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L-216

Recorded at the request of:  
Harrisburg Estates Owner's Association

DOC # 20250004580

Bylaws Page 1 of 10  
Gary Christensen Washington County Recorder  
02/11/2025 12:32:04 PM Fee \$ 472.00  
By JENKINS & BAGLEY



**Record against the Property  
Described in Exhibit A**

After recording mail to:  
JENKINS BAGLEY SPERRY, PLLC  
Attn: Bruce C. Jenkins  
285 W. Tabernacle, Ste. 301  
St. George, UT 84770

**AFFIDAVIT OF RECORDING  
RESOLUTION OF BOARD OF DIRECTORS AND  
AMENDED AND RESTATED BY-LAWS  
OF HARRISBURG ESTATES OWNER'S ASSOCIATION**

Affiant, being duly sworn, avers as follows:

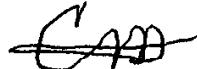
That attached hereto is a true and correct copy of the Resolution of Board of Directors of Harrisburg Estates Owner's Association and the Amended and Restated By-Laws of Harrisburg Estates Owners Association.

This Affidavit and its attachments are to be recorded in the office of the Washington County Recorder, Utah, against the property of Harrisburg Lakeside Estates No. 1 Subdivision, Harrisburg Lakeside Estates No. 2 Subdivision, and Harrisburg Lakeside Estates No. 4 Subdivision (described in Exhibit A attached hereto and made a part hereof).

*[signatures on following page]*

IN WITNESS WHEREOF, the undersigned has executed this Affidavit on this 6<sup>th</sup> day of February, 2025.

**HARRISBURG ESTATES OWNER'S ASSOCIATION**, a Utah nonprofit corporation.



By: Charles L. McDowell

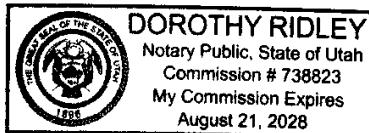
Its: President

State of Utah )  
:ss

County of Washington )

On this 6<sup>th</sup> day of February, 2025, personally appeared before me Charles L. McDowell, whose identity is personally known to me or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that he/she is the President of Harrisburg Estates Owner's Association, a Utah nonprofit corporation, and that the foregoing document was signed by him/her on behalf of the Association by authority of its Bylaws, Declaration, or resolution of the Board, and he/she acknowledged before me that he/she executed the document on behalf of the Association and for its stated purpose.

  
Notary Public



**RESOLUTION OF BOARD OF DIRECTORS  
OF HARRISBURG ESTATES OWNER'S ASSOCIATION  
RE: RECORDING AMENDED AND RESTATED BY-LAWS**

A special meeting of the Board of Directors of the Harrisburg Estates Owner's Association ("Association") was held on the \_\_\_\_\_ of \_\_\_\_\_, 2025.

The meeting was called for the purpose of transacting such business as may be brought before said meeting; and the undersigned do hereby agree that the business transacted at said meeting is valid and of the same force and effect as though they had been given advance notice of the meeting.

The issue of the absence of recorded Bylaws of the Association in the records of the Washington County Recorder's Office was discussed. The Board concluded and agreed that the attached Amended and Restated By-Laws were adopted in 2017 but were not recorded with the Washington County Recorder's Office.

Utah Code § 57-8a-216 allows and requires the Board of Directors to record Bylaws for the Association, even if not recorded immediately after approval and adoption.

On Motion made, seconded, and carried by the Board of Directors, the following was adopted on behalf of the Association:

The Board of Directors approved recording the Amended and Restated By-Laws attached hereto as **Exhibit 1** and authorized the current president of the Association to sign an affidavit and any other document needed to complete such recording.

**RESOLVED FURTHER**, that all prior decisions and actions taken by the past and present Directors for the benefit of the Association pursuant to the attached Amended and Restated By-Laws prior to recordation are hereby accepted and ratified.

WITNESS the signatures effective as of the date listed above.

Directors:

Carrie Penhollow  
Spencer H  
Jeanne J Allred

Virginia Bell  
John E. Stoen

# Exhibit 1

Amended and Restated By-Laws

## **AMENDED AND RESTATED BY-LAWS HARRISBURG ESTATE OWNERS ASSOCIATION**

These Amended and Restated Bylaws ("Bylaws") are adopted on the date hereinafter set forth by the Harrisburg Estates Owners Association, a Utah nonprofit corporation (the "corporation"). These Bylaws restate, amend, and wholly replace any previous bylaws of the corporation.

