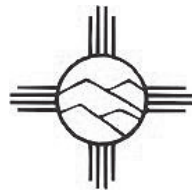


Tierra Grande Tales 'n' Trails

P.O. Box 1388 Belen
New Mexico 87002



505 864-2345

**Tierra
Grande
Improvement
Association**

June 2010

Message from the President

Recently, the Association had the unprecedented experience of two eventual vacancies on our Board of Directors. First, Tim Lardner indicated he would not be available to run for re-election when his term expires this year, and George Koch tendered his resignation after more than 19 years of invaluable service. Both vacancies are to be filled by someone who is not a resident of Tierra Grande, but who has the knowledge and skills that will contribute to the Association's functions.

Our administrator, Sue Moran, and I interviewed five applicants for these Board openings. The Board chose David Tibbetts, surveyor, to fill Mr. Koch's immediate vacancy – leaving four candidates for election to the Board position that will be open when Tim's term expires in July, 2010. We are grateful that so many applicants came forth to serve. The following is a brief recap of their biographies and a short statement about what they feel is they can contribute to TGIA and its 2,500 members.

Judi Magnussen President

JON CLEMONS

- Retired from 32 years of government service
- Alternate member of the Open Space Committee
- Tierra Grande Landowner

Because I share the perspective of both residents and property owners I can determine the path that the property owners want to continue on as the indentures expire and wisely administer the limited amount of money that TGIA collects, and administer the open space.



HOWARD SNELL

- University of NM Biology professor & curator
- Conservation experience in Galapagos Islands, AZ, NM & CA
- TGIA Property Owner

I look forward to preserving TGIA's unique character, especially the Open Space areas. I can bring a productive set of skills to the board to help us preserve these unique open space areas and work together to design and implement a new association for the future of Tierra Grande.



LANDON NEWTON

- Well versed in financial credit analysis
- Knowledge of management and agriculture production
- Experience in current New Mexico Legislative Bill analysis

My living 20 years in Valencia County gives me an understanding of the issues affecting the members of TGIA. My experience in banking and real estate will be valuable to the Board. Serving on the Board is an opportunity to improve TG and insure that it remains a great place to invest in and live.



JOHN HOFFMAN

- Owner of a commercial electric company in ABQ since 1973
- Construction Industries Board Member
- Life member, Rocky Mountain Elk Foundation

As a TGIA property owner since 1985, and with many years of experience in both the private and public sectors, I am capable of recognizing all sides of a situation to find the best outcome. My expertise will help land owners and the Board face the challenges ahead of us.



TGIA Annual Meeting July 17, 2010 11 AM - 1 PM
Tierra del Sol Golf Club 1000 Golf Course Road Belen

**AMENDMENT TO PROTECTIVE COVENANTS
TIERRA GRANDE SUBDIVISION
UNIT _____**

RECITALS

A. The undersigned parties are the owners of a majority of the lots within Tierra Grande Subdivision, Unit _____, being a subdivision of record within _____ County, New Mexico, according to the plat thereof filed for record in the office of the County Clerk of _____ County, New Mexico on _____ in Book ____ at page _____, (referred to as "Unit ____").

B. Protective covenants have been imposed against certain units in Tierra Grande Subdivision, including Unit _____, by those certain protective covenants recorded in the office of the County Clerk of _____ County, New Mexico on _____, 197__, in Book _____, Page _____ through _____. Said protective covenants (have been amended from time to time, and as amended) are referred to herein as the "Protective Covenants".

C. Additional covenants, easements, charges and liens have been imposed upon the lots within Unit _____, by that certain Indenture described below. However, the Covenants set forth in the Indenture will expire and terminate on _____, 201__ (the "Termination Date"), and the undersigned owners wish to adopt and incorporate the Indenture into the Protective Covenants, and to provide for the Covenants set forth in the Indenture to continue beyond the Termination Date.

D. The Protective Covenants may be amended as to any unit subject thereto by vote of the owners of record of the majority of the lots within such unit, and the undersigned, being the owners of a majority of the lots within Unit _____, hereby vote to amend the Protective Covenants as to Unit ____ as set forth below.

