

**SILVER SADDLE RANCH
HOMEOWNERS ASSOCIATION**

Bylaws

**ARTICLE I
PRINCIPAL OFFICE**

The principal office of the Association for the transaction of its business is located in the County of San Diego, State of California.

**ARTICLE II
MEMBERSHIP AND VOTING**

Section 1. Definitions

(a) For purposes of these Bylaws, the following definitions shall apply:

- (1) "Building site" as used herein shall be deemed and considered to mean some portion of said real property sufficient in area for the use and occupation of a dwelling house and outbuildings of the character and size or described in the Declaration of Restrictions for Silver Saddle Ranch.
- (2) "Lot or parcel" as used herein shall be deemed and construed to mean some portion of said real property in one ownership.
- (3) "Interest" refers to a legal or equitable interest, as distinguished from a leasehold or security interest.
- (4) "Sole owner" means a person who owns alone an interest in a building site in which there are no other interests, as shown on the records of the Association.
- (5) "Co-owner" means a person who owns an interest in a building site (1) with another or others, whether as community property, or joint tenants, or tenants in common, or (2) in which there is one or more other interests owned by another or others, or (3) both, as shown on the records of the Association.
- (6) "Individual" means a human being, and does not include a partnership, corporation, unincorporated association, trust, estate, governmental entity, or the like.
- (7) "Person" means an individual, partnership, corporation, unincorporated association, trust, estate, governmental entity, or the like.
- (8) "Immediate family" means a member's spouse, and children under twenty-three (23) years of age.

(b) A member shall be an individual who either:

- (1) is a sole owner of a building site; or
- (2) is a co-owner of a building site and is certified as the member by the co-owners of the building site; or
- (3) is certified as the member by the partnership, corporation, unincorporated association, trust, estate, governmental entity, and the like, which owns the building site.

(c) No individual shall be entitled to more than one (1) membership in the Association, regardless of the number of building sites in which such individual may own an interest. No person may certify more than one (1) member regardless of the number of building sites in which the person may own an interest.

(d) The immediate family of a member in good standing (as defined in Section 3(a) of Article II) shall be entitled to all of the rights and privileges of membership, except for the right to receive Association property on dissolution of the Association and the right to vote on any matter submitted to a vote of the members of the Association.

(e) The Board of Directors may, from time to time, grant to other persons, upon such terms as may be determined, the privilege of using and enjoying Association facilities or services.

(f) In case of a dispute with respect to whether an individual is a member of the Association, the decision of the Board of Directors shall be final.

Section 2. Members Entitled to Vote.

(a) Each member in good standing (as defined in Section 3 (1) of Article II) shall be entitled to exercise one (1) vote only in the Association, regardless of the number of building sites in which such member may own an interest.

(b) The individual certified in accordance with the provisions of Sub-section I (b)(2) or I (b)(3) of this Article II shall be entitled to cast the one (1) vote in the Association attributable to the one (1) membership for which that individual is certified.

(c) As used in this Article II, "vote" includes signature on, and "ballot" includes written consent, nomination and petition.

(d) Should a non-certified individual vote on any matter submitted to a vote of the members of the Association, the following procedures shall be followed:

- (1) If the certified individual for the subject building site also casts a ballot, the non-certified individual's ballot shall be segregated and not counted.
- (2) If the certified individual for the subject building site does not cast a ballot, and if the non-certified individual who has cast a ballot is a co-owner of the subject building site, the ballot cast shall be valid and counted.

In the absence of such certification, the first ballot cast by a co-owner of the subject building site shall be valid and counted, and all other ballots cast for the subject building site shall be segregated and not counted; in the event ballots are cast by co-owners of the subject building site at substantially the same time, the following procedure shall be followed:

- (1) All such ballots shall be segregated and not then counted.
- (2) The Secretary of the Association shall give notice to all of the co-owners of the subject building site, requesting certification pursuant to Subsection 1 (b)(2) or 1 (b)(3) of this Article II.
- (3) Upon receiving such certification, the ballot of said certified individual shall be counted and the ballot of the non-certified individual shall remain segregated and not counted.
- (4) If no such certification is accomplished within forty-eight (48) hours of the giving of the Secretary's notice, all of such ballots shall remain segregated and not counted.

