

**AMENDED AND RESTATED BY-LAWS OF SCOTTSDALE 2000**

**CONDOMINIUM ASSOCIATION**

**ARTICLE I | PLAN OF OWNERSHIP AND OCCUPANCY**

- SECTION 1: DESCRIPTION.** The Regime located in Maricopa County, Arizona, State of Arizona, known as 'SCOTTSDALE 2000', has been previously submitted to a Horizontal Property Regime pursuant to the provisions of the Arizona Condominium Act, A.R.S. §33-1201 et. seq.
- SECTION 2: DEFINITIONS.** Capitalized terms used in these Bylaws without definition shall have the meanings specified for such terms in the Arizona Condominium Act, A.R.S. §33-1201 et. seq. and in the Amended and Restated Declaration for Scottsdale 2000 Condominium Association, recorded at \_\_\_\_\_, records of Maricopa County, Arizona, as amended from time to time.
- SECTION 3: APPLICATION OF BY-LAWS.** All present and future owners, tenants, future tenants or their employees or any other person that might use the facilities of the Condominium in any manner are subject to the provisions of these By-Laws. The ownership or rental of any of the units in the Condominium or the mere action of occupancy of any of said units will signify that these By-Laws are accepted, ratified and will be complied with by the occupant or Owner.

## ARTICLE II | VOTING

**SECTION 1: VOTING.** Notwithstanding the number of Owners who may jointly or otherwise own a unit, voting on all matters shall be limited to one (1) vote for each unit owned.

When more than one person holds an interest in any unit, all such persons shall be Members. The vote for such unit shall be exercised as they among themselves determine, but in no event shall more than one ballot be cast with respect to any unit.

The vote for each such unit must be cast as a unit, and fractional votes shall not be allowed. In the event that the joint Owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question.

If any Owner or Owners casts a vote representing a certain unit, it will thereafter be conclusively presumed for all purposes that he, she or they were acting with the authority and consent of all other Owners of the same unit. In the event more than one ballot is cast for a particular unit, none of said votes shall be counted as said votes shall be deemed null and void.

**SECTION 2: SUSPENSION OF VOTING RIGHTS.** In the event any unit Owner is in arrears in the payment of any assessment, monetary penalties or other fees and charges due under the terms of the Association's documents for a period of fifteen (15) days, the Owner's right to vote as a member of the Association shall be automatically suspended until all payments, including accrued interest and attorney's fees, are brought current.

**SECTION 3: MAJORITY OF OWNERS.** As used in these By-Laws, the term "Majority of Owners" shall mean those Owners holding in excess of fifty (50) percent of the votes.

**SECTION 4: QUORUM.** Except as otherwise provided in these By-Laws, the presence in person or by absentee ballot of a "Majority of Owners" as defined in Section 3 of this Article shall constitute a quorum, and a majority of those present either in person or by absentee ballot at an annual or duly noticed special meeting shall be necessary to pass any proposal before the Association.

**SECTION 5: CASTING VOTES AND ABSENTEE BALLOTS.** Votes may be cast in person or by absentee ballot.

### ARTICLE III | ASSOCIATION RESPONSIBILITIES | ANNUAL AND SPECIAL MEETINGS

**SECTION 1: ASSOCIATION RESPONSIBILITIES.** The Owners of the units will constitute the Association (hereinafter referred to as "Association") and will have the responsibility of administering the Regime, electing the Board of Directors, and exercising those duties and responsibilities provided for by law and in the Amended and Restated Declaration of Restrictions previously recorded.

**SECTION 2: PLACE OF MEETING.** Meetings of the Association shall be at the principal place of business of the Association or at such other suitable place convenient to the Owners as may be designated by the Board of Directors. Meetings shall not be held in personal residences. The use of tele/videoconference can be engaged to allow participation for all homeowners.

**SECTION 3: ANNUAL MEETINGS.** The annual meeting of the Association shall be held on the first Saturday of April of each year, unless the first Sunday of the month is Easter Sunday. If Easter Sunday falls on the first Sunday of the month, the annual meeting shall be held on the second Saturday of April. At such meetings there shall be elected by ballot of the Owners, a Board of Directors in accordance with the requirements of Section 4, of Article IV of these By-Laws. The Owners may also transact such other business of the Association as may properly come before them.

**SECTION 4: SPECIAL MEETINGS.** It shall be the duty of the President to call a special meeting of the Owners as directed by resolution of the Board of Directors or upon a petition signed by a majority of the Owners and having been presented to the Secretary.

The notice of any special meeting shall state the time, date and place of meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice unless by agreement of four-fifths (4/5) of the Owners present, either in person or by absentee ballot.

