



By-Laws of the Skyline Ridge Homeowners Association

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July 27, 2026



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Revision History

Version	Description	Date
2026.08	Initial publication, succeeding SRHOA By-Laws published in February, 2011.	08/04/2026



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ARTICLE I – INTRODUCTION

These are the By-Laws of the SKYLINE RIDGE HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as “SRHOA” or the “Association,” a domestic non-profit corporation formed on August 2, 1995, registered with the Arizona Corporation Commission with Business ID 07546578, under Business Code 813990006-Homeowners' Associations.

The SRHOA is a “Sub HOA” or “Sub Association” under aegis of the Skyline Country Club Estates Improvement Association, Inc. (“SCCEIA” or “Master Association.”) formed for the mutual benefit of the Owners and Members defined herein to assure Skyline Ridge is developed and maintained in an architecturally pleasing and harmonious manner reflective of a premier planned community development. .

The SRHOA Board of Directors intends these By-Laws to be stated in plain language and sufficiently complete and unambiguous that an individual without any prior knowledge of the Association or its history may understand their scope and meaning.

The Board recognizes that SRHOA properties have a mix of full-time, seasonal, and part-time residents, and intends policies and practices to serve all residents equitably.

Section 1: Governing Law

The Association shall be governed by laws of the State of Arizona, including ASC Title 10, Chapter 24, “General Provisions – Nonprofit Associations,” and may hold and exercise all such powers as may be thereby conferred, and as may be necessary or expedient. Meetings of Members and of the Board are governed by open meeting requirements in ARS § 33-1804.

Section 2: Tax Status

The Association has federal tax ID 86-0862388 and may file IRS form 1120-H as a Non-Profit HOA Corporation. In no event shall the Association engage in activities not permitted by the relevant Internal Revenue or Arizona State Tax Code.

Section 3: Governing Documents

The Association shall be governed by its Articles of Incorporation, By-Laws, and the Codes, Covenants, and Restrictions (CCRs), and any Rules or Policies published by the Association or the SCCEIA. In the case of conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; in case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

Section 4: Principal Office

The Association shall always maintain a physical mailing address within Pima County, Arizona, for legal and other purposes, and is accessible to all Directors. Creation and maintenance of a physical office or other space shall not be required.

Section 5: Nonpartisan Activities

The Association shall be nonprofit and nonpartisan and shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The Association may engage in support for or opposition to non-partisan initiatives, referenda, or similar measures affecting its interests.



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Section 6: Statutory Agent

A Statutory Agent of the Association shall be named and recorded as required with the Arizona Corporation Commission. The Statutory Agent shall not be a Director of the Association and may be changed from time to time by a simple majority of the Board of Directors.

Section 7: Fiscal Year

The Fiscal Year of the Association shall the calendar year, from January 1 to December 31.

Section 8: Other Governing Documents

Other SRHOA-specific governing documents, including policies, manuals, rules, or directives adopted by the Board of Directors, extend the By-Laws and are incorporated herein by reference.

Section 9: Definitions

The terms defined in this section shall be used in all materials prepared by the Association.

- **Declaration** shall mean and refer to the Declaration of Covenants, Conditions and Restrictions (“CCRs”) dated July 27, 1995, and applicable to the properties recorded in the Office of the County Recorder, Pima County, Arizona.
- **Association Properties** shall mean and refer to that certain real property described in the Declaration, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.
- **Lot** shall mean any real property within the boundaries of the Association registered with the Pima County Recorder, whether or not a Dwelling Unit has been constructed upon it.
- **Dwelling Unit** shall mean a space with an individual entrance intended for habitation by one or more persons on a Lot that is within the boundaries of the Association Properties.
- **Security Gate** shall mean a structure permanently attached to a Dwelling Unit that can be closed and locked to control access to the front door of the Unit.
- **Fire Zones** shall mean and refer to the spaces between buildings in Common Area B as defined the Declaration and the Pima County Assessor maps.
- **Owner** shall mean and refer to the owner(s) of record, whether one or more persons or entities, including trusts, of the fee simple title to any Lot or Dwelling Unit which is a part of the Association Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.
- **Member** shall mean and refer to those persons entitled to membership as provided in the Declaration Article III, Section A, including all owners of record, including all persons, entities, or trustees of trusts listed on the title, but not other family members, guests, renters, or other full or part-time occupants of a Dwelling Unit.
- **Good Standing** shall mean and apply to any Owner current in paying any assessment or other amount due the Association and not otherwise in breach of the design guidelines, the By-Laws, or Association rules. An Owner who is not current or is in breach is not in Good Standing and shall not have the right to vote until such default or breach is cured.



