

# **2015 AMENDED BY-LAWS**

## **MONTEREY GRAND MANOR OWNER'S ASSOCIATION**

### **A Non-Profit Corporation**

#### **Identity:**

The main purpose of these 2015 amended Bylaws is to notify the members of the Association that these pages contain any and all of the changes in the official By-Laws for the Monterey Grand Manor Owner's Association, herein called the Association, a non-profit corporation. In order to meet the requirements and be in compliance with NRS # 116, The new Nevada Law governing all Homeowner Associations. These Bylaws have been amended and will now be used to govern the Association. Any unknown conflict or discrepancy in these amended Bylaws can be overridden by the Covenants, Conditions & Restrictions also known, as the CC&R's. The articles of incorporation were initially filed in the office of the Secretary of State on March 8, 1973. The Association was organized for the purpose of administering a condominium project pursuant to NRS #117, herein called the Condominium Act, and the property is located in Clark County: in the State of Nevada.

#### **Fiscal Year:**

The fiscal year of the Association shall be the calendar year.

#### **Owner Annual Meeting:**

An Annual Owner's Meeting shall be held the second Tuesday of March of each year at 8:00 P.M. at the project or at such other place in the Las Vegas Valley as the Board may designate (not more than 60 days before or after such date) as may be designated by written notice of the Board delivered by mail to the Owners not less than thirty days prior to the date fixed for said meeting. At the annual meeting, the Board shall present a qualified audit of the common expenses, itemizing receipts and disbursements for the preceding calendar year, the allocation thereof to each Owner and the estimated common expenses for the coming calendar year. Within ten days after the annual meeting, said statement shall be made available to the Owners not present at said meeting.

#### **Owner Special Meetings:**

Special meetings of the Owners may be called at any time for the purpose of considering matters, which, by the terms of the Declaration require the approval of the Owners. Said meetings shall be called by written notice, signed by a majority of the Board, or by the Owners with a petition having 10% of the total votes and delivered not less than 10 days prior to the date fixed for said meeting. Said notices shall specify the date, time and place of meeting, and the matters to be considered thereat. Quorum for special meetings shall be the same as for regular meetings noted below.

#### **Owner Notification:**

Any notice permitted or required as provided herein may be delivered either by placing the notice on the Community Bulletin Board with copies made available for owners or by mail. If delivery is made by mail, it shall be deemed to have been deposited in the United States mail, postage prepaid, addressed to each such person at the address given by such person to the Board or Manager for the purpose of service of such notice or to the unit of such person if no other address has been given to the Manager. If the notice is placed on the Bulletin Board it will be deemed to be the same as if the notice was mailed.

### **Owner Meeting Quorum:**

The presence at any meeting of Owners either in person or by proxy having at least 20% of the total votes allowed shall be used to constitute a meeting quorum. This action is only for conducting the meeting and not for establishing a majority vote of owners on certain items in the CC& R's. In the event that a quorum is not present at any called meeting the Owners present, though less than a quorum, may adjourn the meeting to a time not less than five days nor more than thirty days thereafter to a later date and give notice thereof to all the Owners in accordance with the provisions of Owner Notification above, and at that meeting the presence of Owners holding by person or proxy of 10% of the total votes shall constitute a quorum for the transaction of business; but in the event a quorum is still not present at that meeting, the Owners present, though less than a quorum, may adjourn the meeting to a time certain not less than five days nor more than fifteen days thereafter and give notice thereat to all the Owners in accordance with Owner Notification above, and, at that adjourned meeting, Owners who are present in person or proxy shall constitute a quorum. Unless otherwise expressly provided in the Declaration, any action may be taken at any meeting of the Owners upon the affirmative vote of a majority of the Owners present and voting provided that a quorum is present as provided for above.

### **Owner Voting Rights:**

Owners of Record in good standing and currently meeting all their financial obligations with the homeowners association **only** shall be entitled to vote. Owners of record who own one unit shall be entitled to cast one vote. Owners of record who own five or more units shall be entitled to cast five votes by him or her. Owners of record may attend any meeting of the Owners and vote at such meeting in person. A proxy may be given to another person to vote in their behalf, with the exception of secret ballot votes for the election of officers and proxies are only valid for the meeting designated on the notice they are attending and will not be valid for any other meeting. Written Proxies may be given to the Board of Directors to establish a meeting quorum. Where there is more than one record Owner of a unit, any or all of such persons may attend any meeting of the Owners, but it shall be necessary for those present to act unanimously in order to cast the vote to which they are entitled.

### **Association Directors:**

An owner elected Board of Directors numbering five (5) shall direct the affairs of the Association. In order for any individual to serve as an elected member on the Association's Board of Directors the following criteria must be met.