**SECTION 5: NOTICE OF ANNUAL OR SPECIAL MEETINGS.** Written notices of each annual or special meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting by:

- (a) Mailing a copy of each notice, postage prepaid, no fewer than ten (10) nor more than fifty (50) days before such each meeting to each Owner entitled to vote at the meeting addressed to the Owner's mailing address last appearing on the books of the Association.
- (b) Owner's e-mail and mailing addresses shall be supplied by the Owner in writing to the Association for the purpose of notice.
- (c) The notice shall specify the place, day and hour of the meeting, and shall also state the purpose for which the meeting is called, including the general nature of any proposed amendment to the Declaration or Bylaws, any changes in

assessments that require the approval of the unit owners and any proposal to remove a director or officer. The mailing of a notice in the manner provided in this section shall be considered notice served.

**SECTION 6: ADJOURNED MEETINGS.** If any meeting of Owners cannot be organized because a quorum has not attended, the Owners who are present, either in person or by absentee ballots, may adjourn the meeting from time to time, without notice other than an announcement at the meeting, until a quorum shall be present. Any subsequent Owner meeting shall be noticed in the same manner as described in Section 5(c). All votes received at the initial meeting shall be used and counted at any subsequent meeting for the purposes of quorum.

## ARTICLE IV | BOARD OF DIRECTORS

**SECTION 1: NUMBER OF BOARD MEMBERS.** The affairs of the Association shall be governed by a Board of Directors composed of five (5) , all of whom must be Owners of units in the Association.

No more than one (1) Owner from a single unit may serve on the Board at the same time.

**SECTION 2: POWERS AND DUTIES.** The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not restricted by law, by the Amended and Restated Declaration of Restrictions, or by these By-Laws directed to be exercised and done by the Owners.

**SECTION 3: OTHER DUTIES.** In addition to the duties imposed by these By-Laws or by resolutions of the Association, the Board of Directors shall be responsible for the following:

- (a) Care, upkeep, improvements and surveillance of the project and the general common elements and facilities.
- (b) Prepare and adopt an annual budget for the Association prior to the commencement of each fiscal year, as well as prepare and adopt any amended budget;
- (c) Levy assessments in accordance with the Declaration and take all necessary action to collect such assessments.
- (d) Employment and dismissal of the personnel necessary for the maintenance and the operation of the Association, the general common elements and facilities.
- (e) Employment of a management agent at a compensation established by the Board of Directors to perform such duties and services as the Board shall authorize. The duties conferred upon the management agent by the Board of Directors may at any time be revoked, modified or amplified by a majority of the Board of Directors at a duly constituted meeting.
- (f) To make repairs within the individual units where such repairs are required for the welfare or safety of the Association or its residents.
- (g) In the exercise of its discretion, enforce by legal means the provisions of the Condominium Documents.
- (h) Cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by any Member entitled to vote.
- (i) To adopt and amend Rules and Regulations governing the use of the common elements and faculties.

**SECTION 4: TERMS OF OFFICE.** Commencing with the first annual meeting of the Members held after this amendment is duly adopted, the Board Members terms shall be staggered as follows: The five (5) person Board shall consist of one (1) three (3) year term, two (2) two (2) year terms, and two (2) one (1) year terms. The Directors with the largest number of votes will get the longer terms. If there is a tie in the number of votes, the staggered terms will be determined by the elected Directors. The board will make sure to assign staggered terms at all times.

The Directors whose terms are not set to expire as of the date this amendment is duly adopted, shall serve for the remainder of their current term. Upon the expiration of their term, the duly elected successor's terms shall be determined according to this Section.

**ASSIGNMENT OF TERMS OF OFFICE.** The Board Members with the largest number of votes will get the longer terms. If there is a tie in the number of votes, the staggered terms will be determined by the elected Board Members. The directors shall hold office until their successors have been elected and hold their first meeting.

**SECTION 5: VACANCIES.** Vacancies in the Board of Directors caused by any reason other than the removal of a director by a vote of the Members shall be filled by vote of the majority of the remaining directors, even though they may constitute less than a quorum; and each person so elected shall be a Director until a successor is elected at the next annual meeting of the Members. The Director elected at the annual meeting shall serve for the remainder of vacated term so as to maintain staggered terms.

**SECTION 6: REMOVAL OF DIRECTORS.** A Director shall only be removed from the Board by a vote of the Members as specified in the Condominium Act of the Arizona Revised Statutes.

**SECTION 7: COMPENSATION.** No compensation shall be paid to Directors or Officers for their services as Directors or Officers. No remuneration shall be paid to a director for services performed by him/her for the Association in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken. Neither a Director nor an Officer may be an employee of the Association.

