

MEMO TO FILE
September 15, 2011

RE: North Olga-Amended Bylaws
2010083

Handouts
9-15-11
Panel Mtg.
M.N.

ALTERNATE ONE to Article IV, Section 4:

Section 4. The current members of the Board of Directors were elected in January of 2011 to a two-year term; therefore, the first official election of new members to the Board of Directors will occur in the annual membership meeting in January of 2013 so that the term of the current Directors will not be prematurely terminated by the adoption of these Amended Bylaws. At the annual membership meeting held in January of 2013, the large landowner members shall elect two (2) large landowner Directors as the replacements of two (2) of the current Directors. At the annual membership meeting held in January of 2013, each of the owners of the small landowner membership parcels shall elect two (2) small landowner Directors on a one vote per each owner basis as the replacements of two (2) of the current Directors. At the annual membership meeting held in January of 2014, the large landowner members shall elect two (2) large landowner Directors as the replacements of two (2) of the remaining Directors who did not stand for election in 2013. At the annual membership meeting held in January of 2014, each of the owners of the small landowner membership parcels shall elect one (1) small landowner Director on a one vote per each owner basis, as the replacement of the one (1) remaining Director who did not stand for election in 2013. The current Board of Directors shall determine which Directors will stand for election at the annual membership meeting held in January of 2013 and which Directors will stand for election at the annual membership meeting held in January of 2014. Thereafter, elections shall occur in the annual membership meeting of each calendar year in the same manner so that the four (4) Directors' positions that are up for election in 2013 shall be up for election in every odd numbered calendar year and so that the three (3) Directors' positions that are up for election in 2014 shall be up for election in every even numbered calendar year. In the event the ratio of large landowner Directors to small

landowner Directors changes in five (5) years because of a change in the percentages of the total acreage in large landowner parcels and small landowner parcels as described above, the Board of Directors shall reallocate the membership on the Board of Directors between the large landowner members and the small landowner members accordingly; however, in no instance shall either landowner parcel group of members on the Board of Directors have less than three (3) members and in no event shall a landowner parcel group have more than four (4) members on the Board of Directors.

ALTERNATE TWO to Article IV, Section 4:

Section 4. The current members of the Board of Directors were elected in January of 2011 to a two-year term; therefore, the first official election of new members to the Board of Directors will occur in the annual membership meeting in January of 2013 so that the term of the current Directors will not be prematurely terminated by the adoption of these Amended Bylaws. At the annual membership meeting held in January of 2013, the large landowner members shall elect two (2) large landowner Directors and the Riverwind Cove Homeowners' Association shall appoint one (1) small landowner Director and the Telegraph Creek Homeowners' Association shall appoint one (1) small landowner Director as the replacements of four (4) of the current Directors. At the annual membership meeting held in January of 2014, the large landowner members shall elect two (2) large landowner Directors as the replacements of two (2) of the remaining Directors who did not stand for election in 2013. At the annual membership meeting held in January of 2014, all of the small landowner members who are not in the Riverwind Cove subdivision or the Telegraph Creek subdivision shall elect one (1) small landowner Director on a one vote for each owner basis as the replacement of the one (1) remaining Director who did not stand for election in 2013. The current Board of Directors shall determine which Directors will stand for election at the annual membership meeting held in January of 2013 and which Directors will stand for election at the annual membership meeting held in January of 2014. Thereafter, elections shall occur in the annual membership meeting of each calendar year in the same manner so that the four (4) Directors' positions that are up for election in 2013 shall be up for

election in every odd numbered calendar year and so that the three (3) Directors' positions that are up for election in 2014 shall be up for election in every even numbered calendar year. In the event the ratio of large landowner Directors to small landowner Directors changes in five (5) years because of a change in the percentages of the total acreage in large landowner parcels and small landowner parcels as described above, the Board of Directors shall reallocate the membership on the Board of Directors between the large landowner members and the small landowner members accordingly; however, in no instance shall either landowner parcel group of members on the Board of Directors have less than three (3) members and in no event shall a landowner parcel group have more than four (4) members on the Board of Directors.