

1.

RESOLUTION TO CHANGE THE BYLAWS OF THE RECREATION ASSOCIATION

WHEREAS The bylaws drawn up in 1976 specified that to be a member of the Board of Directors must be a "Regular" member of Odd Fellows, and

WHEREAS Those who direct the affairs of any association should be a member of that association, and

WHEREAS Odd Fellows recognizes two classes of members: Those who can vote and those who can hold office, and

WHEREAS The final bylaws enacted in 1983 failed to specify any qualifications for becoming a member of the Board of Directors, and

WHEREAS It would be proper to specify qualifications for the Board of Directors,

NOW THEREFORE BE IT RESOLVED that ARTICLE III, Section 2 be amended by adding the sentence "Furthermore, to be elected to the Board of Directors, a candidate must be a member of the Association."

2.

RESOLUTION TO CHANGE THE BYLAWS OF THE HOMEOWNERS ASSOCIATION

WHEREAS there is a discrepancy between the bylaws of the RECREATION ASSOCIATION and the HOMEOWNERS ASSOCIATION, and

WHEREAS these two organizations should be in agreement with each other,

NOW THEREFORE BE IT RESOLVED that ARTICLE V be amended to require that notice of annual meeting be sent out not less than 10 days or not more than 30 days and special meeting notices be sent out not less than 35 days and not more than 60 days before the scheduled meeting. To accomplish this it will be necessary to change Section 5.01 and Section 5.04 as follows:

ARTICLE V, Section 5.01 now reads:

"Section 5.01. Annual Meetings. Thereafter, the annual meetings of the Members of the Association shall be held on the Sunday immediately preceding the day on which Memorial Day is celebrated immediately following the annual Shareholders meeting of ODD FELLOWS SIERRA RECREATION ASSOCIATION."

If amended, ARTICLE V, Section 5.01 will read:

"Section 5.01. Annual Meetings. The annual meetings of the Members of the Association shall be held on the Sunday immediately preceding the day on which Memorial Day is celebrated in conjunction with the annual Shareholders meeting of ODD FELLOWS SIERRA RECREATION ASSOCIATION."

ARTICLE V, Section 5.04 now reads:

"Section 5.04. General Notice Requirements. All notices of meetings of Members shall be sent or otherwise given not less than thirty (30) nor more than (90) days before the date of the meeting. The notice shall specify the place, date, and hour of the meeting and (i) in the case of a special meeting, the general nature of the business to be transacted, and no other business may in that case be transacted, or (ii) in the case of the annual meeting, those matters which the Board of Directors, at the time of giving notice, intend to present for action by the Members."

If amended, Section 5.04 will read:

"Section 5.04. General Notice Requirements. All notices of meetings of Members shall be sent or otherwise given not less than ten (10) nor more than thirty (30) days before the date of the meeting. The notice shall specify the place, date, and hour of the meeting and (i) in the case of a special meeting, the general nature of the business to be transacted, and no other business may in that case be transacted, or (ii) in the case of the annual meeting, those matters which the Board of Directors, at the time of giving notice, intend to present for action by the Members."

4.

RESOLUTION TO CHANGE THE BYLAWS OF THE HOMEOWNERS ASSOCIATION

WHEREAS there is a confusion in the wording of Section 5.07, and

WHEREAS it is desired to clarify said section,

NOW THEREFORE BE IT RESOLVED that ARTICLE V, Section 5.07 be amended by rewording the first sentence to read as indicated as follows:

The first sentence of Section 5.07 now reads:

"Section 5.07. Quorum. The presence either in person or by proxy, at any meeting, of members entitle to cast at least twenty five percent (25%) of the membership shall constitute a quorum for any action except as otherwise provided in the Articles, Declaration, or these Bylaws."

If amended Section 5.07 will read:

"Section 5.07. Quorum. The presence either in person or by proxy, at any meeting, of Members entitled to vote must be at least twenty-five percent (25%) of the membership to constitute a quorum for any action except as otherwise provided in the Articles, Declaration, or these Bylaws."

The remainder of Section 5.07 is to remain the same.

The following proposals for amending the bylaws will be presented at

the annual meeting to be held May 24, 1992.

1. To clarify the implied concept that Directors must be members of the Association.
2. To bring notification of meetings into agreement between the two Associations.
3. To relieve the confusion in the first sentence of Section 5.07 of HOMEOWNERS ASSOCIATION BYLAWS.

INSTRUCTIONS FOR INSPECTORS OF ELECTION

(SECTION 13 , PAGE 7 OF BYLAWS)

1. Get list from Secretary of the Board.
2. Get County Tax Roll Names.
3. Clarify write-in voting procedures:
 - a. Return envelope should be clearly marked "PROXY" on the outside of the envelope.
 - b. "PROXY" envelopes should be opened only by the Secretary of the Board and only in the presence of the Inspectors of election.
 - c. The names of persons casting proxy votes should be noted on the list of members.
 - d. Recreation Association Members must include a copy of paid up dues receipt in an Odd Fellows or Rebekah Lodge.
 - e. Any proxies which have been voted by the sender must be put in a sealed envelope and held by the chairman of the election Inspectors until voting has been completed; i.e. opened only to count those votes with those cast at the meeting.
 - f. Names of members who have cast votes by proxy must be noted on the outside of the sealed envelope only.
4. Quorum: The number of members (i) which will constitute a quorum and (ii) the number of persons present and (iii) number of proxies held and to be voted (iv) on the floor and (v) by the chair should be announced and made part of the minutes. These figures should be noted in the minutes for both Recreation Association and Homeowners Association.