

**RESOLUTION OF BOARD OF DIRECTORS OF THE SHORES  
HOMEOWNERS' ASSOCIATION, INC.**

The following resolution has been unanimously adopted by the Board of Directors of The Shores Homeowners' Association, Inc.:

**WHEREAS**, Section 3.1 of the Bylaws of The Shores Homeowners' Association, Inc. (the "Association") provides that the members of the Association may change the number of directors; and

**WHEREAS**, the number of directors stated in the Bylaws is three, but the members initially elected seven directors at the first meeting of the members in 2015 (after the turnover from the developer), and thereafter allowed the size of the Board to decline to five in subsequent annual meetings; and

**WHEREAS**, the Board of Directors desire to ratify the change in the number of directors by amending the Bylaws; and

**WHEREAS**, Article 8 of the Bylaws provides that the Bylaws may be amended by a majority vote of the Board or by the members;

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

Section 3.1 of the Bylaws is hereby amended to read as follows:

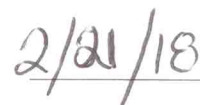
Section 3.1. Number and Qualifications. The affairs of the Association shall be governed by a Board of between three (3) and five (5) directors, who shall be elected by ballot from the members of the Association. The members of the Association at any annual meeting may change the number of directors retroactively by amending this By-Law provision, but shall not reduce the number below three (3) or in such a manner to deny an incumbent director (unless removed for cause) a full term of office.

**IT IS FURTHER RESOLVED**, that the foregoing resolution and amendment shall be presented to the members at the next annual meeting, to be ratified, adopted, and applied retroactively to February 2015.

Signed,



Rick Smith, Secretary, The Shores HOA



Date