

ROCKPORT RANCHES PROPERTY OWNERS ASSOCIATION BY-LAWS

ARTICLE I

SECTION I: This organization shall be known as the Rockport Ranches Property Owners Association.

SECTION II: Any further reference to Association in this constitution will mean Rockport Ranches Property Owners Association.

PURPOSE

SECTION III: The purpose and objective of this Association shall be as follow:

General: To protect and preserve private properties and common areas in Rockport Ranches, Summit Count, State of Utah for the beneficial use of the property owners. To preserve the wilderness beauty and grandeur of the area.

Specific:

- a. To obtain adequate security and safety protection for Rockport Ranches
- b. To study zoning requirements and make sure they are enforced by the county.
- c. To work for improvement and maintenance of roads and traffic control in Rockport Ranches.
- d. To maintain and enhance the natural environment.
- e. To serve Association interests without becoming a tool to special interest groups or attempting to solve personal or two party disputes.

ARTICLE II

SECTION I: Ownership of property by any adult person or persons in Rockport Ranches constitutes membership in the Property Owners Association. It shall be the responsibility of said member to remain in good standing in the Association as set forth in Article IV Section III.

SECTION II: There will be one (1) membership per lot. In the event a particular lot is owned by more than one person, the membership with relationship to such lot shall be issued in the names of all persons having an ownership interest therein.

SECTION III: The Association shall be a non-profit, non-political, non-sectarian, non-racial organization.

ARTICLE III

SECTION I: There shall be (9) members seated on the Board including officers. The term of office shall be for (3) years, except for the first election. At the first election, (3) three members shall be elected to a one-year term, (3) three members for a two-year term and (3) three members for a three-year term.

SECTION II: Nominations may be made from the floor on general meeting day which is herewith designated as the General Meeting. In the month of March of each respective year. Members in good standing shall be privileged to nominate in person or by mail. The nominations must be returned to the Association prior to the General Meeting. Each nomination will require a second at the General Meeting.

SECTION III: A ballot shall be prepared and given to each member in good standing at the General membership meeting in March of respective year. The member will vote his wishes in secret and deposit his voted ballot in a provided ballot box. A count of the ballots will be made and the results announced at the end of the meeting. If members in good stand wish to vote by proxy, written notification of their designated proxy must be returned back to the Association prior to the General membership meeting.

SECTION IV: The three individuals who received the largest number of votes shall be elected to the Board of Trustees.

SECTION V: The Board shall meet in April following the annual election and select from their membership of nine: a President, a Vice President and a Secretary/Treasurer from the members who have served on the Board of Trustees for at least one (1) year, except from the initial election.

SECTION VI: In the event of the loss, resignation, or poor standing of any Board member, the Board shall appoint a temporary successor to serve the unexpired term.

PRESIDENT

SECTION VII: The President shall preside at all meetings of the Board of Trustees and of its committees. He shall appoint such sub-committees as authorized by the Board of Trustees. He shall be a member ex-officio of all committees and shall carry on the other responsibilities assigned to him by the constitution and by the Board of Trustees.

VICE PRESIDENT

SECTION VIII: The Vice President, during the absence or temporary incapacity of the president shall perm the duties and have the powers of the President.

SECRETARY

SECTION IX: The Secretary shall keep all the Association records, minutes of meeting, rosters of members, lists of committees and their members. He/she shall send out notices of meeting, receive memberships and discharge all of the usual secretarial functions of the office.

TREASURER

SECTION X: The Treasurer shall keep account of the Board of Trustee's funds and keep all funds in a bank approved by the Board of Trustees and in the name of the Association. All withdrawals will be by check signed by two of the following: President, Vice President, Secretary and/or Treasurer. All withdrawals in excess of \$100.00 will first be approved

by a quorum of the Board of Trustees. An annual audit of the assets of the Association will be conducted. The Board of Trustees will arrange for such an audit.

SECTION XI: A financial statement and audit report will be presented at the annual General Membership meeting.

SECTION XII: Other committees will be established by the Board of Trustees as deemed necessary.

SECTION XIII: Two Newsletters will be mailed to all Association members in January and April.

ARTICLE IV

DUES

SECTION I: The dues will be set by the Board of Trustees with any substantial required increase ratified by a vote of the General membership.

SECTION II: Said dues shall constitute good standing in the Association for one (1) year, payable as of the date of the annual General Membership meeting and become delinquent thereafter.

SECTION III: Members are deemed "in good standing" when dues are current. Delinquent dues place members in "poor standing", forfeiting members' entitlement to:

1. Nominate Board Members
2. Vote for Board Members
3. Hold Office

ARTICLE V

MEETINGS

SECTION I: The President shall call meeting of the Board of Trustees as required. Minutes of every meeting, which will also include the voting record of every Board of Trustee member, shall be kept. This record shall be available for inspection by members of the Association.

SECTION II: The President shall call a meeting of the entire membership in March of each year, for the purpose of nominating three (3) Board of Trustees members and making an annual report to the members. Nominations will be taken from the floor or by mail.

SECTION III: Quarterly Board Meetings shall be held on the third Thursday of January, April, July and October or by consensus of the Board Members.

SECTION IV: Members of the Board of Trustees are required to attend all regularly called meetings. Failure to attend two (2) consecutive meetings without notification and just cause, may, at the discretion of the Board of Trustees, result in suspension from office.

SECTION V: Roberts Rules of Order Revised may be enforced by the President at any regular meeting.

ARTICLE VI

AMENDMENTS

SECTION I: The By-Laws may be amended by a majority vote of members, provided that notice of the proposed amendment shall have been sent to all Association members thirty (30) days before said meeting.

ISSUES

SECTION II: Issues may be presented to the Board of Trustees to propose at the General Membership Meeting, provided they are placed on the agenda 45 days prior to the said meeting. This enables the Secretary to send a notice of the proposed issues 30 days before the General Membership Meeting.

ARTICLE VII

SECTION I: There shall be no dividends paid or payable by the Association. It is hereby acknowledged that the Association is organized as a non-profit corporation under the Utah Non-Profit Corporation Cooperative Association Act, solely and strictly as an association of property owners to act as an agent for said owners in the management of the Association. It is not intended that the Association realize any profit any and transaction.

ARTICLE VIII

SECTION I: The Board of Trustees shall present at each annual meeting, and when called for by a vote of the members at any special meeting of the members, a full and complete statement of the business and condition of the Association.

SECTION II: The Board of Trustees shall keep the members abreast with new developments and/or information with a bi-annual newsletter.