



HVPOA Newsletter

HC 13 Box 3001, Fairview, UT 84629

435-427-5483

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Hideaway Valley votes on Articles of Incorporation

Membership Meeting

Terri Martin from Utah Dispute Resolution suggested that Hideaway conduct an association meeting no later than September. Following her suggestion, the first quarterly meeting for Hideaway Valley has been scheduled:

When: Saturday Sept, 27. 10am

Where Pavilion at Hideaway

Who.....all members of Hideaway

This particular association meeting is very important because the membership will vote on the *restated Articles of Incorporation* as per the vote at the reconciliation meeting June 28 to:

“form a subcommittee (or have an attorney) to review, rewrite and recommend new Articles of Incorporation which will then submit their recommendation to a vote of owners; to restate the Articles of Incorporation so they are identical to (original) 1980 Version with the 1990 Amendments and modifications to bring the Articles in compliance with current Utah law (without any substantive changes) or such changes along these guidelines as may be recommended by the subcommittee or attorney” (Vote: 214 for/11 against/3 abstain)

The trustees have taken these recommendations under advisement from the document’s committee, appointed by the board, had an attorney review the work and are recommending that the membership approve the articles included in this notice.

Recap of the new articles

The restated and amended articles (pages 3 and 4) are essentially the same as the 1980 original with added language now required by the IRS for non profits. Additionally, a few other changes are recommended by the board and their committee. Notably,

- a) Added the words, “lawfully approved by the Association members” in the purposes
- b) Insured that these Articles can only be amended with a vote of the membership
- c) Eliminated the outdated ‘Membership Certificate’ language and replaced with “shall not issue shares of stock as evidence of membership”
- d) And simplified the “membership” descriptions

Both the 1980 original, 1990 amended version and the 2008 recommended version are available for download and printing on the web site. (click on the ‘Documents’ link)

If you approve of these restated and amended Articles of Incorporation but cannot attend the meeting and do not have another member to appoint on your proxy form, you can designate the Board of Trustees. This means that your vote will be cast the same as the majority of the board members vote on any issue and no one person will have your vote. The board will vote their conscience and your proxy will reflect the majority of the board.

PROXY for Hideaway Valley Property Owners Association (HVPOA), Inc (Utah)

This is to certify that the undersigned, a voting member of HVPOA, has designated

_____ * as his or her representative to cast all votes and express all approvals or disapprovals that said member may be entitled to cast or express at any annual, regular, or special meeting of Hideaway Valley Property Owners Association, and for all purposes provided by the Articles of Incorporation, the By-Laws and other governing documents.

This proxy is governed by Utah Code (16-6a-712) and valid for 11 months unless stated otherwise.

This proxy shall be revocable at any time by:

- (a) attending any meeting and voting in person; or
- (b) signing and delivering to the secretary or other officer or agent authorized to tabulate proxy votes:
 - (i) a writing stating that the appointment is revoked; or
 - (ii) another appointment form of the undersigned voting member.

[Signature]

[Date]

[Phone number for verification]

Number of lots owned _____ Lot number(s) _____
[Plat letter and lot number(s)]

Note: Until new guidelines for proxies are included in, and approved by the membership, in the By-laws, all proxies shall conform to Utah Code 16-6a-712. Please give a copy of this proxy to the person (must be a lot owner in Hideaway) that you appoint *and* mail to the board for our records:

HVPOA President
HC 13 Box 3001
Fairview, UT 84629

* If you designate the "Board of Trustees" as your proxy, your vote will be cast the same as the votes of the majority of the board.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.

A Utah Non-Profit Corporation
(Pursuant to the provisions U.C.A. Section 16-6a-202)

We the undersigned officers of the Hideaway Valley Property Owners, all being of the age of eighteen years or more, certify that the following Amended and Restated Articles of Incorporation were approved by a majority vote of the Trustees and Association members present in person or by proxy at a duly and properly noticed meeting of the Trustees and Association members on September 27, 2008 which vote was sufficient for approval by the members. These articles were prepared in accord with the provisions of the Utah Revised Nonprofit Corporation Act (U.C.A. §16-6a-101 et seq) and Community Association Act (U.C.A. §57-8a-101 et seq).

ARTICLE I. NAME

The name of the Corporation is HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II. DURATION

The Corporation shall continue in existence perpetually unless dissolved according to law.

ARTICLE III. PURPOSES

The purposes for which the Corporation is organized are:

- a) To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements;
- b) To engage in such other business activities and pursuits as may be reasonably related to the foregoing, and
- c) To provide the other services and perform the other functions set forth in the Declarations of Protective Covenants, as may become desirable or necessary for the benefit of the members and lawfully approved by the members, including the enforcement of covenants, conditions, and restrictions set forth in the Declarations of Protective Covenants.

ARTICLE IV. MEMBERSHIP

The Corporation shall have members consisting of persons owning one (1) or more of the lots (hereinafter designated the "lots") contained within Hideaway Valley Subdivisions (Plat A Lots 1-58, Plat B Lots 1-97, Plat C Lots 201-377, Plat D lots 378-462, and Plat E Lots 463-496 as recorded in the office of the Sanpete County Recorder), Sanpete County, State of Utah (hereinafter designated "Association").