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ARTICLE III: MEETINGS OF MEMBERS

Meetings of Members are open to all Members of the Association, whether or not in Good Standing, and shall be as accessible as possible.

Section 1. Annual Meetings.

An Annual Meeting of the Members shall be held on third Thursday of February, at an hour and location determined by the Board of Directors, presided over by the President. The agenda of the Annual Meeting shall include all items called for in these By-Laws, as well as items or issues raised by the Board or at the request of Members. Annual Meetings shall be available to Members unable to attend in person through livestream or other online access.

Section 2. Special Meetings.

Special Meetings of the Members may be called at any time to address specific issues of interest or concern to Members. Special Meetings may be called by:

- The President of the Board;
- Three-quarters (75%) of the members of the Board of Directors;
- Upon a written request submitted to the Secretary of twenty-five percent (25%) of the Owners in Good Standing.

A Special Meeting shall be held within thirty (30) calendar days of the call for meeting. Its agenda shall be limited to the concern, question, or issue raised in the call for the meeting. Special Meetings may be for information and discussion only, or may include vote(s) on specific proposals contained in the call for meeting. Special Meetings may be held in person or online.

Section 3. Notice of Meetings.

Notice of each meeting of the Members shall be provided by the Secretary via postal mail or E-mail to all Members at least fifteen (15) calendar days before such meeting. Such notice shall specify the meeting agenda; the place, day and hour of the meeting; and the means of online access. Notices shall also be distributed via any electronic bulletin board or online information sharing system used by the Association.

Section 4. Quorum.

The presence at a Meeting, in person or online, of members entitled to cast 50% of the votes 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 obtained, and no vote is on the agenda, the members present may agree by simple majority to continue the meeting or to adjourn until a quorum shall be present.

Section 5. Voting

Per Article III, Section C of the Declaration, Owners are “Class A Members” and “Each Class A member shall have one vote in the Association; provided, however, that Multiple Owners shall have between or among them only one vote.” In practice, this means only one vote may be cast per Lot or Dwelling Unit on any issue, regardless of the number of Owners of record of that property. Voting shall be conducted in accordance with a procedure defined by the Board.



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Article VI: DIRECTORS

The affairs of this Association shall be managed by not less than three (3) and not more than six (6) Directors, all of whom shall be Members of the Association.

Section 1: Qualifications

Any Member of the Association in Good Standing who commits to carry out the Duties and Responsibilities described in this section of the By-Laws may serve as a Director of the Association and thereby become a member of the Board of Directors.

Section 2: Qualification, Duties, and Responsibilities

Qualification as a Director requires an individual to be Member in Good Standing and accept in writing the *SRHOA Director Agreement*, indicating their understanding of the duties and responsibilities as an individual Director, including, but not limited to:

1. Overseeing the strategy, governance, and financial functions of the Association.
2. Creating, maintaining, and executing the Association's policies and procedures
3. Creating and tracking performance goals for Officers, committee chairs, and Contractors as described in these By-Laws.
4. Leading one or more operational activities of the Association.
5. Preparing for and regularly attending Board meetings and working outside of Board meetings as needed for the advancement of the Association.
6. As a fiduciary of the Association, acting with the Duty of Care, being fully and adequately informed and acting with care when making decisions and acting for the Association, and the Duty of Loyalty, making decisions in the best interest of the Association, not in their own personal interest.

Section 3: Term of Office

The term for each Director shall be three (3) calendar years, beginning at the conclusion of the Annual Meeting at which they are elected and ending at the conclusion of the third subsequent Annual Meeting. Directors shall be identified by term as being a member of the "Class of <YEAR>" noting the year of their election.