(e) As used in these Bylaws, the term "voting member" shall mean an individual entitled to vote in accordance with this Article II.

Section 3. Member in Good Standing.

- (a) A member who is current in payment of dues, assessments or other charges from the Association is a member in good standing.
- (b) The Board of Directors shall establish from time to time guidelines for bringing current all dues, or other charges from Association members. Failure of a member to adhere to said guidelines shall cause the Board to notify said member of loss of good standing. Said notification shall be recorded on the appropriate books of record of the Association. The notification thus recorded shall serve as a conclusive presumption that said member was in fact notified of loss of good standing.

Section 4. Membership Assessments.

- (a) Members shall be subject to assessments as provided in the reconstituted Declaration of Restrictions for Silver Saddle Ranch.
- (b) Members shall also be subject to dues and other charges for the exercise of privileges and use of Association facilities and services.
- (c) Dues, assessments or other Association charges which are in arrears shall be collected in a manner which the Board of Directors may prescribe from time to time.

Section 5. Definition of Resident Member

As used in these Bylaws, a "resident member" is a member who actually resides on a building site for a period of not less than nine (9) months in any calendar year. For purpose of this section the Association may rely upon certification of a member with respect to the place of such member's residence.

ARTICLE III MEETINGS OF MEMBERS

Section 1. Annual Meetings.

The members shall meet annually on the first Monday in June in each year at such time and place as may be fixed by the Board of Directors. The Board shall cause to be mailed to each member not less than ten (10) days written notice of said meeting, specifying the time and place thereof, and the business to be transacted thereat.

Section 2. Special Meetings.

Special meetings of the members shall be called at any time by the Board and shall be called by the Board upon written request of not less than twenty-five (25) voting members. The Board shall cause to be given to each member not less than five (5) days written notice of said meeting, specifying the time and place in Silver Saddle Ranch, and the purpose or purposes thereof. If the special meeting is to be called upon written request described above, the Board must act on said written request within fifteen (15) days of receipt thereof and shall set the special meeting within a reasonable time thereafter.

Section 3. Quorum.

The presence in person of twenty-five (25) voting members at a duly called meeting shall constitute a quorum.

Section 4. Adjournment.

(a) in the absence of a quorum, any duly held meeting of members may be adjourned from time to time by a vote of a majority of the voting members present, but no other business shall be transacted.

(b) When a duly held meeting of members is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. When a meeting is adjourned for less than thirty (30) days, it is not necessary to give notice of the time and place of the adjourned meeting or the business to be transacted thereat other than by announcement thereof at the meeting at which the adjournment is taken.

(c) The members present at a duly held meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of enough to leave less than a quorum.

Section 5. Voting.

(a) Except as provided in these Bylaws for election of Directors, members may vote in one of two ways: in person or by mail ballot. Both types of balloting shall be conducted in a manner designed to protect the identity of the member casting the ballot. Mail balloting shall be permitted only if the issue being voted on is the subject of an earlier membership meeting at which the proponents and opponents of the issue have had an opportunity to present their views to the membership. There shall be no voting by proxy.

(b) Members entitled to vote at an annual meeting or special meeting, or on any issue or election relative to said meeting, are those who are members of record as shown on the books of the Association as of the close of business thirty (30) days prior to said meeting date.

Section 6. Conduct of Meetings.

(a) Meetings of members shall be presided over by the President of the Association or, in the absence of the President, by the first Vice-President, in the absence of the first Vice-President, by the second Vice-President and in the absence of all three, by a Chairman chosen from the Board by a majority of the Board members present. The Secretary of the Association shall act as secretary of all meetings of members; provided that, in the Secretary's absence, the presiding officer may appoint another person to act as secretary of the meeting.

