

WAYNE COUNTY, OHIO
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TRANSFER NOT NECESSARY
JARRAL L. UNDERWOOD, AUDITOR

BY Suzanne Altland DEPUTY
SUZANNE ALTLAND



202100011137 08/19/2021 01:36 PM
Filed for Record in WAYNE County, Ohio
Jane Carmichael Rec Fees: \$126.00
D&B OR Vol 929 Pgs 3636 - 3648

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AMENDMENTS TO THE
DECLARATION OF CONDOMINIUM OWNERSHIP
FOR
THE COMMONS AT THE VILLAGES OF WETHERINGTON CONDOMINIUMS

PLEASE CROSS MARGINAL REFERENCE WITH THE DECLARATION OF
CONDOMINIUM OWNERSHIP FOR THE COMMONS AT THE VILLAGES OF
WETHERINGTON CONDOMINIUMS RECORDED AT O.R. VOLUME 427, PAGE
1067 ET SEQ. OF THE WAYNE COUNTY RECORDS.



**AMENDMENTS TO THE
DECLARATION OF CONDOMINIUM OWNERSHIP FOR
THE COMMONS AT THE VILLAGES OF WETHERINGTON CONDOMINIUMS**

RECITALS

A. The Declaration of Condominium Ownership for The Commons at The Villages of Wetherington Condominiums (the "Declaration") and the Bylaws of The Commons at the Villages of Wetherington Condominium Association, Inc. (the "Bylaws"), attached to and made a part of the Declaration, were recorded at Wayne County Records, O.R. 427, Page 1067 et seq.

B. The Commons at the Villages of Wetherington Condominium Association, Inc. (the "Association") is a corporation consisting of all Unit owners in Commons at the Villages of Wetherington Condominium and as such is the representative of all Unit owners.

C. Declaration Article XIX, Section 1 authorizes amendments to the Declaration and Bylaws Article IX authorizes amendments to the Bylaws.

D. Unit owners representing at least 75 percent of the Association's current voting power have executed instruments in writing setting forth specifically the matters to be modified (the "Amendments").

E. As of August 2, 2021, Unit owners representing 75 percent of the Association's voting power have signed and delivered to the Association written consents, along with powers of attorney, in favor of Amendment A and authorizing the Association's officers to execute Amendment A on their behalf.

F. As of August 2, 2021, Unit owners representing 77.27 percent of the Association's voting power have signed and delivered to the Association written consents, along with powers of attorney, in favor of Amendment B and authorizing the Association's officers to execute Amendment B on their behalf.

G. Attached as Exhibit A is a Certification of the Association's President and Secretary stating that the Amendments were duly adopted in accordance with the Declaration provisions in all material respects.

H. The Association has complied with the proceedings necessary to amend the Declaration and Bylaws, as required by Chapter 5311 of the Ohio Revised Code and the Declaration and Bylaws, in all material respects.



AMENDMENTS

The Declaration of Condominium Ownership for The Commons at The Villages of Wetherington Condominiums is amended by the following:

AMENDMENT A

DELETE BYLAWS ARTICLE IV, SECTION 13(k), in its entirety. Said deletion to be taken from Page 38 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, O.R. 427, Page 1067 et seq.

INSERT a new BYLAWS ARTICLE IV, SECTION 13(k). Said new addition, to be added to Page 38 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, O.R. 427, Page 1067 et seq., is as follows:

(k) borrow money for the purpose of financing the maintenance, repair, restoration, replacement, and/or insurance of the Condominium Property, provided that a majority of the Unit owners present, in person or by proxy, at an Association meeting approves such borrowing; if such Association approval is obtained, and in connection with this authority to borrow funds, once Association approval is obtained, the Board has the authority to: (i) assign as collateral for such borrowing, without limitation, the Association's right to future income, including the right to receive common assessments, insurance proceeds, and other income or compensation, (ii) evidence such borrowing by the issuance, sale, or pledge of notes, bonds, or other evidence of the indebtedness of the Association, and (iii) execute related documents to implement such borrowing; and

Any conflict between this provision and any other provision in the Declaration and Bylaws will be interpreted in favor of this provision giving the Board, on behalf of the Association, the authority to borrow funds and assign future income as collateral for a loan, with prior Unit owner approval. The invalidity of any part of the above provision does not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Unit owners of record at the time of the filing have standing to contest the validity of this amendment, whether on procedural, substantive, or any other grounds. Any challenge to the validity of this amendment must be brought in the court of common pleas within one year of the recording of this amendment.

