

BYLAWS Of the Eleven Mile Ranch Association

A general statement of the aims, objectives, and purposes of this organization which are more specifically hereinafter set forth: The purposes and objectives of this Association are to promote good fellowship, social interaction, and recreational advantages among its members and guests and to operate and maintain the water system, entry gate, and the lodge, all which are owned by the Association, the same being a non-profit corporation. In addition, the Association may maintain or arrange to maintain the various roadways through the subdivision. It shall also be the aim, desire, and purpose to cooperate with the Owners or managers of the Lake George Company, who are Owners of "Lake George." In order to make this place of operation the finest fishing and recreational area in the entire region and to help and assist in whatever way possible in the establishment of such rules, regulations, and restrictions that may be necessary for the furtherance of these aims, objectives, and purposes to the satisfaction and mutual benefit of the majority of its Members and of others directly concerned with this Association.

Article I ORGANIZATION NAME:

Section I Name of the organization:

The name of the organization is the Eleven Mile Ranch Association (**EMRA**). The address is P.O. Box 591, Lake George, Park County, CO 80827.

Article II MEMBERSHIP:

Section I Categories of Membership:

A: General -- All property Owners within Eleven Mile Ranch are general members of EMRA.

B: Members in Good Standing – Any general member of EMRA who has paid all dues, fees, assessments, etc., and is otherwise in good standing with EMRA is a "Member in Good Standing" and entitled to all privileges associated with that status.

C. Voting Member -- Any general member of EMRA, as shown on the ownership records of the Park County Assessor records, who is in good standing is the voting member. If there are multiple owners, then the owners must notify the board who will be the voting member. A change removing a person as a designated representative may not be made if the designated representative is serving as a member of the Board of Directors. Any voting member may designate a proxy for voting purposes.

Section II Transfer of Membership:

A Membership may be transferred with the conveyance of property upon payment of the current transfer fee and payment of all outstanding dues, fees, and assessments.

Section III Use of Association facilities:

All the Members in Good Standing of this Association are to have the use of all the facilities belonging to the EMRA. and particularly the lodge and the use of water from the system now installed and owned by the Association.

Section IV Water usage:

The use of water from the water system shall be limited to Members in Good Standing only, no other (person) shall be entitled to connect with or use water from the system which is the property of the Association.

Article III BOARD OF DIRECTORS:

Section I Election of Directors:

1. Article III, Board of Directors - Section 1: Election of Directors, Replacements and Limits:

- A. Election – The BOD shall be seven (7) EMRA Members in Good Standing and shall be elected by those Members in Good Standing at the Annual Meeting. The Directors' terms shall be two (2) years, with four (4) directors elected in Presidential or Mid-term election years and three (3) directors elected in non-national election years.
- B. Replacements – In the event that a director is not able to complete their term, for whatever reason, the remaining members of the BOD shall nominate and approve a person to fill the unexpired term of office. The person appointed to fill an unexpired term shall serve until the next election.

- C. Term Limits – The term of office for any director shall be no more than four (4) consecutive terms. Once a director has served four (4) consecutive terms, they must be off for two (2) years before serving again. If a director is appointed to fill a term and they serve more than half the term, i.e., they serve more than half the two (2) year term of the director they replace, then they shall be eligible for three (3) more terms. If they serve less than half the term of the director they replace, then they shall be eligible for four (4) more terms. Changing the voting member of the owner or owners of a property will not allow a circumvention of this term limit section, i.e., cabin “A” has appointed owner “A” as the voting member, owner “A” has served four (4) terms as a director, cabin “A” appoints owner “B” as the voting member. Owner “B” cannot serve until owner “A” has been out of office two (2) years.

Section II Responsibility of the Board of Directors:

The BOD shall be the managers of the Association and shall perform all duties necessary for proper management of said organization and report to the Association their act or acts in the performance of such duties. All Directors shall serve without compensation and are to be held harmless for their acts or actions made in good faith and on behalf of the Association.

Section III Quorum for Regular Business:

A quorum for regular business shall consist of not less than four (4) Members of the Board. Board Members may be considered present at any BOD meeting in person, by phone or any other electronic means.

