

**AMENDED AND RESTATED BYLAWS OF THE
HIDDEN LAKE PROPERTY OWNERS ASSOCIATION, INC.**

As Approved by HLPOA Membership at the August, 2025 Annual Meeting

**ARTICLE ONE
NAME**

The name of this corporation shall be Hidden Lake Property Owners Association, Inc., which shall hereinafter be referred to as the HLPOA.

**ARTICLE TWO
PURPOSE AND OBJECTIVE**

The general purpose of the HLPOA is to further and promote the community welfare of the property owners in the Hidden Lake Subdivision. The HLPOA shall be responsible for the maintenance, upkeep and repair and the establishment and enforcement of rules and regulations concerning the operation and use, of all roads land the lake area in the Hidden Lake Subdivision, located in Colfax County New Mexico

**ARTICLE THREE
MEMBERSHIP**

Every person acquiring legal title, and persons acquiring equitable title under a real estate contract, to any of the lots in the Hidden Lake Subdivision, will automatically become a member of the HLPOA, and with such ownership then every such person becomes subject to the requirements and limitations imposed by the HLPOA and to the regulations and assessments of the HLPOA. A Seller under a real estate contract shall not be a member.

A current membership list shall be maintained by the Secretary of the Corporation at all times. The membership list shall be confidential. Each member shall individually grant or withhold permission for the information to be included in any distribution of the membership list. The Secretary will distribute the membership list in accordance with the returned instructions by each owner.

**ARTICLE FOUR
VOTING**

One vote may be cast for each lot in the Hidden Lake Subdivision by the owner (or owners) thereof provided that such owner is in good standing with the HLPOA: good standing means that all duties and obligations to the HLPOA have been performed and that sums owing to the HLPOA have been paid current.

**ARTICLE FIVE
DUES, ASSESSMENTS, FEES AND OTHER FISCAL MATTERS**

Section One, Dues:

The *Corrected Declaration of Protective Covenants* [Restrictions] Article XV Subsections C and D in part state;

"The Association shall have all the powers that are to be set out in its Articles of Incorporation and By-Laws and all other powers that belong to it by operation of law, including (but not limited to) the power to assess and collect from every member of the Association a uniform monthly charge per single family residential lot within the Subdivision. The amount of such charge is to be determined by the Board of Directors of the Association for the purposes for which the Association is formed,"

"All charges are payable annually by the member to the Association on or before the first day of May of each year, for the ensuing year."

"Every person who shall become the legal or equitable owner of any lot in the Subdivision by any means, is, by the act of acquiring such title, or by the act of contracting to acquire such title, held to have agreed to pay the Association all charges that the Association shall make in accordance with these restrictions. If such payment is not made when due, it shall bear interest from the due date at the rate of fifteen (15) percent per annum. Until paid, such charges together with costs and reasonable attorney's fees required to enforce payment thereof, shall constitute a perpetual lien on and against the property charged. The Association may publish the names of a delinquent member and may file notice that it is the owner of a lien to secure payment of the unpaid charge plus costs and reasonable attorney's fees and may foreclose the lien in accordance with the laws of the State of New Mexico."

"The fund accumulated as a result of the charges levied by the Association shall be used exclusively for the purpose of promoting the recreation, health, safety and welfare of the members of the Association and in particular, the maintenance of the roads and lake area."

The charges (Dues) shall first be allocated for the recurring expenses needed to accomplish the purposes for which the Association was created, and second, to establish funds to offset the cost of extraordinary expenditures. These funds are to include and be prioritized as; 1. Cash Reserves, 2. Equipment Replacement and 3. General Fund. The amount of monies to be earmarked for these funds shall be included in the yearly budget. Reasonable caps may be placed on the funds.

Any increase in the amount of the charges (Dues) must be approved by at least a 6 -1 vote of a full 7 member HLPOA Board of Directors.

Dues may not be billed until after an approved yearly budget, along with its statement of fees, is distributed to the membership. Dues are encouraged to be paid within thirty days of billing, however, under no circumstances will the dues be considered late or will penalties be assessed until after the first day of May of the billed year in accordance with the covenants.

