



W2974897

EH 2974897 PG 1 OF 7
LEANN H KILTS, WEBER COUNTY RECORDER
16-APR-19 1047 AM FEE \$33.00 DEP JKC
REC FOR: HEREFORDSHIRE PROPERTY

Request For Notice

Purpose: The primary purpose for this Notice is to record the Herefordshire Property Owners Association (a P.U.D.) governing documents.

CONTACT INFORMATION:

Herefordshire Property Owners Association
P.O. Box 305
Roy, UT 84067

The following property is subject to this Request for Notice:

The following Tax parcel numbers apply to this notice:

08-127-0001-0017	08-141-0001-0011
08-128-0001-0022	08-142-0001-0027
08-129-0001-0011";	08-143-0001-0010'
08-137-0001-0012	08-144-0001-0014
08-138-0001-0012	08-145-0001-0006
08-139-0.001-0008	08-170-0001-0009

All lots in Herefordshire, Herefordshire 1, Herefordshire II, Herefordshire III, and Herefordshire IV, all of which are P.U.D. and are subject to dues.

Herefordshire Property Owners Association
President

Herefordshire Property Owners Association
Treasurer

Attachment:

1. Herefordshire Property Owners Association BY-LAWS, 2001 amendment

On this 15th day of April, 2019, personally appeared before me: Richard Fewkes and Robert Jurek, Board members of the Herefordshire Property Owners Association, personally known to me to be the persons described in, and who executed the foregoing instrument and acknowledged that they executed the same

Notary Public
 Weber County
 Utah State



BY-LAWS
OF
HEREFORDSHIRE SUBDIVISION
PROPERTY OWNERS ASSOCIATION

ARTICLE I

Section 1. Principal Offices: The principal offices of the corporation shall be in the State of Utah.

Section 2. Other Offices: The corporation may establish such office or offices at such other places as the Board of Directors may from time to time designate.

ARTICLE II

Eligibility for Membership

Membership in the corporation, except for membership of the incorporators shall be limited to record owners of lots located on the premises described as Herefordshire Subdivision, located in Roy, Weber County, Utah, as recorded in the Weber County Records.

One membership in the corporation shall be issued to the record owner of each lot. The record owners of all lots collectively shall constitute all the members. In the event any such lot is owned by two or more persons, whether by joint tenancy, tenancy in common or otherwise, the membership as to such lot shall be joint and a single membership for such lot shall be issued in the names of all the owners, and they shall designate to the corporation in writing at the time of issuance one person who shall hold the membership and have the power to vote under said membership. No membership shall be issued to any other person or persons except as they may be issued in substitution for outstanding memberships assigned to new record owners of lots.

Each member shall execute and agree to be bound by the terms of a "Property Owner Association Agreement." The property shall be operated subject to the provisions and terms of said "Property Owners Association Agreement."

ARTICLE III

Members

Section 1. Annual Meetings: The annual meeting of the members shall be held on a date and time in January, as the Board may approve by majority vote. At such meeting, there shall be elected a Board of Directors in accordance with the requirements of Article IV of these By-Laws. The members may also transact such other business of the corporation as may properly come before them.

Section 2. Special Meetings: Special meetings of the members for any purpose or

purposes other than those regulated by statute may be called for by the President as directed by resolution of the board of Directors or upon a petition signed by a majority of the members. Such petition shall state the purpose or purposes of such proposed meeting. No business shall be transacted at a special meeting except as stated in the notice unless by consent of 4/5 the of the members present, either in person or by proxy.

Section 3. Notice of Special Meeting: The President or Secretary shall give or cause to be given notice of the time, place and purpose of holding each special meeting by mailing or hand-delivering such notice at least five (5) days prior to such meeting to each member at the respective addresses of said members as they appear on the records of the corporation.

Section 4. Quorum: The members present or represented by proxy at a duly scheduled or called meeting of the Association shall constitute a quorum of the membership.

Section 5. Voting Rights: Each member being present in person or by proxy shall be entitled to one vote for each lot or condominium unit owned by said member.

Section 6. Proxies: A member may appoint only his or her spouse or any joint owner of his lot or condominium unit or any other member as a proxy. Any proxy must be filed with the Secretary before the appointed time of each meeting or upon the calling of the meeting to order.

