

NOTICE

of

The 2010 Annual Meeting of the Members of

THE LEGENDS HOMEOWNERS ASSOCIATION, INC.

NOTICE is hereby given this 23rd day of February 2010, that the annual meeting of the Members of the Legends Homeowners' Association, Inc. will be held at 7:00 p.m. Wednesday, March 10, 2010 at the Lowell Scott Middle School, 13600 W. McMillan Rd, Boise, Idaho 83713.

Agenda will include:

Guest Speaker – Maryanne Jordan, Boise City Council President
2009 Review
2010 Action items
Neighborhood Association Initiative
Amendment to By-Laws
Election of Directors

Members are invited to submit in writing proposed items of business and sending them to AMI, P.O. Box 5714, Boise, Idaho 83705 prior to March 5, 2010.

You are encouraged to attend this annual meeting. It is important to have a quorum present to conduct all votes, which is defined as 25 percent of the Lots represented by members in person or by proxy.

If you are unable to attend, please complete the enclosed PROXY and deliver it by:

- *having a member who will be in attendance deliver your proxy at the meeting,*
- *emailing your proxy to the AMI manager, or*
- *sending your proxy to AMI via postal mail.*

If you have questions on the proxy please email our AMI manager Denny Moller at dmoller@amihome.net or call him at 385-9650 Ext 220. The AMI mailing address is P.O. Box 5714, Boise, ID 83705.

This notice has been approved by the Secretary for the Association.

PROXY

For the 2010 Annual Meeting of the Members of
The Legends Homeowners Association, Inc.

7:00 p.m., Wednesday

March 10, 2010

at

Lowell Scott Middle School
13600 W. McMillan Rd, Boise, Idaho 83713

I, the undersigned, being a member of The Legends Homeowners' Association, Inc., do hereby appoint

(print name of person who will represent you at the meeting)

Or

Legends HOA Board of Directors

(check box if you would like to be represented by the board of directors)

as my true and lawful attorney-in-fact with power of substitution, for me and in my behalf to vote at the annual meeting of The Legends Homeowners' Association, Inc. identified above, with all the powers I should possess if personally present.

Members Name *(please print)*

Signature of Member

Address of Member

Date Signed _____



The Board of Directors is pleased to announce that **Maryanne Jordan**, Boise City Council President, will be the guest speaker at the 2010 Legends Homeowners Association annual meeting.

Ms. Jordan was appointed to fill a vacancy in the Council on March 4, 2003, and re-elected to that seat in November 2003. She currently serves as Council President. She has a long history of civic, business and community involvement that includes:

- Boise City Planning & Zoning Commissioner
- President of the West Valley Neighborhood Association
- Facilitator of the Boise Neighborhood Alliance
- Small business owner
- Community project involvement that includes:
 - Boise Foothills Open Space Campaign
 - Bench to Valley Study
 - Celebrate Community

Ms. Jordan will discuss issues facing Boise City and West Boise in particular, followed by a Q&A session.

Please take advantage of this great opportunity to meet one of your local community leaders!

Vote of Approval to amend the Legends By-laws

Submitted to the membership of the Legends Homeowners Association (HOA) for its consideration in advance of a vote of approval at the Legends HOA Annual Meeting on March 10, 2010.

Introduction

The Board of Directors requests that the Membership of the Legends HOA approve the amendment to the By-Laws of the Association that is attached to this Notice of Proposal. The By-Laws is a legal document that defines the rules and processes by which the Legends HOA conducts the governance of its affairs. A complete copy of the current By-Laws and Articles of Incorporation can be found on the Legends website at www.legendsofboise.com.

Background

When the Legends subdivision was first established, the developer (often referred to as the Declarant) controlled the vast majority of votes. This is normal for a subdivision in development. Today, the developer can no longer have any involvement or voting rights beyond that of any other homeowner. Some aspects of the By-Laws have become problematic given the even distribution of voting rights that now exists.

Issues

Inconsistencies and incomplete aspects of the current By-Laws that were not an issue when the developer was in complete control need to be addressed. Specifically, the Board proposes to amend the By-Laws to make clear the process for populating the Board of Directors and establishing rules that resolve situations not addressed in the current By-Laws. The specific issues presented by the current By-laws are:

- An annual meeting is not required, but many processes detailed in the By-Laws require an annual meeting.
- The Board is allowed only three Directors. The Board believes this should be increased to five (5) Directors.
- Nominations for Director can be made from the floor during the annual meeting, but this leaves no time for the Nominating Committee to fulfill its requirement to confirm that the nominee meets the requirements to be a Director.
- There is no process specified for populating the Board should a voting quorum not be reached at the annual meeting.
- The By-Laws call for voting by secret written ballot, but proxies can be voted which must be revealed to be validated.
- There is no process specified for handling a contested election result.

