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**DECLARATION OF THE BY LAWS  
AND  
COVENANTS, CONDITIONS AND RESTRICTIONS  
OF THE  
FAIRHILLS PROPERTY OWNERS ASSOCIATION**

This Declaration of the By Laws and Covenants, Conditions and Restrictions amends the original version titled Declarations of Restrictions Applicable to Property in Fairhills Subdivision recorded in the office of the Marin County Recorder on April 6, 1945 in book 481, page 398 and 399 and as subsequently amended.

1. Legal Description This Declaration governs all of the real property and improvements thereon located in the Fairhills Subdivision, City of San Rafael, County of Marin, California, described as  
  
Lots 1 through 183, as shown on the original Subdivision Map of FAIRHILLS. The APN number, property address and map depicting each lot in the Fairhills Subdivision is attached hereto as exhibit "A" The APN number, address and map are included as a reference and are not part of any legal description.
2. This Amended Declaration The Association determined that it's former filings were outdated. Therefore the membership caused and approved this new declaration for the purpose of enhancing and protecting the value, enjoyment, safety, desirability and attractiveness of Fairhills.
3. Applicability The By Laws and Covenants, Conditions and Restrictions shall run with the property and shall be binding on all parties having or acquiring any right, title, or interest in any portion of the property in the same manner as the original declaration and shall be for the benefit of all property owners.
4. Fees and Dues A one time initiation fee of \$250.00, (Two hundred fifty dollars) and annual dues are \$40.00 (Forty dollars) are payable thru escrow by the Buyer upon purchase of any property within the Subdivision. The initiation fee and annual dues may be modified by a vote of a majority of the membership.

**FAIRHILLS PROPERTY OWNERS ASSOCIATION**  
**(A Not For Profit Corporation)**

**OBJECTIVE: FAIRHILLS PROPERTY OWNERS ASSOCIATION**

The principal purpose of the Fairhills Property Owners Association is to inform and represent its membership with respect to matters which have a material effect on the quality of life and the value of property within the Fairhills area. Some of these matters are: property taxation, police and fire protection, enforcement of zoning ordinances and deed covenants, municipal improvements, and city and county general plans, insofar as same affect the Fairhills area.

The current activities include meetings for the purpose of informing the membership of issues that arise with respect to the above matters. At such meetings, the membership formulates the Association's position with respect to these issues. Members of the Association attend public hearings, e.g., Planning Commission and City Council, for the purpose of stating the Association's position with respect to pending Fairhills-related matters.

The Association is fully operational at this time. The Association's fiscal year is January 1<sup>st</sup> thru December 31<sup>st</sup>.

**BY-LAWS OF FAIRHILLS PROPERTY OWNERS ASSOCIATION**

**Article I – NAME**

The name of this Association is the Fairhills Property Owners Association, (Association or FPOA).

**Article II – PURPOSE**

The purpose of the FPOA shall be that of a non-profit association to promote and contribute to the general welfare and betterment of the Fairhills area through organized action and effort. These purposes shall be carried but by a Board of Directors (Board) elected by the members of the Association.

**Article III – MEMBERSHIP**

All persons owning property on Fairhills Drive, Treehaven Drive, Twin Oaks Avenue, Idlewood Place, Pepper Way, Valley View Avenue, Edgewood Way, Rustic Way, Oakmont Avenue, Wildwood Way, Oakmont Court and any additional residences which become part of Fairhills in the future shall be eligible for membership in this Association. A property owner shall become a member upon payment of the initiation fee and annual dues as established by the Board and approved by the membership.

**Article IV – FEES AND DUES**

- (a) The initiation fee for membership in this Association shall be two hundred and fifty dollars (\$250.00) per property owner.
- (b) The current annual dues are forty dollars (\$40.00). Annual dues may be revised in amount as is fixed by the Board each year. Dues are payable on or before February 1<sup>st</sup> of each year.
- (c) If a property is owned by more than one person, only one annual dues amount shall be payable, however if one or more persons owns more than one property then dues shall be payable for each property owned.