Directors may be re-elected or serve multiple terms without limit. No change in the number of Directors shall have the effect of changing the term of any incumbent Director.

Section 4: Candidates and Election

The Secretary shall solicit candidates for election as Directors beginning ninety (90) calendar days prior to each Annual Meeting and shall present to the Association a slate of candidates for the Class of Directors to be elected no less than fifteen (15) calendar days prior to the Meeting.

Members not currently serving as Directors shall assert their Good Standing and intent to serve in the position, if elected, and sign a SRHOA Director Agreement defined by the Board. Incumbent Directors whose terms are expiring may state their interest in continuing in the position and appear on the slate of candidates without further qualification. To ensure candidates' qualification and willingness to serve are established, nominations may not be made from the floor at the Annual Meeting.



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Elections shall be conducted in accordance with a procedure defined by the Board of Directors. Members may cast one (1) vote per candidate as there are Directors to be elected.

Section 5. Resignation, Removal, and Replacement

Any Director may resign from their position by notifying all the other Directors in writing, specifying the effective date of their resignation. The effective date of resignation must be within thirty (30) calendar days of the notification sent to other Directors.

Any Director may be removed from the Board with or without cause by a vote of three-quarters of the members of the Board of Directors or by a majority of the Members in Good Standing of the Association at an Annual or Special Meeting.

The Board shall declare the office of a Director to be vacant in the event such Director shall be absent three (3) consecutive meetings of the Board.

In the event of death, resignation, removal of a Director the vacancy so created shall be filled by appointment of a qualified Member via a simple majority vote of the remaining Directors then in office and will serve out the unexpired term (the "Class of") of the vacancy.

Any Director who becomes a Member not of Good Standing for any reason shall be suspended and ineligible to act in any official capacity, including voting on matters before the Board, until their Good Standing is restored or they leave the position of Director.

Section 6. Leave of Absence

Any Director shall have the right to request a short- or long-term leave of absence from their position. Such requests shall be submitted in writing to the President for review and decision by the Board. All leaves of absence shall constitute the relief of all duties and responsibilities of the Director, including meeting attendance and voting rights for the period of the approved leave.

All leaves of absence shall be approved for specified dates. In no case will a leave of absence be extended beyond the next Annual Meeting.

Section 7: Compensation and Expenses

Directors shall serve without compensation from the Association except when they are engaged to provide goods or services under the terms of a specific agreement. Directors may be reimbursed for approved expenses incurred for the benefit of the Corporation.



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ARTICLE VII: BOARD OR DIRECTORS

The Association shall be governed, managed, and controlled, and its properties acquired and distributed by a Board of Directors (“Board”), comprising all the currently serving Directors.

Section 1. Powers.

Subject to the Articles of Incorporation By-Laws, and Declaration, the Board of Directors shall do and perform every act and thing which it shall deem necessary, expedient, or advisable to carry out the purposes of this Association and have responsibility for all such actions.

Section 2. Duties.

It shall be the duty of the Board of Directors to:

- A. Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;
- B. Create, maintain, execute, and enforce the policies, procedures, and processes of the Association including at minimum documentation of Design Rules, Financial Procedures, Election Procedures, and Communication Procedures.
- C. Maintain the books and records of the Association, in a form available for inspection by any Member.
- D. Cause the Association Maintained Common Area to be maintained and adopt and publish rules and regulations governing the use of such areas and facilities and the conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof.
- E. Appoint Officers and supervise Officers, agents, and contractors of this Association, to ensure that their duties are properly performed.

Section 3. Meetings of the Board of Directors

Meetings of Board are governed by open meeting requirements in ARS §33-1804 and shall be made as accessible as possible.

The Board of Directors may hold meetings at any place within or without the State of Arizona, in person or by teleconference. At meetings of the Board of Directors, each Director except any on approved leave of absence shall have one vote. Meetings of the Board shall be open to all Members, or their designee named in writing, who shall have the opportunity to address the Board. Closed (“executive”) sessions of Board meetings are limited to consideration of certain matters as permitted by law, which matters shall be enumerated prior to beginning such a session. No vote or action of the Board may occur during a closed session.

