

BYLAWS

OF

SONNET SPRINGS OWNERS ASSOCIATION, INC.

TABLE OF CONTENTS

ARTICLE 1 -- INTRODUCTION, PURPOSES AND DEFINITIONS	1
Section 1.1 Introduction	1
Section 1.2 Purposes	1
Section 1.3 Definitions	1
ARTICLE 2 -- MEMBERSHIP	1
Section 2.1 Membership	1
Section 2.2 Suspension of Member Rights	1
ARTICLE 3 -- MEETINGS OF MEMBERS	1
Section 3.1 Annual Meetings	1
Section 3.2 Special Meetings	2
Section 3.3 Budget Meeting	2
Section 3.4 Notice of Meetings	2
Section 3.5 Owner Addresses for Notices	2
Section 3.6 Place of Meetings	3
Section 3.7 Quorum of Members	3
Section 3.8 Adjournment of the Meeting	3
Section 3.9 Voting	3
Section 3.10 Proxies	3
Section 3.11 Majority Vote	4
Section 3.12 Voting by Mail	4
Section 3.13 Order of Business and Rules at Meeting	4
Section 3.14 Waiver of Notice	4
ARTICLE 4 -- EXECUTIVE BOARD	5
Section 4.1 Number, Qualification and Term of Office	5
Section 4.2 Election	5
Section 4.3 Removal of Directors	5
Section 4.4 Vacancies	5
Section 4.5 Compensation	5
ARTICLE 5 -- MEETINGS OF THE EXECUTIVE BOARD	6
Section 5.1 Regular Meetings	6
Section 5.2 Special Meetings	6
Section 5.3 Location of Meetings and Open Meetings	6
Section 5.4 Waiver of Notice	6
Section 5.5 Quorum	6

Section 5.6	Proxies	6
Section 5.7	Consent to Corporate Action	7
Section 5.8	Telephone Communication in Lieu of Attendance	7
ARTICLE 6 -- POWERS AND DUTIES OF THE EXECUTIVE BOARD		7
Section 6.1	Powers and Duties	7
Section 6.2	Manager	9
Section 6.3	Limits on Delegation, Requirements for Association Funds and Financial Statements	9
ARTICLE 7 -- OFFICERS AND THEIR DUTIES		9
Section 7.1	Enumeration of Offices	9
Section 7.2	Appointment of Officers	10
Section 7.3	Special Appointments	10
Section 7.4	Resignation and Removal	10
Section 7.5	Vacancies	10
Section 7.6	Duties	10
Section 7.7	Delegation	11
Section 7.8	Agreements, Contracts, Deeds, Checks, Etc	11
Section 7.9	Statements of Unpaid Assessments	11
Section 7.10	Compensation	11
ARTICLE 8 -- COMMITTEES		11
Section 8.1	Designated Committees	11
ARTICLE 9 -- ENFORCEMENT		11
Section 9.1	Abatement and Enjoinment of Violations by Unit Owners	11
Section 9.2	Fines for Violation	12
ARTICLE 10 -- BOOKS AND RECORDS		12
Section 10.1	Records	12
Section 10.2	Examination	13
ARTICLE 11 -- INDEMNIFICATION		13
Section 11.1	Actions Other Than By or In the Right of the Association	13
Section 11.2	Actions By Or In The Right of The Association	13
Section 11.3	Successful on the Merits	14
Section 11.4	Determination Required	14
Section 11.5	Payment in Advance of Final Disposition	14
Section 11.6	No Limitation of Rights	14
Section 11.7	Directors and Officers Insurance	14

ARTICLE 12 -- MISCELLANEOUS	15
Section 12.1 Notices to the Association	15
Section 12.2 Waiver	15
Section 12.3 Office	15
Section 12.4 Working Capital	15
ARTICLE 13 -- AMENDMENTS	15
Section 13.1 Bylaw Amendments/Vote of the Members	15
Section 13.2 Restrictions on Amendments	15
CERTIFICATION	16

BYLAWS
OF
SONNET SPRINGS OWNERS ASSOCIATION, INC.

ARTICLE 1 -- INTRODUCTION, PURPOSES AND DEFINITIONS

Section 1.1 Introduction. These are the Bylaws of Sonnet Springs Owners Association, Inc. (the "**Association**"), which Association operates under the Colorado Revised Nonprofit Corporation Act, as amended, and applicable portions of the Colorado Common Interest Ownership Act, as amended ("**CCIOA**" or the "**Act**").