- 1- Any individual seeking election to the Board of Directors must be a recorded owner of property, in good standing and reside within the community. The name of any ineligible or unqualified individual shall not be placed on the ballot.
- 2- If, at anytime, a Director becomes more than 30-days delinquent on their assessments their Director privileges shall be suspended until they bring their assessment account current.
- 3- All Elected Directors are required to attend the noticed meetings. If, at anytime, an elected Director misses more than three meetings in a row, without written authorization from the President, Director privileges may be suspended until the Director attends a scheduled meeting. This will aid in establishing a meeting quorum when more than one member is not in attendance due to an unforeseen commitment.
- 4-The Board of Directors are not allowed to permanently remove a duly elected Director from their position without using a secret ballot removal format that is voted on by the owners. The owners elect the Directors and only the owners can remove them.

## **ASSESSMENTS:**

Using the budget items, an Annual Assessment shall be made against the unit owners for their shares of the association's expenses on or before January 1 of the year for which the assessments are made. In case the annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior assessment. In the event the annual assessment proves to be insufficient, the budget and assessments therefore may be amended at any time by the Board of Directors. The unpaid assessment for the remaining portion of the calendar year for which the amended assessment is made shall be prorated over the remaining installments.

1- The Annual assessments shall be due in monthly payments on the first day of each month for which the assessments are made Owners shall be held responsible for their monthly payments whether they are notified that the payment is due or not.

2- Assessments must be paid within 15 days of the due date each month or a \$25.00 late fee shall be assessed.

3- Any unpaid assessment exceeding 90 days shall make the owner's property subject to a property lien Any unpaid assessments exceeding 120 days shall make the owner's property subject to foreclosure A copy of said Claim of Lien shall be mailed to the owner at the address of the unit upon which the lien is claimed not later than five (5) days after recordation

4- The Board of Directors will be allowed to appoint a replacement for any Director Position that become available due to a resignation or removal by owners.

5- Directors are not allowed to receive any compensation for services rendered or engage in any contracts that could be determined to be in conflict of interest with their duties as a Director.

## **Legal Election of Directors:**

The newly adopted Nevada Law, NRS # 116 that went into effect October 1, 2003 clearly states that all duly elected Directors must be elected only by secret ballot.

1- A Candidate or Nomination Form must be mailed to each eligible unit owner at least 15 days prior to the mailing of the ballots with a designated return date Once the designated date has past all eligible nominated names returned and submitted will be placed on an Official Ballot.

2- The Association is required to mail the Official Ballot to each designated and eligible unit address with a return envelope, so each unit can exercise their member right to cast their votes This must be completed allowing at least 15 days for return before the ballots are counted Owners are required to return the ballots by a designated date by mail or by placing them in the designated official Association Mail Slot at the Clubhouse There will be no votes or ballot envelope accepted at the meeting where the ballots will be counted. The individual or individuals receiving the most returned votes will be elected.

3- All election Ballots must be counted in an open noticed meeting, such as the Annual Meeting.

4- Every Owner of Record **entitled** to vote at any election of members of the Board may cumulate his votes and give one candidate a number of votes equal to the number of members of the Board to be elected, multiplied by the number of votes to which such Owner is otherwise entitled, or distribute his votes on the same principal among as many candidates as he thinks fit The candidates receiving the highest number of votes up to the number of members of the Board to be elected shall be deemed elected.

**Term:**

Members of the Board of Directors shall serve for a term of two years; provided that three of the five members of the first Board elected shall serve for a one-year term The other two shall serve for a two-year term The members of the Board shall serve for a two-year term The members of the Board shall serve until their respective successors are elected, or until death, resignation or removal, provided that if any member ceases to be an Owner, his membership on the Board shall there upon terminate.

**Resignation and Removal of Directors**

Any member of the Board may resign at any time by giving written notice to the Manager, and any member may be removed from membership on the Board by a secret ballot election using the guidelines as provided by Nevada State Law, NRS # 116 adopted and effective as of October 1, 2003.

**Proceedings**

Three members of the Board shall constitute a quorum, and, if a quorum is present, the decision of a majority of those present shall be the act of the Board.

**Regular Board Meetings:**

Board Meetings shall be held at the Community Clubhouse as designated by the yearly calendar voted on by a majority of the Directors. This yearly calendar may be changed as the majority of Directors see fit. The elected Board of Directors shall elect officers for the coming year within thirty-days of any election of Directors.

**Emergency Meetings:**

The Board may call open emergency meetings at anytime with proper notification on the Bulletin Board stating the purpose and time of the meeting Owners will be allowed to attend.

**Executive Meetings:**

Executive Board Meetings and Hearing Meetings will be noticed, but cannot be attended by the Owners. Notice must include reason for meeting.

**Quorum at Board Meetings:**

A Quorum shall consist of a majority of the entire active board of directors. If at any meeting of the Board of Director less than a quorum is present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any adjourned meeting any business, which might have been translated at the meeting as originally called, may be transacted without further notice.

**Proceedings for Board Meetings:**

All Board Meetings will be conducted using Roberts Rules of Order with a Presiding list of Officers. The Yearly Officers will be elected by the Board of Directors and will serve for a period of one year. Each Board Member shall have equal power with no one Members vote more important than the other.

