

**BYLAWS
OF
COLUMBINE HEIGHTS OWNERS' ASSOCIATION**

ARTICLE I GENERAL

Section 1. NAME

The name of this Association shall be "COLUMBINE HEIGHTS OWNERS' ASSOCIATION", hereinafter-called the "Association".

Section 2. ADDRESS

The address of this Association shall always be that of its current President and shall always be within the area hereafter described.

Section 3. OBJECTIVES

The objectives of this Association shall be to preserve, protect, improve and maintain, mutually, all property lying within the Columbine Heights boundaries; to assure compliance with the Declarations as identified in the Articles of Incorporation of Columbine Heights Owners Association, Inc. July 2004; to aid, assist, represent and advance the interests of the residents and land owners of said area; and to carry forward such other objectives as may be consistent with the purposes for which this Association was created.

Section 4. SCOPE

The area served by this Association shall include all land lying within the boundaries established by (1) Use and Building Restrictions of Columbine Heights, First Filing, recorded at Littleton, Colorado, May 8, 1957, amended at a later date, and by (2), Protective and Restrictive Covenants of Columbine Heights, Filing No. 2, recorded at Littleton, Colorado, January 5, 1959, amended at a later date. Land under both Filings and Amendments is commonly known as Columbine Heights.

Section 5. FISCAL YEAR

After the initial Association Membership meeting, the fiscal year shall begin January 1, and end the following December 31st of each year.

ARTICLE II MEMBERSHIP

Section 1. QUALIFICATIONS

Membership in the Association shall include any person or persons owning land in the area served by this Association. Every person who is a record owner of a fee or undivided fee interest in any real property, which is now or hereafter subject to the Declarations, including contract sellers, shall be a Member of the Association. All questions relating to and touching upon the qualifications for, and the maintenance of, Membership, shall be finally determined by the Board of Directors. Each real estate parcel (lot) in the common community is qualified for one vote in Director elections and voting on business issues. Multiple owners of any lot shall select one person as the Voting Member to represent their lot during any specific election or vote.

Any Member relinquishing ownership of land in this area shall automatically cease to be a Member.

Section 2. ADDRESSES OF MEMBERS

The Secretary shall keep a record of the residence address of all Members of the Association, and it shall be the duty of each Member family to promptly notify the Secretary of any change of address, and whenever any notice is required or permitted to be given to a Member, pursuant to these Bylaws, such notice, addressed to such Member at the last address as shown on the Secretary's records, shall be deemed to have been properly given.

ARTICLE III MEMBERSHIP MEETINGS

Section 1. ANNUAL MEETINGS

The first annual meeting, of the Association was held July 20, 2004. Seven Directors were elected by the Association Membership at large. Subsequent Annual Meetings of the Association shall be held during the last two weeks of January, or as soon as feasible thereafter, at a time and place designated by the Board of Directors. The President of the Association shall serve as chairperson of this meeting, and of all other Membership and Board of Director Meetings of the Association except as otherwise provided for in these Bylaws.

The order of business of the Annual Meetings of the Members of the Association shall be as follows, as appropriate:

1. President's report
2. Secretary's report
3. Architectural Committee's Report
4. Treasurers' Report
5. General Business from Agenda
6. Other Business
7. Elections/Voting

Section 2. SPECIAL MEETINGS

Special Meetings of the Members of the Association may be called at any time by the President, on his own motion; by a majority of the Board of Directors; or by twenty (20) or more of the Voting Members of the Association. The call for meetings shall be in writing, signed by the person or persons calling the meeting, and delivered to the President.

Section 3. MEETING NOTICE, PROXIES AND CONDUCT

Notice of an Annual or Special Meeting, stating the time and place of the meeting and the proposed agenda, shall be given to the Members at least twenty (20) calendar days prior to such meeting, by first class mail or in such a manner as may be directed by the Board of Directors or President, unless these Bylaws provide for the manner of giving the notice.

The conduct of meetings of the Members of the Association shall generally be in accordance with Robert's Rules of Order unless otherwise specified by these Bylaws. Votes on issues may be by a show of hands or by secret ballot, at the discretion of the Chairperson.

Any Voting Member unable to attend an Annual or Special Meeting may authorize another Member to vote in his behalf by supplying him with a signed statement to that effect. No Member in attendance at an Annual or Special Membership Meeting may hold more than two (2) proxies for absent Voting Members.