Section Two, Special Assessments:

Special Assessments may only be proposed for extraordinary expenditures that conform to the purposes for which the Association was formed.

All Special Assessments must be voted on and passed, by a simple majority of the members eligible to vote during the Annual Meeting or at a Special Meeting of the membership called solely to approve or disapprove the special assessment.

Voting shall be by either absentee ballot or by members represented at the meeting either in person, by proxy or passcode/password protected web conferencing.

Special Assessments will be billed thirty (30) days after they are passed and be due thirty (30) days after the billing date.

If the Special Assessment is not paid by its due date it will be subject to the same penalties as late dues.

Section Three, Fees:

There will be a building permit/construction fee charged to the lot owner for new project construction to offset the increased maintenance costs associated with heavy construction equipment using the subdivision roads. Building permit/construction fees will be applied as stated in the *HLPOA Architectural Control Committee – Request for Approval Document*.

These building permit/construction fees will be maintained in a separate fund and used only in addition to budgeted road maintenance monies.

Any changes to the building permit/construction fee must be voted on and approved, by a simple majority of the members eligible to vote, during the Annual Meeting.

Any proposed new Fees, for any purpose, must be approved by a vote of the membership before they can be instituted.

Section Four, Other Fiscal Matters:

Not less than twenty five (25) calendar days prior to the start of any fiscal year, the HLPOA Board shall propose and adopt a budget for the Association.

Within twenty (20) calendar days after the adoption of any proposed budget for the Association, the HLPOA Board shall provide a copy of the budget to all the lot owners which can be satisfied by electronic communication and/or posting it to the Hidden Lake Website.

The HLPOA Board shall provide to all lot owners a statement included with a copy of the annual budget listing all fees and fines that may be charged to a lot owner by the Association.

At least quarterly the HLPOA Board will post on the HLPOA web site a financial report that contains a Balance Statement, A breakdown of fund balances, a listing of all non-budgeted expenses, and the *Income & Expense Budget vs. Actual* report.

ARTICLE SIX BOARD OF DIRECTORS

Section One:

The business, property and affairs of this corporation shall be managed by a Board of Directors, composed of not fewer than three members.

One of the original directors shall serve for a term of three years, one of the original directors shall serve for a term of two years, and the rest of the original directors shall serve for a term of one year. At the first annual meeting of the HLPOA, three additional board members shall be elected, one of who shall serve a one year term, one of who shall serve a two year term, and one of who shall serve a three year term. Every year thereafter, the directors shall be elected at each annual meeting for a term of three years or until their successors are duly elected and qualified. Terms for directors shall begin on October 1st following their election at the annual meeting.

Section Two:

Vacancies in the Board of Directors for the remaining months between the resignation and the next annual meeting. The membership represented at the annual meeting shall then vote upon nominations to replace the resigned Board member. This modification is effective immediately.

Section Three:

The Board of Directors shall be elected by a simple majority of the members present at the annual meeting.

ARTICLE SEVEN OFFICERS

Section One:

The officers of the corporation shall be the President, Vice-President, Secretary, and Treasurer. The officers shall be elected from the Board of Directors. Officers shall serve for a period of one year or until their successors are duly elected and qualified, and shall be elected by the Board of Directors each year. Terms for officers shall begin on October 1st following at the annual meeting.

Section Two, President:

The President shall be the chief executive officer of the corporation and shall be a member of the Board of Directors thereof and preside at the meetings. The President shall general and active management of the

business of the corporation and shall see that all orders and resolutions of the Board of Directors or of the annual or special meetings of the membership are carried into effect.

Section Three, Vice President:

The duties of the Vice President shall be to assist the President and perform the duties and exercise the power of the President during the President's absence and disability to act.

Section Four, Secretary:

The Secretary shall keep the minutes of all meetings of the members of the corporation and the Board of Directors.

Section Five, Treasurer:

The Treasurer shall be responsible for all financial duties and shall perform all the duties incident to the officer of the Treasurer.