**SECTION 8: ORGANIZATION MEETING.** The first meeting of a newly elected Board of Directors shall be held within forty-five (45) days of election at such place as shall be fixed by the Directors at the meeting of which such Directors were elected.

**SECTION 9: REGULAR MEETINGS.** Regular meetings of the Board of Directors may be held at such time and public place as shall be determined, from time to time, by a majority of the directors, upon at least 48 hours' notice by conspicuous posting of the meeting notice or by other reasonable means as determined by the Board of Directors.

Such meetings shall be held at least four (4) times each fiscal year in addition to the annual meeting.

**SECTION 10: SPECIAL MEETINGS.** A special meeting of the Board of Directors may be called by the President upon at least 48 hours' notice by conspicuous posting of the meeting notice or by other reasonable means as determined by the Board of Directors. The notice shall state the time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least three (3) directors.

**SECTION 12: BOARD OF DIRECTOR'S QUORUM.** At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors, except as provided in the Condominium Act. If at any meeting of the Board of Directors there be less than a quorum present, the majority of those present may adjourn the meeting from time to time.

**SECTION 13: FIDELITY BONDS.** The Board of Directors shall require that all officers and employees of the Association handling or responsible for funds of the Association shall furnish adequate fidelity bonds. The premium on such bonds shall be paid by the Association.

## ARTICLE V | OFFICERS

- SECTION 1: DESIGNATION:** The principal officers of the Council shall be a President, Vice-President, Secretary, and a Treasurer, all of whom shall be elected by and from the Board of Directors. The directors may appoint an Assistant Treasurer and Assistant Secretary or member-at-large, and such other officers as in their judgment may be necessary who are not directors. The offices of Secretary and Treasurer may be filled by the same person.
- SECTION 2: ELECTION OF OFFICERS.** The officers of the Association shall be elected annually by the Board of Directors at the organization meeting of each new Board and shall hold office at the pleasure of the Board.
- SECTION 3: REMOVAL OF OFFICERS.** Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his/her successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose.
- SECTION 4: PRESIDENT.** The President shall be the chief executive officer of the Association. He/she shall preside at all meetings of the Association and of the Board of Directors. He/she shall have all of the general powers and duties which are usually vested in the office of the President of the Association, including, but not limited to, the power to appoint committees from among the Owners from time to time as he/she may in his/her discretion decide is appropriate to assist in the conduct of the affairs of the Association.
- SECTION 5: VICE-PRESIDENT.** The Vice-President shall take the place of the President and perform his/her duties whenever the President shall be absent or unable to act. If neither the President nor the Vice-President shall be able to act, the Board of Directors shall appoint one of the remaining Board members to do so on an interim basis. The Vice-President shall also perform such other duties as shall from time to time be imposed upon him/her by the Board of Directors.
- SECTION 6: SECRETARY.** The Secretary shall have the responsibility for keeping the minutes of all meetings of the Board of Directors and the Members and such correspondence as shall be necessary and such other duties as shall from time to time be imposed on him/her by the Board of Directors.
- SECTION 7: TREASURER.** The Treasurer shall have the responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association and such depositories as may from time to time be designated by the Board of Directors.



## ARTICLE VI | RULES AND REGULATIONS

**PURPOSE.** The Board of Directors shall, from time to time, promulgate, adopt and amend Rules and Regulations for the management of the Association, and said Rules and Regulations shall apply to and govern the occupation of the various units and of the general common elements by the Owners and lessees, tenants and guests.

- (a) **POWER TO ASSESS PENALTIES.** The Board of Directors or its agent shall have the power to assess penalties against the owner of a unit for violation of the Declaration, By-Laws, Rules and Regulations or other governing documents committed by the Owner and the Owner shall be liable for any such violation committed by a family member, guest, invitee, tenant or occupant of the unit of the Owner.
- (b) **PENALTIES AND NOTICE.** Penalties shall be established based on the nature of the offense and the number of violations. The Owner in question shall be given an opportunity to be heard by the Board of its enforcement committee prior to assessing any penalty and written notice of said hearing shall be given at least ten (10) days in advance of the hearing by regular mail at the last-know address of the owner. Any penalties assessed against any Owner may be enforced in the manner provided by delinquent assessments pursuant to the provisions of Paragraph 10 of the Declaration.

## ARTICLE VII | AMENDMENTS

**PROCESS FOR AMENDMENTS.** These By-Laws may be amended by a majority vote of the Association where quorum is present either in person or by absentee ballot at any regular or special meeting where notice of the proposed amendment is included in the call or notice of meeting, provided no By-Law may be amended or added which would be in conflict with the Amended and Restated Declaration of Restrictions for Scottsdale 2000 Condominium Association heretofore recorded.