(b) Meetings of members shall be governed by Robert's Rules of Order, as such Rules may be revised from time to time, insofar as such Rules are not inconsistent or in conflict with these Bylaws, with the Articles of Incorporation of this Association, with the Declaration of Restrictions for Silver Saddle Ranch or with law.

ARTICLE IV DIRECTORS

Section 1. Number of Directors.

The Association shall have seven (7) directors and collectively they shall be known as the Board of Directors.

Section 2. Powers of Board of Directors.

The Board of Directors shall, subject to limitations set forth in the Articles of Incorporation, the Declaration of Restrictions and these Bylaws, exercise the powers of the Association, control its property, and conduct its affairs with, but not limited to, the following specific powers:

(a) To call special meetings of the members whenever deemed necessary; and it shall call such a meeting at any time upon the request of twenty-five (25) voting members;

(b) To elect from its own number a President, a first Vice-President, and a second Vice-President.

(c) To elect a Secretary and Treasurer;

(d) To make regulations, resolutions and rulings as authorized by the laws of the State, the Declaration of Restrictions for Silver Saddle Ranch, the Articles of Incorporation, and these Bylaws.

Section 3. General Qualifications.

Each director shall be a resident member of the Association for at least two (2) years or shall have served on a standing committee for one (1) complete year, said time requirement not applying to the original Board. Directors shall be eligible for reelection without limitation on the number of terms they may serve.

Section 4. Election of Directors.

(a) Except for Directors appointed to fill vacancies, Directors shall be elected by ballot at the office of the Association or at such other place as the Board of Directors may designate in San Diego county, on the first Monday of June of each year, between the hours of 8 o'clock A.M. and 7 o'clock P.M., during which time the polls shall remain open.

(b) The terms of the Directors shall be staggered in order that not more than three (3) Directors shall be elected to full terms in any one year.

(c) The term of office for all Directors, except for Directors elected to fill an unexpired term, shall be for a period of three (3) years, or until their successors are elected, except for the election held in June of 1977, the results of which election shall determine the terms as follows:

(1) The three (3) nominees receiving the greatest number of votes shall be elected to a three (3) year term.

(2) The next two (2) nominees receiving the next highest number of votes shall be elected to a two (2) year term.

(3) The next two (2) nominees receiving the next highest number of votes shall be elected to a one (1) year term.

(d) Not less than forty-five (45) days prior to any annual meeting of members, the Board of Directors shall create an ad hoc committee, hereafter referred to as the Nominating Committee. Said Nominating Committee shall have five (5) members who shall be Association members. The manner in which these five (5) positions are to be filled is as follows:

(1) The Board shall appoint two (2) members.

(2) Upon at least ten (10) days written notice to the Association membership by the Board announcing the formation of the Nominating Committee, any Association member in good standing, with two (2) years resident membership or one (1) complete year of service on a standing committee, and wishing to serve on said committee, may apply for such position at the office of the Association within the announced period on a form provided for that purpose. From the number so applying, two (2) members shall be selected by lot. The selection by lot shall be conducted by the individual designed by the Board.

(3) The fifth member shall be the immediate Past President of the Association, or if such individual be unavailable, then the preceding Past President of the Board, ad seriatim.

Nominating Committee members shall serve until the completion of the annual meeting immediately succeeding their appointments. Not less than thirty (30) days prior to such meeting the Nominating Committee shall recommend to the Board not less than two (2) more individuals than the number being elected as candidates for the Board of Directors. All candidates so recommended must be qualified. At the annual meeting the Board shall cause the members so recommended to be nominated.

(e) The report of the Nominating Committee, containing the names of the candidates shall, on receipt from the committee, be immediately posted on the Association Bulletin Board by the Secretary of the Association.

(f) Not less than twenty (20) days prior to any election of Directors, any fifty (50) voting members of the Association, other than Directors, may make additional nominations, which nominations shall be in writing and signed by the proponents and shall be immediately posted on the Association Bulletin Board by the Secretary. A candidate may withdraw by giving written notice to the Secretary of the Association at least fifteen (15) days prior to any election, provided that on the final ballot, at least two (2) more individuals than the number of Directors to be elected appear as candidates.