Section 1.2 Purposes. The purposes for which the Association was formed are to preserve and enhance the value of the properties of members and to operate, govern, manage, supervise and care for the Common Interest Community and the Common Elements of "Sonnet Springs" (the "**Community**" or "**Sonnet Springs**"), situated in the County of El Paso, State of Colorado, as the Community was created pursuant to the Declaration and Plat.

Section 1.3 Definitions. Terms used herein shall have the meanings set forth in the Declaration, unless expressly defined herein.

ARTICLE 2 -- MEMBERSHIP

Section 2.1 Membership. Every person or entity who is a record owner of a Unit which is subject to the Declaration shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit. Ownership of a Unit shall be the sole qualification for membership. Each member shall be allocated votes pursuant to the Declaration.

Section 2.2 Suspension of Member Rights. During any period in which a member shall be in default in the payment of any Common Expense Assessment levied by the Association, the voting rights and right to use any recreational facilities of the Community by such member shall be deemed suspended by the Executive Board, without notice or hearing, until such assessment has been paid. Such rights of a member may also be suspended, after notice or hearing, during any period of violation of any other provision of the Declaration, Articles of Incorporation ("**Articles**"), Bylaws or rules and regulations established by the Executive Board.

ARTICLE 3 -- MEETINGS OF MEMBERS

Section 3.1 Annual Meetings. An annual meeting of the members shall be held during each of the Association's fiscal years, at such time of the year and date as determined by the Executive Board and set forth in the notice. At these meetings, the Directors shall be elected by

ballot of the members, in accordance with the provisions of these Bylaws, the Declaration and Articles. The members may transact other business as may properly come before them at these meetings. Failure to hold an annual meeting shall not work a forfeiture or dissolution of the Association.

Section 3.2 Special Meetings. Special meetings of the Association may be called by the President, by a majority of the members of the Executive Board or by a petition signed by Unit Owners comprising thirty percent (30%) of the votes in the Association.

Section 3.3 Budget Meeting. Meetings of Unit Owners to consider proposed budgets shall be called in accordance with the Colorado Common Interest Ownership Act ("CCIOA"). The CCIOA budget process allows a majority of the Unit Owners (or a higher percentage, if set in the Declaration) to veto a budget adopted by the Executive Board. CCIOA's budget process to be followed is as follows: The Association is to prepare and approve a budget at least annually. Each budget is to first be prepared and approved by the Executive Board as a proposed budget. Then, within thirty (30) days after the Executive Board's adoption of the proposed budget, the Executive Board must mail or deliver a summary of the proposed budget to all Unit Owners and set a date for a special or annual meeting of the Unit Owners to consider ratification of the proposed budget. The budget meeting can be combined with the annual meeting. Notice for the meeting at which the a proposed budget will be considered by Unit Owners must be mailed not less than fourteen (14) days nor more than sixty (60) days before the meeting. At the meeting, unless a majority of the Unit Owners reject the budget, the budget is ratified and becomes the approved budget. CCIOA does not require that a quorum of owners be present at the meeting if the meeting is just a budget meeting, but does require a quorum if the meeting is also an annual meeting. In the event the proposed budget is rejected by a majority of Unit Owners, the budget last ratified by the Unit Owners is continued until such time as the owners ratify a subsequent budget proposed by the Executive Board.

Section 3.4 Notice of Meetings. Written notice of each meeting of members shall be given by or at the direction of the Secretary or person authorized to call the meeting at least ten (10) days before, but not more than fifty (50) days before such meeting, to each member entitled to vote. Notice may be provided by telephone, facsimile, e-mail, or by first class mail, postage pre-paid. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting. No matters shall be heard nor action adopted at a special meeting except as stated or allowed in the notice.

Section 3.5 Owner Addresses for Notices. Unless an Owner shall have notified the Association by registered or certified mail of a different address, any notice required to be given, or otherwise given by the Association under these Bylaws to any Owner or any other written instrument to be given to any Owner, may be mailed to such Owner in a postage prepaid envelope and mailed by first-class, registered or certified mail to the address of the Unit shown upon the Association's records as being owned by such Owner. If more than one (1) Owner owns a particular Unit, then any notice or other written instrument may be addressed to all of such Owners and may be mailed

in one envelope in accordance with the foregoing. Any notice or other written instrument given by the Association in accordance with the foregoing will be deemed to have been given on the date that it is mailed.

