

When Recorded, Return to:

Verde Village Property Owners' Association

4855 Broken Saddle Drive

Cottonwood, Arizona 86326-5725

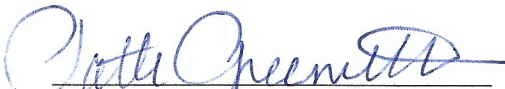
Bylaws of the Verde Village Property Owners' Association

Record AS

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The following changes to the bylaws were approved by the Board of Directors at a board members meeting on 5th day of January, 2021, and were approved by the membership on the 12th day of January, 2021.


Patti Greeneltch, President


Ross H. Ferretti, Treasurer

Verde Village Property Owners' Association

Bylaws

Article one – Name and Address

The name of the Association shall be Verde Village Property Owners' Association, INC., hereinafter also known as "the Association".

The address of the Association is 4855 Broken Saddle Drive, Cottonwood, Arizona 86326

Article Two – Purpose and Objectives

The purpose of the Association shall be to build community among all residents of the Verde Village.

The objectives of the Association shall be:

- A. Inform members and other residents on matters affecting their common interests. The Association shall endeavor to make copies of the current revisions of these bylaws available to all property owners and residents of the Verde Village.
- B. Manage and maintain the properties of the Association on behalf of all members and residents. All non-secured common areas of the Verde Village maintained and managed by the Association shall be open for the public between dawn and dusk.

Article Three – Membership

1. Property owners are eligible to be Voting Members. Voting Members are entitled to vote on all matters that come before the membership.
2. Associate Members are not able to vote.
3. Renters are only eligible to become Voting Members if they reside in Verde Village, pay Associate membership dues for two consecutive years and participate in our association in a meaningful manner during those two years. Renters are then able to become an Owner/Qualified Renter Membership.
4. Membership will be for one year from the date of payment.
5. Dues must be paid for the current year before Owner/Qualified Renter Member is entitled to vote.
6. There will be only one membership and one vote per property owner, regardless of the number of properties owned or the number of names on the property deed. There will be only one membership and one vote for corporate owned property or property owned by trust.
7. Membership dues for each year will be voted upon at the March Annual Meeting.

Article Four – The Board of Directors

1. The Board of Directors, comprised of the Executive Committee Members, the Unit Directors and Five Members at Large (all Chairs for Standing Committees), shall be the policy making body and shall conduct the routine affairs of the Association. All Board of Directors are required to be current paid members of this Association. The Board of Directors will be referred to as "The Board" in this document.

2. Capital expenditures will be defined by the Board at the beginning of each calendar year. The Board will notify the membership of any major decisions in regard to expenditures, construction, or plans for the future, at general meetings, email, special meetings, and/or by mail. Exceptions will be for emergency expenditures related to safety, health, and/or damage to the property.
3. The Board of Directors will present an Annual Report of the Association at the Annual Meeting held in March of each year.
4. The President will be elected at the Annual Meeting and serve a term of two years.
5. A director from each unit will be elected at the Annual Meeting to serve a term of two years.
6. The Vice President, Secretary, and Treasurer will be appointed by the Board of Directors and each serve a term of two years.
7. A vacancy on the Board of Directors may be filled by the majority vote of the remaining Board members. The appointee will serve for the remainder of the term that he/she has filled.
8. Each Unit Director is expected to attend the majority of the Board and Association meetings.
9. Removal of any Board member can occur if that person fails to perform the duties of that position. To remove a Board Member a two-thirds majority vote of the attending Board members is necessary at a meeting that has been announced at least seventy-two hours in advance.

Article Five – Executive Committee

1. The Executive Committee shall consist of the President, Vice-President, Secretary, and Treasurer. All must be Voting Members of the Association.
2. The president will be elected at the Annual March Meeting. Candidates will be announced at the February General Meeting .
3. All Officers shall have the right to vote.
4. The duties of the officers are as follows:
 - A. The President presides at the meetings of the Association and the Board of Directors.
 The President helps plan and direct the actions of the Association.
 The President will write any letters, requests and other correspondence to the Board for consideration.
 The President shall not serve as a Chairperson for any committee.
 The President will be on all bank accounts and act as authorized signer for any financial business.
 - B. The Vice-President will assist the President and assume all duties of the President during the President's absence.
 The Vice-President may not be a Unit Director, unless his/her Unit has a vacancy.
 The Vice-President has oversight of Standing Committees and will report for them at Board Meetings if needed.
 The Vice-President can be a member of, but not a Chair of any Committee.
 The Vice President will work with the Finance Committee to determine an annual budget for maintenance.
 The Vice-President will be on all bank accounts and shall be an authorized signer on financial business as needed.
 - C. The Secretary shall keep minutes of all Association and Board meetings.
 The Secretary shall maintain files and records, electronically and/or paper copies.
 The Secretary shall handle correspondence as directed by the Board.

