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Charles P. Gilliam

Register of Deeds

Wake County Justice Center
300 South Salisbury Street, Suite 1700
Raleigh, NC 27601

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**RESOLUTION AND CONSENT OF BOARD OF DIRECTORS OF THE
THE WOODS AT UMSTEAD ASSOCIATION, INC.**

THAT WHEREAS, the Declaration of Covenants, Conditions and Restrictions for The Woods at Umstead Association was recorded at book 014B76 page 01818-01865 of the Wake County Register of Deeds on or about the 27th of October 2008 and, as applicable, other amendments to the Declaration (“the Declaration”); and

WHEREAS, The Woods at Umstead Association, Inc. (“the Association”) was incorporated in [2008] with the North Carolina Secretary of State; and

WHEREAS, the Bylaws for The Woods at Umstead Association, Inc. were duly adopted at a meeting of the Board of Directors on October 28, 2008; and

WHEREAS, on March 10, 2020, the Governor of North Carolina issued Executive Order No. 116 which declared a State of Emergency to coordinate the State’s response and protective actions to address the Coronavirus Disease 2019 (COVID-19) public health emergency and to provide for the health, safety and welfare of residents and visitors located in North Carolina (“Declaration of a State of Emergency”); and

WHEREAS, on March 11, 2020, the World Health Organization declared COVID-19 a global pandemic; and

WHEREAS, on March 13, 2020, the President of the United States declared the ongoing COVID-19 outbreak a pandemic of sufficient severity and magnitude to warrant an emergency declaration for all states, tribes, territories, and the District of Columbia pursuant to Section 501(b) of the Robert T. Stafford Disaster Relief and Emergency Assistance Act, 42 U.S.C. § 5121-5207; and

WHEREAS, on March 13, 2020, the President of the United States pursuant to Sections 201 and 301 of the National Emergencies Act, 50 U.S.C. § 1601, *et seq.* and consistent with Section 1135 of the Social Security Act, as amended (42 U.S.C. § 1320b-5), declared that the COVID-19 pandemic in the United States constitutes a national emergency, retroactive to March 1, 2020; and

WHEREAS, the Governor of North Carolina issued Executive Order Nos. 117 – 120 for the purposes of protecting the health, safety and welfare of the people of North Carolina, and thereafter, Executive Order 121 which is effective 30 March 2020 for thirty (30) days in order to curb the spread of COVID-19; and

WHEREAS, on March 25, 2020, the President of the United States, pursuant to Section 401 of the Stafford Act, approved a Major Disaster Declaration, FEMA-4487-DR, for the State of North Carolina; and

WHEREAS, on April 21, 2020, the North Carolina Department of Health and Human Services (“NCDHHS”) has documented 6,951 cases of COVID-19 across 93 counties, and has identified the occurrence of community spread of the virus in 31 of such counties; and

WHEREAS, hospital administrators and health care providers have expressed concerns that unless the spread of COVID-19 is limited, existing health care facilities may be insufficient to care for those who become sick; and

WHEREAS, the Association is a non-profit corporation chartered under N.C.G.S. § 55A-1-01, et seq; and

WHEREAS, an emergency exists pursuant to N.C.G.S. § 55A-3-03(d) such that the Board or members may not readily be able to be physically assembled to conduct the business of the Association in the next thirty (30) days; and

WHEREAS, an association chartered under N.C.G.S. § 55A-1-01, et seq. is empowered to take any action that may be taken at any meeting if the association conducts the business of the meeting by written ballot, including electronic forms such as text and email, pursuant to, inter alia, N.C.G.S. § 55A-7-08.

NOW, THEREFORE, BE IT RESOLVED, that in light of the Declaration of a State of Emergency in the State of North Carolina, and the preceding statutory authority, The Board of Directors of the Association is empowered to meet without being physically present, conduct business remotely, modify the lines of succession in order to accommodate the incapacity of any director, officer, employee, or agent; relocate the principal office, designate alternative principal offices or regional offices, or authorize the officers to do so; conduct association business, including an annual meeting, adjustment of assessments, imposition of special assessments, consideration of amendments to the Bylaws or Declaration, and election of Board members, provided that such action is authorized by written ballot to the members pursuant to, inter alia, N.C.G.S. § 55A-7-08 or N.C.G.S. § 55A-8-21; give notice for meetings of the Board of Directors to those directors it is practicable to reach and such notice may be given in any practicable manner, including by publication, email, text and/or radio; and authorize one or more officers of the Association present at a meeting of the board of directors to be deemed to be directors for a meeting and any other action reasonably necessary and expedient to continue to conduct the business of the Association which may not strictly comply with the Bylaws and procedural requirements of internal Association governance.

Any corporate action taken in good faith during the effective dates of this resolution, to further the ordinary affairs of the Association, binds the Association and the fact that the action is taken pursuant to this section shall not be used to impose liability on a corporate director, officer, employee, or agent.

This resolution shall be effective at 5:30 pm. on Monday October 12, 2020 and continue for so long as a Declaration of a State of Emergency is effective in North Carolina.

The undersigned President of THE WOODS AT UMSTEAD ASSOCIATION, INC. hereby certifies that the foregoing Resolution was adopted unanimously by all of the Directors of the Association this 12th day of October 2020.