### **ARTICLE I CORPORATE OFFICES**

Section 1. The principal office of the corporation shall be located at 134 Redbluff Dr. 84737 in the City of Hurricane, County of Washington, State of Utah. The corporation may have such other offices as the Board of Trustees may determine from time to time.

### **ARTICLE II MEMBERS RIGHTS**

Section 1. **MEMBERSHIP:** Any person who qualifies as an eligible owner, as defined in the Covenants, Conditions and Restrictions (CC&R'S) of Harrisburg Lakeside Estates Phase 1,2, & 4 shall be a member of the corporation.

Section 2. **VOTING:** Each member in good standing (dues, assessments etc. paid to date) shall be entitled to one (1) vote per lot on each matter submitted to a vote by the members.

Section 3. **MEMBER OBLIGATIONS:** The Board of Trustees by affirmative vote of two-thirds (2/3) of all the members of the Board, may suspend a member's privileges who shall be in default in the payment of dues or other rule violations for the period fixed hereinafter, however, such suspension shall not relieve the member of the obligation to pay any dues, assessments, or other charges therefore accrued and unpaid when assessed to said lots.

Section 4. **RESIGNATION:** Any member may resign by filing a written resignation with the Board Secretary, but such resignation shall not relieve the member of the obligation to pay any dues, assessments, or other charges accrued and unpaid when assessed to said lots.

Section 5. **REINSTATEMENT:** On written request signed by a former member and filed with the secretary, the Board of Trustees, by the affirmative vote of two-thirds (2/3) of the members of the board, may reinstate such member to membership on such terms as the Board of Trustees may deem appropriate.

Section 6. **TRANSFER OF MEMBERSHIP:** Membership in this corporation is not transferable or assignable except through deed of new ownership.

### **ARTICLE III MEETING OF MEMBERS**

Section 1. **ANNUAL MEETING:** An annual meeting of the members shall be held at the Harrisburg Estates Clubhouse, 134 Redbluff Dr., Hurricane, Utah, 84737, unless designated otherwise by the Trustees for convenience of majority of the members on the 3rd Saturday of March in each year, at the hour of 10:00 a.m. for the purpose of electing trustees and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting is a legal holiday in the State of Utah, the Board of Trustees shall cause the election to be held at a special meeting of the members as soon thereafter as is convenient.

Section 2. **SPECIAL MEETINGS:** Special meetings of the members may be called by the President, any two (2) board members, or with a written request of not less than one-tenth (1/10th) of the members having voting rights, at a place designated by the Board of Trustees.

Section 3. **NOTICE OF MEETINGS:** Written or printed notice stating the place, day and hour of any Annual or Special meeting of members shall be delivered either personally or by mail, to each member entitled to vote at such meeting, not less than ten (10) days nor more than thirty (30) days before the date of such meeting (emergencies excepted). In case of a special meeting or when required by statute or by these Amended Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting

## **AMENDED AND RESTATED BY-LAWS HARRISBURG ESTATE OWNERS ASSOCIATION**

shall be deemed to be delivered when deposited in the United States Mail, with mailing address as it appears on the records of the corporation.

Section 4. **INFORMAL ACTION BY MEMBERS:** Any action required by law to be taken at a meeting of the members, or any action that may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by a majority of the members entitled to vote with respect to the subject matter thereof.

Section 5. **QUORUM:** Members holding fifty-one percent (51%) of the votes that may be cast at any meeting shall constitute a quorum. If a quorum is not present at any meeting of the members, a majority of the members' present may adjourn the meeting from time to time without further notice.

Section 6. **PROXIES:** At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his duly authorized attorney in fact. A proxy is valid for a specific meeting or a specified period of time.

Section 7. **VOTING BY MAIL:** Where trustees or officers are to be elected by members, such election may be conducted by mail in such manner as the Board of Trustees shall determine.

### **ARTICLE IV BOARD OF TRUSTEES**

Section 1. **AUTHORITY:** The affairs of the corporation shall be managed by the Board of Trustees. Trustees need not be residents of the State of Utah but must be members of the corporation in good standing.

