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Verity H. Houghton, Recorder  
Tooele County Corporation  
For: PATRICIA JESSIE

# STANSBURY VILLAGE HOMEOWNERS ASSOCIATION BY-LAWS

## Article I

Section 1: Name This organization shall be known as the Stansbury Village Homeowners Association. It is an organization formed for the benefit of homeowners living in the geographical subdivisions listed in Exhibit A of the Stansbury Village Protective Land Use Covenants. No other areas, common, water, streets or sidewalks, are owned or maintained.

Section 2: Purpose To preserve the appearance and integrity of the area as well as protect the rights of quiet enjoyment accorded each homeowner, to maintain home values and to encourage and provide means for neighborly socialization of the residences in the geographical subdivisions covered by the Stansbury Village Protected Land Use Covenants.

Section 3: Mission Statement To provide effective management of the association and the covenants for the benefit of homeowners who have purchased property within the boundaries of the Stansbury Village Protective Land Use Covenants.

## Article II

Section 1: Membership People purchasing property within the boundaries of the Stansbury Village Protective Land Use Covenants become members of the Stansbury Village Homeowners Association.

Section 2: Assessment Annual assessment is \$0.00. An increase in the assessment shall occur if the Executive Board finds it necessary to fund the amount needed for operating expenses. When applicable, the assessment is payable by January 1 for the ensuing year. Homeowners will be considered in default if, when required, the assessment is not paid within sixty days of the due date.

Section 3: Termination Membership is terminated when homeowners sell their property.

## Article III

Section 1: Meetings General meetings of the organization shall be held as determined by the Executive Board. Committee meetings may be called at any time by the President, Vice President or committee chairperson.

Section 2: Annual Meeting The annual meeting of the organization shall be held in October for the election of the Executive Board Officers, Trustees and/or Standing Committee Chairpersons. The time and place shall be fixed by the Executive Board and notice thereof shall be given to members not more than sixty (60) days nor less than seven (7) days before said meeting. Nominations for the election shall be presented by the nominating committee. If no further nominations are presented from the members in attendance the nominations as read will be accepted for office by the membership.

Section 3: Nominations The Executive Officers, Trustees and/or Standing Committee Chairpersons shall be nominated for election by a nominating committee appointed by the President and consisting of five (5) people from the general membership. The President shall designate the chairperson. The nominating committee shall nominate for the Executive Board as many candidates as are to be elected, all of whom have expressed their willingness to serve and are current with any required assessments, and shall declare these nominations at the monthly meeting prior to the annual meeting.

Section 4: Quorum A majority of those elected to the Executive Board shall constitute a quorum, but if less than such majority is present at a meeting, a majority of the Executive Board may adjourn the meeting without further notice than an announcement at the meeting until a quorum shall be present. No trustee may vote or act by proxy at any meeting of the Executive Board.

#### **Article IV**

Section 1: Officers The officers of the organization shall be a President, Vice President, Secretary, and Treasurer. They shall be elected through nominations from the general membership or nominating committee. No officer shall be elected to the same office for more than two (2) consecutive terms of two (2) years each.

Section 2: President The President shall preside at all meetings and shall perform all duties incident to the office and shall advise such action as might be deemed necessary to increase the usefulness of the organization. The President shall be an ex officio member of all committees. In absence or ability to act as President, the Vice President shall perform the duties of the President.

Section 3: Vice President The duties of the Vice President shall be such as the title by general usage would indicate, as well as those that may be assigned by the Executive Board. A Vice President shall have immediate jurisdiction over any committee formed and shall be responsible for the committee fulfilling its duties.

Section 4: Secretary The Secretary shall conduct the correspondence, preserve the records, documents and communications and shall maintain an accurate record of the proceedings of monthly organization meetings.

Section 5: Treasurer The Treasurer shall be responsible for the safeguarding of all funds received by the organization and for their proper disbursement. Such funds shall be kept on deposit in an approved financial institution. The Treasurer shall make a full report of the financial condition of the organization from time to time as may be required by the President.

Section 6: Executive Board The Executive Board shall consist of the officers of the organization and a minimum of three but not more than seven trustees from the area subdivisions. The Executive Board may establish such membership assessments and such rules and procedures for the manner and method of payment of assessments and fines and the collection of delinquent assessments and fines as deemed necessary or appropriate. By a vote of a majority of all members of the Executive Board, a board member may be suspended or expelled for cause. Any board member who is suspended by a vote of the Executive Board shall remain so until reinstated by the vote of a majority of all members of the Executive Board entitled to a vote thereon. The Executive Board shall act for the general membership between meetings.

Section 7: Vacancies The office of any Executive Board member who has been absent from two (2) regularly scheduled and consecutive meetings may be deemed vacant by the discretion of the Executive Board and a majority vote of those voting at any meeting thereof. In the event of death, resignation or removal of an Executive Board member, a successor shall be selected by the remaining members of the Executive Board and shall serve for the unexpired term of the former Executive Board member.

#### **Article V**

Section 1: Committees and Divisions The President, by and with the approval of the Executive Board, shall appoint all committees and committee chairpersons, other than those elected as heads of the Standing Committees, and may create such other divisions as will facilitate the work of the organization. The President and Vice President shall be ex officio members of the committees and divisions. All committees and divisions will be subject to, and governed, by these by-laws.

Section 2: Limitation of Powers No action by any member, committee, division or officer shall be binding upon or constitute an expression of the policy of the organization until it shall have been approved by the Executive Board.

## **Article VI**

Section 1: Funds All money paid to the organization shall be placed in a general operating fund, except money subscribed or contributed for a specific purpose to be placed in a separate fund for such purpose.

