

**690411**

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Krystal Brown, Clerk & Recorder

Teller County, Colorado

08-09-2016

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RP \$0.00

Recordings Fee \$61.00

## **BYLAWS**

OF

## **CRIPPLE CREEK MOUNTAIN ESTATES**

### **PROPERTY OWNERS' ASSOCIATION**

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Connie Joiner, Clerk & Recorder, Teller County, Colorado

Amended & Approved by Membership 6/10/06

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Patricia Crowson, Clerk & Recorder, Teller County, Colorado

Amended & Approved by the Membership and the CCME POA Board 07/30/2016

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Krystal Brown, Clerk & Recorder, Teller County Colorado

ARTICLE I.  
NAME, OFFICES AND MEETING PLACES.

The name of the corporation is Cripple Creek Mountain Estates Property Owners' Association, hereinafter referred to as the "Association." The principle office of the Association shall be located at the club house, which is part of the Cripple Creek Mountain Estates, 4453 Teller County Road 1, Cripple Creek, Colorado, 80813. Meetings of members and directors shall be held at the principle office or at such other places within the State of Colorado as shall be designated by the Board of Directors.

ARTICLE II.  
DEFINITIONS.

SECTION 1. "Association" shall mean and refer to Cripple Creek Mountain Estates Property Owners' Association, its successors and assigns.

SECTION 2. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the members of the Association.

SECTION 3. "Declarant" shall mean and refer to the Cripple Creek Mountain Estates Property Owners' Association.

SECTION 4. "Covenants" shall mean and refer to the Declaration of Protective Covenants and Restrictions applicable to the Properties and recorded in the office of the Clerk and Recorder of Teller County, Colorado, and shall include all amendments thereto.

SECTION 5. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map or plat of the Properties (as hereinafter defined) with the exception of the Common Area.

SECTION 6. "Owner", hereinafter referred to as "Member," shall mean and refer to the owners of record, whether consisting of one or more persons or entities, of the fee title of any Lot which is part of the Properties, except a person or entity who holds title or interest in any said Lot merely as security for the performance of an obligation.

SECTION 7. "Tenant Membership" shall mean and refer to the purchase of, on an annual basis, a limited membership by any contract purchaser(s) or tenant(s) of a Member holding a 6-month lease or longer strictly for the use and enjoyment of facilities owned by the Association.

SECTION 8. "Properties" shall mean and refer to that certain real property described in the Covenants for the Cripple Creek Mountain Estates filings as defined in this section, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

SECTION 9. Member in Good Standing shall be the same as a member who is "Paid in full." "Paid in full" is defined as no outstanding balance of any kind on the property. A person shall be considered delinquent 30 days past the due date.

SECTION 10. "Quorum of the Board" shall mean and is defined as a simple majority of the number of Directors.

SECTION 11. "Quorum of the Membership" shall mean and is defined as ten per cent (10%) of the members who are eligible to vote appearing in person or by proxy. Eligibility is defined as members who are paid in full by the day prior to the election.

### ARTICLE III MEMBERSHIP.

SECTION 1. Membership. Every person or entity who is an Owner of record of any Lot which is subject by the Covenants to assessment by the Association will be a member in the Association. The foregoing is not intended to include persons or entities that hold an interest merely as security for performance of an obligation. Membership may not be separated from ownership of any Lot which is subject to assessment by the Association. Each member who is in good standing will have voting privileges which consist of one vote per lot owned. The total number of members shall constitute the "Membership."

SECTION 2. Suspension of Membership Rights. Members who are in default of the payment of assessments shall be subject to having all membership privileges suspended by action of the Board of Directors. Membership privileges will be restored only when assessments are paid in full. Interest and/or finance charges will accrue on the amount of any unpaid assessments (including the amount of accrued interest thereon) at the rate of eighteen (18%) per year. Refer to Amended Collection Policy & Procedure 2004-09.

### ARTICLE IV. PROPERTY RIGHTS: RIGHTS OF ENJOYMENT.

SECTION 1. Each Member, and their dependents residing with them, shall be entitled to the full use and enjoyment of all properties and facilities owned or controlled by the Association, subject to such rules and regulations for the use thereof as may be established by the Board of Directors. Contract purchasers or tenants of Members holding a 6-month lease or longer may purchase an annual "Tenant Membership," thus allowing such contract purchasers or such tenants use of the facilities. This preserves the right of the Member's continued use and enjoyment of all the properties and facilities at their discretion. Tenant members shall not have voting privileges. The Board of Directors shall set the amount of fees for "Tenant Memberships." Any such fees paid by tenants or contract purchasers will not be refunded or prorated by the Association.

