

Board Resolution Amending The Bylaws For Brookstone III Homeowners Association, Inc.

Whereby, the Board of Directors for Brookstone III Homeowners Association, Inc. (“Association”) are granted authority to amend the Bylaws of the Association with a majority vote of all the directors, pursuant to Section 10.2 of the Bylaws;

Whereby, Section 10.1 of the Bylaws reads as follows: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered by the Board or by the members of the Association; and

Whereby, after proper notice, the Board of Directors for the Association have hereby amended the Bylaws by a majority vote of all the directors.

Now Wherefore, the Bylaws for the Association are amended as follows:

FIRST AMENDMENT-MEMBERSHIP IN THE ASSOCIATION

Article II of the Bylaws entitled “Membership in Association”, is hereby amended by deleting it in its entirety and substituting the following therefor:

ARTICLE II
Membership in Association

2.1 Membership. *Every Owner of a Lot shall be a member of the Association.*

2.2 No Classes of Membership. *Any reference to Class A Membership or Class A Members is deleted and replaced by the terms “membership” or “member.”*

SECOND AMENDMENT-ALL OWNERS OF A LOT PERMITTED TO VOTE

Section 4.5 of the Bylaws is hereby amended by deleting it in its entirety and substituting the following therefor:

4.5 Voting.

(a) Voting by Lot Owners. *Every Owner of a Lot is permitted to vote. When more than one person owns a Lot, the vote for such Lot shall be exercised as they between or among themselves determine, but in no event shall more than one vote be cast with respect to such Lot. In the event of disagreement among such persons and an attempt by two or more of them to cast the vote for such Lot, such persons shall not be recognized and the vote for such Lot shall not be counted. No Owner of a Lot or their spouse, shall be eligible to vote, either in person or by proxy, or be elected to the Board, hold an Officer position, or serve on a Committee, if that member is shown on the books or management accounts of the Association to be more than sixty (60) days delinquent in any payment due the Association.*

(b) Voting on Special Matters. *The following matters shall be subject to the affirmative vote of not less than three-fourths (3/4) of all the members entitled to vote, at a meeting duly called for that purpose: (a) the merger or consolidation of the Association; (b) the sale, lease, exchange, mortgage, pledge or other disposition of all or substantially all of the property and assets of the Association; and (c) the purchase or sale of land or lots on behalf of the Association.*

THIRD AMENDMENT-COMPOSITION & NUMBER OF BOARD MEMBERS

Section 5.1 of the Bylaws is hereby amended by deleting that Section in its entirety and substituting the following therefor:

5.1 Composition & Number. *The affairs of the Association shall be governed by the Board. The Board shall be composed of five (5) members in good standing, or spouses of members in good standing, who reside in the subdivision, but a member and their spouse may not serve on the Board at the same. For purposes of this Section, a 'member in good standing' shall be defined as a member who is not delinquent in payment of assessments or other charges due to the Association for more than a period of sixty (60) days.*

FOURTH AMENDMENT-STAGGERED TERMS FOR BOARD MEMBERS

Section 5.2 of the Bylaws is hereby amended by deleting the Section in its entirety and substituting the following therefor:

5.2 Staggered Terms of Office. *At the first annual meeting of the members, following the adoption of the amendment to this Section, the terms for the Board of Directors shall be set as follows: The term of one (1) director shall be fixed at one (1) year; the term of two directors shall be fixed at two (2) years; and the term of two (2) directors shall be fixed at three years. At the expiration of the initial term of office of each respective member of the Board, a successor shall be elected to serve for a term of two (2) years. The members of the Board of Directors shall hold office until their respective successors have been elected by the Association.*

FIFTH AMENDMENT-COMPENSATION FOR SERVING ON THE BOARD

Section 5.5 of the Bylaws is hereby amended by deleting that Section in its entirety and substituting the following therefor:

5.5 Compensation for Directors. *Assessments may not be waived for a Director's service on the Board, but Directors shall receive compensation for each twelve (12) months of service, in an amount equivalent to the then current annual assessment. If a Director is not yet a full, permanent member, the compensation for each (12) months of service will then be an amount equivalent to fifty-percent (50%) of the then current annual assessment. Directors may also be reimbursed for their actual out-of-pocket expenses, necessarily incurred in connection with their service.*

SIXTH AMENDMENT-COMPENSATION FOR SERVING AS AN OFFICER OR COMMITTEE CHAIR MEMBER

Section 6.5 of the Bylaws is hereby amended by deleting that Section in its entirety and substituting the following therefor:

6.5 Compensation for Officers and Committee Chairs. *Any Officer, who is not also serving as a Director, shall receive compensation for each twelve (12) months of service in an amount equivalent to the then current annual assessment, but assessments may not be waived for such service. Any Committee Chair, who is not also serving as a Director or Officer, shall receive compensation for each twelve (12) months of service in an amount equivalent to the then current annual assessment, but assessments may not be waived for such service. If said Officer or Committee Chair is not yet a full, permanent member, then the compensation for each (12) months of service will be an amount equivalent to fifty-percent (50%) of the then current annual assessment. Officers and Committee Chairs may also be reimbursed for their actual out-of-pocket expenses, necessarily incurred in connection with their service.*

AMENDMENT-OWNER VOTE TO APPROVE AUDIT

Section 11.6 of the Bylaws entitled "Audit" is hereby amended by deleting that Section in its entirety, and substituting the following therefor:

11.6 Audit by Public Accountant. *An audit of the accounts of the Association by a public accountant shall only be made upon a two-thirds (2/3) vote of all the eligible voting members, which approves both the audit itself, and a special assessment in an amount estimated as the cost for such an audit.*

The foregoing amendments to the Bylaws were adopted by a majority of all the Board of Directors for Brookstone III Homeowners Association, Inc. on the 7th day of December, 2023 as indicated by the signatures below. Said Amendment shall take effect upon the mailing (or emailing) of a copy to all the members of the Association.

Signature: *Jacalynn Adams*

President BS3 HOA

[Print Officer Designation]

Signature: _____

[Print Officer Designation]

Signature: _____

[Print Officer Designation]

Signature: _____

[Print Officer Designation]

Signature: *DM*
Daniel McClain (Dec 6, 2023 18:19 EST)

Daniel McClain

[Print Officer Designation]

Signature: *Daniel Cunningham*
Daniel Cunningham (Dec 6, 2023 17:50 EST)

Daniel Cunningham

[Print Officer Designation]

Signature: _____

[Print Officer Designation]

Signature: _____

[Print Officer Designation]

Signature: _____

[Print Officer Designation]