A. Regular Board Meetings

Regular meetings of shall be held at least quarterly. Dates, times, and online access methods shall be publicized in advance on a Board calendar accessible to all Members.



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B. Special Board Meetings

Special meetings of the Board may be called by the President or upon the written request of a simple majority of the Directors. Notice of Special Board Meetings shall be distributed at least three (3) calendar days before the meeting and state the purpose of the special meeting.

In situations where time is of the essence and official action of the Board is required within an immediate time period, Special Board Meetings may be called by the President without a three-day prior notice to Directors.

C. Quorum of the Board

A simple majority of the total Membership of the Board of Directors shall constitute a quorum, and if a quorum is present, the acts of a simple majority of those present shall be the acts of the Board.

If a quorum shall not be present at any meeting of the Board of Directors, the Directors then present shall adjourn the meeting and identify a date for a subsequent meeting. Each Member of the Board shall be notified of the rescheduled meeting. At a subsequent meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting originally called.

Every act or decision, done or made, by a simple majority of the Directors present at a duly held meeting, at which a quorum is present, shall be regarded as the act of the Board.



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ARTICLE VIII: OFFICERS

The officers of the Board of Directors shall be a President, Vice-President, a Secretary and a Treasurer.

Section 1. Elections of Officers and Terms of Service.

Directors shall elect officers from within their number at the first meeting of the Board of Directors following each Annual Meeting of the Members. Officers shall serve until the first Board meeting following the succeeding Annual Meeting, at which they may be reelected to that office, decline to continue in that office, or seek a different office.

Section 2. Multiple Offices.

The offices of Secretary and Treasurer may be held by the same person; all other offices shall be held by separate individuals. Officers may serve as Committee Chairs or Co-Chairs.

Section 3. Duties of Officers

The duties of the elected officers of the Board are as follows:

A. PRESIDENT

The President shall preside at all meetings of Association Members and the Board of Directors. Except as described elsewhere in these By-Laws, the President shall perform all duties incident to the office of President of a Corporation, together with such other duties as may be prescribed by the Board of Directors or provided by law or by these By-Laws and shall ensure that orders and resolutions of the Board are carried out

The President shall sign any contract or other instrument which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be especially delegated by the Board of Directors, or by these By-Laws, to some other officer or agent of the Association, or shall be required by law to be otherwise signed or executed

B. VICE-PRESIDENT

In the absence of the President, the Vice-President shall perform the duties of the President, and, when so acting, shall have all the authority and responsibilities of the President.

C. SECRETARY

The Secretary shall perform all duties incident to the office of secretary of a Corporation and as required by the Association's governing documents, which the Secretary is responsible for maintaining. The secretary shall record and report the proceedings of meetings; ensure that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be the custodian of records of the Corporation; maintain corporate registration and reporting with appropriate government entities; and perform any other duties appropriate to the office as may be prescribed by the President or the Board of Directors.

D. TREASURER

The Treasurer shall perform all duties incident to the office of treasurer of a Corporation and as required by the Association's Financial Procedures Manual, which the Treasurer shall be responsible for maintaining; and perform any other duties appropriate to the office as may be prescribed by the President or the Board of Directors.



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ARTICLE IX COMMITTEES

Section 1 Appointed Committees

The Board of Directors may create committees as appropriate to oversee, coordinate, or manage specific functions or operational activities on behalf of the Association, including but not limited to an Architectural Control Committee, as required by the Declaration.

The Board shall create a Charter for each such committee describing its mission, the scope of the committee's work, its responsibilities or deliverables, and the authority delegated to it, including but not limited to expenditure of Association funds, use of Association resources, and execution of contracts on behalf of the Association.

Committee Charters shall specify whether a limited timeframe is allocated in which a committee's work is to be performed, or that the committee's purview is to be open-ended.

The Board of Directors may act at any time to revise the Committee charter, fill vacancies, change the size or Membership of, or terminate the operation of any committee.

Section 2 Committee Organization

A. Composition

All positions on a Committee shall be filled by Members of the Association in Good Standing; such persons do not need to be elected Directors of the Association. Committee members owe SRHOA the duties of care and loyalty, putting the Association's interests first.

