

PROPOSED AMENDMENTS TO THE BY-LAWS OF THE SANDHILL ASSOCIATION

(Language to be deleted is lined through in red. Language to be added is underlined in blue.)

ARTICLE III

MEMBERSHIP MEETING AND VOTING

3.13 Number of Directors and Qualifications. The Board of Directors shall consist of not less than three(3) persons. Each Member of the Board of Directors shall be a Member of the Association and, in the event that such Member of the Association is not a natural person, the appointee of such Member of the Association. Only one Member of any given Sandhill Unit is allowed to serve on the Board of Directors at any given time.

3.14 Election and Term of Directors. The Board of Directors shall ideally consist of five (5) Members. Those candidates receiving the greatest number of votes from among the candidates nominated shall be elected, notwithstanding the fact that said candidates may not have received a majority of the votes cast. Each Unit shall have ~~five(5)~~ one(1) votes to cast for each directors to be elected, although such votes may not be cast cumulatively. Three (3) of the directors elected in 2006 shall serve two (2) year terms and two (2) of the directors elected in 2006 shall serve a one (1) year term. The terms of office for all directors elected after 2006 shall be for two (2) years.

ARTICLE III

BOARD OF DIRECTORS

4.02 Specific Powers and Duties. All of the powers and duties of the Association as specified in the Act, the Declaration, the Articles of Incorporation, and these By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to the approval by the Members when such is specifically required and shall include, but shall not be limited to, the following:

.....

(6) Make and amend reasonable rules and regulations respecting the use of the Property with the approval of no less than 66% of the Members of the Association.

Adoption of these amendments will require approval by “seventy-five(75)% or more of the Members” per AMENDMENTS TO BY-LAWS, ARTICLE VII, p. C-7.

ADOPTED AT SHCA ANNUAL MEETING, NOVEMBER 20, 2013