(g) The notice of the annual meeting of members shall include the names of candidates and their brief biographies in a format designated by the Nominating Committee.

(h) The Directors shall be elected by secret ballot from those nominated as herein provided. The number to be elected shall be dependent upon the number of Directors whose terms are expiring and the number of vacancies, if any, then existing. Printed ballots containing the names of all candidates, arranged alphabetically, shall be prepared by the Secretary. The President shall appoint three (3) inspectors, whose duties shall be to preside over the election and thereafter count the ballots. Each voting member shall be entitled to vote for the number of Directors to be elected, but cumulative voting shall not be permitted. Consistent with the number of positions to be filled, the candidates receiving the highest number of votes shall be certified by the inspectors to the Secretary; provided, however, those candidates receiving the highest number of votes shall serve the full terms and the others elected shall fill the remaining terms thereof. The Secretary shall post on the Association Bulletin Board the names of the Directors elected, the number of votes received by each, and the term each is to serve. Directors so elected shall take office immediately and shall serve for the term hereinabove specified. After a recount and in case of a tie which prevents the election of the appropriate number of Directors, the tie shall be determined by lot between the tying candidates.

(i) At the election of Directors, voting members shall vote by secret ballot in person or by absentee ballot. Any voting member who is unable to attend the election may apply in writing to the Secretary for a form of absentee ballot containing the names of nominees. To be valid, an absentee ballot must be filed in a sealed envelope with the Secretary prior to the commencement of the election. Said absentee ballots shall be opened and counted by the inspectors of the election at the time regular ballots are counted.

(j) A vacancy in the Board of Directors shall exist upon death or resignation of a Director or when said Director ceases to be a member in good standing of the Association. The Board of Directors may declare vacant the position of a Director who is absent for three (3) consecutive regular Board meetings without prior authorization from the Board.

(k) Vacancies in the Board of Directors shall be filled by appointment by a majority of the remaining Directors, although less than a quorum. Directors so elected to fill vacancies shall serve until the next annual election. Provided, however, if such vacancy occurs within one-hundred twenty (120) days prior to the annual election, the Board may, by resolution, determine that the vacancy shall remain until the election.

(l) The Association shall not be required to maintain ballots and voting records for more than two (2) years unless the Board of Directors shall direct said ballots and records to be stored for a longer period. Accordingly, the Secretary may destroy, burn or otherwise dispose of said ballots and records without further authority or direction from the Board.

Section 5. Meetings of Board of Directors.

(a) Meetings of the Board of Directors shall be held at the principal office of the Association, unless otherwise provided by the Board.

(b) The Board of Directors shall meet regularly on the first Thursday of each month at such hour the Board establishes for the commencement of business; no notice of such regular meetings need be given.

(c) Special meetings of the Board of Directors shall be called by the President, or by a majority of the Board, by directing the Secretary to issue a call for such meeting. There-upon, the Secretary shall notify each Board member, either personally or by mail, at least twenty-four (24) hours prior to the time of such meeting. Such notice shall specify the purpose of the meeting, and at such special meeting, only the business so noticed may be transacted. If the Secretary fails to give such notice, any Board member may do so.

(d) The presence in person of at least four (4) members of the Board of Directors shall constitute a quorum for the transaction of business.

(e) At the request of any member of the Board of Directors, the Secretary shall record the vote of each Director upon any motion.

(f) Meetings of the Board of Directors shall be governed by Robert's Rules of Order, as such Rules may be revised from time to time and insofar as such Rules are not inconsistent or in conflict with these Bylaws, with the Articles of Incorporation, with the Declaration of Restrictions or with law.

(g) Meetings of the Board of Directors shall be presided over by the President of the Association, or in the President's absence, by the first Vice-president, or in the absence of both the first and second Vice-President, by a Chairman chosen by a majority of the Directors present. The Secretary of the Corporation shall act as Secretary of the Board; provided, however, that in the absence of the Secretary, the presiding officer shall appoint an individual to act as Secretary of the meeting.

