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**AMENDMENT NUMBER V  
TO DECLARATION OF COVENANTS CONDITIONS  
AND RESTRICTIONS OF  
COURTYARD LEISURE HOMES  
A PLANNED UNIT DEVELOPMENT**

The undersigned being the President and Secretary, respectively, of Courtyard Leisure Homeowners Association, Inc., certify as follows:

1. The Declaration of Covenants, Conditions and Restrictions of Courtyard Leisure Homes, a Planned Unit Development, dated September 8, 1995 (the "Declaration"), was recorded in the office of the Utah County Recorder September 8, 1995, as Entry No. 59925 in Book 3763 at Pages 340-355. The Declaration involves that certain real property (the "Planned Unit Development") more fully described on Exhibit "A" attached hereto and included herein by reference.

2. Pursuant to Article XI, Section 4 of the Declaration, at a meeting duly held upon due notice to all owners within the Planned Unit Development, and pursuant to a vote of at least 67% of the owners, the following amendments to the Declaration were adopted on January 29, 2008.

a. Article VIII, Section 9 is amended and restated in its entirety as follows:

Section 9. Association means Courtyard Leisure Homeowners Association, Inc., a Utah non-profit corporation, its successors and assigns.

b. Each reference in the Declaration to "Trustee" or to "Director" means a Director of the Association.

c. Attached hereto, as Exhibit "B", and incorporated herein by reference, are the duly adopted and approved Bylaws of the Association.



**EXHIBIT "A"**  
**TOTAL PARCEL**

**THE COURTYARD LEISURE HOMES**  
**A PLANNED UNIT DEVELOPMENT**

Beginning at a point on the south line of Mobile Homes Partnership, said point being North 0°16'34" East 531.30 feet along the section line and East 63.92 feet from the southwest corner of Section 14, Township 5 South, Range 1 East, Salt Lake Base Meridian; thence South 0°19'22" West 345.00 feet along a fence line; thence South 89°21'54" East 326.25 feet; thence North 0°59'01" East 71.22 feet along a fence line; thence North 88°125' East 429.93 feet along a fence line; thence North 255.45 feet along the East line of the lands of Earl; thence North 89°21'54" West 755.27 feet along a fence line along said South line of Mobile Home Partnership, to the point of beginning.

Containing 5.196 acres.

**BY-LAWS  
OF  
COURTYARD LEISURE HOMES ASSOCIATION, INC.**

**ARTICLE I**

**NAME AND LOCATION**

The name of the corporation is COURTYARD LEISURE HOMES ASSOCIATION, INC., hereinafter referred to as the "Association." The principal office of the Association shall be located in American Fork, Utah, but meetings of members and Directors may be held at such places within the State of Utah as may be designated by the Board of Directors.

**ARTICLE II  
DEFINITIONS**

**Section 1.** "Association" means COURTYARD LEISURE HOMES ASSOCIATION, INC., its successors and assigns.

**Section 2.** "Common Areas and Facilities" means all real property owned and set aside for the common use and enjoyment of the lot owners.

**Section 3.** "Declaration" means the Enabling Declaration of Covenants, Conditions and Restrictions of COURTYARD LEISURE HOMES, A PLANNED UNIT DEVELOPMENT applicable to the properties and recorded in the Office of the Utah County Recorder, State of Utah.

**Section 4.** "Lot" means any lot as shown on the subdivision plat map filed with the Utah County Recorder with respect to the Project.

**Section 5.** "Member" means each of those persons entitled to membership in the Association as provided in the Declaration.

**Section 6.** "Owner" means the record owner, whether one or more persons or entities, of the fee simple title to any lot which is a part of the Project, including contract

sellers, but excluding those having such interest merely as security for the performance of an obligation.

**Section 7.** "Project" means the planned unit development project constructed on that certain real property described in the Enabling Declaration of Covenants, Conditions and Restrictions of Courtyard Leisure Homes, a Planned Unit Development, and all amendments thereto, recorded in the Office of the Utah County Recorder.

**Section 8.** All other references used, but not otherwise defined herein, shall have the meanings defined in the Declaration.

