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WAKE COUNTY, NC 416
LAURA M RIDDICK
REGISTER OF DEEDS
PRESENTED & RECORDED ON
12/06/2011 AT 16:03:34

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**AMENDMENT TO BYLAWS OF DALTONS RIDGE
HOMEOWNERS ASSOCIATION, INC.**

Prepared by and return to:
Brian S. Edlin
P.O. Box 10669
Raleigh, NC 27605

STATE OF NORTH CAROLINA
WAKE COUNTY

AMENDMENT TO BYLAWS OF
DALTONS RIDGE HOMEOWNERS
ASSOCIATION, INC.

THIS AMENDMENT to the Bylaws of Daltons Ridge Homeowners Association, Inc. made this 17th day of November, 2011 by the members of the Daltons Ridge Homeowners Association, Inc.,

WITNESSETH:

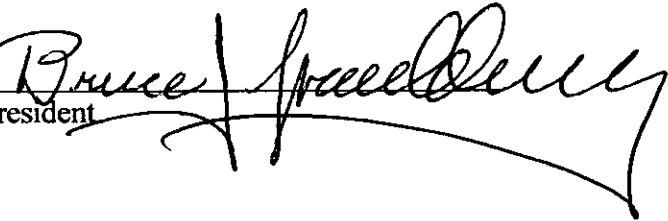
THAT WHEREAS, the members of Daltons Ridge Homeowners Association, Inc. desire to make certain changes in the operation and administration of the affairs of the corporation, the Bylaws of Daltons Ridge Homeowners Association, Inc. are hereby amended as follows:

1. All provisions as set forth on attached **Exhibit A** to this Amendment are incorporated herein by reference as though fully set out herein.
2. The remaining provisions of the Bylaws not amended per the attached **Exhibit A** shall remain unchanged and in full force and effect.

CERTIFICATION OF VALIDITY OF AMENDMENT TO BYLAWS OF
DALTONS RIDGE HOMEOWNERS ASSOCIATION, INC.

By authority of its Board of Directors, Daltons Ridge Homeowners Association, Inc. hereby certifies that the foregoing instrument has been duly authorized by the vote of a majority of a quorum of members present in person or by proxy at a lawfully convened meeting of the membership and is, therefore, a valid amendment to the existing Bylaws for Daltons Ridge Homeowners Association, Inc.

DALTONS RIDGE HOMEOWNERS ASSOCIATION, INC.

By: 
President

STATE OF NORTH CAROLINA

ACKNOWLEDGMENT

COUNTY OF WAKE

Bruce J. Spaulding I, Nancy S. Tidwell, a Notary Public of the County and State aforesaid, certify that of whose identity I have personal knowledge, personally appeared before me and acknowledged that the signature on the record presented is his/her signature and that s/he voluntarily executed the foregoing instrument for the purpose stated therein and in the capacity indicated.

Witness my hand and official stamp or seal, this 17th day of November, 2011.

My commission expires:
January 14, 2014

Notary Public



2011 Proposed Amendments to Daltons Ridge BYLAWS (changes are in bold)

Bylaws p 3, Art IV, Sect 1, as amended in 2007 – (cross reference with Articles p4-5, Art VIII as amended in '07; Articles p5, Art IX amended in '07; and Bylaws p3, Art V, Sect 1 amended in '07)
Change from: “Number. The affairs of the Association shall be managed by a Board of Directors, consisting of four (4) Directors, all of whom shall be Members of the Association.”

Change to: “Number: The affairs of the Association shall be managed by a Board of Directors, consisting of four (4) Directors. **A majority of the Directors must be Members of the Association (Lot Owners), but up to one (1) Board member may be a non-Owner adult (age 21 or older) whose primary legal address is in Daltons Ridge, but who is not a renter.**”

Reason for Change: To make this Bylaw section agree with other proposed changes that allow for non-Owner Board members. NC Planned Community Act requires a majority of the Board to be owners.

Bylaws p3, Art IV, Sect 3, “Removal” – (cross reference with NC Planned Community Act para47F-3-103(b))
Change from: “Any Director may be removed by the Board, with or without cause, by a majority vote of the Members of the Association. ...”

