

STATE OF SOUTH CAROLINA	)	<b>FIRST AMENDMENT TO THE</b>
	)	
COUNTY OF CHARLESTON	)	
		<b>BYLAWS OF THE GOLF SHORE</b>
		<b>VILLA OWNERS ASSOCIATION</b>

KNOW BY ALL THESE PRESENTS, that this First Amendment (“Amendment”) to the By-Laws of the Golf Shore Villa Owners Association is made on the date hereinafter set forth by the Golf Shore Villa Owners Association.

**WITNESSETH**

WHEREAS, Golf Shore Villa Owners Association (“Association”) is constituted to provide and charged with the operation, care, upkeep and maintenance of the Association and its property as provided for in the Covenants and Restrictions of Golf Shore Villa Owners Association (“Declaration”) recorded on June 3, 1977 in Book O112 at Page 364 and the By-Laws of the Golf Shore Villa Owners Association, recorded simultaneously therewith and then amended by the Amended and Restated Covenants and Restrictions of Golf Shore Villa Owners Association (also referred to as “Declaration”) recorded on September 16, 1994 in Book W247 at Page 203, and the By-Laws of the Golf Shore Villa Owners Association recorded on September 16, 1994 in Book W247 at Page 215. Collectively, Declaration and Bylaws referred to as “Governing Documents”. The Association is further charged with the duty and responsibility of exercising the rights of the Association as set forth in the Governing Documents.

WHEREAS, Article X, Section 10.1 of the Bylaws governs the method of amending the Bylaws. Amendments to the Bylaws may be proposed by a resolution of the Board, and may be adopted at an annual meeting (at which quorum is present) by the lower of two-thirds (2/3) of the votes authorized to be cast by the members present in person or by proxy or more than fifty (50%) percent of the votes authorized to be cast by the membership as a whole.

WHEREAS, Article II, Section 3.6 of the Bylaws provides that at any meeting of the membership, a quorum shall consist of the members owning fifty (50%) percent of the Properties entitled to vote. Approval by a majority of the votes authorized to be cast by those present in person and/or by proxy shall determine any vote so taken.

WHEREAS, the Board has determined that amendments to the provisions of Article IV, Section 4.3 and 4.4 are necessary to facilitate the more efficient operation of the Board, and a more seamless succession and transition of the Board.

WHEREAS, at the annual meeting of the owners of the Association held June \_\_\_\_, 2015, this Amendment to the Declaration was put to a vote of the owners.

WHEREAS, this Amendment was approved by the requisite amount of owners as set forth in the Bylaws.

WHEREAS, the Bylaws shall apply except as herein specifically modified.

NOW THEREFORE, the Association amends the Bylaws as follows:

A. Article IV, Section 4.3, shall be replaced in its entirety with the following:

4.3 Election and Terms of Office. At each annual meeting of the Association, the applicable required number of Directors shall be elected from the membership and their spouses to serve a two (2) year term until the next applicable annual meeting a two-year term of office and/or until their successors have been elected and qualified. So as to provide for continuity of Board management, the terms of the Directors shall be staggered, with three Directors elected in one year and two elected in the subsequent year. For the first year only of such staggering, the three candidates receiving the most votes shall serve two-year terms, while the two candidates receiving the next highest number of votes shall serve one-year terms. Vacancies in the Board shall be filled by a majority of the remaining Directors, and any such appointed Director shall hold office until the expiration of the term of the Director whom the appointed Director is replacing and his successor is elected by the members, who may make such election at the next annual meeting of the members, or at any special meeting duly called for that purpose. All elected Directors shall assume office immediately upon their election. If a quorum is not present at an annual meeting of the membership, the Board shall approve Directors to serve until a meeting with a quorum is held, at which time Directors will be elected.

B. Article IV, Section 4.4, shall be replaced in its entirety with the following:

4.4 Quorum. At any meeting of the Board, a quorum shall be not less than three (3) members of the Board present in person, by audio-, video- or web conference, or by teleconference by other like conference method. A simple majority of those voting shall decide any and all matters.

IN WITNESS WHEREOF, Golf Shore Villa Owners Association has executed this First Amendment to the By-Laws of the Golf Shore Villa Owners Association this \_\_\_\_ day of June, 2015.

WITNESSES:

GOLF SHORE VILLA OWNERS ASSOCIATION

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
By: \_\_\_\_\_  
Its: President

STATE OF SOUTH CAROLINA    )  
  )  
COUNTY OF CHARLESTON        )            ACKNOWLEDGMENT

I, the undersigned, do hereby certify that \_\_\_\_\_, President of Golf Shore Villa Owners Association, personally appeared before me this day and acknowledged the due execution of the foregoing instrument as the act and deed of such entity.

SWORN and subscribed to before  
me this \_\_\_\_ day of June, 2015.

\_\_\_\_\_  
Notary Public for South Carolina  
My Commission Expires: \_\_\_\_\_