

WWR

NEW

BY-LAWS OF
SLEEPY HOLLOW OWNERS ASSOCIATION

#485
PBB/
6/14.

Address
President
Secretary

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① PRINCIPAL OFFICE. The principal office of the club is fixed and located at SHINGLE SPRINGS, CA 95682, in El Dorado County, CA. The Board of Directors is granted full power and authority to change the principal office from one location to another in the County. Any change shall be noted by the secretary opposite this article but shall not be considered an amendment of these by-laws.

2. MEETINGS OF MEMBERS.

(a) The annual meeting shall be held in the month of October. The President shall be chairman of the meeting committee and shall appoint its members. This committee shall be responsible for the date, place and the arrangements for the meeting.

(b) A special meeting shall be called by the secretary upon direction of the executive committee upon 15 days notice or upon a request signed by twenty-five percent of the members of the association.

(c) All voting by members shall be directed in the declaration of covenants and restrictions relating to the SLEEPY HOLLOW Subdivision recorded in Book 1111, Page 289, Official Records of El Dorado County, and any subsequent amendments.

3. DUES OR ASSESSMENTS. Dues or assessments shall be as directed in the declaration of covenants and restrictions referred to above.

④ DIRECTORS. The authorized number of directors of the Association shall be nine (9), eight (8) elected and the Junior Past President, if not an elected member of the current board. If the Junior Past President is retained as an elected member of the board, the most junior Past President not so elected to the board shall serve as the ninth member of the board. Composition of the board shall remain nine (9) until changed by an amendment of these by-laws or in a change in the Articles of Incorporation adopted by the members.

⑤ ELECTION OF DIRECTORS AND TERM OF OFFICE.

A. Directors shall be elected at each annual meeting of regular members or at any special meeting of the members held in lieu of the annual meeting to serve for two (2) year terms as follows:

(a) Four (4) members to be elected each year to serve for a term of two (2) years.

(b) At the annual meeting of 1983, eight (8)

LAW OFFICE
BAER, BERRY
& ALLEN
84 MAIN STREET
DORVILLE, CAL. 95667
PHONE: 623-2186

O = change

1 directors shall be elected, the four (4) receiving the most
2 votes shall be elected for a term of two (2) years, the other
3 four (4) shall serve for a term of one year. Thereafter, from
4 the year 1984, four(4) directors shall be elected for a term of
5 two (2) years.

6 B. All directors shall hold office until their
7 respective successors are elected. A director may be removed
8 from office by an affirmative vote of the majority of the
9 members of the association. A vacancy in the board of directors
10 caused by death, resignation, disability or removal of a
11 director shall be filled by the President with a majority vote
12 of the remaining directors concurring or by the sole remaining
13 director.

14 6. MEETINGS OF THE BOARD OF DIRECTORS. A majority of
15 the authorized number of directors shall constitute a quorum
16 for the transaction of business. Immediately following each
17 annual meeting of members, the Board of Directors shall hold
18 a meeting for the purpose of organization and transaction of
19 other business. No notice of this meeting need be given.
20 Notice of the time and place of all meetings of the Board of
21 Directors except the meeting following the annual meeting of
22 the members shall be given personally to the directors or sent
23 to each director by mail or other form of written communication,
24 charges prepaid, addressed to him at his address as it is shown
25 on the records of the club. If the notice is mailed or
26 telegraphed, it shall be deposited in the United States Mail
27 or delivered to the telegraph company at least 72 hours before
28 the time of the meeting. If the notice is delivered personally
29 to each director, it shall be so delivered at least 24 hours
30 prior to the time of the holding of the meeting. The transaction
31 of any meetings of the board of directors, however called and
32 noticed and wherever held, shall be as valid as though had at a
33 meeting held after the regular call and notice and if a quorum is
34 present, either before or after the meeting, each of the directors
35 not present signs a written waiver of notice or a consent to the
36 holding of the meeting or an approval of the minutes of the

1 meeting. All waivers, consents, or approvals, shall be filed
2 with the corporate records and made a part of the minutes of the
3 meeting.

4 7. OFFICERS. The officers of the club shall be
5 a President, a Vice President, a Past President, a Secretary,
6 and a Treasurer.

7 8. ELECTION OF OFFICERS. The officers shall be
8 chosen annually by the Board of Directors at the meeting of
9 the board held immediately following the annual meeting of
10 the members. Each officer shall hold his office until he shall
11 resign, be removed by the Board of Directors, or otherwise
12 be disqualified to serve, or until his successors shall be
13 elected and qualified.