Change to: “Any director may be removed **from** the Board, with or without cause, by a majority vote of the Members of the Association. ...”

Reason for change: To correct a typo such that this section is brought in agreement with the NC PCA.

Bylaws p3, Art IV, Sect 4, “Action Taken without a Meeting” -- (comply with Bylaws, p5, Art VII, Sect 2(a))
Change from: “The Directors shall have the right to take any action in the absence of a meeting, which they could take at a meeting, by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.”

Change to: “The Directors shall have the right to take any action in the absence of a meeting, which they could take at a meeting, by obtaining the written approval of **a majority of the Directors**. Any action so approved shall have the same effect as though taken at a meeting of the Directors. **Such action(s) shall be reported at the next meeting of the Board, and shall be entered into the Minutes of that meeting.**”

Reason for Change: So all actions approved by vote of the Board will be a matter of record, to comply with Bylaws p5, Art VII, Sect 2(a) “to keep a complete record of all its acts and corporate affairs”

Bylaws p3, Art V, Sect 1, as amended in 2007 – (cross reference with Articles p4-5, Art VIII as amended in '07; and Bylaws p3, Art IV, Sect 1 as amended in '07)

Change from: "...vacancies that are to be filled. Such nominations shall be made from among Members of the Association."

Change to: "...vacancies that are to be filled. Such nominations shall be made from among Association Members (Owners) or, if no non-Owner will be continuing on the Board, non-Owner adults (age 21 or older) whose primary legal addresses are in Daltons Ridge, but who are not renters, may be nominated to fill one Board position."

Reason for change: To make this section of the Bylaws agree with the other proposed changes to allow for non-Owners to serve as Board members (one at a time)

Bylaws p3, ArtV, Sect 2 – (cross reference with NC Planned Community Act, p11, para.47F-3-103 (e and f), and Bylaws, p6, Art VIII, Sect 3)

Change from: "Election to the Board of Directors... no cumulative voting shall be allowed."

Change to: "After the initial staggered election with one year terms, each Director shall hold office for two (2) years unless he or she shall sooner resign, be removed, or otherwise be disqualified to serve. Election to the Board of Directors... no cumulative voting shall be allowed. Board members shall take office upon election. The Association shall publish the names and addresses of all Board members within 30 days of their election."

Reason for Change: (1) To move to the appropriate location, wording regarding election of Board members, that was previously inappropriately located at section for term of Officers, and (2) To comply with NC Planned Community Act regarding election of Board members and publishing of Directors names & addresses.

Bylaws p5, Art VII, Sect 2(b) -- (cross reference with NC Planned Community Act, p12, Para 47F-3-106(a)(5))

Change from: "supervise all officers, agents, and employees of the Association, and to see that their duties are properly performed;"

Change to: "supervise all officers, agents, and employees of the Association, and to see that their duties are properly performed. Any officers who are also Board members may prepare, execute, certify, and record Amendments to the Declaration of Covenants on behalf of the Association."

Reason for change: To add wording to the Bylaws as required by the NC Planned Community Act.

Bylaws p 6, Art VIII, Sect 2 – (cross reference with NC Planned Community Act, p11, para 47F-3-103(f))

Change from: "The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members."

Chang to: "The election of officers...meeting of the Members. Officers shall assume their offices upon election. The Association shall publish the names and addresses of all officers within 30 days of their election."

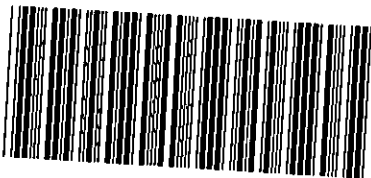
Reason for Change: To comply with the NC Planned Community Act.

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Bylaws p 6, Art VIII, Sect. 3, “Term” – (cross reference with Bylaws, p3, Art.V, Sect 2)
Change from: “The officers of this Association shall be elected annually by the Board and after the initial staggered election with one year terms, each shall hold office for two (2) years unless he or she shall sooner resign, be removed, or otherwise be disqualified to serve.”

Change to: “The officers of this Association shall be elected annually by the Board.” **(delete remainder of section.)**
Reason for Change: Move wording pertinent to election of Board members, to the appropriate section.

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Laura M. Riddick
Register of Deeds**

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