

**AMENDMENT TO BYLAWS OF
SUNSET RIDGE CONDOMINIUM ASSOCIATION, INC.**

WITNESSETH:

WHEREAS, Sunset Ridge Condominium Association, Inc., (“Association”) was incorporated as a non-profit corporation with the North Carolina Secretary of State on September 14, 1984, and is the Association of Unit Owners of Sunset Ridge Condominiums, located in Buncombe County, North Carolina; and

WHEREAS, the Association is currently governed by those Bylaws of Sunset Ridge Condominium Association, Inc., attached as Exhibit C to the Amended and Restated Declaration and Bylaws for Sunset Ridge Condominium (“Declaration”), recorded on November 22, 1988, at Book 1541, Page 103, Buncombe County Registry; and

WHEREAS, the Members of the Association desire to clarify that the Association may conduct business electronically pursuant to the provisions of N.C.G.S. Chapter 55A, the North Carolina Non-profit Corporation Act, and hereby amend the Bylaws to enumerate the requirements for doing so; and

WHEREAS, Article IX, Section 8 of the Bylaws provides that the Bylaws may be amended Condominium Act, by the affirmative vote, written consent, or any combination of affirmative vote and written consent of the members holding at least two-thirds (2/3) of the total vote of the Association.

WHEREAS, at a duly held meeting of the Members on _____, 20__, and with a quorum present, in person or by proxy at least two-thirds (2/3) of the total votes entitled to be cast on the amendment, did vote to amend said Bylaws as herein set forth.

NOW THEREFORE, the Bylaws of the Sunset Ridge Condominium Association, Inc, are hereby amended as follows:

ARTICLE III. MEETING OF MEMBERS is deleted in its entirety and is hereby replaced by the following language which shall read as follows:

ARTICLE III

MEETING OF MEMBERS

SECTION 1. ANNUAL MEETINGS. The Members shall meet at least annually, at a time and place to be determined by the Board of Directors. Annual meetings may be held by means of remote communication to the extent the Board of Directors authorizes each such annual meeting by remote communication and provided the Board can reasonably verify the identity of participating Members and provide Members a reasonable opportunity to participate in the remote meeting and to vote on matters before the Membership. Members must be able to read or hear the meeting's proceedings, substantially concurrently with the proceedings. Meetings may be held in person or by remote communication but not by a combination of the two. All Owners as Members of the Association are entitled to attend and participate in meetings of Members; however, only one Member vote per Lot owned may be cast, regardless of the number of Owners for that Lot.

SECTION 2. SPECIAL MEETINGS. Special meetings of the Members may be called at any time by the President or by resolution of a majority of the Board of Directors. In addition, special meetings may be called upon the request of ten percent (10%) of the total Members who are entitled to vote. Special meetings may be held by remote communications in the same manner as annual meetings held by remote communication. Special meetings may be held in person or by remote communication but not by a combination of the two.

SECTION 3. PLACE AND TIME OF MEETINGS. Meetings of the Members shall be held at such place as may be designated by the Board. The Board, in its sole discretion, may determine that annual or special meetings may be conducted solely by means of remote communication and that such remote meetings shall be construed as a "place" for the purposes of this provision. Voting Members shall be given the opportunity to vote on any matter considered during the remote meeting by ballot submitted by electronic or paper transmission, in accordance with N.C.G.S. Section 55A-7-08. Remote communication shall include the use of any means of communication by which all Members participating may simultaneously hear each other during the meeting.

A Member participating in an annual or special meeting by this means is deemed to be present in person at the meeting.

SECTION 4. NOTICE OF MEETINGS. Written notice of each meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, not less than ten (10) and no more than sixty (60) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. The notice shall specify the place, day, and hour of the meeting, and the items on the agenda, including the general nature of any proposed amendment to the Declaration or these Bylaws, any budget changes, and any proposal to remove a director or officer.