Section 3.6 Place of Meetings. Meetings of the members shall be held in the Community, or in the greater Colorado Springs area, and may be adjourned to a suitable place convenient to the members, as may be designated by the Executive Board or the President.

Section 3.7 Quorum of Members. The presence at the meeting of members, in person or by proxy, entitled to cast thirty percent (30%) of all the votes shall constitute a quorum for any action except as otherwise provided in the Articles, Declaration and these Bylaws. If the required quorum is not present at a meeting, the members who are present shall have power to adjourn the meeting to another time.

Section 3.8 Adjournment of the Meeting. By majority vote (as provided herein), any meeting of the Owners may be adjourned to another time and place or to a time and place to be designated by notice.

Section 3.9 Voting. At all meetings of members, each member may vote in person or by proxy. If only one of several Owners of a Unit is present at a meeting of the Association, the Owner present is entitled to cast the vote allocated to the Unit. If more than one of the Owners is present, the vote allocated to the Unit may be cast only in accordance with the agreement of a majority of those Owners. Majority agreement exists if any one of the Owners casts the vote allocated to the Unit without protest being made promptly to the person presiding over the meeting by another Owner of the Unit. The vote of a corporation or business trust may be cast by any officer of that corporation or business trust in the absence of express notice of the designation of a specific person by the Executive Board or Bylaws of the owning corporation or business trust. The vote of a partnership may be cast by any general partner of the owning partnership in the absence of express notice of the designation of a specific person by the owning partnership. The moderator of the meeting may require reasonable evidence that a person voting on behalf of a corporation, partnership or business trust Unit Owner is qualified to vote. Votes allocated to Units owned by the Association may not be cast.

Section 3.10 Proxies. The vote allocated to a Unit may be cast under a proxy duly executed by a Unit Owner. All proxies shall be in writing and filed with the Secretary or designee of the Association. If a Unit is owned by more than one person, each Unit Owner of the Unit may vote or register protest to the casting of the vote by the other Owners of the Unit through a duly executed proxy. A Unit Owner may revoke a proxy given under this section only by actual notice of revocation to the person presiding over a meeting of the Association. A proxy is void if it is not dated or purports to be revocable without notice. A proxy terminates eleven (11) months after its date, unless it specifies a shorter term or a specific purpose.

Section 3.11 Majority Vote. The vote of a majority of the votes present in person or by proxy at a meeting at which a quorum shall be present shall be binding upon all Unit Owners for all purposes except where a higher percentage vote is required in the Declaration, Articles, these Bylaws or by law.

Section 3.12 Voting by Mail. The Executive Board may decide that voting of the members on any matter required or permitted by the statutes of Colorado, the Declaration, Articles or these Bylaws shall be by mail. In case of a vote by mail, the Secretary shall mail written notice to all members at the member's address as it appears in the records of the Association. The notice shall include: (i) a proposed written resolution setting forth a description of the proposed action, (ii) a statement that members are entitled to vote by mail for or against such proposal, and (iii) a date, at least thirty (30) days after the date such notice shall have been given, on or before which all votes must be received at the office of the Association at the address designated in the notice. Voting by mail shall be acceptable in all instances in the Declaration, Articles or these Bylaws requiring the vote of members at a meeting.

Section 3.13 Order of Business and Rules at Meeting. The Executive Board may establish the order of business and prescribe reasonable rules for the conduct of all meetings of the Executive Board and Unit Owners. At meetings of the members, the Executive Board may order the business of the meeting as follows:

*order of
business at
member's
meetings*

- (a) Roll call (or check-in procedure);
- (b) Proof of notice of meeting;
- (c) Reading of Minutes of preceding meeting;
- (d) Reports;
- (e) Establish number and term of memberships of the Executive Board (if required and noticed);
- (f) Election of inspectors of election (when required);
- (g) Election of Directors of the Executive Board (when required);
- (h) Ratification of budget (if required and noticed);
- (i) Unfinished business; and
- (j) New business.

Section 3.14 Waiver of Notice. Any member may, at any time, waive notice of any meeting of the members, in writing, and the waiver shall be deemed equivalent to the receipt of notice.