(h) All meetings of the Board of Directors shall be open to Association members; provided, however, the presiding officer may, at a duly held meeting of the Board, declare a closed meeting of the Board, known as an Executive Session, (1) to consider matters affecting the security of Association buildings or facilities, or (2) to consider matters affecting any present or proposed employee of the Association, or (3) to confer with Association counsel on any matter, under conditions in which the attorney-client privilege would obtain, when necessary to preserve the Board's right to effective counsel, or (4) under such circumstances as may be determined by a majority of the Board to be discussed in Executive Session.

(i) Members of the Board of Directors shall conduct themselves in accordance with a Code of Ethics which the Board shall adopt.

Section 6. Limitations on Board of Directors' Powers.

(a) Resolutions providing for the acquisition of real property by the Association or for the sale, mortgage or other disposition of any real property of the Association (except for granting, relocating or extinguishing franchises, rights of way, and easements for public utility or for other public or quasi-public purposes upon, over and/or under any real property owned by the Association or by any other party) shall not become effective until fifteen (15) days after written notice shall have been given by mail to all members of the Association. If during such fifteen (15) day period there shall be presented to the Secretary a petition signed by fifty (50) voting members of the Association, protesting against such acquisition, sale, mortgage, or other disposition of property, such resolution shall not become effective unless approved by a majority of a quorum of voting members at a members' meeting called and held within thirty (30) days after the filing of such petition. During the periods referred to above, the Board and/or Association shall not consummate the transaction and shall notify affected third parties of the provisions contained herein.

(b) Any approval given by the Board of Directors for any subdivision, realignment, variance, commercial or multiple residential structure, keeping of animals, or modifications of Local Protective Restrictions of the Declaration of Restrictions shall not be valid unless and until the Board shall first (1) have received the written advice of the standing committee thereon, and (2) have had a hearing thereon at which Association members shall have the right to speak. Notwithstanding the existence of a quorum, any such approval shall require an affirmative vote of at least four (4) members of the Board of Directors; provided, however, that in the event the said standing committee advises disapproval in writing thereof, any such approval shall require an affirmative vote of at least five (5) members of the Board of Directors.

(c) Any approval given by the Board of Directors for any annexation shall not be valid unless and until the Board shall first have had a hearing thereon at which Association members shall have the right to speak. Notwithstanding the existence of a quorum, any such approval shall require an affirmative vote of at least four (4) members of the Board of Directors.

(d) Notwithstanding the provisions of subsections 6(b) and 6(c) of this Article IV, and approval given by the Board of Directors for any modification of Local Restrictions of the Declaration of Restrictions for Silver Saddle Ranch or for any annexation shall not become effective until fifteen (15) days after posting on the Association Bulletin Board the proposed modification as contained in the minutes of the meeting at which such approval was given. If during such fifteen (15) day period there shall be presented to the Secretary a petition signed by fifty (50) voting members of the Association, protesting against such approval, such approval shall not become effective unless approved by a majority of a quorum of voting members at a members' meeting called and held within thirty (30) days after the filing of such petition. During the periods referred to above, the Board and/or Association shall not consummate the transaction and shall notify affected third parties of the provisions contained herein.

(e) Regulations may be adopted, amended or repealed after a hearing thereon at which Association members shall have the right to speak, by affirmative vote of at least five (5) members of the Board of Directors, and only after ten (10) days written notice to members of the proposed regulation (or amendment or repeal thereof) shall have full force thereon. Any such regulation (or amendment or repeal thereof) shall have full force and effect immediately upon being so adopted.

ARTICLE V DUTIES OF OFFICERS

Section 1. Officers.

The officers of the Association shall be the President, first Vice-President, second Vice-President, Secretary, and Treasurer. No individual may hold more than one (1) office.

Section 2. Election of Officers.

As soon as possible after the election, following each annual meeting of members, the Board of Directors shall hold a regular meeting for the purpose of organization, election of officers and the transaction of other business.

