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Deputy: Tonya Wall

Amanda López Askin, County Clerk, Dona Ana, NM



**BYLAWS**  
**OF**  
**ECHO LANE VILLAS, INC.**

The business of **Echo Lane Villas, Inc.**, a New Mexico non-profit corporation, shall be administered and regulated by the following Bylaws:

**1. NON-PROFIT CORPORATION.** The corporation does not and shall not afford pecuniary gain, incidental or otherwise, to its individual members. The corporation is formed for an object and a purpose not involving pecuniary remuneration, directly or indirectly, of its individual members, it shall not issue any capital stock. No part of the monies received by the corporation shall inure to the pecuniary gain of its individual members, directly or indirectly. The corporation also has such powers as are now or may later be granted by the laws of the state of New Mexico regarding non-profit corporations.

The following rules shall conclusively bind the corporation and all persons acting for or in behalf of the Corporation:

**A. Governing Documents.** The operation of this corporation shall be subject to the easements, rights, restrictions and obligations as contained in the Declaration of Condominium, as amended, recorded in the Office of the County Clerk, Dona Ana County, New Mexico, Book 144, Page 600-640, to which, the Declaration had a copy of these Bylaws was attached.

**B. Payment for Services.** No part of the monies received by the corporation shall inure to pecuniary gain of any individual member, either directly or indirectly; provided however, the corporation may pay reasonable compensation for services rendered by any of its members.

**2. OFFICES.** The corporation shall have and continuously maintain a registered office in Dona Ana County, New Mexico, and an agent for service of process whose address is identical with the address of such registered office, as reported in the Bi-Annual Report and may have such other offices as the Board of Directors may from time to time determine.

**3. MEMBERS:** The Association shall have only one (1) class of voting membership established according to the following provisions:

**A. Class A Membership.** Class A Membership shall be that held by each owner of a condominium and each Class A Member shall be entitled to one vote equal in size to the percentage of undivided interest in the common area and facilities appertaining to such condominium for each condominium owner. If a unit is owned by more than one person, each such person shall be a member of the Association, but there shall be no more than one vote for each condominium. If, at the time of vote upon any issue, a condominium shall have more than one owner and those owners cannot agree upon the manner in which that vote will be cast, the vote will be considered as not having been cast, i.e., the owners of the condominium will be considered as not voting with respect to the issue upon which the vote shall have been called.

1. The total outstanding votes held by Class A Members equals the total outstanding votes. When the Declaration of Condominium for each additional phase is recorded, the total outstanding

votes held by Class A Members shall be computed to include the additional phase, so that the votes shall be computed on all condominiums and common areas and facilities in all Declarations of Condominium recorded; or

2. Three (3) years from the date of the recording of the Declaration of Condominium.

**B. Qualifications of Members.** An Owner(s) of a condominium in Echo Lane Villas, as the same is defined in the Declaration, shall be a member of good standing in the Association, and be entitled to all rights and privileges as set forth in the Article of Incorporation, these Bylaws, the Declaration and any rules and regulations adopted by the Board of Directors of the Association.

**C. Termination of Membership.** In case any member of the Association ceases to be an owner of the condominium in Echo Lane Villas, the membership of such person shall terminate as of the time such person ceases to be an owner, and the new owner shall automatically become a member. In case one of the joint owners shall cease to be such a joint owner, then such person shall cease to be a member, but the remaining joint owner or owners shall continue to be accorded membership.

**D. Membership Lists.** The Board of Directors of the Association shall have the duty of preparing or causing to be prepared a list of members of the Association with phone numbers, email addresses and emergency contact information for Board use. All owners and the Board shall have the additional duty of amending or revising or causing to be amended or revised such lists as membership are terminated or come into being or changes. The Association previously voted that the list of personal information not be shared with other Owners. Only the names and condo addresses are to be shared with other Owners. For rental condominiums, owner must provide name, phone number and emergency contact information.

**E. Voting Rights.** There shall be one person or entity, referred to as the "Voting Delegate," entitled to vote on behalf of each individual member. The voting delegate shall be the owner or the designate or a majority in interest of a group composed of all the owners of a condominium unless such owner or group shall designate some person or entity to act as proxy on his or their behalf. Any person or entity so designated need not be an owner. Such designation shall be made in writing to the Board Secretary prior to all meetings of the Association, and shall be revocable at any time by actual notice to the Board of the death or judicially declared incompetence of any designator, or the designators' conveyance of his condominium or by written notice to the Board by the owner or by a majority in interest of owners in a group. Any or all of the owners may be present at any meeting of the voting delegates. Any voting delegate in good standing may vote or take any other action either in person or by proxy, provided to the Board pursuant to these Bylaws. A member who is not in good standing who has monies in arrears or liens or past due balances or pending litigation may not vote or hold proxy.

