, capital and special assessments levied by the Association. The obligation for payment of assessments is imposed upon each owner and becomes a lien upon the dwelling unit against which such assessments are made as provided by the Declaration. If a member fails to make payment of any annual or special assessment levied by the Association within thirty (30) days after the same shall become due and

payable, the voting rights of such member may be suspended by the Board of Directors until such assessment has been paid. Such rights of a member also may be suspended for sixty (60) days after notice and hearing for violation of any rules and regulations established by the Board of Directors covering the use of the Common Area.

## ARTICLE III

### MEETINGS OF MEMBERS

III.1. Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and every subsequent regular annual meeting of the membership will be held on the same day of the same month each year thereafter. Membership voted (1936) to hold the annual meetings on the second Saturday or the month of November, at an hour that said meeting can be held that day in a place that can accommodate said meeting. 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.

III.1a. Fine levied for nonrepresentation. The members attending the Annual Meeting in 1989, voted to add to the bylaws the following article. Any member failing to be represented at the fall annual meeting and other special meetings, either in person or *ex pro*, excluding emergency medical, death or accident, will be subject to a fine of fifty (50.00) dollars.

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

III.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 fifteen (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. Notice of each meeting of the members shall also be provided, upon request, at least fifteen (15) days before such meeting to any holder of a first mortgage or equivalent lien on a unit. Such notice shall specify the place, date and hour of the meeting, and in the case of a special meeting, the purpose of the meeting.

III.4. Waiver of Notice. The notice provided hereinabove is not enforceable and any meeting of the members shall be deemed validly called for all purposes if all members are represented thereat in person or by proxy, or if a quorum is present and waiver of the notice of time, place and purpose of such meeting shall be duly executed in writing, either before or after said meeting by those members not so represented or not given such notice. The attendance of any member at a meeting in person or by proxy, without protesting prior to the conclusion of the meeting the lack of notice of such meeting, shall constitute a waiver of notice by him.

III.5. Quorum and Adjournment. The presence at the meeting of members entitled to cast, or of 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. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have the power to adjourn the meeting from time to time, until a quorum as aforesaid shall be present or be represented.

III.6. 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 five (5) days prior to the meeting for which the proxy is valid. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his lot.

III.7. Voting. If a quorum is present, the affirmative vote of the majority of the members represented at the meeting, in person or by proxy, shall be the act of all the members, unless the act of a greater number is expressly required by law or by the Declaration, Articles of Incorporation or the Association or elsewhere in these Bylaws. Except where a greater proportion of the voting power is required by the Articles, the Declaration or these Bylaws, a majority of the voting power present in person or by proxy, shall prevail at all meetings. Upon direction of the presiding officer or upon demand of a member, the vote on any business before a meeting shall be by ballot, but otherwise, any such vote need not be by ballot.

III.8. Action without a Meeting. Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting or written consent, setting forth the action so taken, signed by all members entitled to vote thereon.

III.7. Procedure. The order of business and all other matters of procedure at every meeting of members

shall be determined by the presiding officer.

#### ARTICLE IV

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

IV.1. Number. The affairs of this Association shall be managed by a Board of five (5) Directors who need not be members of the Association, but required to be Paratons or legal representatives of a member of the Association.

IV.2. Term of Office. At each annual meeting the members shall elect three (3) Directors for a term of two (2) years, or two (2) Directors for a term of two (2) years.

IV.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.

IV.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.

IV.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

V.1. Nomination. Nomination for election to the Board of Directors shall be made by the Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) 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 may be made from among members or as otherwise stated in these Bylaws.

V.2. Election. Election to the Board of Directors shall be by secret written ballot. 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. Cumulative voting is not permitted.

## ARTICLE VI

### MEETINGS OF DIRECTORS

VI.1. Regular Meetings. The first meeting of an elected Board of Directors will follow the annual meeting of the members. Thereafter, regular meetings of the Board of Directors shall be monthly, without notice, at such place and hour as may be fixed from time to time by resolution of the Board of Directors. 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.

VI.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 (2) Directors, after not less than three (3) days' notice to each Director.

VI.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, unless a greater number is required by law. The Declaration, the Articles of Incorporation or elsewhere in these Bylaws.

## ARTICLE VII

### POWERS AND DUTIES OF THE BOARD OF DIRECTORS

VII.1. Powers. The Board of Directors shall have the 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) suspend the voting rights, and any other rights of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period of not to exceed sixty (60) days for infraction of published rules and regulations;

(c) employ a manager, an independent contractor or such other employees as they deem necessary, and to prescribe their duties;

(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;

(e) 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.

VII.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 statement 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 thereat;

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

(c) as more fully provided in the Declaration, to:

(i) fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period;

(ii) send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(iii) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.



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

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association.

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) cause the common area to be maintained;

(h) cause the exterior of the townhomes to be maintained.

## ARTICLE VIII

### OFFICERS AND THEIR DUTIES

VIII.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 create by resolution.

VIII.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.

VIII.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 be disqualified to serve.

VIII.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, having such authority, and perform such duties as the Board may, from time to time, determine.

VIII.5. Resignation and Removal. Officers need not be members of the Association, but must be related to or legal representatives of the members. 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 the secretary. Such

resignation shall take effect on the date of receipt of such notice or at any later date specified therein, and unless otherwise specified herein, the acceptance of such resignation shall not be necessary to make it effective.

VIII.6. Vacancies. A vacancy in any office 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.