AMENDMENT B

RENUMBER DECLARATION ARTICLE XXI, SECTION 4 entitled "Notices" TO READ AS DECLARATION ARTICLE XXI, SECTION 5 entitled "Notices." Said modification to be made on 29 of the Declaration, as recorded at Wayne County Records, O.R. 427, Page 1067, et seq., and as amended at Volume 888, Page 3009 et seq.

DELETE DECLARATION ARTICLE XXI, SECTION 5(c)(i) in its entirety. Said deletion to be taken from page 29 of the Declaration, as recorded at Wayne County Records, O.R. 427, Page 1067, et seq.

INSERT a new DECLARATION ARTICLE XXI, SECTION 5(c)(i). Said new addition, to be added to Page 29 of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

(i) For voting on matters, the Association may provide for voting by electronic mail or other transmission technology. However, voting for the election of Directors can be conducted by electronic transmission or electronic voting technology only to the extent, if any, as explicitly permitted and provided for in Bylaws Article III, Section 6, as amended.

DELETE BYLAWS ARTICLE III, SECTION 4 entitled "Notice of Meetings," in its entirety. Said deletion to be taken from Page 35 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, O.R. 427, Page 1067 et seq.

INSERT a new BYLAWS ARTICLE III, SECTION 4 entitled "Notice of Meetings." Said new addition, to be added to Page 35 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

Section 4. Notice of Meetings. Written notice of each meeting of the Unit owners will be given by, or at the direction of, the secretary or Person authorized to call the meeting, delivered in accordance with Declaration Article XXI, Section 4, as amended, at least fifteen days before the meeting, to each Unit owner entitled to vote at the meeting. The notice will specify the place, day, and hour of the meeting, and in the case of a special meeting, the specific purposes of the meeting, and in the case of special meetings called by the Unit owners, the specific motion or motions (other than procedural) to be voted upon. The Unit

owners will not be entitled to receive notice of meetings of the Board of Directors.

If the meeting is held via Authorized Communications Equipment, the meeting notice must include any pertinent information that is necessary to allow the Unit owner to participate at the meeting via the Authorized Communications Equipment. "Authorized Communications Equipment," as used in these Bylaws, means any communications equipment that is selected by the Board, in its sole discretion, that provides an electronic communication transmission, including but not limited to, by telephone, video conference, or any electronic means, from which it can be determined that the transmission was authorized by, and accurately reflects the intention and participation of the Unit owner.

MODIFY BYLAWS ARTICLE III, SECTION 5. Said modification, to be made on Page 36 of the Bylaws, attached to and made part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows: (deleted language is crossed out; new language is underlined)

Section 5. Quorum; Adjournment. The Unit owners present, in person or by proxy, at any duly called and noticed meeting of Unit owners providing for in person attendance or attendance by using the method of Authorized Communications Equipment approved by the Board for meetings that are held via Authorized Communications Equipment, shall constitute a quorum for such meeting. Ballots submitted via mail or by Electronic Voting Technology also will count that Unit towards the quorum. The Board of Directors may adopt procedures and guidelines to permit the Association to verify that the Person attending, either in person or by Authorized Communications Equipment, is a Unit owner that is eligible to vote and to maintain a record of any vote. Unit owners entitled to exercise a majority of the voting power of Unit owners represented at a meeting may, at any time, adjourn such meeting. If any meeting is so adjourned, notice of such adjournment need not be given if the time and place to which such meeting is adjourned are fixed and announced at such meeting.

