

Amendment to the By-Laws of The Vineyard Homeowners' Association, Inc.

The Board of Directors is recommending a change to two (2) sections of the By-Laws to change the maximum number of board members from 5 to 7, require all board directors to be members of the HOA, and change the term of office from one year to two years that Board members serve at The Vineyard.

A change to the By-Laws requires a majority vote of the homeowners present or represented by proxy at the Annual Meeting.

Discussion of this Amendment:

The Board of Directors is recommending this change to the By-Laws to increase the number of members to seven and establish continuity on the current and future Board of Directors at The Vineyard. This amendment will change the term of office from one (1) year to two (2) years.

With this change, the homeowners in 2021 would elect three (3) board members to serve a two (2) year term and four (4) board members to serve a one (1) year term. At each subsequent meeting starting in 2022, homeowners elected to the Board would serve a two (2) year term.

Starting in 2021 and thereafter, you would always have at least 3 members of the Board returning for another year which is not the case as it is currently structured with board members being elected every year for a one (1) year term. The potential loss of all board members in one year can present problems with continuity and board members being familiar with the current issues of the Association.

The Board of Directors recommends the membership approve this Amendment to the By-Laws.

Current wording of the Article:

Article V. Board of Directors: Selection: Term of Office. Section 1. Number. The affairs of this Association shall be managed by a Board of not less than three (3) or more than five (5) directors who need not be Members of the Association.

Article V. Board of Directors: Selection: Term of Office. Section 2. Term of Office. At the first annual meeting the Members shall elect directors for a term of one (1) year.

Proposed Change to the wording of the Article (in Bold):

Article V. Board of Directors: Selection: Term of Office. Section 1. Number and Qualification. The affairs of this Association shall be managed by a Board of not less than three (3) or more than **seven (7) directors who shall be** Members of the Association.

Article V. Board of Directors: Selection: Term of Office. Section 2. Term of Office. **Starting with the 2021 annual meeting, three (3) directors will be elected for a two (2) year term and four (4) directors elected for a one (1) year term. At all subsequent annual meetings, all directors will be elected for a two (2) year term.**