The Secretary shall maintain an email list generated from the Membership Committee. This list shall be kept on the computer in the office and shall be updated quarterly.

The Secretary shall notify the Association Board members of important notices as prescribed by the President. Important notices for members in general will be posted in the newsletter and on the website by the web master as directed by the President.

The Secretary shall preside over the Board meetings if the President and Vice-President are absent. The Secretary must get the Executive Committee approval before the Association Records can be purged, destroyed or removed from the Association files.

- D. The Treasurer, shall receive, deposit and account for all funds belonging to the Association and be an authorized signer on bank accounts.

The Treasurer shall pay bills and disburse funds according to policies established by the Board of Directors.

The Treasurer shall maintain accurate record of receipts and disbursements and shall provide a report at each monthly meeting, as well as a current report of status of the Association.

The Treasurer shall make monthly and periodic reports of the Association's finances as needed.

The Treasurer shall keep the Board and the Association aware of the Association's financial conditions.

The Treasurer shall work with the Finance Committee to develop a yearly budget.

The Treasurer shall present a proposed budget at the February Board meeting.

The Treasurer shall file an annual report with the Arizona Corporation Commission by April 15th of each year.

The Treasurer shall ensure that the annual tax reports are filed with the Internal Revenue Service by the 15th of April each year.

The Treasurer shall maintain the petty cash box for events that will require change.

5. An Executive Committee Officer may be removed from office for failure to perform the prescribed duties of that office as outlined above. The Officer will be consulted and initially warned that continued failures will initiate removal. Board Members may also be removed for malicious conduct. Malicious conduct is defined for this purpose as deliberately continuing to undermine the Association after having been given notice to quit by the Board. Removal shall require two-thirds majority vote of the attending Board members, at a meeting announced at least seventy-two hours in advance.

Article Six – Unit Directors

1. The Unit Directors shall be elected by the membership at the Annual Meeting and shall consist of at least eight (8) members, or one for each unit..
2. Any property owner or resident who is paid member of the Association is eligible to be a Unit Director.
3. A Unit Director's term is two (2) years. Each Unit may elect one Unit Director . A Unit Director may serve for maximum of three (3) consecutive terms or at the discretion of the Board.
4. A Unit Director vacancy on the Board may be filled by a majority vote of the remaining Board members. The appointee will serve for the remainder of the term.
5. Each Unit Director is expected to attend a majority of Board and General Meetings, to make a good faith contribution to the Association's affairs, represent the concerns of their respective unit and may be removed from the Board for failure to do so.

6. Removal of a Unit Director for failure to perform the prescribed duties outlined above and in the Policies and Procedures , or for disrespectful and malicious conduct, shall require a two-thirds majority vote of the attending Board members at a meeting that has been announced at least seventy-two(72) hours in advance.
7. Assistant Unit Directors may be appointed by the Board to assist the regular Unit Director. They may attend all Board meetings and participate in the discussions, but do not have a vote. Assistant Unit Directors shall be current members of the Association. The appointment shall be for one (1) year.
8. If a Unit Director is unable to attend a Board Meeting, the Assistant Unit Director may vote in their place.

Article Seven - Committees

1. The Association may have Standing Committees, Special Committees and Ad Hoc Committees.
2. Standing Committees are permanent committees that carry on the ongoing work of the Association.

Standing Committees include:

The Finance Committee

The Finance Committee is responsible for working with the Treasurer to develop a budget.

The Kitchen Committee

The Kitchen Committee Chairperson shall possess the proper certificates as required by the Yavapai County Community Health Services (YCCHS) to manage the kitchen; ensure that all who work in the kitchen in the preparation and distribution of food possess the proper certifications as required by the YCCHS; be responsible for maintaining the kitchen, food storage and storage areas for food preparation and serving items as required by the YCCHS to such a degree as to ensure the personal, kitchen, food preparation, storage areas and serving operations pass scheduled or impromptu inspections by the YCCHS. The Kitchen Committee members shall coordinate with the Kitchen Committee Chairperson when scheduling any event.

The Membership Committee

The Membership Committee shall be responsible for promoting membership through personal contacts, articles in the media, membership drives, social media, by mail and by email. The Committee shall maintain membership files.

The Social Activities Committee

The Social Activities Committee shall be responsible to plan, promote and direct fundraising projects, inform members and residents of the Verde Village on the activities of the Association and publicize such activities. Promote fellowship and good community relations among the residents of the Verde Village. Promote other activities that benefit the Verde Village Community. The Social Activities Committee shall work in coordination with the Public Relations Committee.

The Public Relations Committee

The Public Relations Committee shall create and implement a plan to tell the public and promote the club's projects and activities. Having strong public relations ensures that Association is a credible organization that meets real needs. The Public Relations Committee shall work in coordination with the Social Activities Committee.