The Association shall have one (1) class of membership. There shall be one membership in the corporation appurtenant to each lot, which membership shall pass automatically to the owner of that lot upon conveyance of title.

On all matters presented to a vote of the members, the holder of each membership shall have one (1) vote per lot.

The Corporation shall not issue shares of stock as evidence of membership; membership is evinced by the recorded documents of ownership of one or more Lots in the Hideaway Valley Subdivisions.

ARTICLE V. AMENDMENTS

These Articles of Incorporation may be amended or replaced from time to time, as permitted by law, by the affirmative vote of a majority of the Members of the Association represented at a duly noticed meeting.

In the event that the Association's corporate status should lapse through negligence, the Board of Trustees may re-file these articles with the State of Utah, provided they do so without revision other than such minor revisions that may be required to facilitate the filing process, itself, or to comply with the then current law.

ARTICLE VI. TRUSTEES

The Corporation shall have a Board of Trustees, which shall consist of five (5), seven (7), or nine (9) Trustees, and maintained as an uneven number of Trustees. The term of a Trustee shall be two years or less, and terms shall be staggered.

The names and addresses of the persons who are to serve as Trustees until the next Annual Meeting of Members and until their successors are duly elected and qualified, are:

ARTICLE VII. PRINCIPAL OFFICE AND REGISTERED AGENT

The principal business address of the Corporation, is:

HC 13 Box 3001,
Fairview, Utah 84629.

Which address may be changed at any time by the Board of Trustees without amendment to these Articles of Incorporation.

The registered agent for the Corporation is:

Royal Walker

Acceptance of Appointment

I, Royal Walker, hereby accept the appointment as the registered agent for
HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, Inc.

_____ (signature and date)

The Secretary of State is authorized to accept service of process in the event that the Registered Agent cannot be located.

ARTICLE VIII: BY-LAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the By-Laws.

ARTICLE IX: DISTRIBUTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

ARTICLE X: DISSOLUTION

The holder of each membership shall be entitled to receive the member's pro rata share of the net assets of the Corporation upon dissolution.

ARTICLE XI SIGNATURES

We, the below signators being the duly elected Board of Trustees, hereby affix our signatures in affirmation that the foregoing is true and correct of our own knowledge, and that this act is performed of our own free will and intent, without duress, coercion or promise of reward.

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Regarding Statements

A local accountant, Roper and Associates, from Mt. Pleasant, has been hired to straighten out the books. Unfortunately, there was significant difficulty getting accurate records from Carpenter & Associates, but the process is going as smoothly as can be expected. The treasurer will present a report on the records and the vice president will make a presentation on the budget at the next quarterly meeting.

As a reminder If you have not paid for the last fiscal year or were holding one or more payments pending the outcome of the Settlement Meeting, it is time to bring your assessments current. Send your payment to:

HVPOA Treasurer
HC 13 Box 3001
Fairview, UT 84629

Include the lot number(s) on your check and what assessment period this applies to.

New Construction Requirements

Kent Higgins, our local Fire Marshal has informed us there were new requirements for building permits recently implemented regarding water tanks for fire safety.

This new requirement (2006) is one that many of our lot owners may not be aware. According to the Wetland Urban interface, permits for new dwellings will need to have a minimum of a 2000 gallon water storage to aid in the Fire Department's efforts in case of a fire emergency. The size of the water reserve depends on the size of your dwelling. Be sure to consider this when making plans to build your new home.

Mr. Higgins reminds us that it is important to keep fuels and other combustibles away from your domicile and to keep a defensible area around *all* structures.

SAFETY QUESTION: Do you know of more than one way in and out of Hideaway? Evacuation routes are important to know!

Road Update

Many of you who drive the paved loop on the lower section know just how bad this road is. The reasons, of course are varied, and needn't be reiterated here. What we as a community have to decide is how to proceed with what we have. Some have said that the paved road is Hideaway's best asset while others think that the members of the Association are our most valuable asset. We, as your board, are charged with protecting and preserving *all* assets acting as your agent to protect your property. Thus we would like input on how to proceed with the paved road section.

Historically the association has spent 30 to 70 thousand dollars patching the same sections of road, leaving virtually no funds to service all 27 miles of roads. An estimated 80% of association members do not live in Hideaway Valley. Nevertheless, we would like the opinion of every property owner on how to proceed with the road project.

In early August 2008 the board decided to experiment on the worst section of paved road in front of the trash bin. Due to the weight of the trash truck and the inadequate road base, the road surface had many holes and was not repairable by using the patch method. Over the winter with membership input, we will decide how to proceed and work will start in the spring (funds permitting).

Because so many property owners do not live in Hideaway Valley, nor do they have an opportunity to access the roads often, many are not readily familiar with the conditions. If you want to see photos of the roads you may go to the website www.hvpoa.blogspot.com. Please contact the board or take the survey posted at hideawayvalley.org and share your opinion.

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Mailing label here

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Inside your newsletter

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- *Board recommends new Articles of Incorporation***
- *Proxy form for quarterly meeting on Sept 27***
- *Sample of the new Articles***
- *Message from the Fire Marshal for new construction***
- *Update on the Roads***

www.HideawayValley.org