SECTION 2. The Member shall provide a copy of the lease or contract to the Association. All tenant and contract purchaser Membership privileges are subject to suspension upon the same basis as the Member's or upon suspension of the sponsoring Member's privileges. The Board of Directors has established rules and regulations for the use and enjoyment of the Common Area and facilities thereon.

SECTION 3. The Board of Directors shall have authority to suspend, for up to one year at a time, the right of any Member (or other person entitled to use the Common Area) to use the Common Area or any individual facility thereon, if the Member (or other person) has failed to follow the rules after written notice from the Board of a violation thereof. Any paid fees or assessments will not be refunded when a suspension has occurred and/or cured.

## ARTICLE V.

### BOARD OF DIRECTORS: SELECTION: TERMS OF OFFICE.

SECTION 1. Number. The affairs of this Association shall be managed by a Board of Directors comprised of five to seven (5-7) directors all of whom must be voting Members.

SECTION 2. Election.

- A. The members of the Board of Directors shall be elected for staggered 3-year terms. Office may be held for two consecutive terms, for a total of six (6) years. At the end of their tenure, they will be required to step down for one (1) year before being allowed to run again. However, in the extreme event there is not a qualified candidate as determined by the Nominating Committee, the Nominating Committee may recommend that person for re-election to the Board.
- B. President of the Board of Directors shall be elected by a majority of the Board of Directors each calendar year in December prior to the new fiscal year. This result shall be reported to the membership at the meeting.

SECTION 3. Removal. At any meeting of Members, the notice of which indicates such purpose, directors may be removed in the manner provided in this section.

- A. The entire Board of Directors or any lesser number of directors may be removed with cause by a vote of the majority of the members present, in person or by proxy at a meeting in which a quorum, as defined in Article II, Section 11, has been established. All votes for removal shall be completed by secret ballot.
- B. In the event of death, resignation or removal of a director, or any vacancy for any other reason, a successor shall be selected by the remaining members of the Board of Directors and shall serve for the unexpired term of his or her predecessor.

## ARTICLE VI. MEETINGS.

SECTION 1. Regular Meetings. Regular meetings of the Board of Directors, hereinafter referred to as "regularly scheduled monthly meetings," shall be held monthly at such place and hour as may be fixed from time to time by resolution of the Board of Directors. Notice of regularly scheduled monthly meetings shall be posted according to law.

- A. A Quorum of the Board is required for the transaction of business. Once a Quorum of the Board is established, acts or decisions may be taken or made by a majority vote of all directors present either in person or by proxy. Absent directors may issue a proxy vote; however, that proxy vote is item-specific and must be for an agenda item only and shall be considered binding.
- B. Special agenda items, submitted by a member in Good Standing, may be added to the regularly scheduled monthly meeting agenda so long as written advanced notice is received by the Secretary / Office not less than seven (7) days prior to the regularly scheduled monthly meeting.

SECTION 2. Special Meetings.

- A. A special meeting of the Board of Directors may be called to address emergencies that cannot be dealt with at the regularly scheduled monthly meetings. Such meetings shall require a minimum of seven (7) days advance notice posted at the Association office.
- B. A written request of twenty-five (25) members in good standing may call a special meeting, if at the discretion of the President, such business cannot be conducted at the regularly scheduled monthly meeting.

SECTION 3. Annual Meeting of Members. The annual meeting of Members shall be held each year at an hour and place designated by the Board of Directors.

- A) Notice of each annual meeting of Members shall be given not less than thirty (30) days nor more than sixty (60) days prior to said meeting.
- B) A Quorum of the Membership is required to conduct business at the annual meeting of the Members as defined in Article II, Section 11.

SECTION 4. Action Taken Without a Meeting. The Board of Directors shall have the right to take any emergency action in the absence of a meeting that it could take at a meeting by obtaining the written and/or electronic approval of all directors, with the exception that any such action may not involve expenditure or have fiscal impact exceeding \$500.00. Any action so approved shall have the same effect as though taken at a meeting of the Board of Directors, but must be ratified by the Board of Directors at the next regularly scheduled monthly meeting.

ARTICLE VII.  
NOMINATION AND ELECTION OF DIRECTORS.

SECTION 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations from the floor are not permitted at the Annual Meeting.

- A. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors and at least one additional member of the Association.
- B. The Nominating Committee for the next year shall be proposed by the Board of Directors at each Annual Meeting of the Members.
- C. The Nominating Committee shall serve from the close of the Annual Meeting until the close of the next Annual Meeting and such appointment shall be announced at the Annual Meeting.
- D. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine necessary, but not less than the number of vacancies that are to be filled on the Board of Directors.