DELETE BYLAWS ARTICLE III, SECTION 6 entitled "Proxies" in its entirety. Said deletion to be taken from Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq.



INSERT a new BYLAWS ARTICLE III, SECTION 6 entitled “Voting Methods.” Said new addition, to be added to Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

Section 6. Voting Methods. Prior to sending the notice for any meeting, as required by Bylaws Article III, Section 4, as amended, and depending on the conduct of the meeting as determined by the Board in accordance with Bylaws Article III, Section 9, as amended, voting will be conducted via one of the following methods:

(a) Voting in Person or by Proxy. For meetings that are held in person and provide for physical attendance, Unit owners may vote in person or by proxy. The person appointed as proxy need not be a member of the Association. Each proxy will be executed in writing by the Unit owner entitled to vote and must be returned to the Association by regular mail, hand delivery, electronic mail, or other method of delivery provided for or permitted by the Board. Every proxy will automatically cease upon conveyance of the Unit by the Unit owner.

(b) Voting by Mail or Electronic Voting Technology. For meetings that are held via Authorized Communications Equipment, voting will be conducted by mail, or through the use of Electronic Voting Technology that is approved by the Board, or both. “Electronic Voting Technology” as used in these Bylaws, means an electronic voting system that accurately and securely records the voting Unit owner’s intent to cast a ballot on a matter in the way identified by the Unit owner, and provides for the counting of electronic votes submitted, including by means of internet, application, web, virtual, or other electronic technology. All matters to be voted on at a meeting utilizing Authorized Communications Equipment must be sent to the Unit owners no later than the date the meeting notice is sent to the Unit owners in accordance with Bylaws Article III, Section 4, as amended. Voting via mail or by use of Electronic Voting Technology is considered to be voting at the meeting, as if the Unit owner were physically present.

(c) Voting in Person, by Proxy, by Mail, and by Electronic Voting Technology. For meetings that are held in person and provide for physical attendance, voting may be conducted in person or by proxy, as provided for in this Bylaws Article III, Section 6(a) above, and in addition the Board may authorize the Unit owners to vote by mail or



Electronic Voting Technology as provided for in this Bylaws Article III, Section 6(b) above.

Any ballots, regardless of method, received subsequent to the date and time the Board sets for ballots to be turned in will be held invalid. Any costs associated with voting, including mailing costs, printing, Authorized Communications Equipment and Electronic Voting Technology costs and subscriptions, are common expenses. The Board may adopt any additional regulations, procedures, or rules as may be necessary to effectuate the intent and purpose of this voting provision to provide for the use of the desired voting method.

MODIFY BYLAWS ARTICLE III, SECTION 8. Said modification, to be made on Page 36 of the Bylaws, attached to and made part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows: (deleted language is crossed out; new language is underlined)

Section 8. Action In Writing Without Meeting. Any action that could be taken by Unit owners at a meeting may be taken without a meeting in accordance with the voting methods in Bylaws Article III, Section 6, as amended ~~with the affirmative vote or approval, in a writing or writings, of Unit Owners having not less than a majority of the voting power of Unit Owners, or such greater proportion of the voting power as may be required by the Condominium organizational documents or by law.~~

INSERT a new BYLAWS ARTICLE III, SECTION 9, entitled "Conduct of Meetings." Said new addition, to be added to Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

Section 9. Conduct of Meetings. Prior to the meeting notice being sent to the Unit owners in accordance with Bylaws Article III, Section 4, as amended, the Board will determine whether the meeting will be conducted physically so that the Unit owners may attend in person, or by the use of Authorized Communications Equipment. If it is determined that the meeting will be held via Authorized Communications Equipment, the Board will decide if the Unit owners have the option to attend in person or via Authorized Communications Equipment or both.

