

Provided below are the proposed revisions to the currently approved by-laws:

Article VII **INDEMNIFICATION**

SECTION 1: Each director and officer of the Association shall be indemnified by the Association against any costs and expenses including attorneys fees actually and necessarily incurred in connection with the defense of any civil, criminal, administrative or other claim, action, suit or proceeding (whether by or in the right of the Association or otherwise) in which he or she may become involved , by reason of his or her being or having been a director or officer of the Association, and against any payments in settlement of any such claim, action, suit or proceeding or in satisfaction of any related judgment, fine or penalty upon receipt by the Association of independent legal counsel opinion that he or she acted in good faith, ethically and in a manner he reasonably believed to be in, or not opposed to, the interests of the Association and in respect of any criminal action, that he or she reasonably believed that his conduct was lawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create an assumption that the director or officer did not act in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the Association, and in respect of any criminal action or proceeding, did not reasonably believe that his or her conduct was lawful. The foregoing indemnification shall not be deemed exclusive of any other rights to which any director or officer may be entitled, as a matter of law or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding each office and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person.

Notwithstanding the provisions of the preceding paragraph, no person shall be entitled to indemnification pursuant thereto in relation to any matter as to which indemnification shall not be permitted by law.

SECTION 2: The Association shall purchase and maintain insurance on behalf of any person who is or was an officer or director of the Association against any liabilities, costs or expenses relating to the defense of any civil, criminal, administrative or other claim, action, suit or proceeding asserted against or incurred by him or her, arising out of his status as such, whether or not the Association would have the power to indemnify him or her against such liability under the preceding provisions of this Article or applicable provisions of law.

Article V

SECTION 4. At any time, the Board of Directors may establish committees as deemed appropriate in carrying out its purpose. In addition, these by-laws establish the following permanent committees; Community Committee, Common Area Committee and Restrictions/Covenants Committee.