SECTION 2. Duties. The Nominating Committee shall perform due diligence on all submitted nominations. The Committee shall then recommend a slate of officers for each vacancy. This recommendation to the Membership shall constitute the proposed slate of candidates. All other nominees will also be placed on the ballot for consideration by the Membership.

SECTION 3. Election. Election to the Board of Directors shall be by mailed, secret written ballot. Votes are cast by each Member, with one vote per lot owned. The persons receiving the largest number of votes shall be elected.

- A. The Chairman of the Nominating Committee will facilitate the counting of the votes; and, if necessary, designate person(s) to assist.
- B. The decision is final unless there is overwhelming evidence of misconduct. If such a situation occurs, a recount may be conducted at the discretion of the current Board of Directors.

SECTION 4. Eligibility.

- A. No more than one member of a household may serve on the Board simultaneously.
- B. No employee of the Association may serve on the Board during the period of employment.

- C. Only Members in Good Standing of the Association may serve at the time of election.

ARTICLE VIII.  
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 Area and recreational facilities, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof.
- B. Exercise for the Association all powers, duties and authority vested in or delegated to the Association that is not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Covenants.
- C. Manage, operate, lease, grant easements across, and exercise all powers of a Member with respect to the Common Area. The right to transfer or convey any real property designated as Common Area requires a quorum vote of the Membership, as defined in Article II, Section 11, for approval. In addition, if the granting of a lease was to incur any significant costs for the Association, or the length of the lease is such that Common Area is bound for a significant length of time, or the granting of an easement threatens property rights, then such a proposal must be presented to the Membership for consideration.
- D. Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from two (2) regularly scheduled monthly meetings of the Board of Directors without a valid excuse approved by the Board of Directors.
- E. Employ independent contractors and such other employees as the Board of Directors deems necessary, and to prescribe their duties and set their compensation and the terms of their employment or contract.

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

- A. Act only in the fiduciary interests of the Members, and cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting.
- B. Supervise all officers, agents, and employees of this Association, and to see that their duties are properly performed, and actively chair at least one committee;
- C. Fix the amount of the mandatory annual assessment against each Lot at least thirty (30) days prior to the commencement of the fiscal year of the Association.

- D. Fix the amount of any special assessments or use fees to be charged against all Members for the use of the recreational facilities.
- E. Cause the notification of any special assessment or of any change in the mandatory annual assessment to every Member subject thereto at least thirty (30) days in advance of the effective date of any special assessment or any change in the mandatory annual assessment.
- F. Cause the invoicing and collecting of annual assessments. Other special assessments or fee-based activity may be invoiced and collected as necessary.
- G. Procure and maintain adequate liability and hazard insurance on property owned by the Association.
- H. Cause all officers or employees having fiscal responsibilities to be bonded.
- I. Cause the Common Area and all recreational facilities to be maintained.
- J. Cause all properties to be maintained as set forth in the Covenants, Bylaws, and ACC Guidelines.

## ARTICLE IX COMMITTEES.

SECTION 1. The Board of Directors shall appoint an Architectural Control Committee, as provided in the Covenants; In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purpose.

## ARTICLE X. OFFICERS.

SECTION 1. Duties. The duties of the officers are. as follows:

- A. President. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board of Directors are carried out; shall co-sign with another officer all leases, mortgages, deeds and other written instruments upon direction by the Board of Directors and may co-sign all checks and promissory notes.
- B. Vice-President. The Vice-President shall act in the place and stead of the president in the event of the President's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of the Vice-President by the Board of Directors. The Vice-President oversees the ACC Committee.



- C. Secretary. The Secretary or his/her designee shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the Members; serve notice of meetings of the Board of Directors and of the Members; keep appropriate records showing a current list of the Members; and, keep appropriate records of the Association current and up-to date.
- D. Treasurer. The Treasurer shall be responsible for overseeing the financial records of the Association. A Procedural Manual has been developed for the Bookkeeper to ensure accurate and efficient operations. The Treasurer will initiate the annual audit of the Association financial records at the end of each fiscal year and will prepare an annual budget and statement of Profit and Loss for the annual meeting.

SECTION 2. Compensation. Directors shall receive compensation for time, travel and minor expenses as set by resolution of the Board of Directors or by Policy and Procedure for each regularly scheduled monthly meeting attended.

SECTION 3. Vacancies. A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to such vacancy shall serve for the remainder of the term of the officer being replaced.