Section 2. **NUMBER, TENURE, AND QUALIFICATIONS:** The number of Trustees shall be not more than seven (7) and not less than three (3). Trustees shall be elected at the annual meeting of members, and the term of office of each trustee shall be for two (2) years. The Board may appoint members in good standing to serve uncompleted terms for any trustee. If vacated position extends beyond the annual meeting, it shall be brought before members at the annual meeting for approval.

Section 3. **REGULAR MEETINGS:** A regular meeting of the Board of Trustees shall be held without any other notice than this Bylaws immediately after, and at the same place as the annual meeting of members. The Board of Trustees may provide time and place for holding additional regular meetings without other notice and shall be held at the principal office of the corporation. Any regular meeting will be posted 48 hours prior to meeting, except for an emergency.

Section 4. **SPECIAL MEETINGS:** Special meetings of the Board of Trustees may be called by or at the request of the President or any two (2) trustees and shall be held at the principal office of the corporation or other location as Board determines.

Section 5. **NOTICE:** Notice of any special meeting of the Board of Trustees shall be given at least two (2) days previously thereto by written notice delivered personally, sent by mail or electronic mail to each trustee at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Trustee may waive notice of any meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting needs to be specified in the notice or waiver of notice of such meeting.

Section 6. **QUORUM:** A majority of the Board of Trustees shall constitute a quorum for the transaction of business at any meeting of the trustees. If less than a majority of the Trustees are present, the meeting from time to time may be adjourned without further notice.

## **AMENDED AND RESTATED BY-LAWS HARRISBURG ESTATE OWNERS ASSOCIATION**

Section 7. **TRUSTEE DECISIONS:** The vote of a majority of the trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees.

Section 8. **VACANCIES:** Any vacancy occurring in the Board of Trustees and any trusteeship to be filled by reason of an increase in the trustees, shall be filled by the Board of Trustees. A trustee appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office. Each such appointment by the board shall be subject to the approval or disapproval by vote of the members at the next annual meeting of the members.

Section 9. **COMPENSATION:** Trustees as such shall not receive any stated salaries for their services, but by resolution of the Board of Trustees, a fixed sum and expenses of attendance, if any, may be allowed for attendance at any regular or special meeting of the trustees. No trustee shall work in the office in a permanent position. {Adopted 2/6/07}

### **ARTICLE V OFFICERS**

Section 1. **OFFICERS:** The officers of the corporation shall be a President, one or more Vice-Presidents, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this article. The Board of Trustees may elect or appoint such other officers, including one or more assistant treasurers as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the Board of Trustees. Any two or more offices may be held by the same person except the offices of President and Treasurer.

Section 2. **ELECTION AND TERM OF OFFICE:** The officers of the corporation shall be elected annually by the Board of Trustees at their regular annual meeting of the Board of Trustees. New offices may be created and filled at any meeting of the Board of Trustees. Each officer shall hold office until his successor has been duly elected.

Section 3. **REMOVAL:** Any officer elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever in its judgement the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. **AUTHORITY AND DUTIES:** The elected officers shall have such authority and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board of Trustees. The Board also has the obligation to determine if a members' property, lot and structures are a detriment to the parks appearance.

### **ARTICLE VI . COMMITTEES**

Section 1. **COMMITTEES APPOINTED BY TRUSTEES:** The Board of Trustees, by resolution adopted by a majority of the trustees in office, may designate one or more committees, each of which shall consist of one trustee with an alternate who shall have and exercise the authority of the Board of Trustees in the management of the corporation, but the designation of such committees and the delegation thereto of authority shall not operate to relieve any member of the Board of Trustees, or any individual trustee, of any responsibility imposed on it or him by law.

Section 2. **OTHER COMMITTEES:** Other committees not having and exercising the authority of the Board of Trustees in the management of the corporation may be designated by a resolution adopted by a majority of the trustees present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation, and the Board of Trustees shall appoint/approve the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

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### **ARTICLE VII CONTRACTS**

Section 1. **CONTRACTS**: The Board of Trustees may authorize any officer or officers, agent or agents of the corporation, in addition to the officers as authorized by these bylaws to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or may be confined to specific instances.