### **ARTICLE III** **MEETINGS OF THE MEMBERS OF THE ASSOCIATION**

**Section 1. Annual Meetings:** An annual meeting of lot owners shall be held at the Project on the last Friday in November, or at such other time not more than thirty (30) days before or thirty (30) days after such date, as may be designated by written notice of the Board of Directors, or its designate, delivered to the owners not less than ten (10) days prior to the date fixed for said meeting. At the annual meeting, elections shall be held to elect members of the Board of Directors, financial reports shall be given and such other business shall be conducted as may be properly presented.

**Section 2. Special Meeting of the Lot Owners:** Special meetings of the lot owners may be called at any time by written notice signed by a majority of the Board of Directors, or by the owners having one-half (1/2) of the total votes, delivered not less than fifteen (15) days prior to the date fixed for said meeting. Such meeting shall be held on the Project, and the notice thereof shall state the date, time and matters to be considered.

**Section 3. Quorum:** A quorum for the transaction of business at an Owner's meeting shall consist of a majority of all the undivided ownership interests in common areas and facilities of the Project. If a quorum is not present at an Owner's meeting, whether regular or special, the meeting may be adjourned and rescheduled for a time no

earlier than two (2) days, and no later than thirty (30) days, after the time set for the original meeting. No notice of such rescheduled meeting shall be required. A quorum for the transaction of business at the rescheduled meeting shall be 25% of all the undivided ownership interests in common areas and facilities in the Project.

**Section 4. Voting at Meeting of Lot Owners:** At any meeting of owners, each owner shall be entitled to one vote for the owner's ownership interest in a lot. Any owner may attend and vote at such meeting in person or by agent duly appointed in writing signed by the owner and filed with the Board of Directors. Where there is more than one record owner for any lot, any or all such owners may attend any meeting of the owners, but they must act unanimously in order to cast the vote to which they are entitled. The Board of Directors may accept the vote cast by any one of the record owners of a lot, unless such vote is objected to by any of the other record owners of such lot, and any disagreement between such record owners shall be resolved among themselves; provided, however, that if the record owners are unable to resolve the disagreements among themselves and act unanimously, the Board of Directors shall not accept the votes of such owners.

**Section 5. Notices:** Any notice permitted or required to be delivered as provided herein may be delivered either personally or by mail. If delivery is made by mail, it shall be deemed to have been delivered 24 hours after a copy of the same has been deposited in the United States mail, postage pre-paid, addressed (1) to each such person at the address given by such person to the Board of Directors or Manager for the purpose of service of such notice, or (2) to the address of the lot owner by such person, if no address has been given to the Board of Directors or the Manager. Such address may be changed, from time to time, by notice in writing to the Board of Directors or Manager.

**Section 6. Proxies:** At all meetings of members, each member may vote either in person or by proxy. All proxies shall be in writing duly signed and dated by the voting member and filed with the Secretary of the Association. Every proxy shall be revocable

either in writing or personal appearance and shall be automatically void upon conveyance by the member of that member's lot.

**ARTICLE IV**  
**SELECTION AND TERM OF THE BOARD OF DIRECTORS**

**Section 1. Number:** The affairs of this Association shall initially be managed by a Board of four (4) Directors who need not be members of the Association. The members of the Association may change the number of Directors on the Board of Directors to no fewer than three (3) and not greater than seven (7).

**Section 2. Term of Office:** Each Director shall serve for a term of one (1) year.

**Section 3. Removal:** Any Director may be removed from the Board, with or without cause, by a majority vote of the voting members of the Association. Upon the death, resignation or removal of a Director, a successor Director shall be selected by the remaining members of the Board and shall serve for the unexpired term of the predecessor.

**Section 4. Compensation:** No Director shall receive compensation for any service the Director may render to the Association. However, any Director may be reimbursed for actual expenses incurred in the performance of the Director's duties.

**Section 5. Action Taken Without a Meeting:** The Board of Directors shall have the authority to take any action in the absence of a meeting which the Directors could take at a meeting by obtaining the written waiver and approval of all of the Directors. Any action so approved shall have the same force and effect as though taken at a meeting of the Directors.

