



Amendments to the By-Laws of
the Huntington Homeowners' Association
Adopted on December 5, 2002

(Please note: In this document, added text is indicated by underlining; deleted text is indicated by ~~strikethroughs~~, and unaffected text is indicated by ellipses "...")

1. Amendment to Article II., Section 7., By-Laws, as follows:

ARTICLE II
Members' Meetings

Section 7. Quorum. The presence of Members entitled to cast thirty percent (30%) ~~one-half (1/2)~~ of the votes eligible to be cast by the Membership constitutes a quorum for all purposes except consideration of any action which requires the presence of Members entitled to cast two-thirds (2/3) of the votes eligible of the Members shall be present. Once established, a quorum is effective for all purposes notwithstanding the subsequent withdrawal of members. If the required quorum is not present at any meeting duly called, a majority of the Members present have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until the required quorum is present, provided such adjournment is taken within one (1) hour following the scheduled time of the meeting.

2. Amendment to Article II., Section 10., By-Laws, as follows:

Section 10. Proxies. Any Member may vote in person or by limited proxy at any meeting. Limited proxies will show each matter to be voted upon and provide a space for the Member to cast a vote for each matter. All proxies must be in writing, signed by the Member, and expire ~~eleven (11) months~~ ninety (90) days from date of the meeting ~~unless otherwise expressly provided. A proxy is not revoked by incompetency or death until the Association receives written notice thereof. If a proxy confers authority upon two or more persons and does not otherwise provide a majority of such proxies present at the meeting or, if only one is present, then that one; If a Lot is owned by more than one person, any record title owner of that Lot may exercise all powers conferred by the proxy. A proxy expressly may provide for a right of substitution by written designation of the proxy holder.~~ A Member represented by a valid proxy at any meeting is "present" for all purposes. All proxies must be filed with the Secretary of the Association ~~at least forty-eight (48) hours prior to~~ or at the time of the meeting to which they pertain, ~~or they shall not be considered for that meeting. A proxy may be revoked by a Member who is attending the meeting in person.~~

3. Amendment to Article III., Section 1., By-Laws, as follows:

ARTICLE III.
Board of Directors

Section 1. Number and Composition. Except as expressly provided otherwise, all powers of this

Association are exercised by or under the authority of, and the business and affairs of this Association are managed under the direction of a Board of Directors consisting of not less than three (3) and not more than seven (7) members, who, ~~except for the initial Directors and until the Declarant no longer exercises voting power as set forth in the Declaration,~~ shall be Association members. Each Director continues in office until a successor has been elected and qualified, unless such Director soon dies, resigns, is removed, or disqualified or otherwise unable to serve.

4. Amendment to Article V., Section 4., By-Laws, as follows:

ARTICLE V
Powers of Board of Directors

Section 4. Suspension of Membership Rights. The Board is authorized, ~~without~~ following 14 days' prior notice, to suspend any Member's right to services or privileges provided by this Association, or either, during any period in which such Member is more than ~~thirty (30)~~ ninety (90) days in default in payment of any assessment levied by this Association.

5. Amendment to Article VI., Section 4., By-Laws, as follows:

ARTICLE VI
Duties of Board of Directors

Section 4. Financial. With the assistance of this Association's Treasurer, the Board shall prepare an annual budget and financial statements. The Board also must present a current statement of income and expense when requested in writing by Members entitled to cast at least twenty percent (20%) of the Membership votes outstanding. ~~As and when necessary or appropriate, when requested by the Membership, the Board from time to time also will cause an audit~~ a review or compilation of this Association's financial affairs to be made by an independent accountant.

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