### **ARTICLE VIII CHECKS, DEPOSITS AND FUNDS**

Section 1. **CHECKS, DRAFTS OR ORDERS**: All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation, and in such manner as shall from time to time be determined by the Board of Trustees. In the absence of such determination by the Board of Trustees, such instruments shall be signed by the Treasurer or an Assistant Treasurer or an agent and countersigned by a board member of the corporation.

Section 2. **DEPOSITS**: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositaries as the Board of Trustees may select.

Section 3. **GIFTS**: The Board of Trustees may accept on behalf of the corporation any contribution, gift, bequests, or device for any purpose of the corporation, and identified in the next official Board minutes.

Section 4. The Board of Trustees at the end of the fiscal year will have the option of depositing any excess operating funds into either the Reserve Account or the following year's Operating Account. This action will be presented at a regular board meeting.

### **ARTICLE IX BOOKS AND RECORDS**

Section 1. The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Trustees, committees having and exercising any of the authority of the Board of Trustees, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time, with a written request to the Board of Trustees.

### **ARTICLE X FISCAL YEAR**

The fiscal year of the corporation shall begin on the first day of each year and end at midnight on the thirty-first day of December of the same year.

### **ARTICLE XI DUES**

Section 1. **ANNUAL DUES**: The annual dues are due and payable by the first day of the annual year. The Board has approved monthly dues by the first of each month, paid in advance. The Board of Trustees shall determine from time to time the amount of the annual dues payable to the corporation, and shall give appropriate notice to the members.

Section 2. **PAYMENT OF DUES**: Annual dues of a new member shall be prorated from the first day

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of the month in which such new member is entitled to membership.

Section 3. **DEFAULT OF PAYMENT:** When any member is in default in the payment of dues for a period of three (3) months from the beginning of the period for which such dues become payable, his right to vote and use of amenities may be terminated until such back payments and balances are paid in full.

### **ARTICLE XII SEAL**

Section 1. The Board of Trustees shall provide a corporate seal according to the laws of the State of Utah.

### **ARTICLE XIII WAIVEROFNOTICE**

Section 1. Whenever any notice is required to be given under the provisions of Utah Nonprofit Corporation and Cooperative Association act, or under provisions of the Articles of Incorporation of the Amended Bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

### **ARTICLE XIV AMENDMENT OF BYLAWS**

These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by a majority of the Board of Trustees present at any regular meeting or at any special meeting, if at least ten (10) days written notice is given of intention to alter, amend, or repeal or to adopt new Bylaws at such meeting or vote of the members at any regular or special meeting or as the case may be. These Amended Bylaws approved and adopted at a meeting of the Board of Trustees on November 13, 2004 and amended February 16, 2016 and on September 17, 2016.

By: 

Date: 3/2/2017

Name: Jeff Carter

Title: President, Harrisburg Estates Owners Association

**Exhibit A**  
(Legal Description)

This Affidavit of Recording Resolution of Board of Directors and Bylaws of Harrisburg Estates Owner's Association affects the following real property, all located in Washington County, State of Utah:

All of Lots 1 through 78, together with all Common Area, Harrisburg Lakeside Est 1 (H), according to the Official Plat thereof, on file in the Office of the Recorder of Washington County, State of Utah.

**PARCEL: H-HLE-1-1 through H-HLE-1-78**

All of Lots 1 through 38, Lot 39-A-1, Lot 40-A, Lots 41 through 73, Lots 74-A through 75-A, and Lots 76 through 131, together with all Common Area, Harrisburg Lakeside Est 2 (H), according to the Official Plat thereof, on file in the Office of the Recorder of Washington County, State of Utah.

**PARCEL: H-HLE-2-1 through H-HLE-2-38**

**PARCEL: H-HLE-2-39-A-1**

**PARCEL: H-HLE-2-40-A**

**PARCEL: H-HLE-2-41 through H-HLE-2-73**

**PARCEL: H-HLE-2-74-A through H-HLE-2-75-A**

**PARCEL: H-HLE-2-76 through H-HLE-2-131**

All of Lots 1 through 17, together with all Common Area, Harrisburg Lakeside Est 4 (H), according to the Official Plat thereof, on file in the Office of the Recorder of Washington County, State of Utah.

**PARCEL: H-HLE-4-1 through H-HLE-4-17**