

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

STATE OF NORTH CAROLINA

AMENDMENT TO BYLAWS FOR
WESCOTT COMMUNITY
ASSOCIATION, INC.

COUNTY OF WAKE

THIS AMENDMENT to the Bylaws for the Wescott Community Association, Inc. (hereinafter, "the Association"), made this 12th day of October, 2017 by the Association after procuring the affirmative vote of the voting members of the Association having at least sixty-seven percent (67%) of the aggregate voting interests, cast in person or in proxy, at a meeting of the Association.

WITNESSETH:

THAT WHEREAS, the Association was incorporated on or about 29 October 2001 to administer the affairs of the property identified in the Covenants Conditions and Restrictions for Wescott Subdivision recorded at book 9126, page 429 of the Wake County Registry ("Declaration");

WHEREAS, Bylaws for the Association were adopted on 19 November 2001;

WHEREAS, Article XI of the Bylaws for the Association provides that the Bylaws may be amended by affirmative vote of the voting members of the Association having at least sixty-seven percent (67%) of the aggregate voting interests, cast in person or in proxy, at a meeting of the Association; and

WHEREAS, the members would like to amend the Bylaws to change the Board terms from 1 year each to 2 years and make the Board terms staggered to ensure continuity of service;

WHEREAS, the affirmative vote of the voting members of the Association having at least sixty-seven percent (67%) of the aggregate voting interests, cast in person or in proxy, at a meeting of the Association, have approved this amendment after being duly noticed of such action; and

NOW THEREFORE, the undersigned does hereby declare that the Bylaws for the Association shall be amended as follows:

1. To amend Article V, Section 3 of the Bylaws by deleting this section in its entirety and inserting in lieu thereof the following (new language appears in bold type):

"Section 3. Subsequent number and qualification. Until such time as the Class B Membership shall terminate, Declarant shall be the only member to select, or elect the board of Directors.

Notwithstanding the foregoing the Declarant may, at any time, voluntarily surrender its right as a Class B Member and appoint members of the Board of Directors before the occurrence of those events of termination set forth in the Articles of Incorporation.

At such time as Declarant's Class B Membership rights to appoint the members of the Board of Directors expires or is surrendered, the terms of the directors appointed by Declarant shall thereupon immediately terminate. At such time, the number of members of the Board of Directors shall automatically increase from three (3) to **five (5)** as decided by the members of the Association. The vacancies thereby created shall be filled by the members of the Association upon a meeting called for that purpose to serve until the next annual meeting of members. At the end of such period where Declarant's Class B Membership rights have terminated or upon surrender of those rights and if all Lots have not been transferred by Declarant, the Declarant for all purposed shall be deemed a Lot Owner and shall be entitled to vote in such elections as any other Lot Owner. During the times when it has the right to designate Directors, the Declarant shall have the right in its sole discretion to replace any Director or Directors it appointed and to designate their successors. **At the first annual meeting following adoption of this amendment, the Members shall elect two (2) directors for a term of three (3) years; two (2) directors for a term of two (2) years and one (1) director for a term of one (1) year. At each annual meeting thereafter, the Members shall elect directors for the terms expiring that year for a term of two (2) years. At all times thereafter, the Board of Directors' terms shall be staggered in duration at any given time in order to insure the continuity of experience and wisdom on the Board. The vacancies thereby created shall be filled by the members of the Association upon a meeting called for that purpose to serve until the next annual meeting of members."**

2. Except as amended hereinabove, the remaining portions of the Bylaws as originally existed and subsequently amended are hereby restated and re-acknowledged.

WHEREFORE, the President and Secretary of the Association have hereunto affixed the corporate certification for the purpose of enacting the foregoing amendment.

CERTIFICATION OF VALIDITY OF AMENDMENT TO BYLAWS
FOR WESCOTT COMMUNITY ASSOCIATION, INC.

By authority of its Board of Directors, the undersigned hereby certify that the foregoing instrument has been duly approved by the affirmative vote of the voting members of the Association having at least sixty-seven percent (67%) of the aggregate voting interests, cast in person or in proxy, at a meeting of the Association and is, therefore, a valid amendment to the existing Bylaws for the Wescott Community Association, Inc., pursuant to the requirements of Article XI, Section 1 of the Bylaws.

WESCOTT COMMUNITY ASSOCIATION, INC.

By: _____

President

ATTEST:

Lauren K. Volland
~~Secretary~~ **TREASURER**

STATE OF NORTH CAROLINA

ACKNOWLEDGMENT

COUNTY OF WAKE

I, DAWN-LYNN CRAWFORD, a Notary Public of the County and State aforesaid, certify that LAWRENCE VOLLAND personally came before me this day and acknowledged that he/she is Secretary/Assistant Secretary of Wescott Community Association, Inc., a North Carolina non-profit corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President and attested by LAWRENCE VOLLAND as its Secretary/Assistant Secretary.

Witness my hand and official stamp or seal, this 12th day of October, 2017.

My commission expires:

February 22, 2021

Notary Public

Dawn-Lynn Crawford

DAWN-LYNN CRAWFORD
NOTARY PUBLIC
HARNETT COUNTY, NC