

#### 4. Notice of Hearing

The Board will serve a notice of hearing along with the statement of complaint. Such notice will occur at least ten (10) days prior to the hearing. The notice to the charged individual shall be in the following form and may also include other information:

You are hereby notified that a hearing will be held before the BOARD OF DIRECTORS at \_\_\_\_\_ on the \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, at the hour of \_\_\_\_\_ upon the charges made in the complaint served upon you. You may but need not be represented by counsel and may present any relevant evidence. You will be given full opportunity to cross-examine all witnesses testifying against you. You are entitled to compel the attendance of witnesses and the production of books, documents or other items by applying to the Board.

Any party unable to attend the scheduled hearing and can show good cause, may request rescheduling of the hearing at a specified time and date for which they will be available. Upon receiving such a request, the Board may reset the time and date of the hearing and promptly notify all parties involved.

#### 5. Witnesses and Evidence

Any party, upon written request to the other party and prior to the hearing, is entitled to (1) obtain the names and addresses of any known witnesses and (2) inspect and make a copy of any statements or investigative reports relevant to the matter of the hearing. Such requests must be made within ten (10) days after the notice of hearing has been served or within ten (10) days after service of any amended or supplemental complaint. Nothing in this section shall authorize the disclosure of any information protected by law or confidential attorney/client relationship.

#### 6. Constraints on the Board

Each member of the Board must make a determination as to his/her ability to act in an objective and impartial manner in the case before the Board. Any member incapable of such action shall withdraw from the proceedings. Such withdrawal shall be entered in the minutes.

#### 7. Hearing

At the beginning of the hearing a member of the Board shall explain the rules and procedures by which the hearing is to be conducted. Generally, each principal is entitled to make an opening statement, starting with the complainant. Then each party is entitled to produce evidence, witnesses, and testimony and to cross-examine the witnesses and opposing party. Then each party is entitled to make a closing statement. Any party may waive the right to exercise any part of this process, and the Board is entitled to exercise its discretion as to the specific manner in which the hearing will be conducted. The hearing need not be conducted according to technical rules relating to evidence and witnesses. Generally, any relevant evidence shall be admitted if it is the sort of evidence on which responsible persons are accustomed to rely in the conduct of serious affairs, regardless of the existence of any common law or statutory rule which might make improper the admission of such evidence over objection in civil actions. Hearsay evidence shall not be sufficient in itself to

support a finding. Both the accusing party and the allegedly defaulting party must be in attendance at the hearing. At the request of any principal, the hearing shall be conducted in executive session.

#### 8. Decision

After all testimony and documentary evidence has been presented to the Board, the Board shall vote upon the matter with a majority of the entire Board controlling. The Board shall make its determination only in accordance with this resolution. The decision may be made at the conclusion of the hearing or may be postponed to no later than ten (10) days hence. The Board will prepare written findings of fact. A copy of the findings and recommendations of the Board, including majority and minority opinions, if any, shall be served by the Board on each party in the matter and his/her attorney, if any. A summary of the decision, excluding names of persons involved and addressing only the issue and the Board decision as regards the issue, shall be included in the minutes of the Board. Disciplinary action, if any, shall become effective ten (10) days after it is served upon the respondent, unless otherwise ordered in writing by the Board.

#### 9. Further Action

Any individual Member must exhaust all available remedies of the Association prescribed by this resolution before that Member may resort to a court of law for relief with respect to any alleged violation by another Member of any provision of the founding documents or the Rules. The foregoing limitation pertaining to exhausting administrative remedies shall not necessarily apply to the Board or to any Member where the complaint alleges non-payment of assessments.

Adopted at a regular meeting of the Board of Directors of the Victoria Village Homeowners Association held on September 7, 1983.

ATTEST:

\_\_\_\_\_  
Date

\_\_\_\_\_  
Secretary

EXHIBIT A

COMPLAINT

As provided for in the Complaint Resolution Procedure, Victoria Village Homeowners Association, I/We hereby make the following complaint:

1. Citation of specific provision(s) of the Declarations or Rules:

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2. Specific violation, including time, date, locations and persons involved:

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Signed: \_\_\_\_\_

Address: \_\_\_\_\_

Date: \_\_\_\_\_

ARTICLES OF INCORPORATION  
(SEE INSTRUCTIONS BELOW)

29 JUN 01

STATE OF COLORADO  
DEPT. OF STATE

The undersigned person(s) acting as incorporator(s) of a corporation under the Colorado Nonprofit Corporation Act, sign, and, acknowledge the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is Victoria Village Homeowners Association, Inc.