The Maintenance Committee

The Maintenance Committee will be responsible for bringing any maintenance, routine or otherwise to the attention of the board. The Maintenance Committee Chairman will supervise/coordinate all maintenance volunteers, caretakers, outside contractors and or services involved with these facilities and properties.

3. Special Committees may be appointed to carry out a specific task of any ongoing nature.
5. Committee Chairpersons shall be decided on by the committee themselves. Committees shall meet as needed to carry out their designated functions.
6. Standing Committee Chairs shall report to the Board on regular basis and at General Meetings when called for. Special Committee shall report to the Board or General Meeting as needed.

Article Eight - Meetings

1. The Association shall meet at the Clubhouse at 4855 E Broken Saddle Drive, Cottonwood AZ 86326 on the second Tuesday of the month for the general meeting.
2. A quorum for the Association meetings shall consist of ten or more voting members in attendance. Any motion will require a simple majority vote of members present.
3. Nominations for President and Unit Directors will be accepted at the January and February General Meetings. They can be made from the floor by any Voting member.
4. The Annual Budget will be presented by the Treasurer at the February Meeting.
5. The Association meeting in March shall be the Annual Meeting. At this meeting the Annual Report is read, the Budget is approved, the election of President and Unit Directors takes place (every other year) and any changes to the bylaws are put forth to the Membership for a vote.
6. After the election the Out-going officers will ensure a smooth transition for incoming officers.
7. The Board of Directors shall meet at least monthly at a date and time established by the Board. A quorum shall consist of a majority of all current Board Members.
8. A General meeting can be cancelled with the approval of the Board. A Board Meeting can be cancelled with approval by the Executive Committee.
9. The Board will decide in May if meetings need to be held throughout the summer months.
10. The membership will be notified of General meetings through the website and the newsletter.
11. All meetings shall be guided by the current edition of "Robert's Rules of Order".

Article Nine - Amendments

1. These Bylaws may be amended by the Board of the Verde Village Property Owners' Association at any meeting provided the intent has been announced through any of these various means of

communication: email distribution, posted on social media and/or the Association Website if such exists and/or posted in a public publication at least thirty days prior to meeting where the vote will take place.

2. A simple majority of the eligible Members present at a meeting is required for an amendment to pass and a minimum of ten paid Voting Members must be present to constitute a quorum
3. Any voting member can propose an amendment to the Bylaws by submitting to the Board and the Bylaws Committee, in writing, their proposal by January 1 of each year. These amendments will be presented at the General Meeting in February for consideration and voted on at the Annual Meeting.
4. Any revisions to the Bylaws shall be recorded with the Yavapai County Commissions after being approved by the Board of Directors and ratified by the membership.

APPENDIX A

Benefits of Membership:

An owner of property in Verde villages once membership dues are paid a member:

May attend all General Membership meetings and voice their opinion on any topic with regards to the Association.

May request items of interest or concern to be added to the Agenda of the General Membership meeting

May vote for President of the Association

May vote for Unit Director of the Unit in which they reside

May run for office of President or Unit Director.

May participate on any Committee other than the Executive Committee (unless appointed)

May use the VVPOA pool during season for a discounted rate. (Discounted rates apply only to family members who reside at the member's listed address)

May rent out VVPOA facilities for a discounted rate.

May receive a discount on VVPOA events.

There will be only one membership and one vote per resident/owner, regardless of number of properties owned or names on deed. Corporate owners or trustees are also entitled to only one vote per membership.

Benefits of Qualified Renter Membership (2 consecutive year paid memberships and active participation on a Committee within the Association.)

Same benefits as above.

Benefits of Associate: As a renting resident of a property in the Verde Villages, once membership dues are paid a member:

May attend all General Meetings and voice their opinions of issues of concern to the Association.

May request items of interest or concern be added to the General Meeting Agenda.

May participate on any committee or in any event sponsored by the Association

May use the VVPOA pool during pool season at a discounted rate. (Discounted rates only apply to family members who reside at member's listed address)

May rent the VVPOA facilities at a discounted rate.

Appendix B

Membership Dues

Membership Dues for Owner is \$60 per annum for 2021.

Qualified Renter (2 Yr member) is \$60 per annum for 2021.

Associate Member Dues for Renters is \$40 for 2021.

The Board of Directors shall have the authority to increase these dues as needed to maintain the responsibilities of the Association. The dues may not be increased more than once in a calendar year and any change will be announced in the General Meeting, through email, on Association website and in local paper not less than 30 days before the increase will take effect.

Levels of Membership will be developed to offer discounts for pool passes and monetary support for the Association. As these levels are designed they will be offered to members as additional ways that they may use the facilities and support our organization.