ARTICLE 4 -- EXECUTIVE BOARD

Section 4.1 Number, Qualification and Term of Office. The affairs of the Community and the Association shall be governed by an Executive Board which shall consist of three (3) members, elected or appointed as provided below (the "**Executive Board**"). If any Unit is owned by a partnership, corporation, limited liability company or other entity, any officer, partner or employee of that Unit Owner shall be eligible to serve as a Director and shall be deemed to be a Unit Owner for the purposes of these Bylaws. The terms of office of Directors shall be three (3) years or until such time as a successor is elected, and the terms of at least one-third (1/3) of the Directors shall expire annually. At any meeting at which Directors are to be elected, the Unit Owners may, by resolution, adopt specific procedures which are not inconsistent with these Bylaws or the Colorado Revised Nonprofit Corporation Act for conducting the elections.

Section 4.2 Election. The Executive Board shall be elected by the members at the Annual Meeting. The members may adopt specific procedures which are not inconsistent with these Bylaws or the Act for conducting the elections by written ballot. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted. The Declaration shall govern appointment of Directors of the Executive Board during the period of Declarant control, as allowed under the Act.

Section 4.3 Removal of Directors. The Unit Owners, by a vote of at least two-thirds (2/3) of the votes at any meeting of the Owners at which a quorum of members is present, may remove a Director, other than a Director appointed by Declarant, with or without cause, during that Director's term. The entire Executive Board may be removed at any meeting of members, with or without cause, by a vote of two-thirds (2/3) of the members of the votes at any meeting of the Owners at which a quorum is represented. Directors appointed by the Declarant may not be removed by the members under this section of the Bylaws. Directors sought to be removed shall have the right to be present at such meeting and shall be given the opportunity to speak to the members prior to a vote to remove being taken. Upon removal, the members, by majority vote, shall then elect such new members of the Executive Board to replace those members removed.

Section 4.4 Vacancies. Vacancies in the Executive Board caused by any reason (other than removal) may be filled by the Executive Board at any time after the occurrence of the vacancy, even though the Directors present at that meeting may constitute less than a quorum. These appointments shall be subject to the reserved rights of Declarant to appoint Directors, unless those rights have expired, in which event, appointments shall be made by a majority of the remaining elected Directors constituting the Executive Board. Each person so appointed shall be a Director who shall serve for the remainder of the unexpired term.

Section 4.5 Compensation. No Director shall receive any compensation from the Association for acting as such unless approved by a majority of the votes in the Association at a regular or special meeting of the Association. Any Director may be reimbursed for expenses

incurred on behalf of the Association upon approval of a majority of the other Directors. Nothing herein shall prohibit the Association from compensating a Director, or any entity with which a Director is affiliated, for services or supplies furnished to the Association in a capacity other than as a Director pursuant to a contract or agreement with the Association, provided that such Director's interest was made known to the Board prior to entering into such contract and such contract was approved by a majority of the Board of Directors, excluding the interested Director.

ARTICLE 5 -- MEETINGS OF THE EXECUTIVE BOARD

Can set own schedule board mtgs?

Section 5.1 Regular Meetings. Regular meetings of the Executive Board shall be held at least twice per year at such place and hour as may be fixed by the Board, without notice. The Board may set a schedule of additional regular meetings by resolution and no further notice is necessary to constitute regular meetings, except as may be required by law.

Section 5.2 Special Meetings. Special meetings of the Executive Board shall be held when called by the President of the Association or by any two Directors after not less than one (1) day notice to each Director. The notice shall be delivered in a manner whereby confirmation of receipt of the notice is received and shall state the time, place and purpose of the meeting.

Section 5.3 Location of Meetings and Open Meetings. All meetings of the Executive Board shall be open to attendance by members, as provided by applicable Colorado law. All meetings of the Executive board shall be held within the Community or the greater Colorado Springs area, unless all Directors consent in writing to another location.

Section 5.4 Waiver of Notice. Any Director may waive notice of any meeting in writing. Attendance by a Director at any meeting of the Board shall constitute a waiver of notice. If all the Directors are present at any meeting, no notice shall be required and any business may be transacted at such meeting.