Recommendation from Board of Directors

Although not required, the Board has scheduled an annual meeting every year. A quorum has never been achieved at any annual meeting and therefore an election as per the By-Laws has not taken place. To maintain the governance of the Association, the Board exercises Article XI of the By-Laws and the Articles of Incorporation, which collectively require the Board to exist in perpetuity to sustain governance of the Association. This has been achieved through the on-going efforts of several different Association members who have volunteered to serve on the Board over the years. While this has enabled maintaining a valid Board of Directors, the Board believes the By-Laws should be amended to specify a due process by which the Board is populated under all circumstances.

The Board recommends you support its effort to remedy the issues described above by voting in favor of the proposed amendment to the By-Laws attached below. This amendment will enable increased participation on the Board and conduct its affairs via updated By-Laws that are better suited for a built-out subdivision.

You have two ways to vote on this amendment:

1. Vote in person at the annual meeting scheduled for March 10, 2010 at 7:00pm at Lowell Scott Middle School.
2. Vote by proxy (see instructions on the proxy form).

Note: Even though multiple people can legally own a Lot and each owner is a member of the Association, only one vote can be cast per Lot.

**FIRST AMENDMENT
TO THE BY-LAWS OF THE LEGENDS HOMEOWNERS ASSOCIATION, INC**

THIS FIRST AMENDMENT TO BY-LAWS is made as of February 17, 2010, to the By-Laws of the Legends Homeowner's Association, Inc. an Idaho Non-Profit Corporation (hereafter called the "Association").

WITNESSETH:

WHEREAS, under the date of March 10, 2010, the Board of Directors of the Association approved and adopted the By-Laws of the Association, which By-Laws are in force and effect; and

WHEREAS, the Board of Directors of the Association has determined it would be in the best interests of the Association to update the By-Laws as they pertain to the process of electing Board members. The By-Laws were written and adopted when the developer controlled a majority of all votes. As a result, the By-Laws contain inconsistencies and absences of clarity that hinder the Association now that voting rights are distributed equally among all Members.

NOW, THEREFORE, the By-Laws of the Association are hereby amended in the following particulars:

1. Article XI – Amendments. Pursuant to Article XI of the By-Laws, the By-Law is hereby amended to hereafter provide as follows:

Article III – Meeting of Members; Section 3.2 – Annual Meeting. An annual membership meeting is required to be held within the first three months of each calendar year. The day, time and location of the annual meeting will be determined by the Board of Directors. The Board can reschedule the meeting up to six months into the calendar year if deemed necessary.

Article IV – Board of Directors: Selection, Term of Office; Section 4.1 – Number. The affairs of this Association shall be managed by a Board of Directors, referred to as the "Board", consisting of five (5) Directors who must be Members of the Association. Any one Member can occupy only one Director seat on the Board during their time on the Board. All Director seats on the Board do not have to be occupied for the Board to conduct its affairs.

Article IV – Board of Directors: Selection, Term of Office; Section 4.2 – Term of Office. The term of a Director starts upon their election to the Board at an annual meeting and ends when elections are held at the subsequent annual meeting. The position of Director is not subject to any term limits.


Article V – Nomination and Election of Directors; Section 5.1 – Nominations. Nomination for election to the Board shall be made by a Nominating Committee. The Nominating Committee shall consist of a Chairman, who shall be a Member of the Board, and two Members of the Association. The Nominating Committee shall be appointed by the Board prior to each annual meeting and be dissolved after the election is completed. The Nominating Committee shall solicit nominees from all Members no sooner than ten (10) days before the annual meeting. The Nominating Committee submits for election to the Board as many nominees as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. All nominees and members submitting nominations must be determined by the Nominating Committee to be members in good standing. Nominations to the Board will not be taken from the floor during the annual meeting.

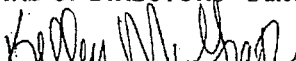
Article V – Nomination and Election of Directors; Section 5.2 – Election. Election to the Board shall be conducted by open vote by the presence of a quorum of all Lots represented by the Members in attendance and by proxy at the annual meeting. The person receiving the largest number of votes for each Director seat on the Board shall be elected. In the event a quorum is not present, the election will be rescheduled to occur at the next annual meeting and each current Board member can, by their own choosing, decide to resign or retain their seat on the Board for any period of time until the next scheduled election.

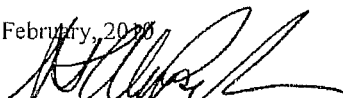
Article V – Nomination and Election of Directors; Section 5.3 – Confirmation of Election Results. An unsuccessful candidate can contest the result of an election for Director in writing submitted to the Board within three (3) days after the date the election is held. The Board will use Association general funds to select and pay, at reasonable cost, an independent organization to conduct a review or recount, the results of which will be final and binding.