## ARTICLE VIII | MAINTENANCE OF BOOKS AND RECORDS

**SECTION 1: MAINTENANCE OF BOOKS AND RECORDS.** The Board of Directors shall cause to be maintained at the principal office of the Association, complete books of account concerning all Association funds, assets and liabilities.

Such books of account shall be open to inspection upon the written demand of any Owner and the requested records shall be made available for review within ten (10) business days of the Owner's request.

Such inspection by an Owner may be made in person or by agent or attorney, and the right of inspection includes the right to make extracts or to perform audits. Demand of inspection shall be made in writing upon the President or Secretary of the Board of Directors.

**SECTION 2: ANNUAL REPORT TO OWNERS.** Annually, at least ten (10) days prior to the annual meeting, the Board of Directors shall cause to be prepared and sent to every Owner, an annual report of the affairs of the Association. Said report shall contain a complete accounting of receipts and disbursements of all Association funds during the preceding year and a balance sheet setting forth all Association assets and liabilities dated not earlier than one-hundred (100) days prior to the date of the annual meeting.

The Board of Directors shall provide for an annual financial audit, review or compilation of the Association. The audit, review or compilation shall be completed no later than one hundred eighty (180) days after the end of the Association's fiscal year and shall be made available on request to the Unit Owners within thirty (30) days after its completion.

## **Article IX | Code of Conduct**

### **SECTION 1: COMMITMENT**

Board members should understand that serving on the Board is a time commitment. Factors such as work schedule and familial responsibilities should be taken into consideration for those wishing to serve their community. Individual accountability is vital to board membership and recognizing the commitment required allows for a more successful board, and association, overall.

### **SECTION 2: PROFESSIONAL BEHAVIOR**

It is important that all Board members treat all homeowners, contractors, lawyers, and fellow board members with respect and professionalism, ensuring there is an open dialogue between Board and Association members. Civility is expected despite any personal differences and it is important to cultivate a sense of mindfulness to resolve issues as they arise.

If a Board member or an Association member raises their voice or uses foul language at a meeting the board will vote to remove said person for the duration of that discussion but shall not prohibit future attendance.

### **SECTION 3: ANTI-DISCRIMINATION**

Board members shall not engage in discriminatory behavior toward a fellow Board member or member of the Association. Fostering an open mind will help decrease prejudice and move toward a more inclusive atmosphere within the Association.

### **SECTION 4: COMPLIANCE WITH GOVERNING DOCUMENTS AND RELEGANT LAWS**

Board members shall abide by all provisions of the Declaration, Articles of Incorporation, Rules and Regulations and any additional governing documents associated with the Association.

### **SECTION 5: CONFLICT OF INTEREST**

If any contract, decision or other action for compensation taken by or on behalf of the Board of Directors would benefit any member of the Board of Directors or any person who is a parent, grandparent, spouse, child or sibling of a member of the Board of Directors or a parent or spouse of any of those persons, that member of the Board of Directors shall declare a conflict of interest for that issue. The member shall declare the conflict in an open meeting of the Board before the Board discusses or takes action on that issue and that member may then vote on that issue. Any contract entered into in violation of this subsection is void and unenforceable.

## **SECTION 6: CONFIDENTIALITY**

Board members should be bound by their code of conduct to maintain complete confidentiality of association matters such as contact information, financial information or actions involving owner litigation. When Board members leave the board they are not to share or use the contact member contact information for any reason unless a homeowner has directly given said person that information for continued use.

## **SECTION 7: COMMUNICATION AND ENGAGEMENT**

As a Board member, considering the voices of all homeowners is important in fulfilling the role. It is important to establish goals among the Board and the entire Association, which will in turn promote homeowner engagement.

The President of Scottsdale 2000 Horizontal Property Association certifies that the provisions contained within this Amended and Restated Bylaws have been approved by a vote of the required percentage of Owners.

DATED this 21<sup>st</sup> day of Sept, 2020.

**Scottsdale 2000 Horizontal Property Association**

By: [Signature]  
Printed Name: JOHNNIE WILLS HALL

Its: President

STATE OF ARIZONA        )  
  ) ss.  
County of Maricopa        )

On this day of Sept 21, 2020, before me personally appeared Johnnie Wills Hall, President of Scottsdale 2000 Horizontal Property Association, whose identity was proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this document, and who acknowledged that he/she signed this document.

[Signature]  
\_\_\_\_\_  
Notary Public

My commission expires:  
Feb 28, 2022