Section 4. QUORUM

Unless otherwise provided for in these Bylaws, those Voting Members present, consisting of at least twenty (20) Voting Members including legitimate Voting Member proxies, shall constitute a quorum at any Annual or Special Membership Meeting. A simple majority of those votes plus proxy votes shall be the act of the Membership at a Special Membership Meeting, unless a greater majority is required by these Bylaws.

ARTICLE IV BOARD OF DIRECTORS

Section 1. NUMBER AND QUALIFICATIONS

The control and management of the Association and its affairs and property shall be entrusted to a Board of five (5) Directors or as provided elsewhere in these Bylaws and they shall be known as the Board of Directors. All Director candidates must be Members of the Association in good standing, and following their election will together constitute the Board of Directors until the new election at the following Annual Membership Meeting.

The Membership of the Association may enlarge the Board of Directors to not more than seven (7) members at the Annual Meeting or at a Special Meeting called for that purpose, and the election of the additional Board Members shall take place at such meeting. Such additional Board

Members shall serve until the election for directors at the next Annual or Special Meeting, or if the Association shall determine that the number of Board Members shall be reduced.

Section 2. ELECTION OF THE BOARD OF DIRECTORS

At least two months prior to the Annual Meeting, the Board of Directors shall appoint a nomination committee, which shall propose a complete slate of nominees for Director positions to be filled by election at the Annual Meeting. Additional nominations may be made by any Member from the floor during the Annual Meeting. Those nominees receiving the greatest number of votes for the open positions shall be deemed elected to the office. In the event a vacancy shall occur on the Board of Directors prior to subsequent Annual Meetings, the Board of Directors shall fill the position so vacated by appointment, and said appointee shall serve for the balance of the un-expired term.

There is no limit to the number of successive terms a Board Member may serve. All elections of Board Members shall be by secret written ballot whenever the number of candidates for office exceeds the number of open positions. No Voting Member may cast more than one (1) vote for any candidate.

Section 3. DIRECTORS DUTIES AND POWERS

1. It shall be the duty of the Board of Directors to carry out the objectives and purposes of the Association, to assure compliance with the Declarations identified in the Articles of Incorporation, and to determine policy and procedure in connection with such objectives and purposes. They shall have the power to issue Membership cards, to appoint a successor to fill any vacancy which may occur during the fiscal year in any of the offices or in the Membership of the Board of Directors, such appointee to hold office until the next succeeding annual meeting of the Association and until his successor is elected and qualified; to employ, govern and dismiss all employees of the Association; to carry out the provisions of these Bylaws now in force, or as hereafter amended; and to adopt, alter and amend such other Rules and Processes not inconsistent with the Bylaws as they may deem expedient in the premises.
2. In the event that any Director shall fail to attend the Board of Directors meetings for three (3) successive meetings without being excused in advance by the President, or presiding officer, such Member shall be deemed to have resigned from the Board and shall be replaced at the next Board meeting, by vote of the Board of Directors as hereinafter provided by (3).
3. In the event a vacancy shall occur in the Board by death, resignation, or otherwise, the Board shall, within thirty (30) days, replace such Board Member by appointment of an Association Member to complete the un-expired term of the Board Member who shall have died, resigned, or otherwise been removed from office.

Section 4. MEETINGS OF THE BOARD

The Board of Directors shall meet at such time and at such place as the President or a majority of the officers may name. Such meetings of the Board of Directors shall be held upon at

least seventy-two (72) hours notice, either by mail or telephone, to each Board Member, of the time and place of such meeting.

Section 5. QUORUM

A simple majority of elected Directors shall constitute a quorum, and the vote of a majority of those present shall be a vote of the Board.

Section 6. ANNUAL REPORT

The Board of Directors shall present to the Members at each annual meeting a report as to the condition of the Association, its property, and status of all pending actions.

Section 7. REMOVAL

Any one or all of the Directors may be removed at any time at a meeting of the Members of the Association called for that purpose. A two thirds (2/3) majority vote of a quorum of at least twenty (20) Voting Members, voting in-person or by proxy, shall be required to remove a Director. The location and wording of the amendment and a notice of the vote shall be included in the notice of the meeting.

ARTICLE V OFFICERS

Section 1. TITLES

The officers of the Association shall be:

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Architectural Control Committee Director

These five officers shall constitute the total Board of Directors unless otherwise provided elsewhere in these by-laws.

Section 2. ELECTION OF OFFICERS

At the first Association Board meeting, the elected Directors shall elect from among themselves, for one (1) year terms, a President, Vice-President, Secretary, Treasurer, and Architectural Control Committee Director, each of whom shall serve in his capacity until his successor is duly elected and qualified.

