

NAUTICA SOUNDVIEW CONDOMINIUMS

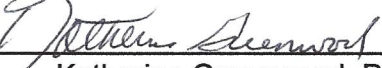
Resolution to Submit Qualifications Amendment to Owners for Consent by Mail Recorded By Unanimous Written Consent Without a Meeting

Whereas Section 3.13 of the Nautica Soundview Bylaws, states that any Corporate action that can be taken by the Directors at a meeting may be taken without a meeting if consent shall be signed by all of the Directors entitled to vote, and

Whereas Section 24.1 of the Declarations states that if approved by the majority of the Board, an amendment shall be submitted to the members of the Association for their consideration, and

Whereas Section 2.9 of the Bylaws states that the Board may decide that voting by members shall be by mail with respect to the adoption of any proposed amendment,

NOW THEREFORE, BE IT RESOLVED that the undersigned Directors of the Nautica Soundview Condominium Owners Association give our consent to submit the attached Director's Qualifications Amendment to the owners for their consent by mail. The purpose of the amendment is to add qualifications for Directors.

Director  Date Signed 8/14/18
Katherine Greenwood, President

Director  Date Signed 8/16/18
Sara Parrett, Vice President

Director  Date Signed 8/14/18
Laurie Vandermay, Secretary

Director  Date Signed 8/19/18
Bill Weber, Treasurer

Director  Date Signed 8/23/2018
Linda Mattoon, Director

Duly adopted by unanimous consent of the Board of Directors ^(K9) held on 8/23/2018

NAUTICA SOUNDVIEW CONDOMINIUM OWNERS ASSOCIATION

  Its President
Printed Name: Katherine Greenwood

Attest this resolution was properly adopted  Its Secretary
Printed Name: Laurie Vandermay

DRAFT TEXT OF AMENDMENTS TO DECLARATION AND BYLAWS

A. Declaration Section 15.1 is hereby amended and, as amended, is restated as follows:

Section 15.1 Selection of the Board and Officers. The Board shall be comprised of Directors, all of whom must be Unit Owners. The number of Board members and their terms of services shall be specified in the Bylaws. The Board shall elect officers in accordance with the procedures provided in the Bylaws. The members of the Board and the officers shall take office upon adjournment of the meeting at which they were elected or appointed. Removal of Board members, and their terms of services shall be as provided in the Bylaws.

B. Bylaws Article 3, Section 3.1, is hereby amended and, as amended, is restated as follows:

Section 13.1 Number, Term and Qualifications.

Number. The affairs of the Association shall be governed by a Board comprised of five (5) individuals, all of whom must be Unit Owners. No more than one (1) co-Owner of a Unit may serve as a Director at the same time. If a corporation is a member of the Association, any one of its officers, directors, or shareholders may be elected to the Board; if a partnership is a member, any one partner of such partnership may be elected to the Board.

Term. The term of office for ^{nonal} Directors ^{shall be} is three years and until a successor is elected or appointed and takes office. A Director takes office upon adjournment of the meeting at which they were elected or appointed. A Director shall not serve more than two consecutive terms on the Board, whether full or partial terms, unless members holding at least 67% of the votes in the Association vote (in person or by proxy) to re-elect the director to a third term. After an absence from the Board of two years (election cycles), a former director may be elected to the Board to serve up to another two consecutive terms.

Member in Good Standing. Each Director must be a Member In Good Standing. A member who is not a Member in Good Standing is ineligible for election or appointment to the Board. By operation of this Section 3.1 Member in Good Standing requirement, a Director who is not a Member in Good Standing is deemed to have conditionally resigned from the Board. This resignation is conditioned upon the Board acting to accept the resignation. The resignation is not effective until the Board, acting in its sole discretion and in what it believes to be the best interests of the Association, acts to accept the resignation.

"In Good Standing" used here means a person who

Has not been found or plead guilty to a felony;

Is not a party in any proceeding in which the Association is an adverse party;

Is not more than sixty (60) days delinquent in payment of an Assessment;

Has signed the Director Code of Conduct;

Has certified in writing that the individual has read the Declaration, Bylaws, and Rules; and

Has not missed two consecutive Board meetings, nor three Board meetings within twelve months.