

BYLAWS
DEER CREEK VALLEY RANCHOS HOMEOWNERS, INC.

ARTICLE I
NAME, PURPOSE, OFFICES

Section 1. NAME:

This Corporation shall be known as the Deer Creek Valley Ranchos Homeowners, Inc.

Section 2. PURPOSE:

The purposes for which the Deer Creek Valley Ranchos Homeowners, Inc. is organized are:

- A. To serve as a voice of the Deer Creek Valley Ranchos Membership (“DCVR Membership”) to County, State & Federal Agencies and other organizations whose actions/activities may affect the DCVR Membership.
- B. To develop strategies to carry concerns of DCVR Membership to the Park County BOCC, appropriate units of County, State & Federal Agencies and other organizations.
- C. To pursue issues of importance with County, State and Federal Agencies and other organizations and report back to DCVR Membership the consequences of these pursuits.
- D. To protect, maintain and enhance the value of our property and quality of life in the DCVR Subdivision.
- E. To provide a forum for educational speakers and social activities.
- F. To provide a forum where DCVR Members can articulate their concerns.

Section 3. MAILING ADDRESS:

The registered mailing address of this Colorado Corporation shall be:

DCVR HOA
P.O. Box 722
Bailey, Colorado 80421

Section 4. WEBSITE ADDRESS:

The registered website address of this Colorado Corporation shall be:

DCVRHOA.COM

ARTICLE II
MEMBERSHIP

Section 1. MEMBERSHIP:

Membership shall be voluntary and limited to those persons who own land in the DCVR Subdivision and their spouse or domestic partner.

Section 2. ASSOCIATE MEMBERSHIP:

Associate membership shall be available to persons who do not own land in DCVR Subdivision, but desire to contribute to the goals of the organization. Associate members have no vote and are not eligible to hold office; they may serve on committees.

Section 3. ANNUAL DUES:

Annual membership dues shall be established by the general membership at the annual meeting of the Deer Creek Valley Ranchos Homeowners, Inc. Annual dues, as established at the annual meeting, shall apply to each household. Annual dues are due and payable on the date of the annual meeting. Any member who fails to pay dues by April 30th will be considered inactive and ineligible to vote until at such time as the membership dues are paid.

Section 4. VOTING:

There shall be one vote per member. Voting shall be in person or by written proxy executed by a member in good standing; such proxy must be filed with the Secretary prior to the meeting.

ARTICLE III
MEETINGS

Section 1. ANNUAL MEETING:

The annual meeting of the Deer Creek Valley Ranchos Homeowners, Inc. shall be held the second week of January at such time and place as the President/Chairman of the Board ("President/Chairman") may designate. The purpose of the annual meeting shall be to:

- A. Elect Directors
- B. Establish dues for the next year
- C. Conduct such other business as may come before the DCVR Membership.

Section 2. GENERAL MEETINGS:

Meetings of the DCVR Membership shall be called at any time by the following:

- A. President/Chairman at his/her own initiative.
- B. President/Chairman upon written and signed petition of at least five members in good standing. The petition must state the reason for the meeting.
- C. Board of Directors at its own initiative.

Section 3. NOTICE OF MEETINGS:

Notice of meetings will be given at the preceding meeting, published on the website (dcvrhoa.com) and may be published in local newspapers. Members may also be notified by USPS mail or email at an address provided by the member.

Section 4. QUORUM:

At all meetings, the attending DCVR Members in good standing shall number no less than ten (10) to constitute a quorum.

ARTICLE IV
BOARD OF DIRECTORS

Section 1. BOARD FUNCTION:

The business and affairs of the Deer Creek Valley Ranchos Homeowners, Inc. shall be conducted by the Board of Directors ("Board").

Section 2. NUMBER, TENURE AND QUALIFICATION:

The Director positions of the Corporation ("Director") shall be eight (8) in number and shall be:

- President/Chairman of the Board
- Vice President
- Secretary
- Treasurer/Membership Director
- Social Events Director
- Firewise Director
- Newsletter Director/Publisher
- Webmaster

The members of the Board shall also serve as the Officers at all meetings of the DCVR Membership. Each Director shall hold office for one year. Directors must be a DCVR Member in good standing.

Section 3. ELECTION OF DIRECTORS:

The President/Chairman and/or designees shall submit to the Board, at least seven days prior to the annual meeting, a list of nominees; having ascertained that each nominee is able and willing to serve. Voting for Board members will be by secret ballot when there is more than one candidate for any position.

ARTICLE V
BOARD MEETINGS

Section 1. MEETINGS OF THE BOARD:

The Board shall meet at least quarterly at a time and a place to be determined by the President/Chairman. Any three (3) Board members can call a special meeting of the Board by submitting a request to the President/Chairman stating the purpose of the special meeting.

Section 2. QUORUM:

At least five (5) Board members shall be in attendance to constitute a quorum at any meeting of the Board.