Section 3. President.

The President shall preside over all meetings, shall sign all instruments in writing which have been approved by the Board of Directors, shall be recognized as the official head of the Association, and shall have such powers as generally pertain to the office of the President, together with such other powers as may be conferred upon that office by the Board. The President shall consult with the Committee Chairman prior to appointing anyone to as a member of the committee.

Section 4. First Vice-President.

The first Vice-President shall assume the duties of the President whenever the latter is absent or is unable or refuses to act. If both the President and first Vice-President are unable to act, the second Vice-President shall serve as a President pro Tem.

Section 5. Second Vice President.

The second Vice-President shall assume the duties of the first Vice-President whenever the latter is absent or is unable or refuses to act. If the President, first Vice-President and second Vice-President are unable to act, the Board shall appoint a Director to serve as a President Pro Tem.

Section 6. Secretary.

The Secretary shall keep a record of the proceedings of the Board of Directors and of the members, and shall perform such other duties as may be prescribed by the Board. The Secretary shall keep a record containing the list of the members of the Association, with the name and address of each member.

Section 7. Treasurer.

The Treasurer shall be responsible for safeguarding and accounting for the receipts and disposition of assets of the Association.

ARTICLE VI ASSOCIATION COMMITTEES

All committees shall be under the direct supervision and subject to the control of the Board of Directors of the Association.

Section 1. Standing Activity Committees.

The Association shall have the following standing activity committees whose function it is to advise the Board of Directors with respect to the use of Association property and recreational facilities. The members of each committee shall be resident members of the Association in good standing.

Section 2. Environmental Review Committee.

The environmental review committee shall be responsible for the Board in matters affecting the planning and zoning of real property, restrictions, beautification, safety, equestrian trails, easements, and other matters of aesthetic values as the officers and/or membership directs.

Section 3. Additional Duties of Standing Committees.

The precise and/or additional duties and responsibilities of each said committee shall be as designated by the Board of Directors from time to time.

Section 4. Ad Hoc Committees.

Ad hoc committees for special purposes may be created, and appointments made thereto, from time to time by the Board of Directors.

Section 5. Standing Committee Appointments.

The President of the Association shall appoint one of the Directors to chair each standing committee thereby assuring a liaison and direct communication with the Board of Directors of the Association. Other Directors may suggest members in good standing to the Committees but the Chairman (Director) will be given the right to choose his Committee members who will be subject to the Board's approval.

Section 6. Term.

All members of standing committees shall assume their positions upon appointment following the annual meeting of the Association, and shall serve until the next annual meeting of the members of the Association. Members of standing committees may be re-appointed without limitation on the number of terms. A vacancy on any standing committee shall be filled for the remainder of the one (1) year term by the committee Chairman making the original appointment or such Director's successor.

Section 7. Non-Voting Committee Members.

Each standing committee may select one or more non-voting members to advise it on matters of current study. Non-voting members of a standing committee shall be entitled to all other rights afforded voting members, including notice of meetings, agendas, copies of minutes and reports.

Section 8. Committee Meetings.

Each committee shall meet at such times, places, and frequency as may be directed by its chairman or by the Board of Directors.

Section 9. Committee Minutes and Reports.

Each standing committee shall prepare and file with the Secretary of the Association (a) current minutes of all of its meetings, and (b) an annual report covering its activities for the fiscal year.

ARTICLE VII INDEMNIFICATION

Except as otherwise limited by state or federal law, this Association shall pay all expenses incurred by, and satisfy any judgment or fine rendered or levied against, any person who is or has been a Director, officer, employee, agent or committee member of this Association in an action brought by a third party against such person (whether or not this Association is joined as a party defendant) to impose a liability on such person for an act alleged to have been committed or omitted by such person while a Director, officer, employee, agent, or committee member, or by this Association, or by both, provided that the Board of Directors of this Association determines in good faith that such Director, officer, employee, agent or committee member was acting in good faith within what such person reasonably believed to be the scope of such person's employment or authority and for a purpose such person reasonably believed to be in the best interest of the Association or its members. Payments provided for hereunder shall include amounts paid in expenses incurred in settling any such action or threatened action. This provision shall be construed to provide for payments and indemnification to the fullest extent permitted by law.