VIII.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 offices except in the case of special offices created pursuant to Section 4 of this Article.

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

(a) PRESIDENT. The president shall preside at all meetings of the members and of the Board of Directors; shall see that orders and resolutions of the Board of Directors are carried out; shall sign all leases, mortgages, deeds and other written instruments, and shall co-sign 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/her absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him/her 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 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 member.

VIII.9. Compensation. No salary or other compensation for services shall be paid to an officer of the

Association for services rendered as such officer, but this shall not preclude an officer of the Association from performing any other service for the Association and receiving compensation therefor.

## ARTICLE IX

### FINANCIAL MATTERS

IX.1. Depositories. The Board of Directors shall select such depositories as it considers proper for the funds of the Association. All checks and drafts against such deposited funds shall be signed and countersigned by persons specified by the Board.

IX.2. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, in addition to those specified in these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or in behalf of the Association, and such authority may be general or confined to specified instances. Unless so authorized by the Board of Directors no officer, agent or employee shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or render it liable for any purpose or to any amount.

IX.3. Annual Report. The Board of Directors shall present at the annual meeting of the members, the report of the treasurer, showing the annual budget and a statement of income and expenses, and a report of other affairs of the Association during the preceding year. The Board of Directors shall provide all members, and all holders of first mortgages or other equivalent lien on a lot, at the expense of the Association, copies of said annual budget and statement of income and expenditures.

IX.4. 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 or any holder of a first mortgage or other equivalent lien upon a lot. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any member or any holder of a first mortgage or other equivalent lien upon a lot at the principal office of the Association where copies may be purchased at reasonable cost.

ARTICLE X

INDEMNIFICATION OF DIRECTORS, OFFICERS AND  
EMPLOYEES

Any person made a party to an action, suit or proceeding by or in the right of the Association to procure a judgment in its favor by reason of the fact that he/she, their testator or intestate, is a director or officer of the Association, shall be indemnified by this Association, to the extent permitted and in the manner provided by law, against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with an appeal therein, except in relation to matters as to which such director or officer is adjudged to have breached his/her duty to this Association, but such indemnification shall in no case include:

(1) Amounts paid in settling or otherwise disposing of a threatened action, suit or proceeding, or a pending action, suit or proceeding, with or without court approval, or

(2) Expenses incurred in defending a threatened action, suit or proceeding, or a pending action, suit or proceeding, which is settled or otherwise disposed of without court approval.

Any person made, or threatened to be made, a party to an action, suit or proceeding other than one by or in the right of the Association to procure a judgment in its favor, whether civil or criminal, including an action, suit or proceeding by or in the right of any other corporation of any type or kind, domestic or foreign, which any director or officer of the Association served in any capacity at the request of the Association, by reason of the fact that he/she, his/her testator or intestate, was a director or officer of the Association, or served such other corporation in any capacity, shall be indemnified by the Association against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees actually and necessarily incurred as a result of such action, suit or proceeding, or any appeal therein, if such director or officer acted, in good faith, for a purpose which he reasonably believed to be in the best interest of the Association and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his/her conduct was unlawful. The termination of any such civil or criminal action, suit or proceeding by judgment, settlement, conviction or upon a plea of nolo contendere, or its equivalent, shall not in itself create a presumption that

any such director or officer did not act in good faith, for a purpose which he/she reasonably believed to be in the best interest of the Association, or that he/she had reasonable cause to believe that his/her conduct was unlawful.

## ARTICLE XI

### COMMITTEES

The Association shall appoint an architectural control committee as provided in the Declaration, and a nominating committee as provided in these Bylaws. In addition, the Board of Directors may appoint other committees as it deems appropriate in carrying out its purposes.

## ARTICLE XII

### CORPORATE SEAL

The Association shall have a seal in the circular form having within its circumference the words "DIXIE SUNSHINE VILLAGE ASSOCIATION", A NON-PROFIT CORPORATION, STATE OF UTAH.

## ARTICLE XIII

### ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual, special and capital assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (3) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of twelve percent (12%) per annum, and the Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount for the assessments provided for herein by nonuse of the common area or abandonment of his lot.

## ARTICLE XIV

### RULES AND REGULATIONS

The Board of Directors shall have the power to adopt and establish by resolution, such rules and regulations as it may deem necessary for the maintenance, operation, management and control of the properties, the exterior of Townhomes, the Townhomes and the Common Area, and the Board of Directors may, from time to time, by resolution, alter, amend and repeal such rules and regulations and use their best efforts to see that they are faithfully observed by the lessees, invitees, and the persons over whom they have or may exercise control or supervision, it being clearly understood that such rules and regulations shall apply and be binding upon all owners.

## ARTICLE XV

### AMENDMENTS

XV.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 in person or, proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is Class B membership.

XV.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 XVI

### FISCAL YEAR


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.

IN WITNESS WHEREOF, the Board of Directors  
of DIXIE SUNSHINE VILLAGE HOMEOWNERS ASSOCIATION has hereunto set  
our hands this 12 day of Sept, 1990.

  
PRESIDENT

  
SECRETARY/TREASURER

  
BOARD MEMBER *Vice-President*

  
BOARD MEMBER

BOARD MEMBER

NOTARY

BY Commission Expires on

DIXIE SUNSHINE VILLAGE  
HOMEOWNERS ASSOCIATION  
BOARD OF DIRECTORS