

AMENDMENTS TO THE
AMENDED AND RESTATED
BYLAWS
OF
THE WOODLANDS HOME OWNERS ASSOCIATION, INC.

PLEASE CROSS MARGINAL REFERENCE WITH THE AMENDED AND RESTATED BYLAWS OF THE WOODLANDS HOME OWNERS ASSOCIATION, INC. RECORDED AT INSTRUMENT NO. 55789162 AND THE DECLARATION OF RESTRICTIONS, EASEMENTS AND COVENANTS FOR WOODLAND LAKE PHASE I-A SUBDIVISION RECORDED AT VOLUME 6582, PAGES 101 ET SEQ. OF THE SUMMIT COUNTY RECORDS

THIS WILL CERTIFY THAT A COPY OF THESE AMENDMENTS TO THE AMENDED AND RESTATED BYLAWS OF THE WOODLANDS HOME OWNERS ASSOCIATION, INC. WERE FILED IN THE OFFICE OF THE FISCAL OFFICER OF SUMMIT COUNTY, OHIO.

DATED: 4/24/17

BY: **KRISTEN M. SCALISE CPA, CFE**
FISCAL OFFICER

By: *Katie Mancino*
Katie Mancino

DOC # 56292390



AMENDMENTS TO THE
AMENDED AND RESTATED BYLAWS OF
THE WOODLANDS HOME OWNERS ASSOCIATION, INC.

WHEREAS, the Bylaws of The Woodlands Home Owners Association, Inc. (the "Bylaws"), were recorded at Summit County Records, Instrument No. 55789162, and

WHEREAS, The Woodlands Home Owners Association, Inc. (the "Association") is a corporation consisting of all Owners in Woodlands I and as such is the representative of all Owners, and

WHEREAS, Bylaws Article XI authorizes amendments to the Bylaws, and

WHEREAS, Owners representing at least 75% of the Association's current voting power have executed instruments in writing setting forth specifically the matters to be modified (the "Amendments"), and

WHEREAS, the Association has in its records the signed, written consents to Amendment A signed by Owners representing 75.0833284% of the Association's voting power as of January 12, 2017, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 75.0833284% of the Association's voting power authorizing the Association's officers to execute Amendment A on their behalf, and

WHEREAS, the Association has in its records the signed, written consents to Amendment B signed by Owners representing 75.6944396% of the Association's voting power as of January 12, 2017, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 75.6944396% of the Association's voting power authorizing the Association's officers to execute Amendment B on their behalf, and

WHEREAS, the proceedings necessary to amend the Bylaws as required by the Bylaws have in all respects been complied with.

NOW THEREFORE, the Amended and Restated Bylaws of The Woodlands Home Owners Association, Inc. are amended by the following:



AMENDMENT A

MODIFY the 1st SENTENCE in BYLAWS ARTICLE III, SECTION 2 entitled, "Number and Qualification." Said modification, to be made on Page 5 of the Bylaws as recorded at Summit County Records, Instrument No. 55789162, is as follows (deleted language is crossed-out; new language is underlined):

The number of Board members will ~~shall~~ consist of ~~five (5)~~ 3 persons, each of whom must be a Lot Owner or the spouse of a Lot Owner of a Lot, except in the case of a Lot held by a corporation, partnership, limited liability company, fiduciary, or nominee, the designated representative will ~~shall~~ be eligible to serve as a member of the Board.

MODIFY the LAST SENTENCE in BYLAWS ARTICLE III, SECTION 4 entitled, "Term; Resignations." Said modification, to be made on Page 6 of the Bylaws as recorded at Summit County Records, Instrument No. 55789162, is as follows (deleted language is crossed-out; new language is underlined):

Board members will ~~shall~~ be elected to serve staggered, ~~two (2)~~ 3-year terms, thereby establishing and maintaining at all times a ~~3-2~~ 1-1-1 rotation.

Any conflict between these provisions and any other provisions of the Declaration and Bylaws will be interpreted in favor of this amendment regarding the number and term of Board members. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing will have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge will be brought in the court of common pleas within one year of the recording of the amendment.



AMENDMENT B

MODIFY BYLAWS ARTICLE XI, entitled, "AMENDMENT." Said modification, to be made on Page 27 of the Bylaws as recorded at Summit County Records, Instrument No. 55789162, is as follows (deleted language is crossed-out; new language is underlined):

ARTICLE XII

AMENDMENT

These Bylaws may only be amended or supplemented by a vote of those Lot Owners entitled to exercise a majority ~~seventy-five percent (75%)~~ or more of the total voting power of the Lot Owners at a meeting of Lot Owners duly called and held for this purpose, or by an instrument in writing setting forth specifically the items to be amended and/or any new matters to be added, which instrument shall have been duly authorized by not less than a majority ~~seventy-five percent (75%)~~ of the Lot Owners. Nonmaterial errors or omissions in the Bylaws amendment process shall not invalidate an otherwise properly promulgated amendment.

Any conflict between these provisions and any other provisions of the Declaration and Bylaws will be interpreted in favor of this amendment regarding the vote need to amend the Bylaws. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing will have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge will be brought in the court of common pleas within one year of the recording of the amendment.

The Woodlands Home Owners Association, Inc. has caused the execution of this instrument this 10th day of April, 2017.

THE WOODLANDS HOME OWNERS ASSOCIATION, INC.

By: Michael Grau
MICHAEL GRAU, its President

By: Kelly Kennedy
KELLY KENNEDY, its Secretary

STATE OF OHIO)
COUNTY OF Summit) SS

BEFORE ME, a Notary Public, in and for said County, personally appeared the above named The Woodlands Home Owners Association, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument and that the same is the free act and deed of said corporation and the free act and deed of each of them personally and as such officers.

I have set my hand and official seal in Hudson, Ohio, this 10th day of April, 2017.

Shayla A. Painter
NOTARY PUBLIC

Can
This instrument prepared by:
KAMAN & CUSIMANO, LLC
Attorneys at Law
2000 Terminal Tower
50 Public Square
Cleveland, Ohio 44113
(216) 696-0650
ohiohoalaw.com

Place notary stamp/seal here:

