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STONNE LANE HOA

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DAVIS COUNTY, UTAH RECORDER
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DEP RT REC'D FOR STONE LANE HOA

BYLAWS

The following are adopted as the administrative Bylaws of Stonne Lane HOA, a Utah nonprofit corporation. Tax Serial # 11-5-71-0001 thru 0024. All of Lots 1-24 of Stonne Lane Cluster subdivision.

ARTICLE I

PLAN OF LOT OWNERSHIP AND INCORPORATION

- 1.1 **Subdivision.** The Owners of lots in Stonne Lane adopt these Bylaws as part of the incorporation of Stonne Lane HOA.
- 1.2 **Conflict.** In the event of any conflict, incongruity or inconsistency between the provisions of the Bylaws and the provisions of the Enabling Declaration or any amendments thereto, the latter shall in all instances govern and control.
- 1.3 **Office and Registered Agent.** The Registered Agent of the Association shall be the President or Secretary of the Association, and the Registered Office of the Association shall be the office of the Standing President or Stonne Lane HOA, POBOX 917, Kaysville, UT.
- 1.4 **Bylaws Applicability.** All present and future Owners, residents, tenants, renters, lessees, and their guests, licensees, invitees, servants, agents or employees, and any other person or persons who shall be permitted at Stonne Lane HOA shall be subject to and abide by these Bylaws.

ARTICLE II

ASSOCIATION

- 2.1 **Composition.** The Association of Owners is a mandatory Association consisting of all Owners at Stonne Lane.
- 2.2 **Voting.** Each Owner shall have one vote per lot owned.
- 2.3 **Place of Meeting.** Meetings of the Association shall be held at the principle office of the Association or at another suitable place designated by the Board and stated in the notice of meeting.
- 2.4 **Bi-Annual Meeting.** The Bi-Annual meeting of the Association shall be held at 6:30pm on the second Thursday of April and October of each year, or other suitable day and time as may be designated by the Board.

- 2.5 Special Meetings.** The President shall call a special meeting (a) if he or she so desires, (b) if a majority of the Board direct him to do so, or (c) upon receipt of a petition signed and presented to the Secretary of the Board by at least twenty-five percent (25%) of the Association members. The notice of any special meeting shall state the date, time, place and purpose thereof. No regular business of the Association shall be transacted at a special meeting except as stated in the notice.
- 2.6 Notice of Meeting.** It is the duty of the Secretary to give notice of each bi-annual meeting of the Owners. Notice shall be given not more than thirty nor less than ten days in advance of each meeting. Notice for a special meeting shall be given at least three days in advance of such meeting.
- 2.7 Notification by Mail, Website, and Email.** Any notice of meeting that is required to be delivered by the Board or Association to the Owners may be delivered either personally, by US mail, or by Email.
- (a) US mail is deemed delivered 24 hours after a copy is deposited in the US mail, postage prepaid, addressed to the Owner at the address given to the Board. Owner's addresses may be changed by giving notice in writing to the Board.
- (b) Notice may be sent by the Association to the Owners through text message, Email or the Association's web site. An Owner may by written demand require the Association to notify them by US mail.
- (c) If notice is by personal means, notice may be delivered to Owners by hand Delivery directly to the Owner or a responsible occupant of an Owner's Home, or by securely attaching a copy of the notice to the front entry door of the Owner's Home.
- 2.8 Voting Requirements.** An Owner shall be deemed to be in "good standing" and "entitled to vote" at any bi-annual meeting or at any special meeting of the Association if, and only if, he shall be in full compliance with all of the terms, covenants, and conditions of the CCNR and shall have fully paid all Assessments due.
- 2.9 Proxies.** Votes for any lot may be cast by proxy assigned by the Owner/Owners in writing. A proxy shall be void if it is not dated, if it purports to be revocable without notice or a person having proper authority does not sign it. A proxy shall terminate automatically on the adjournment of the first meeting held on or after the date of that proxy. Each proxy must be filed with the secretary of the Board before the meeting. Only individual Owners or the legal representative of an organizational owner may be proxy.
- 2.10 Quorums.** A majority of the members, 51 % or more of the Association, constitutes a quorum. When a quorum is present at any meeting a 67% "yea" vote

either in person or by proxy shall decide any question brought before the meeting. If a quorum is not present or represented at any meeting the Owners have the power to adjourn the meeting and reschedule within 30 days of the original meeting. If the CCNR's require a fixed percentage of Owners to approve an action that percentage supersedes anything in this section.

2.11 **Order of Business.** The order of business at all meetings of the Association shall as follows:

- (a) Roll call to determine quorum status;
- (b) Proof of notice of meeting;
- (c) Reading of minutes of preceding meeting;
- (d) Reports of officers;
- (e) Report of special Boards, if any;
- (f) Election of Board members, if applicable;
- (g) Unfinished business; and
- (h) New business.

2.12 **Conduct of Meeting.** The President shall, or in his absence the Secretary or Treasurer, preside over all meetings of the Association; the Secretary shall keep the minutes of the meeting and record in a minute book all resolutions adopted by the meeting as well as a record of all transactions occurring thereat.

ARTICLE III

BOARD OF DIRECTORS

3.1 **Powers and Duties:** The Board of Directors shall manage the affairs and business of the Association. The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Association in accordance with the provisions of the CCNR's, and may do all such acts and things necessary to operate and maintain the Project. The Board may delegate its authority to a manager or managers. Subject to any limitations or provisions contained in the CCNR's, the Board shall be responsible for at least the following:

- (a) Preparation of an annual budget;
- (b) Determining the annual assessment of each Owner;
- (c) Managing the Association;
- (d) Maintaining the Common Areas and Facilities;
- (e) Collecting the Assessments;
- (f) Depositing the collections into a federally insured interest bearing account or accounts;
- (g) Adopting and amending rules and regulations;
- (h) Enforcing the CCNR's
- (i) Opening of bank accounts on behalf of the Association and designating the signatories required therefore.

- (j) Making, or contracting for the making of repairs, additions, and improvements to, or alterations of, the Property and repairs to, and restoration of the Property, in accordance with the CCNR's and other provisions of these Bylaws, after damage or destruction by fire or other casualty.
- (k) Commencing legal action when necessary;
- (l) Purchasing and maintaining insurance for the Association and the Board;
- (m) Paying the cost of all services rendered to the Project and not billed directly to Owners of individual Lots.
- (n) Keeping books and records of the Association;
- (o) Providing common utility services as needed;
- (p) Paying any amount necessary to discharge any mechanic's or materialman's lien or other encumbrance levied against the Common Area or Facilities.
- (q) Giving notice of alleged violations of the Project Documents and providing the alleged violator the opportunity to be heard;
- (r) Levying fines, sanctions and citations;
- (s) Making emergency repairs;
- (t) Towing or impounding motor vehicles;
- (u) Evicting non-Owner residents in material violation of the CCNR's or who have created and failed to abate a nuisance; and
- (v) Doing such other things and acts necessary to accomplish the foregoing.

3.2 Composition of Board of Directors. The Board of Directors shall be composed of at least three (3) but not more than five (5) members of the Association.

3.3 Qualifications. Only individual Owners or an agent of an Organizational Owner shall be eligible for Board membership. Only one Owner per lot shall serve on the Board at any give time. To be eligible to serve on the Board an Owner's account must be current with no outstanding dues.

3.4 Election and Term of Office of the Board. The term of office of membership on the Board shall be three (3) years for president, two (2) years for treasurer, and one (1) year for secretary and each member shall serve on the Board until such time as his successor is duly qualified and elected.

3.5 Initial Organizational Meeting. The first meeting of the members of the Board shall be immediately following the annual meeting of the Association or at such other time and place designated by the Board.

3.6 Regular Meetings. Regular meetings of the Board shall be held from time to time and at such time and place as shall be determined by a majority of the members of the Board, but no less often than bi-monthly.

3.7 Special Meetings. The President, or a majority of the members on at least forty-eight (48) hours prior notice to each member may call special meetings of the Board. Such notice shall be given personally, by regular U.S. mail postage prepaid, by telephone or electronic means, and such notice shall state the time, place, and purpose of the

meeting. Any meeting attended by all members of the Board shall be valid for any and all purposes.

3.8 Waiver of Notice. Before or at any meeting of the Board, any member may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a member at any such meeting of the Board shall constitute a waiver of notice. If all the members are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

3.9 Quorum. At all meetings of the Board, a majority of the members then in office shall constitute a quorum for the transaction of business, and the acts of the majority of all the Board members present at a meeting at which a quorum is present shall be deemed to be the acts of the Board.

3.10 Vacancies. Vacancies in the Board caused by any reason other than removal of a member by a vote of the Association shall be filled by vote of the majority of the remaining members of the Board at a special meeting of the Board held for that purpose promptly after the occurrence of any such vacancy, even though the total members remaining may constitute less than a quorum of the Board; and each person so elected shall be a member for the remainder of the term of the member so replaced. A vacancy created by the removal of a member by a vote of the members of the Association at a special meeting called for that purpose shall be filled by the election and vote of the members of the Association at said meeting.

3.11 Removal of Board Member. A member may be removed, with or without cause, and his successor elected, at any duly called regular or special meeting of the Association at which a quorum of the Association is present, by an affirmative vote of a majority of the members of the Association. Any member whose removal has been proposed by the Owners shall be given at least thirty (30) days notice of the calling of the meeting and the purpose thereof and an opportunity to be heard at the meeting. Any Board Member who misses twenty-five percent (25%) or more of the Board Meetings in any calendar year or who misses three (3) consecutive meetings shall be automatically removed from the Board.

3.12 Compensation. Board members shall be compensated for their services and be reimbursed for all expenses reasonably incurred in connection with Board business and approved by the Board. Board members will be paid in an amount equal to one-half (1/2) the monthly dues during their term on the Board.

3.13 Conduct of Meetings. The President shall preside over all meetings of the Board and the Secretary shall keep a Minute Book of the Board recording therein all resolutions adopted by the Board and a record of all transactions and proceedings occurring at such meetings, subject to the following:

- (a) **Open Meetings.** A portion of each meeting of the Board shall be open to all members of the Association, but members other than members of the Board may not participate in any discussion or deliberation unless expressly so authorized by a majority of a quorum of the Board. The Board shall establish procedures, policies, and guidelines for the conducting of its meetings, retiring to executive session, and prohibiting photographs and/or any electronic (video or audio) recordation of the meetings or any part thereof.
- (b) **Executive Session.** The Board may, with approval of a majority of a quorum, adjourn a meeting and reconvene in an Executive Session to discuss and vote upon private, confidential, sensitive or personnel matters, litigation, and orders of business of a similar nature. The nature of any and all business to be considered in an Executive Session shall first be announced in open session.
- (c) **Action Without a Formal Meeting.** Any action to be taken at a meeting of the Board may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all members of the Board.

3.14 **Report of Board.** The Board shall be present at each annual meeting, and when called for by vote of the Association at any special meeting of the Association, a full and clear statement of the business and condition of the Association.

ARTICLE IV

Nomination and Election of Board Members

- 4.1 **Nomination Process.** Nominations for election to the Board shall be accepted from the general membership of the Association at the bi-annual meeting of the members.
- 4.2 **Nomination Approval.** Anyone nominated as a candidate prior to or at the Association's election meeting should have first granted their approval and affirmatively stated that he or she is willing to serve for the term if elected.
- 4.3 **Election.** At the annual meeting for the election of new Board members, the Board shall prepare and distribute a ballot to each Owner. Owners who do not attend the meeting may vote by proxy ballot or by written ballot. Each lot is entitled to vote as provided in the CCNR's and Bylaws.

ARTICLE V

OFFICERS

- 5.1 **Designation.** The principal officers of the Association shall be a President, a Secretary and a Treasurer, all of whom shall be elected by the general membership of

the Association. The Board may appoint assistant secretaries and such other officers as in its judgment may be necessary. All officers shall also be members of the Board. The same person may hold two or more offices, except that the President shall not hold any other office.

- 5.2 **Election of Officers.** The officers of the Association shall be elected by the general membership of the Association at its bi-annual meeting as needed. Any vacancy in an office shall be filled by the remaining members of the Board of Directors at a regular meeting or special meeting called for such purpose.
- 5.3 **Removal of Officers.** The officers shall hold office until their respective successors are chosen and qualify in their stead. Any officer elected or appointed by the Board may be removed at any time by the affirmative vote of a majority of the Board, and his successor may be elected at any regular meeting of the Board, or at any special meeting of the Board called for such purposes.
- 5.4 **President.** The President shall be the chief executive officer; he shall preside at meetings of the Association and Board and shall be an ex officio member of all Boards; he shall have general and active management of the business of the Board and shall see that all orders and resolutions of the Board are carried into effect. He shall have all of the general powers and duties, which are usually vested in or incident to the use of president of a stock corporation organized under the laws of the State of Utah
- 5.5 **Secretary.** The Secretary shall attend all meetings of the Board and all meetings of the Association and record all votes and minutes of all proceedings in a book to be kept by him or her for that purpose and shall perform like duties for Boards when required. He shall give notices for all meetings of the Association and the Board and shall perform such other duties as may be prescribed by the Board. The Secretary shall compile and keep current at the principle office of the Association, a complete list of the Owners and their last known post office and electronic addresses. This list shall be open to inspection by all Owners and other persons lawfully entitled to inspect the same, at reasonable hours during regular business days. The secretary shall also keep current and retain custody of the Minute Book of the Association, containing the minutes of all annual and special meetings of the Association and all sessions of the Board including resolutions.
- 5.6 **Treasurer.** The Treasurer shall have custody of all funds and securities. He shall keep full and accurate records of receipts and disbursements, shall prepare all required financial data, and shall deposit all monies and other valuable effects in such depositories as may be designated by the Board. He shall disburse funds as ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and members, at the regular meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Project.

ARTICLE VI

FISCAL YEAR

6.1 **The fiscal year.** The fiscal year of the Association shall be the calendar year consisting of the twelve-month period commencing on January 1 of each year terminating on December 31 of the same year. The fiscal year herein established shall be subject to change by the Board should it be deemed advisable or in the best interests of the Association.

ARTICLE VII

AMENDMENT TO BYLAWS

7.1 **Amendments.** These Bylaws may be modified or amended either (i) by the affirmative vote of a majority of the members of the Association or (ii) pursuant to a written instrument of consent duly executed by a majority of the members of the Association provided all of the written consents are obtained within a ninety-day period.

ARTICLE VIII


8.1 **Indemnification.** The Association shall indemnify every officer, director, and committee member against all expenses, including counsel fees, reasonably incurred in connection with any action, suit, or other proceeding to which he or she may be a party by reason of being or having been an officer, director, or committee member.

8.2 **No Personal Liability.** The officers, directors, and committee members shall not be liable for any mistake of judgment, negligent or otherwise, except for their own individual willful misfeasance, malfeasance or gross negligence. The officer and directors shall have no personal liability with respect to any contract or other commitment made or action taken in good faith on behalf of the Association. The Association shall indemnify and forever hold each such officer, director and committee member harmless from any and all liability to others on account of any such contract, commitment or action. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any present or former officer, director, or committee members may be entitled. The Association may as a common expense, maintain adequate general liability and officers' and directors' liability insurance to fund this obligation, if such insurance is reasonably available.

ARTICLE IX

COMPLIANCE, CONFLICT, AND MISCELLANEOUS PROVISIONS

- 9.1 **Compliance.** These Bylaws are set forth in compliance with the requirements of the Enabling CCNR's.
- 9.2 **Conflict.** These Bylaws are subordinate to and are subject to all provisions of the Enabling CCNR's, except in those cases where the provisions of the Bylaws are clearly intended to govern (administrative matters). All of the terms hereof, except where clearly repugnant to the context, shall have the same meaning as they are defined to have in the CCNR's.
- 9.3 **Severability.** If any provisions of these Bylaws or any section, sentence, clause, phrase, or work, or the application thereof in any circumstance is held invalid, the validity of the remainder of these Bylaws shall not be affected thereby and to this end, the provisions hereof are declared to be severable.
- 9.4 **Waiver.** No restriction, condition, obligation, or provision of these Bylaws shall be deemed to have been abrogated or waived by reason of any failure or failures to enforce the same.
- 9.5 **Captions.** The captions contained in these Bylaws are for convenience only and are not part of these Bylaws and are not intended in any way to limit or enlarge the terms and provisions of these Bylaws.
- 9.6 **Construction.** Whenever in these Bylaws the context so requires, the singular number shall refer to the plural and the converse; the use of any gender shall be deemed to include both masculine and feminine, and the term "shall" is mandatory and "may" permissive.
- 9.7 **Effective.** These Bylaws shall be effective as of May 22, 2013.

 President

Notary Form

State of: UTAH

County of: DAVIS

On 09/07/2018, before me, JESSE R. HIRSCH
(notary)

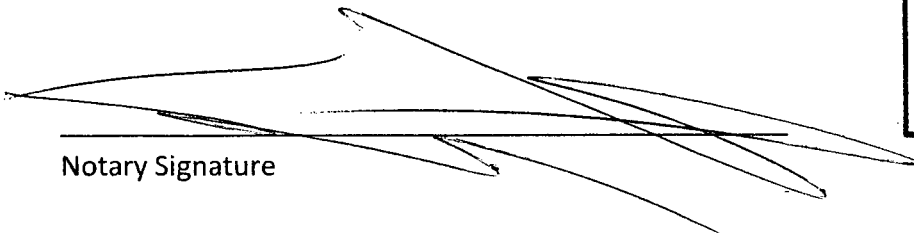
Personally appeared, Janna Wheatley HOA President
(signers)

Personally known to me

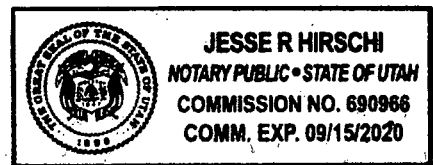
OR

Proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and has hereby acknowledged to me that he/~~she/they~~ have executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal



Notary Signature



JESSE R HIRSCH

Print Name