**F. Member in Good Standing.** A member is considered a member in good standing when such owner has no monies in arrears or liens, or past due balance due the association or pending litigations.

**F. Proxy Voting.** A members proxy vote must be filed with the Secretary of the Board of Directors, prior to any meeting, shall be recognized as a legal vote cast by the named party (parties) as appearing on the proxy signed by the owner and shall not be transferred except by written permission by the owner, pursuant to this rule. A proxy may not be used to cast a vote by anyone other than the delegated agent named and designated on the owner's proxy as submitted to the Secretary prior to the meeting.

At all meetings of members, each member may vote in person or by proxy, subject to the limitations of applicable law. Each proxy shall be in writing specifying the Condo Owner and address for



which it is given, signed by the member or its duly authorized attorney-in-fact or agent, dated and filed with the Secretary of the Association prior to any meeting for which it is to be effective. Unless otherwise specifically provided in the proxy, as proxies shall be presumed to cover all votes which the member giving such proxy is entitled to cast, and in the event of any conflict between two (2) or more proxies purporting to cover the same voting rights, the later dated proxy shall prevail, or if dates as of the same date, both shall be deemed invalid. Every proxy shall be revocable and shall automatically cease upon conveyance of any Condo Owner and address for which it was given, or upon receipt of notice by the Secretary of the death or judicially declared incompetence of a member who is a natural person, or of written revocation.

No member, who is in arrears for monies due the Association for any reason shall not be entitled to cast a vote either in person or by proxy.

#### **4. MEETING OF MEMBERS:**

**A. Annual Meeting.** There shall be an annual meeting in Las Cruces, New Mexico of the members in March, when possible, of each year, at time and place to be announced by not more than thirty (30) days before or after such date, as may be designated by written notice of the Board. The notice must be delivered to the voting delegates not less than ten (10) days prior to the date set for the meeting.

**B. Special Meeting.** Special meeting of the voting delegates may be called at any time for the purpose of considering matters which, by the terms of the Declaration require the approval of all or some of the members, or for any other reasonable purpose. The meetings shall be called by written notice, authorized by a majority of the Board, or by the voting delegates having at least one-third (1/3) of the total votes and delivered not less than ten (10) days prior to the date set for the meeting. The notices shall specify the date, time and place of the meeting and the subjects to be considered.

**C. Notice of Meetings.** Notice of meetings require to be given by these Bylaws may be delivered either personally or by mail or delivered electronically to the voting delegates, addressed to each such person at the address given by him to the Board for the purpose of service of notices. If no address has been provided, then the notice should be mailed to the condo owners address on file.

**D. Quorum.** The presence at any meeting of one-third (1/3) total voting delegates in person or by proxy, of the total votes in the Association shall constitute a quorum at all meetings of the Association. Unless otherwise expressly provided in these Bylaws or by the Articles of Declaration, any action may be taken at any meeting of the voting delegates upon the affirmative vote of the voting delegates having a majority of the total votes present at such meeting, in person or by proxy and who are in good standing at the present time.

#### **5. BOARD OF DIRECTORS:**

**A. General Powers.** The business of the corporation shall be managed by the Board of Directors. The Board shall have powers and duties set forth in the Declaration. The Board may, in addition, adopt and amend administrative Rules and Regulations governing the details of the operation and the use of the common areas and facilities. The Board may set restrictions on and requirements of the use and maintenance of the condos and the use of the common areas and facilities, not set forth in the Declaration, which are designed to prevent unreasonable interference with the use of condominiums and the common areas and facilities by the several condominium owners.

**B. Directors--Number, Tenure, Qualifications, Quorum, Meetings, Compensation, Vacancies, and Removal.**

At each annual meeting, after the expiration of the term of the initial Board of Directors, the Voting delegates shall, in person or by proxy, elect a Board of Directors for the forthcoming year, consisting of 3-7 people. The number of Directors may be increased or decreased by an amendment to these Bylaws. A majority of the Board shall constitute a quorum. Members of the Board shall serve, without compensation, for a term of one year or until their successors are elected. Vacancies in the Board may be filled by majority vote of the remaining members of the Board. Except as otherwise provided in the Declaration or these Bylaws, the Board shall act by majority vote of those present at its meetings when a quorum exists, but not in any instance shall the Board act unless at least two (2) members are in agreement. Meetings of the Board may be called, held and conducted in accordance with such regulations as the Board may adopt.