**Officers:**

The elected Officers for the association shall consist of:

- 1-President - Shall preside over meetings and sign approved contracts
- 2-Vice President - Shall act for the President in his or her absence.
- 3-Secretary- Shall be responsible for accurate minutes and correspondence,
- 4-Treasurer- Shall be responsible for the accuracy of the financial reports
- 5-Member at Large- Shall act in the best interest of the Association.

Any Director may hold more than one position simultaneously with the exception of the President.

All Association checks and transfers will require two Board Member signatures. Management will not be allowed to sign check or withdraw funds from Operating or Reserve accounts. Transfer of funds from one association account to another will be allowed with Board approval.

### **Powers and Duties of the Board of Directors:**

All of the powers and duties of the Association existing under the Condominium Act, the Declaration, the Articles of Incorporation, and these Bylaws shall be exercised exclusively by the Board of Directors, and subject only to approval by the owners when such is specifically required. The following additional rules shall apply.

- 1-The Board of Directors shall fix compensation for any employee of the Association.
- 2- A Management contract may be entered into with approval of the Board of Directors.
- 3- The Board of Directors shall approve all maintenance and repair contracts entered into on behalf of the association. The Association's monthly service contracts cannot exceed a period of more than one year with the exception of utility contracts.

### **Accounting.**

The funds and expenditures of the Association shall be credited and charged to accounts under the following classifications as shall be appropriate, all of which expenditures shall be common expenses:

- 1- "Current expenses," which shall include all funds and expenditures to be made within the year for which the funds are budgeted, including a reasonable allowance for contingencies and working funds, except expenditures chargeable to reserves, to additional improvements, or to operations. The balance in this fund at the end of each year shall be applied to reduce the assessments for current expense for the succeeding
- 2- Reserve for deferred maintenance," which shall include funds for maintenance items which occur less frequently than annually.
- 3- "Reserve for replacement," which shall include funds for repair or replacement required because of damage, depreciation, or obsolescence.
- 4- Additional improvements," which shall include the funds to be used for capital expenditures for additional improvements or additional personal property which will be part of the common elements.

### **Budget**

The Board of Directors shall adopt a yearly budget at least 45 days prior to the beginning of each calendar year for following year, which shall include the estimated funds required to defray common expenses and to provide funds for the accounts listed above. The budget shall take into account the following items:

- 1- "Current expense," the amount for which shall not exceed 105% of the budget for this account, for the prior year.
- 2- "Reserve for deferred maintenance," the amount for which shall not exceed 105% of the budget for this account for the prior year.
- 3- "Reserve for replacement," the amount for which shall not exceed 105% of the budget for this account for the prior year.
- 4- "Operations," the amount of which may be to provide a working fund or to meet losses. The amount for each budgeted item may be increased over the foregoing limitations when approved by 75% of the owners entitled to vote. Copies of the budget and proposed assessments shall be transmitted to each owner on or before January 1 of each year for which the budget is made. If the budget is subsequently amended during the year, a copy of the amended budget shall be furnished to each owner.

**Special Assessments**

Special funds deemed needed, approved and assessed for major maintenance and repairs of the common areas shall be due and payable within the time limit beginning 30 days after the owner’s has received written notice of said special assessment.

**Depository of the Association**

Depository shall be such bank or banks as shall be designated from time to time by the directors and in which the monies of the Association shall be deposited Withdrawal of monies from such accounts shall be only by checks signed by such persons as are authorized by the directors.

**Audit**

A certified or public accountant shall make an audit of the accounts of the Association annually, and a copy of the report shall be furnished to each owner not later than April 1 of the year following the year for which the report is made.

**Fidelity Bonds**

Fidelity bonds shall be required by the board of director from all persons handling or responsible for Association funds. The amount of such bonds shall be determined by the directors, but shall be at least the amount of the total annual assessments against the owners for common expenses The Association shall pay the premiums on such bonds

**Parliamentary Rules**

Roberts’ Rules of Order (latest edition) shall govern the conduct of all Association meetings when not in conflict with the Declaration, the Articles of Incorporation, or these Bylaws.

**Amendments:**

1- Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

2- Any resolution presented for a proposed amendment may be adopted by either a majority vote of the Board of Directors or by a majority vote of the Owners. Directors and Owners not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting except as elsewhere provided, such approvals must be by at least a majority the Board of Directors or by not less than a majority, of the votes of the owners of the Association.

3- No amendment, with the exception of limiting the voting eligibility for owners who own more than five units, shall discriminate against any individual owner or against any class or group of owners unless the owners so affected shall consent.

4- No amendment shall change neither any unit nor the share in the common elements appurtenant to it, nor increase the owner’s share of the common expenses.

Approved and Signed by Authorized Board Members

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| Authorized Signer | Title | Date |
| Authorized Signer | Title | Date |
| Authorized Signer | Title | Date |