## ARTICLE XI. ASSESSMENTS AND FEES.

SECTION 1. Failure to pay duly authorized assessments or use fees may lead to a Member being suspended, expelled, or named in a lawsuit for the collection of the indebtedness. A majority vote of the Board of Directors shall determine the action to be taken in each case.

SECTION 2. Purpose of Assessments. The assessments and use fees levied by the Association shall be exclusively for the purpose of promoting the recreation, health, safety, and welfare of the Members of the Association, and in particular for the improvement and maintenance of the services and facilities devoted to this purpose, including the Common Areas.

SECTION 3. Basis of Assessments and Fees. The Board of Directors shall set Assessments in accordance with the size of the membership and the services and facilities that the Association is able to provide such membership. The mandatory annual assessment may be increased by the Board of Directors at not more than ten percent (10%) of the current assessment. If the Board of Directors recommends an increase of more than ten percent (10%) due to compelling needs, the increase request shall be presented to the Membership for a vote. Members must be in Good Standing and must be eligible to vote by written ballot. If an assessment increase larger than ten percent (10%) is approved by the Membership, the approved assessment will be effective with the next billing cycle. Use fees, such as swimming fees, fitness fees, etc., will be set by the Board of Directors at such a rate as will provide adequate maintenance of the facilities in relation to the extent of their use.

SECTION 4. Special Assessments for Capital Improvements. In addition to the annual assessment, a special assessment may be declared, applicable to that year only, which may be collected on a monthly, quarterly or annual basis, for the purpose of defraying, in whole or in part, the cost of any construction, reconstruction or unexpected repair or replacement of a described capital improvement upon the Common Area, including the necessary fixtures and personal property related thereto, provided that any such special assessment shall have the assent of fifty-one percent (51%), as provided for in the Covenants, of the ballots returned by mail, in person or by proxy, provided said vote meets the Quorum of the Members, as defined in Article 11, Section 11. Such vote requires a minimum of thirty (30) days and a maximum of sixty (60) days written notice to all Members in Good Standing.

## ARTICLE XII.

## BOOKS AND RECORDS

SECTION 1. Information contained within the books, records and papers of the Association shall be subject to inspection during reasonable business hours by any Member or Director by written request, pursuant to SB 05-100. Requests for copies of such information shall be filled within 48 hours, if possible, at a reasonable cost to the requesting party.

SECTION 2. The Covenants, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member at the principle office of the Association, where copies may be obtained free of charge.

- A. Members of the Board of Directors who are not in charge of office administration are subject to this ruling.
- B. Under no circumstances will original documents be removed from the principle office of the Association.

## ARTICLE XIII. AMENDMENTS.

SECTION 1. These Bylaws may be amended at a regular or special meeting of the Board of Directors, or of the Members, at which proper notice was given and a quorum of the Board or Members is present in person or by proxy. Once a quorum is established, a majority vote of those eligible to vote is required to these Bylaws.

SECTION 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, except with respect to the number of directors that shall comprise the Board of Directors, the Articles shall control; and in the case of any conflict between the Covenants and these Bylaws, the Covenants shall control.

SECTION 3. These Bylaws are subject to, and superseded to the extent necessary by the laws of the State of Colorado.

SECTION 4. Typographical and/or grammatical errors may be corrected without membership approval as long as the correction(s) does not change the context of the paragraph. Any corrections so made must be ratified by the Board of Directors at the next regularly scheduled monthly meeting of the Board of Directors.

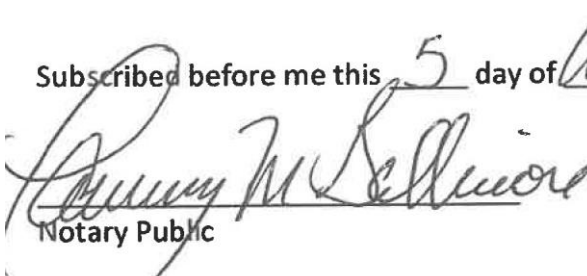
ARTICLE XIV.  
MISCELLANEOUS.

SECTION 1. The fiscal year of the Association shall begin on the first day of January and end on the 31<sup>st</sup> day of December of every year.

SECTION 2. These Bylaws of the Cripple Creek Mountain Estates Property Owners' Association are amended July 30, 2016 and supersede all previous Bylaws in its entirety.

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Subscribed before me this 5 day of August, 2016.

  
Notary Public

TAMMY M GALLIMORE.  
Notary Public  
.. State Of Colorado  
Notary ID 20104037950  
..Z Commission Expires Oct 1, 2018