SECOND: The period of duration is Perpetual  
(a stated number of years, or the word PERPETUAL)

THIRD: The purpose or purposes for which the corporation is organized \_\_\_\_\_  
\_\_\_\_\_ Homeowners Association

FOURTH: The address of the initial registered office of the corporation in Colorado is \_\_\_\_\_

390 South Potomac Way, Aurora, Colorado 80012

(Address must include Building number, Street (or rural route number), Town or City, County and Zip code.)  
and the name of its initial registered agent at such address is Glen W. Barnard

FIFTH: Address of the principal office \_\_\_\_\_  
(if not the same as its registered office)

SIXTH: The number of directors constituting the initial board of directors of the corporation is (at least

one) three (3), and the names and addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
<u>Glen W. Barnard</u>	<u>5367 E. Oxford</u> <u>Englewood, CO 80110</u>
<u>Craig H. Johnson</u>	<u>2410 S. Dearborn</u> <u>Aurora, CO 80014</u>
<u>Daniel J. Brouillette</u>	<u>5343 E. Lake Place</u> <u>Littleton, CO 80121</u>

Incorporator(s)

STATE OF Colorado  
ss.

COUNTY OF Arapahoe

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of

June, 1981, by Glen W. Barnard, Craig H. Johnson, Daniel J. Brouillette

In witness whereof I have hereunto set my hand and seal.

My commission expires June 19, 1983

Rene D. Dettler  
Notary Public

Note: Submit in duplicate

Fee \$10.00

One or more persons may incorporate. The name and address of each incorporator is to be typed below his signature unless one or more of the incorporators are also initial directors, the address of such incorporator(s) need not be repeated.

## BY-LAWS

### ARTICLE I NAME AND LOCATION

### ARTICLE II DEFINITIONS

Section 1.	Association.....	1
Section 2.	Properties.....	1
Section 3.	Common Area.....	1
Section 4.	Lot .....	1
Section 5.	Owner.....	1
Section 6.	Declarant.....	1
Section 7.	Declaration.....	2
Section 8.	Member.....	2
Section 9.	First Mortgage.....	2
Section 10.	First Mortgagee.....	2

### ARTICLE III MEETING OF MEMBERS

Section 1.	Annual Meeting.....	2
Section 2.	Special Meetings.....	2
Section 3.	Notice of Meetings.....	3
Section 4.	Quorum.....	3
Section 5.	Proxies.....	3
Section 6.	Order of Business.....	3
Section 7.	Performance of Functions by Declarant.....	3

### ARTICLE IV BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1.	Number.....	3
Section 2.	Term of Office.....	4
Section 3.	Removal.....	4
Section 4.	Compensation.....	4
Section 5.	Action Taken Without a Meeting.....	4

### ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

Section 1.	Nomination.....	5
Section 2.	Election.....	5

### ARTICLE VI MEETINGS OF DIRECTORS

Section 1.	Regular Meetings.....	5
------------	-----------------------	---

Section 2.	Special Meetings.....	5
Section 3.	Quorum.....	5

#### ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1.	Powers.....	5
	a. Adoption of Rules and Regulations.....	5
	b. Suspension of Voting Rights.....	5
	c. Delegation of Vacancy.....	5
	d. Declaration of Vacancy.....	6
	e. Employment of Manager for F.O.A.....	6
Section 2.	Duties.....	6
	a. Records Keeping.....	6
	b. Supervision.....	6
	c. Administration of Assessments.....	6
	d. Assessment Reporting.....	6
	e. Providing of Insurance.....	6
	f. Bonding.....	6
	g. Maintenance of Common Area.....	6

#### ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1.	Enumeration of Offices.....	7
Section 2.	Election of Officers.....	7
Section 3.	Term .....	7
Section 4.	Special Appointments.....	7
Section 5.	Resignation and Removal.....	7
Section 6.	Vacancies.....	7
Section 7.	Multiple Offices.....	7
Section 8.	Duties.....	7
	a. President.....	7
	b. Vice-President.....	8
	c. Secretary.....	8
	d. Treasurer.....	8