Section 3. SUCCESSION:

In the absence of the President/Chairman at any meeting of the Board, the order of succession to preside shall be as listed in ARTICLE IV, Section 2 (President/Chairman through Treasurer).

Section 4. BOARD VACANCY:

If a vacancy occurs on the Board, the President/Chairman shall appoint a regular member to fill the vacancy until the next Annual Meeting; having ascertained that the appointee is able and willing to serve.

Section 5. REMOVAL OF DIRECTORS:

Any or all Board members may be removed from office, with cause, by the majority vote of DCVR Members present at a General or Special meeting.

ARTICLE VI
DUTIES AND POWERS OF THE BOARD

Section 1. MANAGEMENT OF CORPORATION:

The Board shall have general charge and management of the affairs and funds of the Corporation. It shall be the Board's duty to carry out the purposes of the Corporation according to the Articles of Incorporation, these Bylaws, and the expressed will of the DCVR Membership.

Section 2. BUDGET:

The Board shall submit a budget at the Annual General Meeting. When approved by the DCVR Membership, the Board shall have full power to execute the budget.

Section 3. ATTENDANCE:

Board members are expected to attend all Board meetings. Two successive non-excused absences will be cause for review and possible replacement of the Board member.

Section 4. MEMBER LIABILITY

The Board shall not impose any levy or assessment upon the DCVR Members without approval of the DCVR Membership at a Regular Meeting.

ARTICLE VII
EXECUTION OF INSTRUMENTS

Section 1. AUTHORIZATION:

No contract, loan or deed shall be made on behalf of the Corporation without the written approval of the Board.

Section 2. SIGNATURE:

No contract, loan or deed shall be valid against the Corporation unless signed by at least two of the following: President/Chairman, Vice President, or Treasurer.

Section 3. NORMAL BANKING and BUSINESS ACTIVITIES

The President/Chairman and/or Treasurer are authorized to deposit monies for the corporate accounts and issue checks thereon. This authority includes authorization to use the Corporation's debit/credit cards and to access the corporate accounts on-line and to disburse funds on-line.

**ARTICLE VIII
RULES GOVERNING MEETINGS**

The rules contained in "Robert's Rules of Order" (newly revised), shall govern at all meetings, in all manner to which they apply, and in which they are not inconsistent with these Bylaws.

**ARTICLE IX
FISCAL YEAR**

The Fiscal Year of the Corporation shall begin on the first day of January and end the thirty first day of December of each year.

**ARTICLE X
AMENDMENTS/SUSPENSION OF BYLAWS**

Section 1. AMENDMENTS

The Bylaws may be amended, for any particular matter, by a majority vote of the DCVR Members present at a general meeting of the DCVR Membership provided that notice of the intent to amend the Bylaws has been included in the meeting notice required by ARTICLE III, Section 3, and each DCVR Member (of known address), of the Corporation has been provided a copy of the full proposed text of the amendment at least two weeks prior to the meeting.

Section 2. SUSPENSION OF BYLAWS

The bylaws may be suspended, for any particular matter, by a majority vote of the DCVR Members present at a general meeting.

**ARTICLE XI
COMMITTEES**

Section 1. AUDIT COMMITTEE:

There shall be an Audit Committee consisting of the President/Chairman and the newly elected Treasurer. This committee shall:

- A. Audit the financial accounts of the outgoing Treasurer prior to the turnover to the newly elected Treasurer.

- B. Immediately report any audit discrepancies to the Board and notify the outgoing Treasurer.
- C. After completing a final audit, prepare a written report for review, which may include any necessary corrections or restatements. The report shall be immediately provided to the Board and upon Board approval shall be reported to the DCVR Membership at the next general meeting. This report should include any suggestions for changes or improvements in the handling of corporate funds.
- D. If no discrepancies are found, a written notification of such shall be sent to the Board and the outgoing Treasurer.

Section 2. SPECIAL COMMITTEES:

Special committees shall be appointed by the President/Chairman, as deemed necessary by the DCVR Membership or the Board.

Section 3. MILEAGE:

The President/Chairman is authorized to approve mileage to any member(s) that provide their own transportation to conduct corporate business outside the DCVR. Approved mileage will be paid at the IRS reimbursement rate for auto mileage. Any reimbursable travel must have prior approval of the President/Chairman, or the Board itself, and is contingent upon sufficient funds being available in the treasury.

ARTICLE XII
ORDER OF BUSINESS

The following Order of Business shall be used as a guideline at all General Membership Meetings:

1. Call to order
2. Minutes of previous meeting
3. Treasurer's report
4. Social Events update
5. Firewise update
6. Standing Committee reports
7. Special Committee reports
8. Unfinished business
9. New business
10. Set time and place for next meeting
11. Adjourn

CERTIFICATION:

These bylaws adopted by majority vote of the DCVR Membership on this ____ of _____, 2010.

Attest:

President/Chairman

Attest:

Vice President