

BY LAWS

for

VISTA LINDA HOMEOWNERS ASSOCIATION, INC.,

a New Mexico non-profit Corporation

- 1.) **ANNUAL MEETING:** shall be conducted by the President and held on the third Sunday of September of each and every year.
PLACE: in Taos County, NM, *see agenda for more details*
TIME: at 7:00 p.m.
QUORUM: A quorum for said meeting shall consist of members holding 15% of the votes entitled to be cast on any matters to be voted upon represented in person or by proxy.
- 2.) **MEMBERSHIP DUES:** shall be in the amount of \$25.00 annually, due no later than September 1 each year. Dues shall be prorated or members joining at any other time of the year.
see handbook for rates due to 50%
- 3.) **VOTING:**
 - A.) **Absentee Voting for Directors:** Absentee voting by postal mail for election of Directors or any other matter authorized by the Directors is specifically authorized herein should the Board of Directors so authorize at least thirty (30) days prior to such vote. In such event, ballots shall be mailed in individual envelopes with First Class postage affixed thereto, to all members requesting ballots who are then in good standing on the fifteenth (15th) day prior to said election.
 - B.) **Opening and tallying of Absentee Ballots:** Said ballots shall be opened and counted immediately after the in person vote is taken on the given matter.
- 4.) **PROXY:** Any member in good standing and any Director may vote by written proxy upon any matter properly before them.
- 5.) **BOARD OF DIRECTORS:** shall consist of the number of Directors set forth in the Articles of Incorporation.
- 6.) **DIRECTORS MEETINGS:** shall be open to the public at all times, shall be held in Taos County New Mexico, and shall be held at least annually within fifteen (15) following the general membership meeting and at such other times and upon such notice as the Board shall determine.
- 7.) **QUORUM:** A quorum of the Board of Directors shall consist of 60% of the members of the Board, exclusive of vacancies.
- 8.) **OFFICERS:** The Board of Directors shall from time to time appoint Officers to conduct the day-to-day affairs of the Corporation. The Offices shall consist of a President, Vice President, Secretary, and Treasurer, and such other positions as the Board may from time to time determine. One

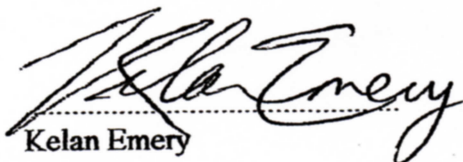
or more offices may be held by the same person, if consistent with law and if the Board so determines. Any general member in good standing selected by the Board, including any individual member of the Board, is eligible to be officers.

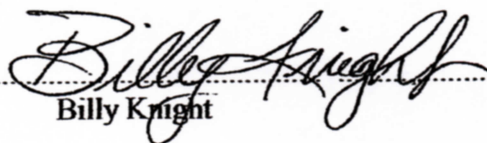
9.) **DUTIES OF OFFICERS:** The duties of officers shall be those determined from time to time by Resolution of the Board of Directors, except that the Books and records of the Corporation shall be kept in the care, custody and control of the Secretary of the Corporation.

10.) **COMMITTEES:** The Board may from time to time appoint such Committees, for such purposes, and with such powers, as the Board shall determine are appropriate for the conduct of the affairs of the Corporation..

11.) **AMENDMENT:** These bylaws may be amended by a 60% majority of the votes cast at any regular or special meeting of either the Board of Directors or of the Membership of the Corporation.

The foregoing By Laws are unanimously adopted, approved and accepted by the Board of Directors, as evidenced by their respective signatures hereto, and effective this 29th day of ~~April~~^{Sept.}, 1996.


Kelan Emery

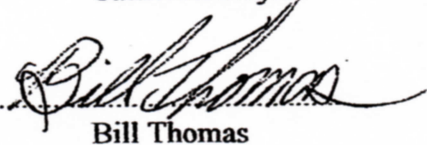

Billy Knight


Jan Rea

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Judy Johnson

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Catherine Naylor

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Adelmo Medina


Bill Thomas

Amendment One to By Laws of the Vista Linda Homeowners Association, Inc.

In accordance with Article Ten of the Articles of Incorporation

The Board of Directors, with a quorum present approved the following amendment on November 23, 2009:

Paragraph 1 is hereby changed to read:

ANNUAL MEETING: Shall be conducted by the President and held during the month of September of every year at such time and place as the Board of Directors shall designate. Written notice shall be mailed to eligible voters at least thirty (30) day in advance of the meeting.

QUORUM: A quorum for said meeting shall consist of members represented in person or by proxy holding 15% of the votes entitled to be cast on any matters to be voted upon.

Paragraph 2 is hereby changed to read \$50.00 in lieu of 25.00 presently stipulated.