**ARTICLE V**  
**NOMINATION AND ELECTION OF DIRECTORS**

**Section 1. Nomination:** Nomination for election to the Board of Directors shall

be made either (a) by a Nominating Committee, or (b) from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and one (1) or more voting members of the Association. The Nominating Committee shall be specified and appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for elections to the Board of Director as it shall, in its discretion, deem proper. Nominations may be made from among members of non-members.

**Section 2. Election.** Elections to the Board of Directors shall be by secret written ballot, unless all of the members present elect otherwise. At such elections the voting members or proper proxies, may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected.

## **ARTICLE VI** **MEETING OF BOARD OF DIRECTORS**

**Section 1. Regular Meetings:** Regular meetings of the Board of Directors may be held monthly, or at least once every three (3) months, without notice, at such place and hour as may be fixed, from time to time, by resolution of the Board.

**Section 2. Special Meetings:** Special meetings of the Board of Directors shall be held when called by (a) the President of the Association, or (b) by any two (2) Directors, after not less than three (3) days written notice to each Director.

**Section 3. Quorum:** A majority of the Directors shall constitute a quorum for the transaction of business. Every act or decision authorized by a majority of the Directors present at a duly called and constituted meeting shall represent an act of the entire Board of Directors.



**ARTICLE VII**  
**POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

**Section 1. Powers:** The Board of Directors shall have the power to:

- a. adopt and publish rules and regulations governing the use of the common areas and facilities by the members and their guests, and to establish penalties for any infraction thereof; and
- b. suspend the voting rights and right to use of the common areas and facilities of a member during any period in which such members shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days from infraction of published rules and regulations; and
- c. exercise on behalf of the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration; and
- d. declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- e. employ and arrange for compensation of a manager, an independent contractor, and employees as it deems necessary, and to prescribe their duties.

**Section 2. Duties:** It shall be the duty of the Board of Directors to:

- a. cause to be kept a complete record of all its acts and the affairs of the Association and to present a statement thereof to the members at the annual meeting of the Association; and to present such statement at any special meeting upon written request given at least ten (10) days prior to such meeting by

one-fourth (1/4) of the members entitled to vote; and

- b. supervise all officers, managers, agents and employees of the Association, and to assure that their duties are properly performed; and
- c. as more fully provided in the Declaration:
  - (i) fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period; and
  - (ii) send written notice of any assessment to every owner subject thereto at least thirty (30) days in advance of the annual assessment; and
  - (iii) foreclose any lien against any property for which assessments are not paid or bring an action at law against the owner personally, as authorized by the Declaration; and
- d. issue, or to cause to be issued, upon demand by any voting member, a written statement setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of any statement. If a signed statement verifies that an assessment has been paid, such statement shall be conclusive evidence of payment; and
- e. acquire and maintain adequate liability and hazard insurance on the common areas and facilities owned by the Association; and
- f. require all officers, managers and employees having fiscal responsibilities to be bonded as the Board may deem appropriate; and
- g. cause the common areas and facilities to be maintained; and
- h. take all other actions directed or permitted in the Declaration.

**ARTICLE VIII**  
**OFFICERS AND THEIR DUTIES**

**Section 1. Enumeration of Offices:** The officers of the Association shall be a

President, Secretary, and a Treasurer, and such other officers as the Board of Directors may, from time to time, create by resolution.

**Section 2. Election of Officers.** The election of the officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

**Section 3. Term:** The officers of the Association shall be elected annually by the Board and each shall hold office of one (1) year unless the officer shall sooner resign, or shall be removed, or otherwise disqualified to serve.

**Section 4. Special Appointments:** The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine necessary.

**Section 5. Resignation and Removal:** The Board may remove any officer from office, with or without cause. Any officer may resign at any time upon giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified herein, and unless otherwise specified to make it effective.

**Section 6. Vacancies:** A vacancy in any office may be filled by appointment from the Board of Directors. The officer appointed to such vacancy shall have all of the powers of the appointed office and shall serve for the remainder of the term of the officer replaced.

**Section 7. Multiple Offices:** Except for the offices of President and Secretary, the same person may hold more than one office.

**Section 8. Duties:** The duties of the officers are as follows:

**President**

The President shall preside at all meetings of the Board of Directors and members and shall assure that orders and resolutions of the Board are carried out; shall sign all

leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes. He or she shall appoint, remove and fix the compensation of all managers, agents and employees of the Association subject to approval by the Board of Directors. The President shall also enforce these By-Laws and perform all of the duties and obligations required or established by law as incident to the office of President.