Section Six, Compensation of Officers:

None of the officers of the corporation shall be compensated with the exception of reimbursing them for their expense in connection with the business of the corporation.

ARTICLE EIGHT MEETINGS

Section One, Board Meetings:

Meetings of the Board of Directors shall be held at least one time annually. The time and place of each meeting shall be determined and subject to call by the President or the majority of the Board of Directors. Notice of all such meetings shall be given to each director.

Section Two, Annual Meeting:

There shall be one general meeting of the membership held each year on the first Saturday in August. Time and place for said meeting shall be determined by the Board of Directors. Members present and entitled to vote at any meeting shall decide questions by majority vote, and the method of voting shall be determined by the presiding officer. All members of record shall be notified of time and place of annual meetings.

Section Three, Special Meetings:

Special meetings of the membership may be called by the President or by a majority of the Board of Directors.

Section Four, Proxies:

Written proxies may be used and voted at either a meeting of the members or the directors' meetings, provided that, at a directors' meeting, the proxies shall be in all cases another director of the corporation, and at meetings of the members, the holder of the proxy must be a member of the HLPOA. All proxies must be in writing, signed by the person giving the proxy, and shall be filed with the presiding officer of the meeting at the time the meeting opens.

Section Five, Quorum:

In the event that a quorum is called for at any meeting of the membership, then by definition, a quorum will consist of the presence of the owners, in person or by proxy, of at least 20 percent of the lots in the Hidden Lake Subdivision. By definition, a majority of the directors either in person or by proxy, shall constitute a quorum at a directors' meeting.

Section Six, Rule of Order:

"Roberts Rules of Order Revised" shall govern the procedure of any meeting of the corporation in all cases to which they are applicable and in which they do not conflict with the Articles of Incorporation and By-Laws of the HLPOA.