If Authorized Communications Equipment is used, the Persons utilizing the Authorized Communications Equipment must have the ability to communicate with the other participants to indicate their motion, vote, or statement, provided that the president, chair, or other Person designated by the Board moderating the meeting, may silence or mute the Authorized Communications Equipment utilized by Unit owners to attend the meeting, unless the Unit owner is voting or has been recognized by the meeting chair or moderator to participate in the meeting. The meeting chair or moderator has the authority to decide and determine all procedural motions or other procedural matters to be decided at the meeting, including points of order and adjournment. The Board's purpose or reason for not conducting an in person meeting and instead having a meeting via Authorized Communications Equipment must be documented in the Board's meeting minutes.

DELETE BYLAWS ARTICLE IV, SECTION 4 entitled "Nomination" in its entirety. Said deletion to be taken from Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq.

INSERT a new BYLAWS ARTICLE IV, SECTION 4 entitled "Nominations." Said new addition, to be added to Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

Section 4. Nominations. Nominations for the election of Directors to be elected by the Unit owners will be made by a nominating committee appointed by the Board or, if a committee is not appointed, by the Board itself. The nominating committee, or Board, will make as many nominations for election to the Board as it, in its discretion, determines, but no fewer than the number of vacancies that are to be filled and will verify that the nominees satisfy all qualification requirements of Declaration Article VIII, Section 4, as amended. Any Unit owner may submit their name to the nominating committee, or Board, as a candidate, and the nominating committee, or Board, must nominate that Unit owner if that Unit owner satisfies all the qualifications to be a Director as further provided for in Declaration Article VIII, Section 4, as amended. If there are fewer nominees than vacancies, the nominating committee, or Board, must nominate additional Unit owner(s) to be elected prior to the ballots being sent to the Unit owners so that there are, at all times, a sufficient number of nominees to fill all Board vacancies that are up for election.



Prior to sending the meeting notice, the nominating committee, or Board, will establish deadlines for when a request for nominations is sent to all Unit owners and when receipt of nominations must be obtained. Nominations must be made and received within a reasonable time period prior to the notice of any meeting where Directors are to be elected is sent in accordance with Bylaws Article III, Sections 4, as amended, so that the voting information containing all the candidates' names and an informational sheet, within size limitations determined by the Board, containing their biographical information and affirming their candidacy, can be transmitted to the Unit owners no later than the sending of the meeting notice. The Board may adopt any additional regulations, procedures, or rules necessary to establish processes and deadlines in accordance with this nominations provision.

DELETE BYLAWS ARTICLE IV, SECTION 5 entitled "Election" in its entirety. Said deletion to be taken from Pages 36-37 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq.

INSERT a new BYLAWS ARTICLE IV, SECTION 5 entitled "Election of Directors." Said new addition, to be added to Page 36 of the Bylaws, attached to and made a part of the Declaration, as recorded at Wayne County Records, Volume 427 Page 1067 et seq., is as follows:

Section 5. Election of Directors. Unless there are no more nominees than vacancies, election to the Board by the Unit owners is by secret ballot, submitted either in person, by proxy, by mail, or by Electronic Voting Technology, as determined by the Board pursuant to Bylaws Article III, Section 6, as amended. The Association is not required to send ballots to the Unit owners via any method if there are an equal number of nominations as there are candidates, in which case the nominated candidates will automatically be elected to the Board of Directors at the election meeting.

Regardless of the voting method, the Board must adopt rules and safeguards to determine a method by which the secrecy of the ballots are maintained for those Unit owners while also maintaining the integrity of the voting process to ensure each Unit owner has only exercised their allotted vote once so that any other individuals can only identify that a Unit has voted, and not how a Unit has voted. The ballots, whether electronic or written, will list the number of open seats

for Directors up for election and list the names of all of the nominated candidates.

If voting by mail, ballots must be submitted within dual envelopes. One of the two envelopes must contain the ballot itself, the "Ballot Envelope." The Ballot Envelope need not be signed. The second envelope must contain the Ballot Envelope and the ballot, the "Signature Envelope." The Signature Envelope must be signed by the Unit owner(s) voting, and will be used as a record of receipt of the Unit owner's ballot as well as to determine quorum. If the Signature Envelope is not signed by the Unit owners(s), the ballot in the Ballot Envelope will not be counted.