**Vice-President**

The Vice-President, if any is appointed, shall act in the absence or inability of the President, rendering and performing all duties of the President with full authority, and shall exercise and discharge such other duties as may be required of him or her by the President.

### **Secretary**

The Secretary shall record the votes and keep the Minutes of all meetings and proceedings of the Board of Directors and of the members; keep the seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the President. The Secretary shall receive and attend to all correspondence and perform all of the duties and obligations incident to the office of Secretary.

### **Treasurer**

The Treasurer shall receive and deposit in appropriate bank accounts the money of the Association and such funds as directed by the President or by resolution of the Board; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual examination of the Association books to be made at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting. Some or all of the duties of Treasurer may be handled by a third-party selected and supervised by the President and Treasurer, with such person being entitled to compensation therefore as determined by the Board.

## **ARTICLE IX** **COMMITTEES**

The Association may appoint a Management Committee as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out the requirements and purposes of the Association.

**ARTICLE X**  
**BOOKS AND RECORDS**

The books, records and papers of the Association shall, during reasonable business hours, be subject to inspection by voting members. The Declaration of Planned unit development, Articles of Incorporation and these By-Laws shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

**ARTICLE XI**  
**AMENDMENTS**

**Section 1.** These By-Laws may be amended, at a regular or special meeting of the voting members upon the vote of a majority of a quorum of members present in person or by proxy.

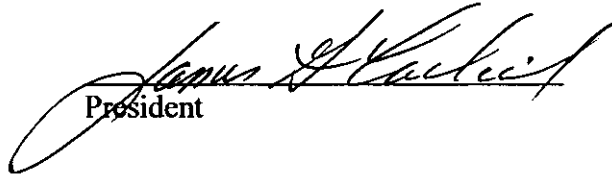
**Section 2.** In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles of Incorporation shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

**ARTICLE XII**  
**MISCELLANEOUS**

These By-Laws shall be interpreted according to the laws of the State of Utah.

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the Directors of COURTYARD LEISURE HOMES ASSOCIATION, INC., have hereunto set our hands this \_\_\_ day of February, 2008.

  
President

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

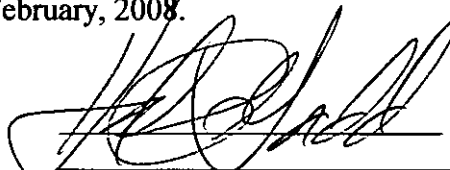
CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly appointed and acting Secretary of the Association, a nonprofit corporation created within the State of Utah; and;

THAT the foregoing By-Laws constitute the original By-Laws of COURTYARD LEISURE HOMES ASSOCIATION, INC., as adopted at a meeting of the Board of Directors thereof, held on the 29 day of February, 2008.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 29 day of February, 2008.

  
Secretary

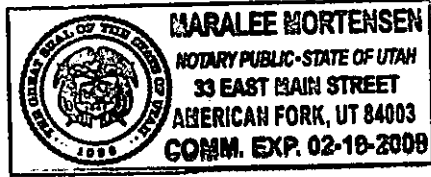
STATE OF UTAH )  
                  *Utah* ) :ss  
COUNTY OF ~~SALT LAKE~~ )

On the 29 day of Feb, 2008, personally appeared before me Neil Coadd, who being first duly sworn did say that he or she is the Secretary of COURTYARD LEISURE HOMES ASSOCIATION, INC., and that the above document was executed on

behalf of said corporation.

\_\_\_\_\_

*Maralee Mortensen*  
NOTARY





Date: 03/14/2008  
Receipt Number: 2434877  
Amount Paid: \$22.00

RECEIVED

MAR 14 2008

Utah Div. Of Corp. & Comm. Code

**ARTICLES OF INCORPORATION  
OF  
COURTYARD LEISURE HOMES OWNERS ASSOCIATION, INC.  
A NON-PROFIT CORPORATION**



The undersigned natural person, acting as the incorporator of a non-profit corporation under the Utah Revised Non-Profit Corporation Act, adopts the following Articles of Incorporation for that corporation:

ENT 30864:2008 PG 17 of 20

**ARTICLE I**

**NAME**

The name of the corporation is COURTYARD LEISURE HOMES OWNERS ASSOCIATION, INC.