Section 5.5 Quorum. At all meetings of the Executive Board, a majority of the Directors shall constitute a quorum for the transaction of business, unless there are less than three (3) Directors, in which case, all Directors must be present to constitute a quorum. The votes of a majority of the Directors present at a meeting at which a quorum is present shall constitute a decision of the Board unless there are less than three (3) Directors, in which case, unanimity of the Directors is required to constitute a decision of the Board. If, at any meeting, there shall be less than a quorum present, a majority of those present may adjourn the meeting.

Section 5.6 Proxies. For the purposes of determining a quorum with respect to a particular proposal and for the purposes of casting a vote for or against that particular proposal, a Director may execute, in writing, a proxy, to be held by another Director. The proxy shall specify either a yes, no or abstain vote on each particular issue for which the proxy was executed. Proxies which do not

specify a yes, no or abstain vote shall not be counted for the purpose of having a quorum present or as a vote on the particular proposal before the Board.

Section 5.7 Consent to Corporate Action. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all of the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors. The Secretary shall file these consents with the Minutes of the meetings of the Executive Board.

Section 5.8 Telephone Communication in Lieu of Attendance. A Director may attend a meeting of the Executive Board by using an electronic or telephonic communication method whereby the Director may be heard by the other members and may hear the deliberations of the other members on any matter properly brought before the Executive Board. The Director's vote shall be counted and his or her presence noted as if that Director were present in person on that particular matter.

ARTICLE 6 -- POWERS AND DUTIES OF THE EXECUTIVE BOARD

Section 6.1 Powers and Duties. The Executive Board may act in all instances on behalf of the Association, except as provided in the Declaration, Articles, these Bylaws or the Act. The Executive Board shall have, subject to the limitations contained in the Declaration, Articles and the Act, the powers and duties necessary for the administration of the affairs of the Association and of the Community, and for the operation and maintenance of the Community as a first class residential property, including the following powers and duties:

- (a) Adopt and amend Bylaws and rules and regulations;
- (b) Adopt and amend budgets for revenues, expenditures and reserves (subject to the budget being distributed to the Owners and not vetoed by the Owners at a meeting of the Owners, as that procedure is set forth in the Declaration, the Act and in these Bylaws);
- (c) As a part of the adoption of the regular budget the Executive Board shall include an amount which, in its reasonable business judgment, will establish and maintain a reserve fund for the replacement of those improvements that it is obligated to maintain, based upon age, remaining life, quantity and replacement cost;
- (d) Collect assessments for Common Expenses from Owners;
- (e) Hire and discharge managing agents, provided that any agreement for professional management of the Community may not exceed one (1) year. Any such agreement must provide for the termination by either party without cause and without payment of a termination fee or penalty upon thirty (30) days written notice;
- (f) Hire and discharge employees, independent contractors and agents other than managing agents;

- (g) Institute, defend or intervene in litigation or administrative proceedings or seek injunctive relief for violations of the Declaration, Bylaws or rules in the Association's name, on behalf of the Association or two (2) or more Owners on matters affecting the Community;
- (h) Make contracts and incur liabilities;
- (i) Regulate the use, maintenance, repair, replacement and modifications of Common Elements;
- (j) Cause additional improvements to be made as a part of the Common Elements;
- (k) Acquire, hold, encumber and convey, in the Association's name, any right, title or interest to real estate or personal property, but Common Elements may be conveyed or subjected to a security interest only pursuant to Section 312 of the Act;
- (l) Grant easements for any period of time, including permanent easements, and grant leases, licenses and concessions for no more than one (1) year, through or over the Common Elements;
- (m) Impose and receive a payment, fee or charge for services provided to Unit Owners and for the use, rental or operation of the Common Elements, other than Limited Common Elements described in Subsections 202(1)(b) and (d) of the Act;
- (n) Impose a reasonable charge for late payment of assessments and after notice and hearing, levy reasonable fines or assessments provided for or allowed in the Declaration, Bylaws, rules and regulations of the Association;
- (o) Keep and maintain full and accurate books and records showing all of the receipts, expenses or disbursements of the Association;
- (p) Borrow funds in order to pay for any expenditure or outlay required pursuant to the authority granted by the provisions of the recorded Declaration and these Bylaws, and to execute all such instruments evidencing such indebtedness as the Executive Board may deem necessary and give security therefor;
- (q) Impose a reasonable charge for the preparation and recording of amendments to the Declaration, liens or statements of unpaid assessments;
- (r) Provide for the indemnification of the Association's Officers and the Executive Board and maintain Directors' and Officers' liability insurance;
- (s) Procure and maintain adequate liability and hazard insurance on property owned by the Association and as further set forth in the Declaration;
- (t) Cause all Directors, Officers, employees or agents having fiscal responsibilities to be bonded or insured, as it may deem appropriate and in such amounts as it may deem appropriate;

(u) Declare the office of a member of the Executive Board to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Executive Board;

(v) Exercise for the Association all powers, duties, rights and obligations in or delegated to the Association and not reserved to the membership by other provisions of the Declaration, Articles, these Bylaws or the Act; and

(w) Exercise any other powers conferred by the Declaration or Bylaws.