NOW, THEREFORE, THE PROTECTIVE COVENANTS ARE TO BE AMENDED AS TO UNIT ____ AS FOLLOWS:

1. Indenture. The following paragraph is added to the Protective Covenants:

16. INDENTURE. That certain Indenture (the "Indenture"), filed of record in the office of the County Clerk of _____ County, New Mexico on _____, in Book _____, Page _____ through _____, is hereby incorporated into these Protective Covenants by reference as if set out in full herein, except with the following changes:

(a) The "Property", shall be defined as Unit _____, and any other units within the Tierra Grande Subdivision (both in Valencia and Socorro counties) for which an Amendment to Protective Covenants substantially the same as this Amendment is recorded, adopting and incorporating the applicable Indenture to which said unit is subject, and extending the Covenants in the Indenture beyond the termination date set forth in the original Section 6.02 of the Indenture.

(b) Section 6.02 of the Indenture is deleted in its entirety, and the following Section 6.02 is substituted in its place:
Section 6.02

All Covenants herein shall continue in full force and effect for twenty (20) years after the date of recordation of this Amendment to Protective Covenants, and at that time, and each twenty (20) years thereafter, shall automatically be renewed for an additional twenty (20) years, unless the owners of a majority of lots in said Unit _____ shall sign and record a document terminating said Covenants.

2. Purpose. The purpose of this Amendment is to grant and continue the rights of Tierra Grande Improvement Association ("TGIA"), the Grantor under the Indenture, to exercise all rights under the Indenture, including but not limited to making assessments against the Property and enforcing those assessments by the liens provided therein, and to limit the obligations of TGIA there under to only those Units adopting an Amendment to Protective Covenants substantially the same as this Amendment.

3. Full Force and Effect. Except as expressly amended by this Amendment, the Protective Covenants shall remain in full force and effect.

4. Counterparts. This Amendment may be signed in counterparts, and original signature pages attached to a single Amendment and recorded in the County records.

IN WITNESS WHEREOF, the undersigned owners have made and executed this Amendment to Protective Covenants as of the day and year first written above.

A Very Simple Map to Tierra del Sol Golf Club



Notice of Annual Meeting of the Membership of Tierra Grande Improvement Association Inc.

Notice is hereby given, pursuant to the provisions of the Bylaws of Tierra Grande Improvement Association, that the annual meeting of the membership will be held at the
Tierra del Sol Golf Club

1000 Golf Course Road, Belen, New Mexico 87002

11:00 AM -1:00 PM on Saturday, July 17, 2010

The following business will be transacted:

1. Closure of Balloting
2. Board President will address members
3. Treasurer's report
4. Transaction of other business as may properly come before this meeting.
5. Election Results

Please sign, date and complete the attached Ballot before mailing as per the instructions.

NO POSTAGE
NECESSARY
IF MAILED IN
THE UNITED
STATES

BUSINESS REPLY MAIL

FIRST-CLASS MAIL PERMIT NO. 5, TOME, NM
POSTAGE WILL BE PAID BY THE ADDRESSEE

TIERRA GRANDE IMPROVEMENT ASSOCIATION
PO BOX 401
TOME, NM 87060-0401

Do NOT Use STAPLES

SEAL THIS SIDE

Do NOT Use STAPLES

SEAL THIS SIDE

FOLD HERE

FOLD HERE

TGIA Annual Meeting Ballot

Fill out the ballot on the other side and fold on the dotted line so the Tierra Grande return address is out, seal (no staples) and mail it. Postage is free.

Neighborhood Watch Group Hears Candidates

Candidates for sheriff, county assessor and magistrate judge provided information to the audience at the April Neighborhood Watch meeting organized by Roger Martin for Tierra Grande residents. Approximately 40 people attended the meeting.

TGIA Board

- | | |
|--|---|
| President — Judi Magnussen
Tierra Grande resident
Term expires 2014 | Executive V.P. & Treasurer
Carol Gasperetti
Tierra Grande resident
Term expires 2011 |
| Michael Sumner
Valencia County banker
Term expires 2012 | Dave Tibbetts
Surveyor/Los Lunas resident
Term Expires 2013 |
| Tim Lardner
Rio Communities Resident/Business Owner
Term expires 2010 | |

The Primary Election will be held Tuesday, June 1st. The polling place for Tierra Grande residents is the Presbyterian Church on the Manzano Expressway.