For the election of Directors, the Unit owners, or their proxies, may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration and these Bylaws. The persons receiving the largest number of votes will be elected. Unless the nominated candidates whom have received the largest number of votes agree otherwise, ties, including if there are an equal number of nominees as there are positions with different terms, will be determined by lot or flip of a coin by the chair or moderator of the meeting. Cumulative voting is not permitted.

The nominating committee, or if a nominating committee is not appointed, the Board itself (excluding any incumbent Directors who are running for re-election), is responsible for (i) confirming all nominated candidates meet the qualifications to serve as a Director, (ii) receiving and verifying any ballots that are cast in person or by mail, (iii) receiving and verifying any ballots cast using Electronic Voting Technology, (iv) counting each ballot submitted through any voting method, and (v) verifying the results of the election by providing the ballots and results to the chair or moderator of the meeting.

The chair or moderator will announce the election results at the meeting to be reflected in the meeting minutes and ensuring the election results are provided to all Unit owners no later than fifteen days after the meeting.

Any conflict between these provisions and any other provisions of the Declaration and Bylaws will be interpreted in favor of this amendment allowing the Association establishing a method to use mail-in and electronic ballots for voting purposes, and permitting meetings to be conducted utilizing Authorized Communications Equipment. The invalidity of any part of the above provision does not impair or



affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Unit owners of record at the time of the filing have standing to contest the validity of this amendment, whether on procedural, substantive, or any other grounds. Any challenge to the validity of this amendment must be brought in the court of common pleas within one year of the recording of this amendment.

The Commons at the Villages of Wetherington Condominium Association, Inc. has caused the execution of this instrument this 12 day of AUGUST, 2021.

THE COMMONS AT THE VILLAGES OF WETHERINGTON CONDOMINIUM ASSOCIATION, INC.

By: Mark A. Render
Mark A. Render, President

By: Marilyn S. Haas
Marilyn S. Haas, Secretary



STATE OF OHIO)
COUNTY OF Wayne) SS


BEFORE ME, a Notary Public, in and for said County, personally appeared the above-named The Commons at the Villages of Wetherington Condominium Association, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument, on Page 11 of 13, 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 this 12th day of August, 2021.



NOTARY PUBLIC

Place notary stamp/seal here:



TARA J CARR
Notary Public, State of Ohio
My Comm. Expires April 24, 2022
Recorded in Wayne County

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



STATE OF OHIO)
COUNTY OF Wayne) SS


BEFORE ME, a Notary Public, in and for said County, personally appeared the above-named The Commons at the Villages of Wetherington Condominium Association, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument, on Page 11 of 13, 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 this 12th day of August, 2021.



NOTARY PUBLIC

Place notary stamp/seal here:



TARA J CARR
Notary Public, State of Ohio
My Comm. Expires April 24, 2022
Recorded in Wayne County

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



EXHIBIT A

CERTIFICATION OF PRESIDENT AND SECRETARY

STATE OF OHIO)
)
COUNTY OF WAYNE) SS

Mark A. Render and Marilyn S. Haas, being the duly elected and acting President and Secretary of The Commons at the Villages of Wetherington Condominium Association, Inc., certify that the Amendments to the Declaration of Condominium Ownership for The Commons at The Villages of Wetherington Condominiums were duly adopted in accordance with the provisions set forth in the Declaration for amendments in all material respects.

Mark A. Render
Mark A. Render, President


Marilyn S. Haas
Marilyn S. Haas, Secretary

BEFORE ME, a Notary Public in and for said County, personally appeared the above-named Mark A. Render and Marilyn S. Haas who acknowledged that they did sign the foregoing instrument and that the same is their free act and deed.

I have set my hand and official seal this 12th day of August, 2021.

Tara Carr
NOTARY PUBLIC

Place notary stamp/seal here:



TARA J CARR
Notary Public, State of Ohio
My Comm. Expires April 24, 2022
Recorded in Wayne County