Section IV Board meetings:

The Board shall meet at least three times each calendar year and at the call of the President, Vice President, or a majority of the Board.

Article IV OFFICERS OF THE BOARD:

Section I Officers of the Association:

The Officers of the Association shall consist of a President, Vice-President, Secretary, Treasurer and Members At Large.

Section II Election of officers:

The Officers shall be elected by the BOD at the Organizational Meeting following the Annual Meeting.

Section III Duties of the officers of the Board:

The President shall preside at all meetings and conduct all business meetings and shall perform all duties regularly assigned to the President. The Vice-President shall act in place of the President when he/she is absent or incapacitated. The Secretary shall keep minutes/records of all meetings, proceedings of regular and called meetings, and such other duties as shall be duly assigned to him/ her. The Treasurer shall have charge of all funds of the Association and shall safeguard same and draw checks to pay bills that have been approved by the BOD or the Association and to perform such other duties as shall be regularly assigned to him or her. It shall be the duty of the EMRA Treasurer to prepare the Annual Budget, Dues and Fees schedule, and any Special Assessment for the Board's review prior to presenting these items to the Association Members,

Section IV Intentionally Deleted

Article V ASSOCIATION MEETINGS:

Section I Date for the Annual Meeting:

The Annual and Budget Meetings shall be held on or about the first Saturday after the 4th of July every year. The meetings will be held at the EMRA Echo Lodge or as determined by the BOD.

Section II Notice of the Annual and Budget Meeting:

Notice of the Annual and Budget meeting shall be given to the members in writing, by e-mail or any other electronic method, at least ten days but no more than sixty (60) days in advance of the time of such meeting. It is to be done by the Secretary under the direction of the President and the BOD.

Section III Special Meetings:

Special meetings may be called by the President, the Vice-President, in case the President cannot act, or a majority of the members of the BOD, or by any group of fifteen or more members of the Association. Notice of special meetings shall be given to the Membership by the same method as the Annual Meeting.

Section IV Quorum for Annual Meeting:

A quorum of the Membership at any meeting shall consist of not less than twenty (20) Members in Good Standing. Each member in good standing receives one (1) vote per cabin. Members in Good Standing who own lots but are not also cabin Owners shall have one (1) vote regardless of the number of lots owned. Proxy voting is permitted. All cabins or lots which have multiple owners i.e., LLC, Partnership, Multiple Owners, Husband and Wife, etc., must designate in writing to the EMRA Board who shall be the primary voter. In that party's absence, an alternate may be designated to cast the one vote for the membership. This will remain in force until the EMRA Board is notified in writing of any further change.

Section V Budget Meeting:

The BOD shall adopt the annual budget, which shall be presented to the Owners on the same date as the Annual Meeting for the Owners to consider the budget. Notice of the Meeting shall be provided as required by these Bylaws. The budget does not require approval by Owners. In the absence of a veto at the meeting by a majority (51%) of all Owners, in person or represented by proxy, (not) just a majority of the Owners represented at the meeting. If the Owners veto the new budget, the Association will continue to operate under the last approved budget until such time as a new budget is presented and not vetoed by the majority of the Owners.

Article VI WATER SYSTEM:

Section I Water System Operations:

The water system and the maintenance, repairs, extensions, replacement, and operation of the system shall be under the direction of the Board of Directors.

Section II Ownership of the Water System:

The water system shall be available to the Members in Good Standing of EMRA and only Members in Good Standing shall be permitted to connect with the system, as it is not a public utility and is owned by the Association and therefore, is strictly for their use and benefit.

Section III Obtaining Water Service:

A: Application process – A Member in Good Standing may obtain an EMRA water connection application from either the chairman of the Water Committee or from the President of EMRA or his delegate. Applications may be submitted at any time during the year. The connection period for water service shall be May 15 through October 15, inclusive.

B: Approval process – The EMRA Board must act on all applications within thirty (30) days of the date of receipt of that application.

C: Requirements for Connection included:
Approval of application
Payment of all fees
Construction conforms to Board's specification.

D: EMRA is responsible for the curb stop at the main line. Owner shall be responsible for the connection to the EMRA line, their shut-off valve and the line to the owner/s' property.