**ARTICLE II**

**DURATION**

The corporation shall continue in existence perpetually unless dissolved according to law.

**ARTICLE III**

**PURPOSES**

The purposes for which the corporation is organized are:

1. To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements;
2. To engage in such other business activities and pursuits as may be reasonably related to the foregoing;
3. To engage in any and all other lawful purposes, whether similar or

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dissimilar to the foregoing.

#### **ARTICLE IV**

##### **MEMBERSHIP**

The corporation shall have members consisting of persons owning one (1) or more of the planned unit development lots (hereinafter designated as the "Lots") contained within the Courtyard Leisure Homes, a Planned Unit Development Project (hereinafter designated as the "Project") situated in Utah County, State of Utah. Each Lot consists of one (1) residential townhouse unit more fully specified on the official subdivision plat, in the Declaration of Covenants, Conditions and Restrictions of Courtyard Leisure Homes, a Planned Unit Development, and in the Bylaws of the corporation. There shall be one (1) membership in the corporation appurtenant to each Lot. No person who has conveyed or otherwise disposed of that person's ownership interest in a Lot shall thereafter be entitled to hold or to retain the membership in the corporation which is appurtenant to that Lot. The conveyance or other disposition by a person entitled to membership in the corporation of all such person's ownership in a Lot shall be deemed to constitute, and may be treated by the corporation as, a transfer and conveyance of such membership to such person who is the successor-in-interest in ownership of the Lot; and the corporation shall be entitled to change its records to reflect the new ownership of that membership interest. Upon dissolution of the corporation, the rights of the members in the assets of the corporation and any distributions by the corporation shall be in the proportions in which the common areas of the Project are owned by the members.

#### **ARTICLE V**

##### **EVIDENCE OF MEMBERSHIP**

Membership in the corporation shall be evidenced and shown on the records of the corporation and shall be appurtenant to the respective Lots. The voting rights of the members shall be the proportions in which the common areas of the Project are owned by the respective Lots. If a particular Lot is owned by more than one (1) person, the membership with relation to such Lot shall be in the names of all persons having ownership interest therein, but shall not have more than one (1) vote.

## **ARTICLE VI**

### **DIRECTORS**

The corporation shall have a Board of Directors which shall initially consist of five (5) Directors. The Members may reduce the numbers of Directors to no fewer than three (3) and no greater than seven (7). At each annual meeting, the members shall elect the Directors for a term of one (1) year each. The names and addresses of the persons who are to serve as Directors until the first annual meeting of members and until their successors are duly elected and qualified are:

<u>NAME:</u>	<u>ADDRESS:</u>
Laurel Sprouse	419 West 90 North American Fork, UT 84003
Mary Gray	429 West 90 North American Fork, UT 84003
Wendell Duncan	453 West 50 North American Fork, UT 84003
Robert Alred	432 West 50 North American Fork, UT 84003
James G. Carlisle	437 West 50 North American Fork, UT 84003

**ARTICLE VII**

**INCORPORATOR**

The name and address of the incorporator of the corporation is:

NAME:

James G. Carlisle

ADDRESS:

437 West 50 North  
American Fork, UT 84003

**ARTICLE VIII**

**INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT**

The location and street address of the initial principal office of the corporation,  
and the name of the registered agent at that address, is:

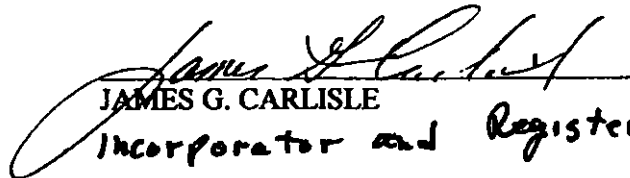
NAME:

James G. Carlisle

ADDRESS:

437 West 50 North  
American Fork, UT 84003

DATED this 29<sup>th</sup> day of February, 2008.

  
\_\_\_\_\_  
JAMES G. CARLISLE  
Incorporator and Registered Agent