**Article V – GENERAL MEETINGS**

- (a) An annual meeting of the membership of this Association shall be held during the month of January each year. The exact date to be determined by the Board of Directors.
- (b) At the meeting the membership shall elect three or four or the appropriate number of Directors to serve staggered two year terms.
- (c) The Board shall be empowered to call such additional meetings of the membership as it shall deem advisable.
- (c) The Board shall call a meeting of the membership upon written petition filed with the Secretary containing sufficient signatures to represent at least ten (10) voting memberships.
- (d) Ten percent (10%) of the voting membership shall constitute a quorum at any general meeting.
- (e) Notice of all general meetings, stating date, place and time of such meetings, shall be mailed or delivered to each place of residence in Fairhills not less than seven (7) days prior to the meeting. Mailing or delivering of such notice shall constitute due notice.

**Article VI – VOTING PROCEDURES AND RIGHTS**

- (a) Only those members who are 18 years of age or older who have paid their initiation fee and current year's dues (if any) shall be eligible to vote.
- (b) There shall be a total of one (1) vote per member, except when:
  - (i) more than one person owns a property, they shall be entitled to one (1) vote as a group, or when:
  - (ii) one person or a group of persons own more than one parcel of property, they shall be entitled to one (1) vote for each property owned.
- (c) There shall be no cumulative voting rights.
- (d) Members may exercise their vote in person, by mail, e-mail, proxy or via the FPOA web site. If a vote is cast by any means other than in person it shall be delivered to the Secretary prior to the ballot closing date and time at the general meeting at which votes are cast.
- (e) The manner of voting shall be determined by the Board.

#### **Article VII – BOARD OF DIRECTORS**

- (a)** Only those members entitled to vote shall be eligible to serve on the Board of Directors, hereinafter referred to as the Board.
- (b)** The Board shall consist of seven (7) members, each elected for two year terms; four shall be elected in even-numbered years, three in odd-numbered years.
- (c)** Each member of the Board shall serve until a successor has been elected.
- (d)** Vacancies occurring on the Board shall be filled by appointment by the President with the approval of a majority of the Board for the unexpired term of office.
- (e)** In case of two or more persons jointly owning property, only one (1) person of such a group may be a member of the Board at any one time.

#### **Article VIII – DUTIES OF THE BOARD OF DIRECTORS**

- (a)** Each year, at the first meeting of the Board after the annual election of Directors by the membership the Board shall elect the Officers of the association.
- (b)** The Board shall consider, promote and transact the business of this Association, shall order the disbursement of all funds and payments of all bills and invoices and shall discharge such other delegated duties as are set forth in the by-laws.
- (c)** A majority of the Board shall approve all expenditures or any other disbursement of funds in excess of six hundred dollars, (\$600.00). When expenditure has been authorized it shall be paid by the Treasurer as described in Article XI-d.

#### **Article IX – MEETINGS OF THE BOARD OF DIRECTORS**

- (a)** The Board shall meet regularly, or at a minimum each quarter of the year, in open meeting. All members of the association are encouraged to attend board meetings.
- (b)** The Board of Directors shall establish a fixed meeting date and time.
- (c)** The President may call additional meetings of the Board as he/she may deem necessary upon a minimum of seventy-two (72) hours notice to the Board members, which need not be in writing.
- (d)** A majority of the total of all Board members constitutes a quorum for the purpose of convening Board meetings. A majority of Board members present at a meeting shall suffice to approve payment of bills and invoices, per Article VIII-(c).

#### **Article X – OFFICERS**

- (a) The Officers of the Association shall be President, Vice-President, Secretary and Treasurer, who shall be elected by the Board of Directors. Board members may also serve as officers.
- (b) The officers shall be elected annually by a majority of the Board at the Board's first meeting of the new fiscal year and shall serve until their successors are duly elected.
- (c) Any officer may be removed at any time by a majority vote of the Board of Directors.
- (d) If at any time the above officers are unable to perform their duties for whatever cause, the presiding officer shall appoint a member of the Board to assume for the time being all the duties and functions prescribed above.

