

AMENDMENT TO THE BYLAWS

The Board of Directors of the Association, has reviewed and affirmed that the following Amendment. A vote of not less than two-thirds (2/3) of the Board of Directors and a majority of the entire membership of the Association is required to pass each amendment.

Proposed Amendments:

Section 1 (a) of the Bylaws shall be deleted in its entirety and replaced with the following:

- (a) The principal office of the Association shall be located at such location as determined by the Board of Directors. The Association may have such offices, either within or without the State of Indiana, as the Board of Directors may determine or as the affairs of the Association may required.

Section 1 (c) of the Bylaws shall be deleted in its entirety.

Section 2(a) shall be deleted in its entirety and replaced with the following:

- (a) The annual members' meeting shall be held at any location approved by the Board of Directors on a date in October of each calendar year at a time to be announced by the Board of Directors for the purpose of electing Directors and of transacting any other business authorized to be transacted by the members.

Section 2(c) shall be deleted in its entirety and replaced with the following:

- (c) Notice of all members' meetings stating the time and place and the object for which the meeting is called shall be given by the President or Secretary unless waived in writing. Such notice shall be in writing to each member at their address as it appears on the books of the Association or via email if such member has approved receiving notices via email and shall be mailed or emailed not less than ten (10) days, nor more than thirty (30) days prior to the date of the meeting.

Section 2(d) shall be deleted and replaced with the following:

- (d) A quorum at members' meeting shall consist of twenty-five percent (25%) of those members that are otherwise entitled to vote in respect thereof and that are present, in person or by proxy. The joinder of a member in the action of a meeting by signing and concurring in the minutes thereof shall constitute the presence of such member for the purpose of determining a quorum. If any meeting of the Association cannot be held because a quorum is not present, the meeting may be adjourned to a time no less than five (5) nor more than thirty (30) days from the time the original meeting was called. If a time

and place for the adjourned meeting is not fixed by those in attendance at the original meeting, or if for any reason a new date is fixed for the adjourned meeting after adjournment, notice of the time and place of the adjourned meeting shall be given to members in the manner prescribed for regular meetings.

Section 2(e) shall be deleted in its entirety

Section 2(g) shall be deleted and replaced with the following:

- (g) Proxies. Vote may be cast in person or by proxy. Proxies shall be valid only for the particular meeting designated therein and must be filed with the Secretary before the appointed time of the meeting or presented to the Secretary before the official start of the annual meeting.

Section 2(i) shall be deleted and replaced with the following:

- (i) The order of business at annual members' meetings and as far as practical at all other members' meetings, shall be as follows:
 - 1. Election of Chairman of the meeting.
 - 2. Calling of roll and certification of proxies;
 - 3. Review and approval of prior meeting's minutes.
 - 4. Reports of officers;
 - 5. Reports of committees;
 - 6. Election of Directors;
 - 7. Old business
 - 8. New business;
 - 9. Adjournment

Section 3(b) shall be deleted and replaced with the following:

3(b)

- (1) Notice will be sent to residents of open board positions for the upcoming year within thirty (30) days of the actual meeting. Interested members may complete a candidacy form or may choose to be nominated from the floor. At the annual meeting, the candidate(s) will have the opportunity to introduce themselves to the membership by giving a brief profile and the reasons they want to serve on the board. Ballots will be presented to the members to vote for the candidate(s) of their choice with one (1) vote per household. Votes will be tallied and verified by two members of the Board. The name(s) of the new incumbent board member(s) will be announced to the residents. In the event more than one person owns a Unit, only one owner from each unit may serve on the Board of Directors at any given time.

(2) Vacancies in the Board of Directors shall be filled by the Board of Directors until the date of the next annual meeting.

(3) A director may be removed by a vote of a majority of the members then entitled to vote at an election at a special meeting of the members called for that purpose.

Section 3(c) shall be deleted and replaced with the following:

(c) The period of each Director's service shall extend for a term of one (1) year and thereafter until his or her successor is duly elected and qualified, or until he or she are removed in the manner elsewhere provided.

Section 3(e) and (f) are deleted and replaced with the following:

(e) Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors. Notice of regular meetings shall be given to each Director, personally or by email, regular mail, phone, at least three (3) days prior to the day named for such meeting, unless such notice is waived.

(f) Special meetings of the Directors may be called by the President and must be called by the Secretary at the written request of one-third (1/3) of the votes of the Board. Not less than three (3) days' notice of the meeting shall be given personally or by email, regular mail, or phone, such notice shall state the time, place, and purpose of the meeting.

Section 3(j) shall be deleted in its entirety.

Section 5(a) shall be deleted and replaced with the following:

(a) The executive officers of the Association shall be a President, who shall be a Director; may include a Vice President, who shall be a Director; and may include a Treasurer and a Secretary; all of whom shall be elected by the Board of Directors and who may be preemptorily removed by a vote of the Directors at any meeting. Any person may hold two (2) or more offices, except that the President shall not also be the Secretary. The Board of Directors shall from time to time elect such other officers and designate their powers and duties as the Board shall find to be required to manage the affairs of the Association.

Section 5(d) shall be deleted and replaced with the following:

(d) The Secretary shall keep the minutes of all proceedings of the Directors and the members. He shall attend to the giving and serving of all notices to the members and Directors, and other notices required by law. He shall keep the records of the Association, except those