Felipe Sanchez was introduced at the meeting. He is the person now grazing cattle in Tierra Grande. Mr. Sanchez wants to work with Tierra Grande landowners and the Open Space Committee members to keep Tierra Grande a first class community

Discussion and updates on the results of the Socorro Electric Cooperative election, the Valencia County Hospital and upcoming foreclosure sales took place.

Residents interested in participating on the Neighborhood Watch committee, or learning who their Block Captain is, should contact Roger Martin at 861-3306. Anyone wanting to be added to the email list to receive updated news about happenings in Tierra Grande, please email Sue Moran, Administrator, at info@tierragrande.org.

**TGIA
Staff**

- Administrator — Sue Moran*
- Assistant Administrator — Janie Earthman*
- Newsletter Editor — Sandy Schauer*

Mail your ballot and comments by removing this entire page from the newsletter, then fold and seal accordingly.

**ANNUAL MEETING OF THE MEMBERSHIP TO BE HELD
SATURDAY, JULY 17, 2010, AT 11:00 a.m.
TIERRA DEL SOL GOLF CLUB BELEN, NEW MEXICO 87002
PROXY**

The undersigned hereby appoint (s) George Hobbes, Dave Tibbetts and Janie Earthman, each of them, as proxy agents with full power of substitution and with discretionary authority, to vote the number of votes to which I (we) am (are) entitled to vote at the annual membership meeting of TGIA to be held at the time and place set forth above, and at any adjournment thereof, as fully and with the same effect as the undersigned might or could do if personally present, and to vote upon the election of directors, the propositions listed on the Ballot, and any other matter which may properly come before the meeting, subject to any direction indicated on the Ballot.

THIS PROXY REVOKES ALL PROXIES PREVIOUSLY GRANTED BY ME FOR ANY PURPOSE. I UNDERSTAND THAT UNLESS I GIVE OTHER INSTRUCTIONS ON THIS PROXY, THE PROXY AGENTS INTEND TO VOTE THE LOTS OR LIVING UNITS REPRESENTED BY THIS PROXY AS RECOMMENDED BY THE DIRECTORS FOR THE MATTERS LISTED ON THE BALLOT.

Signature (s) of Member (s)

Date: _____, 2010

BALLOT

Please sign and return ballot so that it is received by July 16, 2010. To return ballot, fold on the dotted line on the other side. Fold ballot in half so this side is inside and seal with tape. Do not use staples.

You may also cast your ballot just before the start of the July 17, 2010 meeting.

There is one vacancy to be filled for a five-year term on TGIA's Board of Directors.

- FOR: JON CLEMONS
- FOR: LONDON NEWTON
- FOR: HOWARD SNELL
- FOR: JOHN HOFFMAN
- FOR: _____

(Print name of write-in candidate, if desired)

**VOTE
FOR
ONLY
ONE**

If the proxy is executed but no direction is given as to how this ballot shall be voted, the proxy confers discretionary authority to the named proxy agents to vote as to all matters which come before said meeting of the membership including those listed on this Ballot. Ballots must be received by July 16, 2010.

SIGNATURE (S) OF MEMBER (S): _____
DATE: _____
DATE: _____

On page 2 is a DRAFT of the proposed amended covenant which will replace the Indentures that will be expiring in 2012-2013. This new covenant will provide the funding mechanism to keep Tierra Grande Improvement Association in business and your property protected. Once finalized, the new covenant will be mailed to each owner for approval. Without the continuation of TGIA:
 • No access to the Administrative Office to hear or act on members concerns.
 • No financial means to enforce the covenants.
 • No protection for the Open Space.
 • No revenue to fund signs, repair lights, special projects or improvement to the Open Space.
 • No Voice — No Vote — No Control.
 If you have questions regarding this proposed covenant, please call the administrative office at 505 864-2345 or email us at Info@TierraGrande.org.
The Ballot Below is Your Voice —
 Please Complete It and Return It by July 16, 2010.

**Tierra Grande
Improvement Association
PO Box 1388
Belen, New Mexico 87002**

IMPORTANT — PLEASE READ