A single Chair or two Co-Chairs shall be appointed by the Board of Directors to lead Committee activities. A single person named as Chair must be a full-time resident of their Association property and will be responsible for all the duties of the Committee described in this Charter. If Co-Chairs are appointed, one may be a seasonal or part-time resident and duties shall be apportioned between them per a written agreement approved by the Board. The positions of Chair or Co-Chair shall have a term of one year beginning on the date of appointment and renewable by mutual agreement of the individual and the Board.

Other Members of the Association may join the Committee by Committee stating their intent to serve in writing to the Board and Committee Chair(s). Committee members agree to support the mission of the Committee and perform tasks or duties that may be assigned to them on an ongoing or project-by-project basis.

B. Resignation and Removal

A Committee Chair or Co-Chair may resign by providing written notice to the Board, or they may be removed from the position by a majority vote of the Board. Committee members may resign by providing written notice to the Committee Chair(s), or they may be removed from the position by a majority vote of the Board.

C. General Powers

Each committee shall operate according to a charter from the Board of Directors that sets forth its mission and scope, and the governing documents of the Association. The Chair and members of any committee may set its rules of procedure unless otherwise established by the Board.



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D. Communication

Committees shall serve as the first point of contact for SRHOA members and outside parties on matters within the mission and scope of their charters. When acting on behalf of the Association, committees shall communicate only through official channels, including a designated email address @skylineridgehoa.org and other official channels as may be created. Email exchanges shall be maintained as part of the Association's official business records. Personal email accounts and private telephone and messaging shall not be used for official communication on behalf of the Association or Committee unless such messages are documented, recorded, and included with official Committee proceedings.

E Meetings and Reporting

Committees shall meet at such time and place as the Chair shall designate. Each Committee shall keep minutes of its proceedings and regularly report to the Board of Directors the status of its activities.

F. Compensation and Indemnity

Committee members shall serve without compensation from the Association, except when they are engaged to provide goods or services under the terms of a services contract. Committee members may be reimbursed for approved expenses incurred for the benefit of the Association. Committee chair(s) and members shall be indemnified under provisions of the Association's Directors and Officers (D&O) liability policy as described in Article X of these the By-Laws.



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ARTICLE X INDEMNIFICATION

Section 1 Corporate Liability and Indemnification

The Association shall maintain a General Liability insurance policy in an appropriate amount and issued by a provider licensed by the State of Arizona. The Treasurer shall provide proof of insurance to any venue, organization, or enterprise requesting such as a condition of an agreement or contract. Purchase of a General Liability policy shall be deemed a regular business expense.

Section 2 Director and Officer Liability and Indemnification

In accordance with ARS §10-3830, *General Standards for Directors*:

- A Director is not liable for any action taken, or any failure to take any action, if the Director's duties were performed in good faith, with care, and in the best interests of the Corporation.
- A Director is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by trusted sources.
- Directors are not deemed to be trustees with respect to the Corporation or with respect to any Property held or administered by the Corporation.

With approval of the Board of Directors, and subject to applicable law, the Association may purchase a Directors and Officers ("D&O") Liability Insurance policy to indemnify Directors and Officers and Committee Chairs and members, against claims resulting from their actions while acting for the Association.

Purchase of a D&O policy shall be deemed a regular business expense.



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ARTICLE XI: AMENDMENTS

These By-Laws may be amended at a regular or special meeting of the Members, by a vote of a majority of quorum of Members present in an election conducted in accordance with a procedure defined by the Board of Directors. The text and a description of the effect of proposed changes to the existing By-Laws shall be provided to Members at least fifteen (15) days prior to the meeting at which changes will be considered.

This Charter was approved on <DATE> and attested to by:

Paul Garner, President, Skyline Ridge HOA		Bob Altizer, Secretary Skyline Ridge HOA	
Robert Haynes, Treasurer, Skyline Ridge HOA		Sally Rider, Director Skyline Ridge HOA	
Robin Armstrong, Director Skyline Ridge HOA			

CERTIFICATE

I certify that these By-Laws were submitted to the Members of the Association at the Members meeting held <DATE>. They were approved by a majority vote of the Members.

Bob Altizer,
SRHOA Secretary