ARTICLE IV Directors

Section 1. Number and Qualification: The business, property and affairs of the corporation shall be managed, controlled and conducted by a Board of Directors consisting of five (5) members. The Board of Directors may increase, by resolution; the authorized number of members of the Board; provided that the Owners shall have the sole right to elect the new Board members. At no time may the numbers of the Board be less than five (5).

Section 2. Powers and Duties: The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the corporation, and may do all such acts and things as are not prohibited by law, or by these By-Laws, or directed to be exercised and done by the members. The powers of the Board of Directors shall include, but not be limited to all of the rights and duties of the Board of Directors as set forth elsewhere in these By-Laws and the Articles of Incorporation, and in the Declaration applicable to the property described in the Declaration, and in Article II above and shall also include the power to Promulgate such rules and regulations pertaining to such rights and duties as may be deemed proper and which are consistent with the foregoing. The Board of Directors may delegate such duties as appear in the best interests of the corporation and to the extent permitted by law.

Section 3. Election and Term of Office: Directors shall be elected by the members at each regular annual meeting as established by this section. Members of the Board of Directors shall serve two (2) year terms. In odd numbered years, three (3) directors shall be elected and in even numbered years two (2) directors shall be elected. The elections shall be conducted by secret written ballot by a majority of a quorum of Owners. Each director shall hold office until his

successor has been elected.

Each member may accumulate his votes for the election of directors as provided in this Article IV. At any election of the Board, each member may give one or more candidates for director a number of votes equal to the share of the voting power as set forth in the Declaration multiplied by the number of directors to be elected.

Section 4. Vacancies: Vacancies on the Board of Directors caused by any reason shall be filled by vote of the majority of the remaining Directors, even though they may consist of less than a quorum, and each person so elected shall be a Director until his successor is elected by the members at the next annual meeting.

Section 5. Removal of Directors: At any regular or special meeting of the members, duly called, any one or more of the directors may be removed with or without cause by a majority vote of a quorum of the membership and a successor may then be elected to fill the vacancy thus created. Any director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting. Each member may accumulate his votes for the removal of directors as provided in this Article IV. At any election of the Board, each member may give one or more votes equal to the share of the voting power as set forth in the Declaration multiplied by the number of directors to be removed.

Section 6. Compensation: Directors shall not be required to pay membership dues while serving on the Board. No remuneration shall be paid to a director for services performed by him for the corporation in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken. However, nothing herein contained shall be construed to preclude any reimbursement for a directors' actual expenses incurred in the performance of his duties.

Section 7. Organization Meeting: The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such time and place as shall be fixed at the meeting at which such directors were elected, and no notice shall be necessary to the newly elected directors in order legally to constitute such meeting, providing a majority of the whole Board shall be present.

Section 8. Regular Meetings: Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors, but at least two such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each director, personally or by mail, telephone at least three (3) days prior to the day named for the meeting.

Section 9. Special Meetings: Special meetings of the Board of Directors may be called by the President on three (3) days' notice to each director, given personally, or by mail, or telephone which notice shall state the time, place (as herein above provided.) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in his manner, and on his notice, on the written request of at least fifty percent (50%) of the directors.

Section 10. Quorum: A majority of the Board of Directors shall constitute a quorum for

the transaction of business, but if at any meeting of the board there be less than a quorum present, a majority of those present may adjourn the meeting.

Section 11. Adjournments: The Board of Directors may adjourn any meeting from day to day or for such other time as may be prudent or necessary in the interests of the corporation, provided that no meeting may be adjourned for a period longer than thirty (30) days.

Section 12. Fidelity Bonds: The Board of Directors may require that all officers and employees of the corporation handling or responsible for corporation funds shall furnish adequate Fidelity Bonds. The premiums on such bonds, if required by vote of the Board of Directors, shall be paid by the corporation.

ARTICLE V Officers

Section 1. Designation: The principal officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer all of whom shall be elected by and from the Board of Directors. The Directors may appoint an Assistant Secretary and an Assistant Treasurer, and such other officers as in their judgment may be necessary.

Section 2. Election of Officers: The officers of the corporation shall be elected annually by the Board of Directors at the organization meeting of each new Board.

Section 3. Removal of Officers: Upon an affirmative vote of two-thirds (2/3) of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose.