E: Other -- Any member who is having work done on the water system is responsible for any damage caused to the system. Any work done by EMRA that damages a home owner/s' valve shall be replaced at EMRA's expense.

F: Per Colorado State Rules, EMRA reserves the right to close any valve on the water system. EMRA will be responsible for any damage caused to the owner/s' property, valves or lines.

Section IV Extensions:

A. EMRA is responsible for all main or spurs of main lines. This includes all main or spur lines that may cross private property.

B. EMRA is responsible for the curb stop at the main line. Owner shall be responsible for the connection to the EMRA curb stop, their shut-off valve and the line to the owner/s' property.

C. Any new main or spur lines constructed by an owner to supply water to their property shall, after completion, become the property and responsibility of EMRA.

Definitions:

1. Main line is the primary line from the treatment plant that supplies residents.
2. Spur line is a line from the main line that supplies additional residents.
3. Connection is a line that attaches to a main or spur line, after the EMRA curb stop, that feeds an individual residence. It also includes any shut off valve to the resident.

Section V Water Repairs:

EMRA recommends that every homeowner keep sufficient emergency water on hand **or** install a water tank and a pump as an emergency backup water supply for use when EMRA is repairing, replacing water lines, or doing other work that interrupts the water supply.

Article VII LODGE OPERATION AND MAINTENANCE:

Section I Echo Lodge:

The Association is the owner of the Echo Lodge and certain real property surrounding the same to which it has a Warranty Deed duly executed to the Association and recorded in the Clerk and Recorder's Office in Park County, Colorado.

Section II Entitlements:

The Members in Good Standing of EMRA are entitled to the use and benefits of the lodge subject to such Rules and Regulations as are necessarily imposed upon the use of same by the Membership, BOD, or such committees as the President may appoint with the advice of the BOD.

Article VIII STANDING COMMITTEES:

Section I Committee Members:

Any family member (family member is defined as spouse, parent, child, grandchild – 21 years of age or older), of a member in Good Standing, as defined above in **Article II Section 1 Subsection B**, may serve on a committee including committee chairperson.

Section II Water Committee:

The President shall appoint a committee of not more than five, nor less than three, to be known as a committee for the operation of the water system.

Section III Lodge Committee:

The President shall appoint a committee of two (2) to be known as the Lodge Committee. Their duties shall be to arrange meetings and have the Lodge in order for such meetings and to generally supervise the operation of the Lodge.

Section IV Lake Fishing and Recreation Committee:

The President shall appoint a committee to be known as the Fishing and Recreation Committee, and its duties shall be to work with the Lake George Company to promote good, accessible lake fishing and recreational advantages including issuing four (4) fishing badges per Cabin.

Section V Other Committees:

The President shall have the authority to appoint any additional committees deemed necessary to effectively operate the Association.

Article IX DUES, FEES, AND ASSESSMENTS:

Section I Regular Dues, Fees, and Assessments:

A: These items shall include, but not be limited to, Membership dues (lot and cabin), tap fees, trash assessments, water assessments, lake surface lease, fishing permit fee, new fishing lease fee.

B: The Board approved annual budget which is presented at the Annual Budget Meeting, shall have Owner's fees and assessments for the period covered by the budget. This does not preclude the need for a special emergency assessment.

C: EMRA will use a calendar year billing cycle.

Section II Special assessments:

Assessments for special improvements, projects, needed repairs or maintenance to the lodge, the roadway system, or the water system may be voted by the BOD, as they see fit to conform to Budget, at a regularly or specially called meeting.

Article X SIGNS AND REGULATIONS:

Section I Posted signs:

All members of the Association are required to obey all signs and regulations posted and adopted by the Lake George Company or its representative and the Eleven Mile Ranch Association or its BOD or committees working with and for the Association.

Section II Rules and Regulations:

All rules, regulations, and restrictions concerning fishing, recreation, and general operation of the Eleven Mile Ranch as it relates to the rights and privileges of the members of the Association shall be by agreement with the Lake George Company, or its manager or managers and the duly elected BOD of the Eleven Mile Ranch Association or its duly authorized persons. No rules and regulations made shall be imposed, which will work to the disadvantage of either the owners of the EMRA or a majority of the membership of EMRA.