14 9. REMOVAL AND RESIGNATION OF OFFICERS. Any officer
15 may resign, or may be removed with or without cause, by the
16 Board of Directors, at any time. Vacancies caused by death,
17 resignation, or removal of any officer may be filled by appointment
18 by the Board of Directors.

19 10. DUTIES OF THE OFFICERS.

20 (a) Duties of President: Duties shall be as
21 prescribed in Demeter's Manual of Parliamentary Laws & Procedures,
22 and shall be required to enforce the Covenants and Restrictions
23 as set forth in Article II, Sec.(b) of the Constitution.

24 (b) Duties of the Vice-President: In the absence of
25 the President, the President's duties shall be performed by the
26 Vice-President.

27 (c) Duties of the Past President: The Past President
28 shall act in an advisory capacity to the President and
29 Association Parliamentarian.

30 (d) Duties of Secretary: The Secretary shall attend
31 all meetings of the membership and the officers of the SHOA, and
32 shall be responsible for the minutes of such meetings. He shall

1 issue all official documents and notices.

2 (e) Duties of Treasurer: The Treasurer shall be
3 responsible for all funds and securities of SHOA, receive and
4 give receipts for monies due and payable to the SHOA from any
5 source whatsoever, and deposit all such monies in the name of
6 SHOA in such depositories as may be approved by the Executive
7 Committee. Withdrawals of such monies from such depositories
8 shall be made by checks signed by the President, Treasurer and/or
9 Secretary. The Treasurer shall submit the annual financial
10 report at the annual meeting.

11 11. COMMITTEES. The President shall immediately
12 after his election each year, appoint, subject to confirmation
13 by the Board of Directors, such committees as he deems necessary.

14 12. EXECUTION OF DOCUMENTS. The Board of Directors
15 may authorize any officer or agent to enter into any contract
16 or execute any instrument in the name of and on behalf of the
17 association, and this authority may be general or confined to
18 specific instances; and, unless so authorized by the Board of
19 Directors, no officer, agent, or other person shall have any
20 power or authority to bind the club by any contract or engagement
21 or to pledge his credit or to render it liable for any purpose
22 or any amount.

23 13. RULES OF ORDER. The rules contained in Robert's
24 Rules of Order, revised, shall govern all members, meetings,
25 and directors meetings of the club, except in instances of
26 conflict between Robert's Rules of Order and the Articles of
27 Incorporation or by-laws of the club or provisions of law.

28 14. EXPENDITURES. No expenditure of more than \$250.00
29 may be made without the two-thirds majority vote of the Board
30 of Directors.

31 15. DECLARATION OF COVENANTS AND RESTRICTIONS. These
32 by-laws are subject, where applicable, to the declaration of

1 covenants and restrictions recorded in Book 1111, Page 289,
2 Official Records of El Dorado County, and all amendments to
3 said declaration of covenants and restrictions. In the event
4 of any conflict between the said declaration of covenants and
5 restrictions as amended from time to time, and these by-laws,
6 the declaration covenants and restrictions shall control.

7 16. AMENDMENT TO BY-LAWS. These by-laws may be
8 amended by the vote or written consent of the owners of 75%
9 of the property wintin the association area.

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These By-Laws amended, December 15, 1983.

EL DORADO COUNTY

STATE OF CALIFORNIA

COUNTY OF El Dorado

On October 7, 1974

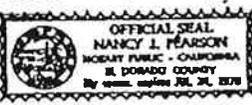
Robert A. Moes before me, the undersigned, a Notary Public in and for the said State, personally appeared Robert A. Moes personally known to me to be the person whose name is subscribed to the within instrument, to a witness therein, who being by me duly sworn, deposed and said that he resides in El Dorado County that he was present and saw Bessie L. Morgan

personally known to him to be the Secretary of the corporation described

in and who executed the said within instrument, and that the said Bessie L. Morgan is and who executed the said within instrument, and that the said Bessie L. Morgan

solely acknowledged to the presence of said officer, that she executed the same, and that he, the said officer, throughout of him present, subscribed his name as a witness therein.

Witness my hand and official seal
Signature Nancy J. Pearson
NANCY J. PEARSON
Notary (Typed or Printed)



BOOK 1288 PAGE 466

END OF DOCUMENT