Following each subsequent Annual Meeting of the Association, the elected Board of Directors shall elect a President, Vice-President, Secretary, Treasurer, and Architectural Control Committee Director.

Section 3 OFFICERS DUTIES

1. The duties of the President shall be:
 - a. To preside at all meetings of the Membership and Directors.
 - b. To appoint all committees approved for establishment by the Board of Directors.
 - c. To have the power to remove any committee Member, provided, however, such removal shall be subject to review and approval by the Board of Directors.
 - d. The President is deemed the Chairperson of the Board of Directors.
2. The duties of the Vice-President shall be:
 - a. In the absence of the President, or his inability to act, to succeed to all his powers and duties.
 - b. To be responsible for ascertaining the needs for projects and objectives for improvements in the Association area, and make suggestions to the Board concerning them.
3. The duties of the Secretary shall be:
 - a. To keep a true and perfect record and minutes of all Membership and Board of Directors meetings.
 - b. To assist the presiding officer at all meetings.
 - c. To be responsible for such correspondence as is necessary on behalf of the Association.
 - d. To contact new residents and/or owners to explain the purpose of the Association, and to extend to them an invitation to join the Association.
4. The duties of the Treasurer shall be:
 - a. To collect all dues and assessments from all Members of the Association and maintain accurate records thereof.
 - b. To pay all expenses of the Association, where such payment shall have first been duly authorized by the Board of Directors.
 - c. To prepare financial statements correctly reflecting the financial condition of the Association annually, or at any time when so directed by the President, or as otherwise called for in these Bylaws.
5. The duties of the Architectural Control Committee Director shall be:
 - a. To submit, at the annual meeting of the Association, a report of his Committee's activities.
 - b. To receive and investigate complaints of Architectural violations from Members of the Association.
 - c. To act as liaison officer between the Architectural Control Committee and the Association Membership.

ARTICLE VI DUES AND ASSESSMENTS

Section 1 DUES

Annual Membership Dues shall be payable on or before March 1st of each year and will automatically become delinquent after May 1st. Payment of dues shall be voluntary. Certain

benefits and activities may be available only to dues paying members, at the discretion of the Board.

If the Association determines that a change is desired for the annual Dues, the new amount shall be established and approved by a majority vote of the Voting Members of the Association and approved proxy votes at the annual meeting.

Section 2. ASSESSMENTS

On occasion it may be desirable to raise funds through a voluntary assessment. These occasions include: a need to legally contest changes that would unfavorably impact all or a significant portion of Columbine Heights; funding for improvements that would have general benefit; and other circumstances.

In those cases when the benefit from an assessment would accrue to a limited number of owners, the assessment may be asked only of those owners affected. In some cases, when benefits can be allocated, they may be limited only to those owners contributing to an assessment.

An assessment must be approved at a Special Membership Meeting, with meeting procedures as stated elsewhere in these Bylaws except that a two thirds (2/3) majority of Voting Members is required for approval. In the event that the assessment would be for a subset of Members who would be asked to contribute to an assessment, a meeting can be called for only this subset with the same meeting and voting procedures as just stated except that a quorum is twenty (20) Voting Members or two thirds (2/3) of the Voting Members of the subset, whichever is smaller.

The Board shall have the discretion of deciding all issues related to assessments, except for those approved by voting at the meeting called to approve the assessment.

ARTICLE VII AMENDMENTS TO BYLAWS

Amendment of these Bylaws shall require the assent of Voting Members holding a two thirds (2/3) majority of a quorum of at least twenty (20) Voting Members voting in-person or by proxy at an Annual Meeting of Members, or at a Special Membership Meeting called for this purpose; provided, however, that no amendment to these Bylaws shall be contrary or inconsistent with any provision of the Articles of Incorporation. The location and wording of the amendment and a notice of the vote shall be included in the notice of the meeting.

Any three (3) Members of the Board of Directors, or any five (5) Voting Members of the Association, may propose amendments to these Bylaws by submitting such amendments in writing over their signatures to the Secretary of the Association. A vote on the proposed amendment must be made within sixty (60) days after submitting the amendment to the Secretary.

ARTICLE VIII INTERPRETATIONS

The President, or his designate, may, at any time, request a written interpretation of these Bylaws from an attorney. When any such written interpretation is given, it shall be entered in the minute book of this organization.