#### **Article XI – DUTIES OF OFFICERS**

- (a) The President shall preside at all meetings, shall exercise general supervision over the affairs and activities of the Association and shall serve as an ex-officio member of all committees.
- (b) The Vice-President shall assume the duties of the President during his/her absence.
- (c) The Secretary shall keep a complete and accurate record of all the proceedings of the Association and of the Board, shall conduct all correspondence, keep file on all records and copies of official letters and give required notice of all meetings. The secretary shall assist the Treasurer in the collection of annual dues. The Secretary shall also maintain a membership record containing names and addresses of each member, an up-to-date copy of which shall be furnished to the various committees to be used as the official mailing roster. The membership record shall be for the exclusive use of this Association, serving only the purposes of the Association, and shall not be given to anyone outside this Association without specific approval of a majority of the Board at a regular Board meeting.
- (d) The Treasurer shall be responsible to receive all Association funds, collection of annual dues and initiation fees paid from escrow; keep them in a bank, or banks, approved by the Board, and pay out funds only after approval of the expenditure by the Board. Payment of funds shall be by check signed by the Treasurer. Payment of funds in excess of six hundred dollars, (\$600.00), shall be signed by the Treasurer and countersigned by the President or one other officer in the absence of the President. Payment of funds shall never be for an amount greater than funds available in the account.
- (e) If at any time any of the above officers are unable to perform their duties for, whatever cause, the Board of Directors may appoint any member of the association to assume all the duties and functions of that office, until the next annual meeting.

## **Article XII – COMMITTEES**

- (a)** The President, with the approval of the Board, shall appoint the following standing committees: Finance, Communications, Public Improvement, Membership and other such committees as the Board shall deem necessary.
- (b)** The Finance Committee shall assist the Treasurer and shall make recommendations regarding the financial structure of the Association. The Finance Committee shall prepare an annual budget and shall recommend the amount of annual dues. At the close of the fiscal year, the Finance Committee shall audit the records of the Treasurer and make a full report in writing to the Board.
- (c)** The Communications Committee shall coordinate and disseminate information related to the FPOA and its activities to the general membership. Information may be distributed by mail, telephone, fliers or electronically by e-mail or via the FPOA web site.
- (d)** The Public Improvements Committee shall study, review, recommend and supervise, if necessary, measures to be taken for the general welfare of the Fairhills area.
- (e)** The Membership Committee shall greet new property owners and encourage all persons eligible for membership to join and actively participate in the the Association. The committee shall also assist the Secretary and Treasurer in maintaining the membership record and the collection of annual dues.
- (f)** Committees or members thereof shall not be empowered to initiate or conduct actions or activities which may have legal or financial consequences for this Association beyond the scope of the normal activities as intended in the previous sections (b) through (e). For this purpose, the Board of Directors shall regularly monitor committee activities and actions and if necessary set policy or approve special action by majority vote at a regular Board meeting.

## **Article XIII – NOMINATIONS AND ELECTIONS OF BOARD MEMBERS**

- (a)** At each annual meeting of the membership, three or four members will be elected to serve as directors for a two year period. Candidates may be nominated by the Board, or any member of the association. Any member wishing to serve on the Board may declare their candidacy prior to or at the annual meeting.
- (b)** The President shall close the ballot at the commencement of the annual meeting, and thereafter the Secretary shall place the names of all candidates before the assembled membership who shall elect by a show of hands the three or four candidates or any appropriate number and the candidates receiving the highest numerical votes shall be declared elected.
- (c)** Newly elected members shall take office at the first regular meeting of the Board following the annual meeting and shall serve until their successors are duly elected.

**Article XIV- REFERENDUM AND RECALL**

(a) The membership shall have the power of referendum and recall.