Notice of a meeting of the Members, including distribution of associated documents (either concurrent with or subsequent to the notice), by email shall satisfy this Section provided that the email address has been provided to the Association by the Member and has authorized its use by the Association pursuant to the provisions of N.C.G.S. Chapter 55A-1-41 and N.C.G.S. 55A-1-70. Notice of a meeting held by remote communication shall notify the Member that the meeting will be held by remote communication with sufficient instruction and information on how Members may join the meeting remotely.

SECTION 5. WAIVER OF NOTICE. Waiver of notice of a meeting of the Owners shall be deemed the equivalent of proper notice. Any Owner may, in writing, waive notice of any meeting of the Owners, either before or after such meeting. Attendance at a meeting by an Owner, whether in person or by proxy, shall be deemed waiver by such Owner of notice of the time, date, and place thereof, unless such Owner specifically objects to lack of proper notice at the time the meeting is called to order. Attendance at a special meeting shall also be deemed waiver of notice of all business transacted thereat, unless objection to lack of notice is raised before the business, of which proper notice was not given, is put to a vote.

SECTION 6. QUORUM. The presence at a meeting of members entitled to cast fifty percent (50%), in person or by proxy, of the votes of the membership shall constitute

a quorum for any action except as otherwise provided in the Declaration or these Bylaws. A majority vote of a quorum present at a meeting of Members shall be sufficient to approve an action on behalf of the Association. A majority vote shall be a vote of fifty percent (50%) of the quorum present at the meeting, plus one (1) vote. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting, until a quorum as aforesaid shall be present or be represented.

SECTION 8. PROXIES. At all meetings of Members, each voting Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his or her Lot. Written proxies must be signed by every owner of a Lot to be effective. Proxies may be submitted electronically by Members who have provided an email pursuant to the requirements of Section 4, above, provided said electronic proxy either: (i) bears the Member's electronic signature; or (ii) is sent from the Member's designated email address; and may be directly reproduced in paper form by an automated process.

SECTION 9. WAIVER OF NOTICE. Waiver of notice of a meeting of the Members will be deemed the equivalent of proper notice. Any Member may, in writing, waive notice of any meeting of the Members, either before or after such meeting. Attendance at a meeting by a Member, whether in person or by proxy, will also be deemed waiver of notice.

SECTION 10. ACTION BY WRITTEN BALLOT. Pursuant to the requirements of N.C.G.S. 55A-7-08, any action that may be taken at any annual or special meeting of the Members may be taken without a meeting if the Board delivers a written ballot to every Member entitled to vote on the matter. Written ballots may be submitted electronically by the Board to those Members who have provided an email address pursuant to the requirements of Section 4, above, and Members may submit executed Ballots to the Association provided the Ballot: (i) bears the Member's electronic signature; and (ii) is sent from the Member's designated email address.

SECTION 11. CONDUCT AND BUSINESS. Robert's Rules of Order: Newly Revised *In Brief* (latest edition) shall govern the conduct of the meeting, when not in conflict with the Declarations, Articles of Incorporation, or these Bylaws.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

SIGNATURES TO AMENDMENT TO BYLAWS OF
SUNSET RIDGE CONDOMINIUM ASSOCIATION, INC.

IN WITNESS WHEREOF, the undersigned officers for the Sunset Ridge Condominium Association, Inc., do hereby certify that this AMENDMENT TO BYLAWS OF SUNSET RIDGE CONDOMINIUM ASSOCIATION, INC. was duly adopted by the Membership of the Association at a meeting duly called and held for that purpose.

This ___ day of _____, 2024.

SUNSET RIDGE CONDOMINIUM ASSOCIATION, INC.

By: _____, President

Attest: _____, Secretary

STATE OF NORTH CAROLINA
COUNTY OF BUNCOMBE

I, a Notary Public of the State and County aforesaid, do hereby certify _____, as Secretary for the Sunset Ridge Condominium Association, Inc., a North Carolina non-profit corporation, personally appeared before me this day and acknowledge the due execution of the foregoing instrument for the purposes expressed therein.

Witness my hand and official seal, this ___ day of _____, 2024.

Notary Public: _____

My Commission Expires: _____