ARTICLE VIII INSTRUMENTS, DEPOSITS AND FUNDS

Section 1. Contracts.

The Board of Directors may authorize any officer or agent of the Association, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the Association, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have any power or authority, except as in these Bylaws provided, to bind the Association by any contract or engagement, or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount.

Section 2. Signatures.

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be signed by the Treasurer and countersigned by the President, unless otherwise directed by resolution of the Board of Directors as provided in Section I hereof.

Section 3. Deposits.

All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of directors may select.

Section 4. Gifts.

The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Association.

Section 5. Open Books.

The accounting books and records, and the minutes of proceedings of the members, the Board of Directors (except Executive Sessions) and Committees, shall be open to inspection upon demand of any Association member in good standing at any reasonable time during usual business hours, for a purpose reasonably related to such member's interests. Any Association member may obtain from the Association copies of said minutes, books, records, or documents upon payment of reasonable reproduction costs. Upon written request of any Association member, the Board may permit inspection of other Association records.

ARTICLE IX NOTICES

Section 1. Mailing.

All notices required under these Bylaws must be given in writing by depositing the same in the U. S. Mail, postage prepaid, properly addressed to the person to whom it is to be given at such person's last known address as shown on the records of the Association.

Section 2. Time of Notices.

Unless specified otherwise in these Bylaws, notices of hearings shall be given in the time and manner prescribed by the Board of Directors.

**ARTICLE X
BYLAWS AND AMENDMENTS TO BYLAWS**

Section 1. By Members.

Any of these Bylaws may be amended or repealed, and any bylaw may be adopted, amended or repealed, by the written consent of voting members entitled to exercise a majority of the voting power of the Association, or by the vote of a majority of a quorum at a meeting of Association members duly called for the purpose thereof according to these Bylaws. The Board of Directors shall have no power to amend or repeal any bylaw or amendment by the members of the Association.

Section 2. By Board of Directors.

Subject to the right of Association members to adopt, amend, or repeal bylaws, any of these Bylaws may be amended or repealed, and any bylaw may be adopted, amended or repealed, after a hearing thereon at which Association members shall have the right to speak, by the Board of Directors only after written notice of the proposed action and the hearing thereon is given to the members of the Association at least ten (10) days before such hearing; provided, however, that whenever a bylaw requires for Board action the affirmative vote of a larger proportion of the Board than is otherwise required, the bylaw requiring such greater vote shall not be altered, amended or repealed by the Board except by such greater affirmative vote.

Section 3. Effective Date of Amendments.

Any action taken in accordance with these Bylaws to adopt, amend or repeal any bylaw shall become effective immediately upon being so taken unless a later date is provided for as a part of such action.

Section 4. Savings Clause.

Any provision of these Bylaws which conflicts with the Declaration of Restrictions, the Articles of Incorporation, or law shall be void and have no force or effect. The remaining Bylaws shall remain in full force and effect.

Section 5. Place Where Bylaws Kept.

The original or copy of these Bylaws, as amended, or otherwise altered to date, certified by the Secretary of the Association, shall be recorded and kept in a book which shall be kept in the office of the Association, and such book shall be open to inspection by any Association member at all reasonable times during office hours.

Section 6. Effective Date of Original Bylaws.

These Bylaws shall become effective immediately upon their adoption.

**ARTICLE XI
ANNUAL MEMBERSHIP DUES**

Annual membership dues shall be \$5.00 unless otherwise changed (by a majority vote of the members present at a regular meeting of the Association).

**ARTICLE XII
CORPORATE SEAL**

The Seal of the Association shall consist of a circle having the words, "SILVER SADDLE RANCH HOMEOWNERS ASSOCIATION", California, incorporated August 11, 1977.