Section 4. President: The President shall be the chief executive officer of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He shall have all of the general powers and duties which are normally vested in the office of the president of a corporation, including but not limited to, the power to appoint committees from among the members from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the corporation.

Section 5. Vice President: The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors shall appoint some other member of the Board to do so on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Directors.

Section 6. Secretary: The Secretary shall keep the minutes of all meetings of the members; he shall have the custody of the seal of the corporation; he shall have charge of the membership books and such other books and papers as the Board of Directors may direct; and he shall, in general, perform all the duties incident to the office of Secretary.

Section 7. Treasurer: The Treasurer shall have the responsibility for corporation funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the corporation. He shall be responsible for the deposit of all moneys and other valuable effects in the name, and to the credit of the corporation in such depositories as may from time to time be designated by the Board of Directors.

Section 8. Compensation: No compensation shall be paid to officers for their services as officers. No remuneration shall be paid to an officer for services performed by him for the corporation in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken. However, nothing herein contained shall be construed to preclude any reimbursement for a directors actual expenses incurred in the performance of his duties.

ARTICLE VI Powers, Rights and Duties of the Corporation and Members Thereof

The corporation and its members shall have all the powers, rights, duties and obligations set forth in the Articles of Incorporation for the corporation, these By-Laws, rules and regulations, pursuant thereto, and recorded restrictions of the property, and as any of the same may be duly adopted or amended. No transfers of membership in the corporation shall be made except as provided herein, and no such transfer shall be made upon the books of the corporation within ten (10) days next preceding the annual meeting of the members.

The Board of Directors shall have the express authorization, right and power to enter into one or more management agreements with third parties in order to facilitate efficient operation of the common elements, including the real property. It shall be the primary purpose of such management agreements to provide for the administration, management repair and maintenance of said real property, all improvements thereon.

The terms of said management agreements shall be as determined by the Board of Directors to be in the best interests of the corporation, and shall be subject to the Articles of Incorporation, these By-Laws, and the Declaration affecting said property.

ARTICLE VII General Provisions

Section 1. Books and Accounts: Books and accounts of the corporation shall be kept under the direction of the Treasurer and in accordance with the reasonable standards of accounting procedure and prudence.

Section 2. Auditing: At the closing of each fiscal year, the books and records of the corporation shall be audited by a Public Accountant selected by the Board of Directors. Based on such reports, the corporation will have available for inspection by its members a statement of the income and disbursements of the corporation for each fiscal year.

Section 3. Inspection of Books: Financial reports, such as are required to be furnished, and the membership records of the corporation shall be available at the principal offices of the corporation for inspection at reasonable times by any members.

Section 4. Execution of Corporation Documents: With the prior authorization of the Board of Directors, all notes, checks and contracts or other obligations shall be executed on behalf of the corporation by any two officers of the corporation.

Section 5. Fiscal Year: The fiscal year of the corporation shall be determined by the Board of Directors and shall be subject to change by the Board of Directors should corporation practice subsequently necessitate such change.

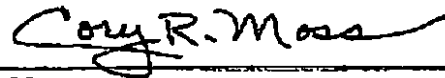
ARTICLE VIII Amendment of the By-Laws

Section 1. Amendment by the Members: These By-Laws may be amended by the affirmative vote of three-fourths (3/4) of the members present or represented by proxy at any regular or special meeting. Amendments may be proposed by the Board of Directors or by a petition signed by at least fifty-one percent (51%) of the members. A statement of any proposed amendment shall accompany the notice of any regular or special meeting at which such proposed amendment shall be voted upon. These By-Laws may not be amended insofar as such amendment would be inconsistent with the recorded restrictions of the property.

Section 2. Amendment by the Directors: The Directors of the corporation by the affirmative vote of two-thirds (2/3) of all of the Directors of the corporation, may amend or alter the By-Laws of the corporation at any regular meeting or at any special meeting, provided that no such alteration or amendment by the Board of Directors shall increase the powers of the Board of Directors. The statement of any proposed amendment shall accompany notice of any regular or special meeting at which such proposed amendment shall be voted upon. These By-Laws may not be amended insofar as such amendment would be inconsistent with the recorded restrictions of the property.

I certify that the foregoing constitute amendments to the By-Laws of HEREFORDSHIRE PROPERTY OWNERS ASSOCIATION duly and regularly adopted.

DATED this 24th day of January, 2001.



President



Secretary