THE WOODS AT UMSTEAD ASSOCIATION, INC.

By: 
Nichole Hawkes (Oct 15, 2020 10:17 EDT)

President

BK014883PG01582

WAKE COUNTY, NC 217
LAURA M RIDDICK
REGISTER OF DEEDS
PRESENTED & RECORDED ON
08/14/2012 AT 13:10:53

BOOK:014883 PAGE:01582 - 01587

Prepared by and return to:
Michael F. King, Esq. (Vault Box #123)
K&L Gates LLP
Post Office Box 17047
Raleigh, NC 27619-7047

STATE OF NORTH CAROLINA
COUNTY OF WAKE

SUPPLEMENTAL DECLARATION
FOR THE WOODS AT UMSTEAD

THIS SUPPLEMENTAL DECLARATION TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE WOODS AT UMSTEAD (the "Supplemental Declaration") is made by M/I HOMES OF RALEIGH, LLC, a Delaware limited liability company ("Declarant"), and shall be effective upon the recordation of this Supplemental Declaration in the office of the Wake County Register of Deeds. THE WOODS AT UMSTEAD OWNERS ASSOCIATION, INC., a North Carolina non-profit corporation ("Association"), joins in this Supplemental Declaration to evidence its consent to the terms and provisions hereof.

W I T N E S S E T H:

WHEREAS, Declarant is the Declarant under that certain Declaration of Covenants, Conditions and Restrictions for The Woods at Umstead recorded in Book 14876, Page 1818, Wake County Registry (the "Declaration"); and

WHEREAS, in accordance with the Declaration, Declarant may cause certain additional property to be made subject to the terms and scheme of the Declaration by filing a supplemental declaration in the office of the Wake County Register of Deeds containing a description of such additional property; and

WHEREAS, Declarant desires to subject certain real property (the "Supplemental Property") to the covenants, conditions and restrictions of the Declaration in accordance with the Declaration and Association, as the owner of the Supplemental Property, joins in this Supplemental Declaration to evidence its consent to the terms hereof; and

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WHEREAS, a legal description of the Supplemental Property is attached hereto as Exhibit A.

NOW, THEREFORE, BE IT RESOLVED, that the foregoing recitals are incorporated herein by this reference and the Declaration, the terms of which are incorporated herein by this reference, shall hereby be supplemented as follows:

1. Capitalized Terms. All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Declaration.

2. Annexation. In accordance with the Declaration, Declarant does hereby declare that the Supplemental Property is and shall hereafter be held, used, transferred, mortgaged, sold, conveyed and occupied subject to the Declaration and the covenants, conditions, restrictions, easements, charges and liens set forth in the Declaration and to the jurisdiction of the Association pursuant to the terms of the Declaration, the Articles, Bylaws and rules and regulations, all of which shall run with the title to the Supplemental Property and any part thereof and be binding upon all parties owning any right, title or interest in and to such Supplemental Property or any part thereof, their heirs, successors and assigns. Association, as the owner of the Supplemental Property, joins in this Supplemental Declaration to evidence its consent to the terms and conditions hereof.

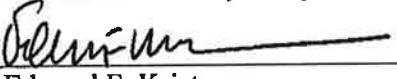
3. Effect of Supplemental Declaration. Except as expressly provided herein, all covenants, conditions, restrictions and easements established by and contained in the Declaration shall remain unchanged and in full force and effect.

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IN WITNESS WHEREOF, Declarant has executed this Supplemental Declaration on the date and year set forth in the acknowledgment below.

Declarant:

M/I Homes of Raleigh, LLC,
a Delaware limited liability company

By: 
Name: Edward F. Kristensen
Title: Area President

Wake County, North Carolina

I certify that the following person personally appeared before me this day and acknowledged to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Edward F. Kristensen.

Date: 8th day of August, 2012

My Commission Expires:

05.04.16


Notary Public
Print Name: ANGELA M. GRIBBIN

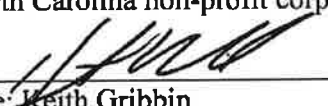
[Affix Notary Stamp or Seal]

Angela M. Gribbin Notary Public Wake County, N.C.

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Association:

The Woods at Umstead Owners Association, Inc.,
a North Carolina non-profit corporation

By: 

Name: Keith Gribbin

Title: President

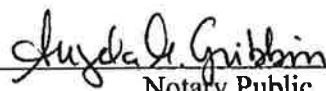
Wake County, North Carolina

I certify that the following person personally appeared before me this day and acknowledged to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Keith Gribbin.

Date: 8th of August, 2012

My Commission Expires:

05.04.16


Notary Public

Print Name: ANGELA M. GRIBBIN

[Affix Notary Stamp or Seal]

Angela M. Gribbin Notary Public Wake County, N.C.

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EXHIBIT A

Legal Description of the Supplemental Property

BEING all that certain tract or parcel of land located in Wake County, North Carolina designated as Lot 36, The Woods at Umstead Subdivision, as shown on the plat of survey recorded in Book of Maps 2008, Pages 2147 through 2151, Wake County Registry.

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Wake County Register of Deeds
Laura M. Riddick
Register of Deeds

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