Section 6.2 Manager. The Executive Board may employ a manager, at a compensation established by the Board, to perform duties and services authorized by the Board. Licenses, concessions and contracts may be executed by the manager pursuant to specific resolutions of the Board and to fulfill the requirements of the budget. Regardless of any delegation to a manager or managing agent, the members of the Board shall not be relieved of responsibilities under the Declaration, Articles, these Bylaws or Colorado law.

Section 6.3 Limits on Delegation, Requirements for Association Funds and Financial Statements. Pursuant to the Colorado Common Interest Ownership Act, if the Association has thirty (30) or more units and the Association delegates powers of the Executive Board or Officers relating to collection, deposit, transfer or disbursement of Association funds to other persons or to a manager or managing agent, the Association requires the following:

(a) That the other persons or managing agent maintain fidelity insurance coverage or a bond in an amount not less than fifty thousand dollars (\$50,000) or such higher amount as the Executive Board may require;

(b) The other persons or managing agent maintain all funds and accounts of the Association separate from the funds and accounts of other associations managed by the other persons or managing agent and maintain all reserve accounts of each association so managed separate from operational accounts of the Association;

(c) That an annual accounting for Association funds and a financial statement be prepared and presented to the Association by the managing agent, a public accountant or a certified public accountant.

requirement for annual audit

ARTICLE 7 -- OFFICERS AND THEIR DUTIES

Section 7.1 Enumeration of Offices. The Officers of this Association shall be a President, Vice President, Secretary and Treasurer, and such other officers as the Executive Board may from time to time create by resolution. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to authority in these Bylaws, and that the offices of the Secretary and Treasurer may be held by the same person.

only two offices one individual can hold.

Section 7.2 Appointment of Officers. The Officers shall be appointed by the Executive Board at the organizational meeting of each new Executive Board. The Officers shall hold office at the pleasure of the Executive Board.

Section 7.3 Special Appointments. The Executive 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 Executive Board may, from time to time, determine.

Section 7.4 Resignation and Removal. Any Officer may resign at any time by giving written notice to the Executive 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 therein. Acceptance of such resignation shall not be necessary to make it effective. Any Officer may be removed from office with or without cause by a majority of the Executive Board.

Section 7.5 Vacancies. A vacancy in any office may be filled by appointment by the Executive Board by majority vote of the Board. The Officer appointed to such vacancy shall serve for the remainder of the term of the Officer he replaces.

Section 7.6 Duties. The Duties of the Officers are as follows:

7.6.1 President. The President shall have all of the general powers and duties which are incident to the office of president of a Colorado nonprofit corporation including, but not limited to, the following: preside at all meetings of the Board of Directors, appoint committees, and see that orders and Resolutions of the Executive Board are carried out. The President may cause to be prepared and may execute amendments, attested by the Secretary, to the Declaration and these Bylaws on behalf of the Association, following authorization or approval of the particular amendment, as applicable.

7.6.2 Vice President. The Vice President shall take the place of the President and perform the President's duties whenever the President is absent or unable to act. If neither the President nor the Vice President is able to act, the Executive Board shall appoint some other Director to act in the place of the President on an interim basis. The Vice President shall also perform other duties imposed by the Executive Board or by the President.

7.6.3 Secretary. The Secretary shall have charge or shall keep the Minutes of all meetings of the Owners and proceedings of the Executive Board. The Secretary shall have charge of the Association's books and papers and shall perform all the duties incident to the office of secretary of a nonprofit corporation organized under the laws of the State of Colorado. The Secretary may cause to be prepared and may attest to execution by the President of amendments to the Declaration and the Bylaws on behalf of the Association, following authorization or approval of the particular amendment, as applicable.