**Article XV- AMENDMENTS**

- (a) Proposals to any changes in or repeal of these by-laws are subject to approval of a two-thirds majority of the Board and shall be ratified by a majority vote of the membership at a meeting duly called for such purpose. Notification of such proposals shall be submitted to all members fifteen (15) days in advance of the ratification meeting.
- (b) Action required for the adoption of amendments to the Articles of Incorporation may be taken by the membership by a vote or written consent of at least two-thirds of the members of a policy making committee created by the members of the Association to represent and act for the Association in this matter, with or without authority to represent and act for the Association members in other matters. Only members of the Association shall serve on such a committee.
- (c) The Secretary shall notify all members of the full text of any change to the By-Laws or to the Articles of Incorporation no more than thirty (30) days after such change.


**Article XVI- PARLIAMENTARY AUTHORITY**


Robert's Rules of Order (revised) shall be the parliamentary authority of this Association.

**Article XVII- UNDELEGATED POWERS**

All powers not specifically delegated to the officers, the Board of Directors, or the committees, shall be reserved to this Association and to its members.

**Approved by the membership January 23, 2005**

  
Frank Smart, President  
Fairhills Property Owners Association

  
Lance Kuykendall, Vice President  
Fairhills Property Owners Association

**Covenants, Conditions and Restrictions  
Applicable to Property in the Fairhills Subdivision  
Adopted by the members in 2006 to replace those dated  
April 1945 as Amended**

1. The word "lot" as used herein refers to one of the deeded portions of the original filed map of the Fairhills Tract, (Fairhills), within which the above described real property is located or any portion sold prior to the filing of such map.
2. All the lots herein described are declared to be residential in character, and no dwelling or structure, except one private dwelling house, designated to accommodate one family only and or garage, guest house or other out building appurtenant thereto shall at any time be erected or maintained on any building lot.
3. No lot shall be conveyed, transferred or deeded except as a whole or in its entirety, except as to where adjoining property owners wish to change their common boundary lines and then only upon the approval by the Fairhills Property Owners Association.
4. No building or structure shall be erected upon any building lot in this tract until the site plan, exterior elevations, roof and specifications thereof have first been approved by the Fairhills Property Owners Association. The minimum inside floor area of said building shall be not less than 1600 square feet.
5. No person shall reside in any dwelling or structure until and unless the construction has been completed.
6. The construction or modification of any improvement on any lot within the Fairhills will adhere to the most current regulations of the city of San Rafael planning and building departments, local ordinances and the uniform building code of the state of California.
7. No store, shop or factory shall be erected or placed on any lot nor shall any business or trade conducted upon said property.
8. No fowl, birds, animals, nor creatures of any kind except usual and common household pets such as caged birds, cats, dogs or fish in reasonable numbers shall be kept on any lot or plot in the Fairhills subdivision.
9. All remedies in law or in equity are accorded to and may be prosecuted by any owner of any interest of record in property subject to these restrictions to enjoin, abate or realize damages or other dues of an attempted or existing violation thereof. Failure to enforce any provisions or measure of these covenants by the declarant hereof or any owner of an interest of record in property subject to these restrictions shall not be deemed a waiver of the right to do so thereafter or in connection with a similar violation on some other part of this subdivision.

10. The owner of any lot shall install and maintain thereon underground conduits for telephones, television, data, and electrical service and all utility service from the point of connection in the street to the residence. Overhead utility services shall not be allowed within Fairhills. Any utility service entrances along the street adjoining a property will be terminated in an underground box or underground termination riser approved by the utility. Pad mounted transformers and utility riser shall be screened or landscaped in accordance with the service provider's instructions.
  
12. The covenants and provisions hereof are declared to be severable. Invalidation of any single covenant or provision or part thereof by law, judgment or court order shall not in any way affect any other covenant hereof.

Approved by the members January 25, 2005



Frank Smart, President  
Fairhills Property Owners Association



Lance Kuykendall, Vice President  
Fairhills Property Owners Association

# EXHIBIT A

## FAIRHILLS SUBDIVISION MAP