2. Effective Date. The First Amendment to the By-Laws of the Legends Homeowners Association, Inc. shall become effective upon passage as per the process documented in the By-Laws dated February 17, 1996.

Approved by the BOARD OF DIRECTORS - Dated as of the 17th day of February, 2010


Dana Wardein, President


Kelley McGrath, Vice President


Steve Berch, Secretary

Request for Nominations for Director to the Legends Homeowners Association Board of Directors - 2010

Article V, Section 5.1 of the By-Laws of the Legends Homeowners Association charters the Nominating Committee of the Association to submit nominees for the position of Director on the Board of Directors to be elected at the annual meeting on March 10, 2010. The Nominating Committee welcomes and encourages member participation and involvement in the efforts and responsibilities of the Association. To be a Director, a nominee must meet the following requirements:

- A nominee must be a **member of the Association**, which means the member must be a property owner within the Legends subdivision.
- A nominee must be a **member in good standing**, which means the member has paid all fees and dues.

Members of the Board of Directors are responsible for managing the affairs of the Association on the behalf of and for the collective benefit of all members. These responsibilities include, but are not limited to:

- Attending the annual meeting and monthly Board meetings
- Taking necessary actions to enforce compliance with the Covenants, Conditions and Restrictions of the Legends Homeowners Association
- Evaluate bids and award contracts to service providers as necessary to maintain common area lawns and landscaping, irrigation systems, and maintenance of other facilities
- Investigate, evaluate and approve capital expenditures necessary to maintain and improve the Legends subdivision
- Create, distribute and manage communication of relevant information and notifications to all members
- Schedule, solicit and coordinate volunteers to conduct the various events that take place throughout the year within the Legends subdivision
- Participate and provide input toward zoning issues and other legal matters that may from time to time impact the Legends subdivision
- Create, review and approve annual budgets to cover all Association expenses, including adjusting membership annual dues as necessary to balance the budget.

The Nominating Committee submits the following members for nomination as a Director for 2010:

- **Dana Wardein**, currently a Director and President of the Association
- **Kelley McGrath**, currently a Director and Vice-President of the Association
- **Steve Berch**, currently a Director and Secretary of the Association
- **Michael Hudson**, currently Treasurer of the Association
- **Robin Sandy**, currently a Member of the Association

Submit a Nomination for consideration at the 2010 annual meeting

If you wish the Nomination Committee to consider someone to be a Director, please do so by providing the following information. **IMPORTANT:** You are allowed to nominate yourself. You can also nominate more than one person. If you nominate someone other than yourself, the person you are nominating **must** submit a separate statement indicating they accept your nomination. A separate form must be filled out for each nominee you wish to submit.

Your name: _____ Your phone number and/or e-mail address: _____

Person you are placing into nomination: _____

Nominee address, phone number and e-mail: _____

All I nominations for Director must be received by AMI (the Legends management company) **BY MARCH 3, 2010**. There are three ways for you to submit your nominations and for your nominee to confirm their acceptance of your nomination:

1. Fill out this form and mail it to Association Management, Inc. (AMI), PO Box 5714, Boise, ID 83705.
2. Fill out this form and fax it to Association Management, Inc. (AMI) at **381-0252**.
3. Send an e-mail with all the requested information to Denny Moller (AMI) at dmoller@amihome.com . Please type "**Legends Director Nomination**" in the Subject of your e-mail.

The 2010 Legends' Easter Egg Hunt

Date and Time: Saturday, April 3rd
2:00 p.m.

Location: Open Common Area off Pala Mesa between Papago Pl.
and Lawsonia Pl.

How to Participate: Please prepare one dozen plastic eggs filled
with candy for each child and provide the age of each child
participating.

Age groups: Up to 3 yrs old, 4-6 yrs old, 7-9 yrs old, 10-14 yrs old

Please drop off the eggs at one of the following homes by Friday April 2nd:

Kelley McGrath

5250 N. Lawsonia Pl.

Dana Wardein

4960 N. Maidstone

Lucy Dickson

13324 W. Telemark St.

Enjoy

Refreshments
Easter Egg hunt with a
Special Golden Egg Feature
Egg games
Bubble Tubs
Jump House and other
Inflatables
Face Painting

And our Special Guests...

The Easter Bunny
and Local Fire and Police
Representatives

Volunteers Needed

Set Up and Clean Up
Provide Cookies and/or Treats
Serve Refreshments
Face Painting
Supervise Children in Jump House and other
Inflatables
Egg Games
**To Volunteer Please Contact Kelley McGrath
at 323-4301 or email dkmcgrath@cablone.net**

Attention Teenagers***

Great Volunteer Opportunities Available in
30 minute blocks

Check out our website at www.legendsofboise.com