**6. OFFICERS.** The Officers of the corporation shall be a President, a Vice President, a Treasurer, and a Secretary. The officers shall have the authority to perform the duties prescribed from time to time by the Board of Directors. Any two (2) offices may be held by the same person, except the offices of the President and Secretary. The President and Secretary shall be elected from among the members of the Board; the Treasurer may but need not be a member of the Board or an owner and may be a non-Board member of the Association or may be contracted from an outside source.

**A. Election and Term of Office.** The officers of the Association shall be elected annually by the Board at a regular annual meeting of the Board to be held within thirty (30) days after the annual election of the Board members. Vacancies may be filled at any meeting of the Board. Each officer shall hold office until his successor shall have been duly elected.

**B. Removal.** Any officer elected by the Board or Director elected by the Association may be removed by the Board whenever, in its judgment, the best interest of the Association would be served thereby. If a member is removed by the Board, that member shall not be eligible to serve thereafter. Any Director elected who is more than thirty (30) days delinquent in the payment of any assessment or for other monies due the Association, may be removed by the other Directors present at a regular or special meeting of the Board and the Board may appoint a successor to fill the vacancy until the next annual meeting at which time the members shall elect a successor.

**C. Resignation.** Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified.

**D. Vacancies.** Any vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term.

**E. President.** The President shall be the principal Executive Officer of the Association and shall, in general, supervise and control the business and affairs of the corporation. The President shall preside at all meetings of the voting delegates and of the Board. The President may sign, with the Secretary or Treasurer of the Association, any deeds, bank accounts, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the execution thereof shall be expressly delegated by the Board or by these Bylaws or by statute to some other officer or agent of the Association: and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.



**F. Vice President.** The Vice President shall assume all duties and obligations of the President in the absence of the President.

**G. Treasurer.** The Treasurer shall have charge and custody of and be responsible for the financial records and all funds and securities of the Association; receive and give receipts for all monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Article (seven) 7 of the Bylaws, and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Board. If required by the Board, the Treasurer shall give bond for the faithful discharge and his duties in such sum and with such surety or sureties as the Board shall determine.

**H. Secretary.** The Secretary shall keep the minutes of the meetings of the voting delegates and of the Board in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporate records and of the seal of the corporation, keep a register of the mailing addresses of each voting delegate which shall be furnished to the Secretary by the condominium owner or designated person or entity, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Board.

**7. COMPENSATION OF OFFICERS AND DIRECTORS:** There shall be no compensation to any officer or Director.

**7. CONTRACTS, CHECKS, DEPOSITS AND FUNDS.**

**A. Contracts.** The Board may authorize any officer or officers, agent or agents of the Association, in addition to the officers or authorized by these Bylaws, to recommend any contract to be executed and delivered in the name of and on behalf of the Association. Such authority shall be confined to specific instances and approved by the Board.

**B. Checks and Drafts, Etc.** All checks, drafts, or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents, of the Association and in such manner as from time to time shall be determined by the Board.

**C. 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 may select.

**D. Gifts.** The Board may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any specific purpose of the Association.

**8. MANAGEMENT:**

1. The Board of Directors may employ for the Association a professional management agent or agents at such compensation as the Board may establish, to perform such duties and services at the Board shall authorize. The Board may delegate such powers as are necessary to perform the manager's /supervisor's assigned duties but shall not delegate policy-making authority.
2. The Board may delegate to one of its members the authority to act on behalf of the Board on all matters relating to the duties of the managing agent or manager/supervisor, if any which might arise between meetings of the Board.

**9. ENFORCEMENT:** In addition to such other rights as specifically granted under the Declaration, the Board shall have the power to impose reasonable monetary fines, which shall constitute a lien upon the condo of the violator, the Board shall exercise any and all legal rights and powers to collect any and all monies due the Association. The Board may suspend an Owner's right to vote because of the violation of any duty imposed under the Declaration, these By-laws, or any Association rules. The failure of the Board to enforce any provision of the Declaration, Bylaws or any Rules or Regulations shall not be deemed a waiver of the right of to do so thereafter.

Prior to imposition of any fine hereunder or under the Declaration, the Board shall serve the alleged violator with written notice describing:

- (a) the nature of the alleged violation:
- (b) the proposed fine to be imposed:
- (c) a period of not less than (10) ten days within which the alleged violator may present a written request for a hearing to the Board and
- (d) a statement that the proposed sanction shall be imposed as contained in the notice unless a challenge is begun within ten (10) days of the notice.

If a timely challenge is not made, the sanction stated in the notice shall be imposed, provided that the Board may, but shall not be obligated to, suspend any proposed sanction if the violation is cured within the ten (10) day period.

Such suspension shall not constitute a waiver of the right to sanction future violations of the same or other provisions and rule by the Person.