Section 2: Disbursement No obligation or expense shall be incurred, and, no money appropriated or paid, except with regulations adopted by the Executive Board.

Section 3: Fiscal Year The fiscal year of the organization shall run from the first day of January until the thirty first day of December of each year.

Section 4: Budget As soon as possible after the close of the fiscal year the Executive Board shall complete a budget estimate of expenses for the current year and submit it to the general membership for approval.

Section 5: Audit The accounts of the organization shall be audited annually as of the close of business on December 31 by a committee appointed by the President.

## **Article VII**

Section 1: The Stansbury Village Homeowners Association shall maintain an Architectural Control Committee as described in Article II, Section 6 of the Stansbury Village Protective Land Use Covenants. This committee will consist of, at least, three members. Nominations for the committee will be presented to the Stansbury Village Homeowners Association Executive Board before being voted upon in keeping with Article II, Section 6 of the Stansbury Protective Land Use Covenants. If there is no objection from the general population of residents, an appointment to the committee will be made.

Section 2: Architectural Control Committee members appointed may serve a three year term. If no other nominees have been presented the term can be extended. The members shall determine who will chair the meetings.

Section 3: The Architectural Control Committee shall conduct its business in accordance with the requirements of the Stansbury Village Protective Land Use Covenants. Meetings shall be conducted, at least, once a month.

Section 4: Decisions rendered by the Architectural Control Committee may be appealed to the Executive Board of the Stansbury Village Homeowners Association by the property owner within seven business day of notification of deficiency. Such appeals will be in writing to the board with a copy submitted to the Architectural Control Committee. The appeal must include the reasons for appealing, the remedy sought and significant supporting details to be considered by the board in rendering a decision. Upon receiving such appeal, the Executive Board shall establish a hearing date and shall notify the architectural Chairperson and individual(s) submitting the appeal of the date, time and place of the appeal hearing. Such date shall be within two weeks after receiving the written appeal and a decision shall be rendered by the board within seven business days following the hearing. The Executive Board's decision shall be final and binding.

## **Article VIII**

Section 1: Enforcement of the Covenants, Conditions and Restrictions The enforcement of these shall follow the guidelines as set forth in the governing documents established under Policies and Procedures and/or Rules and Regulations.

Section 2: Enforcement Officer The Stansbury Village Homeowners Association shall appoint a member to act as enforcement officer who will attend the Architectural Control Committee meetings. The enforcement officer will report on enforcement issues to the Committee.

Section 3: Guidelines for enforcement issues, as set forth by the Stansbury Village Homeowners Association for enforcement under Policies and Procedures, shall be followed.

**Article IX**

Section 1: Indemnification of Executive Committee and Standing Committees. To the full extent permitted by law, the Stansbury Village Homeowners Association shall indemnify any trustee or officer, or former trustee or officer of the Association, or any person who may have served at its request as a trustee or officer of another corporation against expenses actually and reasonably incurred by them, in connection with the defense of any action, suit or proceeding, civil or criminal, in which they are made a party by reason of being or having been such trustee or officer, except in relation to matters as to which they shall be adjudged in such action, suit or proceeding to be liable for gross negligence in the performance of duty; and to make such other indemnification (including advanced payment of indemnification) as shall be authorized by the Board.

Section 2: Insurance. By action of the of the Executive Board, the Stansbury Village Homeowners Association may purchase and maintain insurance, in such amounts as the board may deem appropriate, on behalf of any person indemnified hereunder against any liability asserted against him/her and incurred by him/her in the capacity of or arising out of his/her status as an agent of the corporation, whether or not the corporation would have the power to indemnify him/her against such liability under applicable provisions of law. The corporation may also purchase and maintain insurance, in such amounts as the board may deem appropriate, to insure the Stansbury Village Homeowners Association against any liability, including without limitation, any liability for the indemnifications provided in this Article.

Section 3: Limitation on Indemnification. Notwithstanding any other provision of these by-laws, the Stansbury Village Homeowners Association shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with qualification of the corporation as an organization described in section 501(c)(4) of the Internal Revenue Code or would result in liability under section 4941 of the Internal Revenue Code.

**Article X**

Section 1: Parliamentary Authority The proceedings of the Stansbury Village Homeowners Association meetings and any other meetings of this organization shall be governed by and conducted according to the latest edition of "ROBERT'S RULES OF ORDER, REVISED".

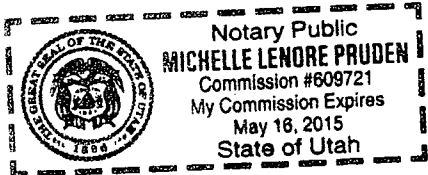
Section 2: Addition of Amendments These by-laws may be amended by a two-thirds vote of the general membership present at the meeting following due notice of proposed amendments. Notice of any proposed changes must be given in the call of the meeting previous to the voting and reduced to writing and notice of the meeting to vote must be published two weeks prior to the meeting. A copy of the proposed amendment or amendments shall also be posted at least five (5) days prior to such meeting.

**Article XI**

Section 1: These by-laws shall supersede any or all previous by-laws and shall become effective immediately upon adoption.

Approved and Adopted on August 15, 2013

*Patricia Jessie*  
STATE OF UT  
COUNTY OF TARCE



Sworn to (or affirmed) and subscribed before me this 20 day of Aug, 2013, by Patricia Jessie  
Michelle Pruden Michelle L Pruden  
Notary Public's Signature Notary Name  
Personally Known        OR  
Type of Identification Produced DL