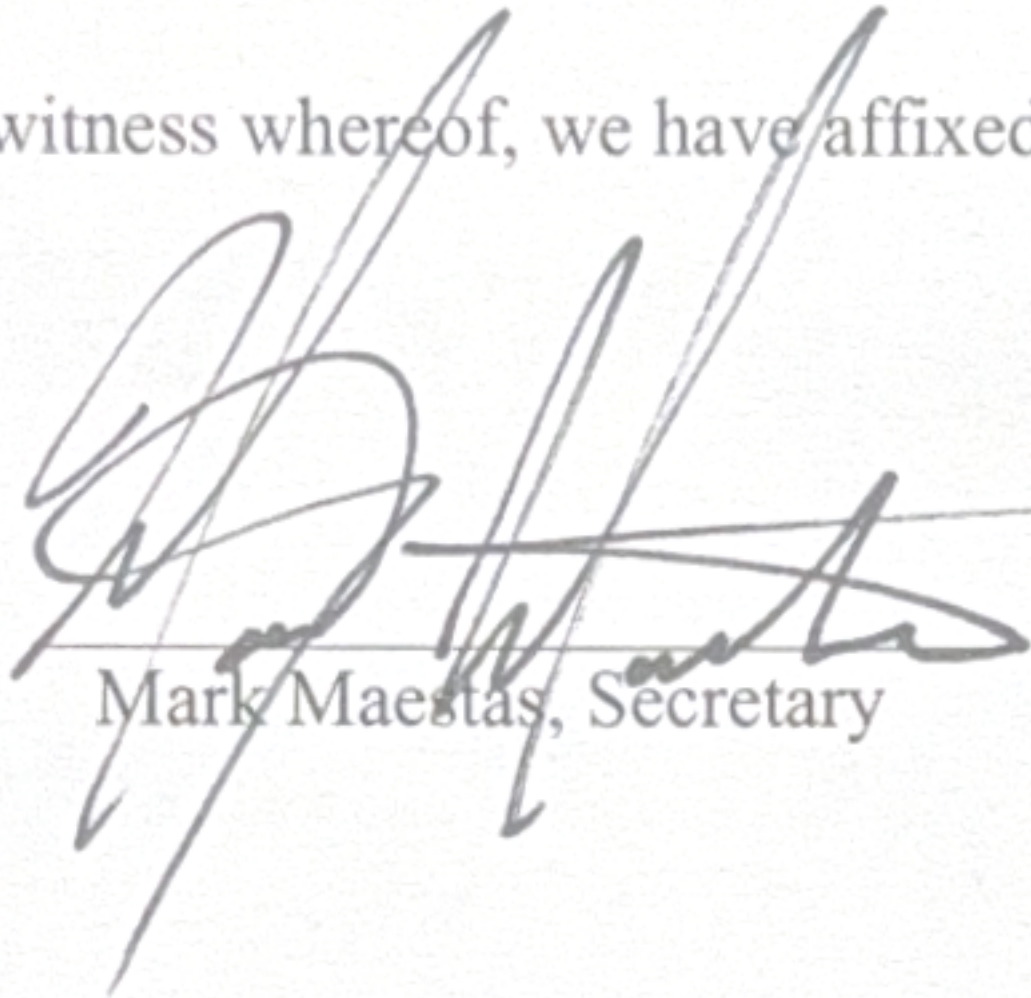
**ARTICLE NINE
AMENDMENT OF BY-LAWS**

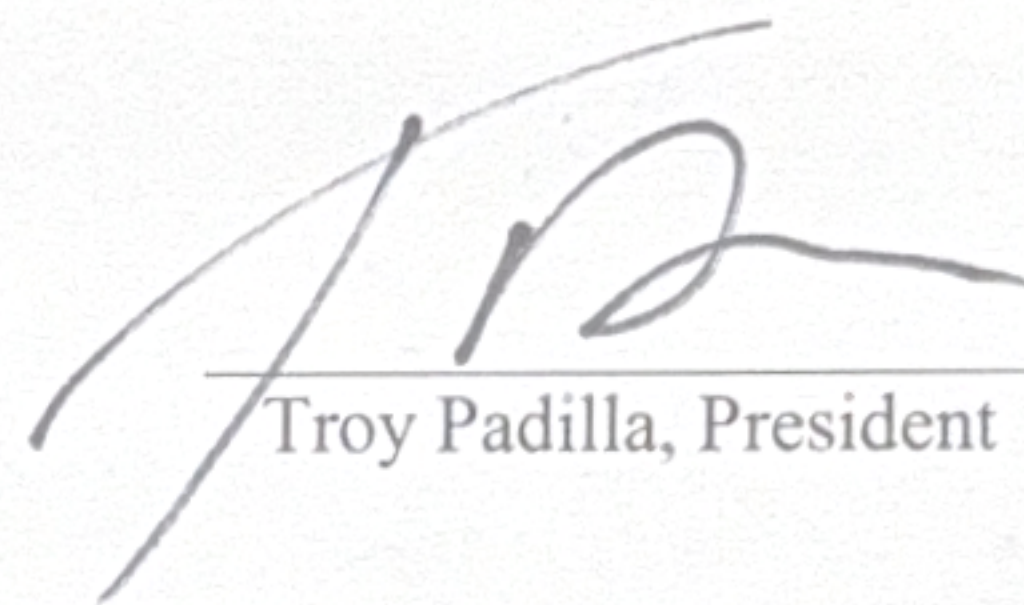
These By-Laws may be amended by submitting the proposed amendment in writing, signed by the member or members proposing the amendment to the Secretary of the HLPOA at least 30 days prior to the first notice of the annual meeting, or at any special meeting. These By-Laws may be altered, amended or repealed by majority vote of all members present in person or by proxy at any regular or special meeting, provided the notice of such meeting shall have contained a copy of such alteration, amendment or repeal.

**ARTICLE TEN
NEW MEXICO NONPROFIT CORPORATION ACT, INCORPORATED BY REFERENCE**

To the extent not specifically contemplated in these By-Laws, this corporation shall be governed by the New Mexico Nonprofit Corporation Act.

In witness whereof, we have affixed our signatures:


Mark Maestas, Secretary


Troy Padilla, President