Article XI EXCLUSION OF MEMBERS:

Section I Exclusion from Membership in Good Standing:

A member of the Association may be excluded from Membership in Good Standing due to conduct considered immoral, illegal, or detrimental to the general welfare of the majority of the Members, or by willfully and knowingly violating the EMRA Rules and Regulations, or failure to pay the water assessment, membership dues and authorized assessments. The exclusion must be approved by a majority vote of the BOD. Any Member who has not paid their dues on or before April 1st (of any year) shall automatically lose their Membership in Good Standing.

Section II Reinstatement Process:

Correction of infraction that led to exclusion upon acceptance by BOD, or when dues are paid, the person shall immediately be reinstated to Membership in Good Standing, or Appeal to the BOD at an Annual Membership or Special meeting and receive a majority vote of the BOD for reinstatement.

Section III Penalty for Exclusion from Membership in Good Standing:

Loss of use of all EMRA facilities, voting privileges in EMRA meetings and water rights as listed in other sections of the Bylaws. Additionally, fishing rights will be suspended immediately. Fishing during the suspension shall result in assessed fines in accordance with the current Fee Schedule.

Article XII COMPLIANCE WITH THE STATE OF COLORADO HOA

RULES: Section I Compliance with the State of Colorado HOA rules:

EMRA acknowledges that it will comply with all State of Colorado HOA Rules and Regulations that apply to EMRA. Colorado Homeowners Associations subject to CCIOA are required to have nine written responsible governance policies and procedures on the following topics, as of the dates indicated in said policies:

1. Collections (1-1-06 and 1-1-14) SB 05-100 and HB 13-1276
2. Conflicts of Interest (1-1-06 and 4-13-11) SB 05-100 and HB 11-1124
3. Conduct of Meetings (1-1-06) SB 05-100
4. Enforcement of Covenants and Rules (1-1-06) SB 05-100
5. Records Inspection and Copying (1-1-06, 1-1-13 and 8-6-14) SB 05-100, HB 12-1237, and HB 14-1125
6. Investment of Reserves (1-1-06) SB 05-100
7. Adoption of Policies (1-1-06) SB 05-100
8. Disputes between the Association and Unit Owners. A copy of this policy must be made available to an Owner upon request (5-26-06) SB-06-89
9. Reserve Studies and Reserve Funding (8-5-09) HB 09-1359

Section II Inclusion in the Bylaws:

All HOA Rules and Regulations of the State of Colorado, as they may be changed from time to time, will be included in an addendum to the Bylaws. Additional amendments to comply with changes in the law are automatically included by this Article XII.

Section III Member Protests about EMRA Actions

All EMRA Members agree to the following process to resolve disputes.

1. Meet with the EMRA Board to resolve the issue.
2. Submit to arbitration.

Article XIII AMENDMENTS:

Section I Amendments:

Bylaws may be amended by the BOD to coincide with the Declaration of Covenants and Rules and Regulations. The Amendment is subject to the approval of sixty-seven percent (67%) of the Membership at a meeting where a quorum is present (in person and/or by proxy). The Membership must be notified of the proposed Bylaw(s) revision(s), and the proposed changes must be specified on the agenda for that meeting.

Section II Effective Date:

These Amended Bylaw(s) shall become effective on the date of the vote ratification. If not ratified, the Bylaws will remain as they were when last approved.

KNOWN ALL BY THEIR PRESENCE, that the undersigned Secretary and President of the Eleven Mile Ranch Association, does hereby certify that the above Amended Bylaws were duly adopted as of the said Annual Meeting held this 6th day of July 2024.

By: Kathleen Quaranta
Kathleen Quaranta, EMRA Board Secretary

By: Bruce Sonnenfeld
Bruce Sonnenfeld, EMRA President

Amended and Ratified on July 6, 2019

Re-Amended and Ratified on January 20, 2020

Re-Amended and Ratified on July 9, 2022

Re-Amended and Ratified on July 8, 2023

Re-Amended and Ratified on July 6, 2024