In the event of a continuing violation, each day the violation continues beyond the ten (10) day period constitutes a separate offense, and fines may be imposed on a per diem basis without further notice to the violator.

In the event of a violation which recurs within one (1) year from the date of the notice, the Board may impose a sanction without notice to the violator

If a hearing is requested within the ten (10) day period, the hearing shall be held before the Board in executive session.

The alleged violator shall be afforded a reasonable opportunity to be heard.

Prior to the effectiveness of any sanction, proof of proper notice shall be placed in the minutes of the meeting. Such proof shall be deemed adequate if a copy of the notice, together with a statement of the date and manner of delivery is entered by the Officer, Director or agent who delivered such notice.

The notice requirement shall be deemed satisfied if the alleged violator or owner or owner's representative appear at a meeting.

The minutes of the meeting shall contain a written statement of the results of the hearing and the sanction, if any, imposed.



If there are conflicts between the provision of New Mexico Law, the Articles of Incorporation, the Declaration and these Bylaws, the provision of New Mexico Law, the Declaration, the Articles of Incorporation, and the Bylaws and in that order shall prevail.

**10. BOOKS AND RECORDS.** The Association shall keep correct and complete books and records of the accounts and shall also keep minutes of the proceedings of its voting members and Board and shall keep, at the registered or principal office, a record giving the names and addresses and phone numbers of all individuals and groups accorded membership. All books and records of the Association shall be open for inspection by any condominium owner (except for phone numbers and emails, which are private and confidential as per these bylaws) or any representative of an owner duly authorized in writing, at such reasonable time or times as may be requested by the owner.

The Board shall establish reasonable rules with respect to:

1. Notice to be given to the custodian of the records;
2. The hour and day of the week when such an inspection may be made and
3. Payment of the cost of reproducing copies of documents requested.

Every Director shall have the right to inspect all books, records and documents of the Association.

**Accounts and Reports.** The following management shall be followed unless the Board by resolution determines otherwise:

1. Cash basis accounting as defined by generally accepted accounting principles, shall be employed;
2. Accounting and controls shall conform to generally accepted accounting principles;
3. No remuneration shall be accepted by the managing agent/supervisor from vendors, independent contractors, or others providing goods or services to the Association, whether in the form of commissions, finder's fees, service fees, prizes, gifts or otherwise; anything of value received shall benefit the Association;
4. Any financial or other interest which the managing agent may have in any firm providing goods or services to the Association shall be disclosed promptly to the Board;
5. An annual financial report shall be provided to the members at each Association annual meeting.

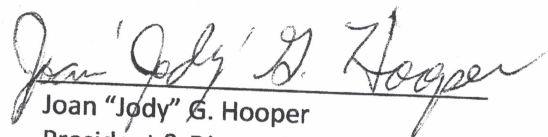
**11. CALENDAR YEAR.** The calendar year of the Association shall begin on January 1st and end on December 31<sup>st</sup> of each year, unless another calendar year shall be adopted by resolution of the Board.

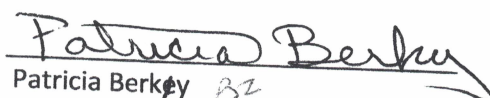
**12. WAIVER OF NOTICE.** Whenever any notice whatever is required to be given under the provisions of the law of the State of New Mexico or under the provisions of the Articles of Incorporation or by the Bylaws of the Association, a waiver of the notice in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**13. AMENDMENT TO BYLAWS.** These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the Board of Directors present at any meeting at which a quorum is present, but in no event may such action be taken without the concurrence of at least two (2) Board members. No modification of or amendment to these Bylaws shall be effective unless set forth in an amendment as required by the New Mexico Condominium Ownership Act.

Originally ADOPTED the 22<sup>nd</sup> day of August 1980 by William K. Kiser, President and Director and Thomas H. Kiser, Secretary-Treasurer & Director of Echo Lane Villas, Inc.

Changed, expanded and amended by Board of Directors of the Association on this 31st day of March 2020.

  
Joan "Jody" G. Hooper  
President & Director

  
Patricia Berkley BZ  
Secretary & Director

/jgh



State of New Mexico  
County of Dona Ana

Signed before me on March 31<sup>B2</sup> 2020 by Joan "Jody" G. Hooper.



OFFICIAL SEAL  
BETTY ZWILLING  
NOTARY PUBLIC - State of New Mexico

My Commission Expires 12-3-20

Betty Zwillling  
Notary

State of New Mexico  
County of Dona Ana

Signed before me on July 7, 2020 Patricia Berky.



OFFICIAL SEAL  
BETTY ZWILLING  
NOTARY PUBLIC - State of New Mexico

My Commission Expires 12-3-20

Betty Zwillling  
Notary