#### ARTICLE IX COMMITTEES.....8

#### ARTICLE X BOOKS AND RECORDS.....8

#### ARTICLE XI INDEMNIFICATION OF DIRECTORS AND OFFICER.....9

#### ARTICLE XII ASSESSMENTS.....9

#### ARTICLE XIII CORPORATE SEAL.....10

ARTICLE XIV  
AMENDMENTS

Section 1.	By-Laws.....	10
Section 2.	Conflict Control.....	10

ARTICLE XV  
MORTGAGES

Section 1.	Notice of Association.....	10
Section 2.	Notice of Default.....	11
Section 3.	Inspection of Records by Mortgages.....	11
Section 4.	Financial Reports.....	11
Section 5.	Notice of Meetings.....	11

ARTICLE XVI	MISCELLANEOUS.....	11
-------------	--------------------	----

BY-LAWS  
OF  
VICTORIA VILLAGE HOMEOWNERS' ASSOCIATION, INC.

ARTICLE I  
NAME AND LOCATION

The name of the corporation is Victoria Village Homeowners' Association, Inc., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 390 South Potomac Way, Aurora, Colorado 80012 but meetings of members and directors may be held at such places within the Denver metropolitan area, as may be designated by the Board of Directors.

ARTICLE II  
DEFINITIONS

Section 1. "Association" shall mean and refer to VICTORIA VILLAGE HOMEOWNERS' ASSOCIATION, INC., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions.

Section 3. "Common Area" shall mean all real property owned by the Association and for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map or plat of the Properties with the exception of the Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to PULTE HOME CORPORATION, A DELAWARE CORPORATION, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded or to be recorded in the Office of the Clerk and Recorder, Jefferson County, Colorado.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

Section 9. "First Mortgage" shall mean and refer to any unpaid and outstanding mortgage, deed of trust or other security instrument recorded in the records of the office of the Clerk and Recorder of Jefferson County, Colorado, having priority of record over all other recorded liens except those governmental liens made superior by statute (such as general ad valorem tax liens and special assessments). "First Mortgage" for purposes of Article IV, Section 9 hereof, shall also mean and refer to any executory land sales contract wherein the Administrator of Veteran's Affairs, an officer of the United States of America is the seller, whether such contract is recorded or not, and whether such contract is owned by the said administrator or has been assigned by the said administrator and is owned by the administrator's assignee or a remote assignee, and the land records in the office of the Clerk and Recorder of Jefferson County, Colorado, show said administrator as having record title to the Lot.

Section 10. "First Mortgagee" shall mean and refer to any person named as a mortgagee or beneficiary under any First Mortgage (including, for purposes for Article IV, Section 9 hereof, the Administrator of Veteran's Affairs, an officer of the United States of America, and his assigns under any executory land sales contract wherein the said Administrator is identified as the seller, whether such contract is recorded or not, and the land records of the Clerk and Recorder of Jefferson County, Colorado, show the said Administrator as having record title to the Lot), or any successor to the interests of any such person under such First Mortgage.

### ARTICLE III MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 3:00 o'clock, P.M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A membership.

Section 3. Notice of Meeting. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. 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.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented. A reconvened meeting shall be called in any event no later than forty-five (45) days from the day of adjournment.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy and shall be entitled to the number of votes set forth in the Articles of Incorporation. All proxies shall be in writing and filed with the secretary. Every proxy shall be recoverable and shall automatically cease upon conveyance by the member of his Lot.

Section 6. Order of Business. The order of business at all meetings of the Owners of Lots shall be as follows:

- (a) Roll call
- (b) Proof of notice of meeting or waiver of notice
- (c) Reading of minutes
- (d) Reports of officers
- (e) Reports of committees
- (f) Election of inspectors of election
- (g) Election of Directors (annual meetings only)
- (h) Unfinished business
- (i) New Business
- (j) Adjournment

#### ARTICLE IV

##### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) Directors; who need not be members of the Association. (The number of Directors may be increased to not more than seven (7) by the existing Directors,

but must otherwise be changed by amendments of the By-Laws of this Association.)

Section 2. Term of Officer. At the first annual meeting the members shall elect one (1) Director for a term of 1 year, one (1) Director for a term of 2 years and one (1) Director for a term of 3 years; and at each annual meeting thereafter the members shall elect Directors for a term of three (3) years; to fill the vacancies created by expired terms or new directors as required by the Board.

Section 3. Removal. Any director may be removed from the Board with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor; provided, however, that if any director appointed by Declarant is removed as aforesaid, his successor shall be appointed by Declarant and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. 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 the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

#### ARTICLE V

##### NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.