

FIRST AMENDMENT TO AMENDED AND RESTATED BYLAWS
OF
MEADOW HILLS ESTATES HOMEOWNERS ASSOCIATION, INC.

This First Amendment to the Amended and Restated Bylaws of Meadow Hills Estates Homeowner's Association, Inc. (hereafter "First Amendment") is adopted effective the 8th day of June, 2021.

Whereas, the Amended and Restated Bylaws of Meadows Hills Estates Homeowners Association, Inc. ("Bylaws") were adopted on January 20, 2011; and

Whereas, Article 11, Section 11.1(a) of the Bylaws provides that the Bylaws may be amended at any regular or special meeting of the Association by two-thirds of the votes cast, a quorum being present in person or by proxy, provided that the amendment has been submitted in writing at the previous regular meeting or submitted in writing to the Secretary who in turn includes the amendment in the notice of a meeting, and the notice must then be submitted to each Association Member at least thirty (30) days prior to the said regular or special meeting; and

Whereas, following the procedure set out in Article 11, Section 11.1(a) of the Bylaws, by a mail-in ballot which was substituted for an in-person meeting of the Members in accordance with Covid-19 protocols, at which a quorum was present, the Members, by at least two-thirds of the votes cast, approved this First Amendment.

Now therefore, the Bylaws of the Association are amended as follows:

1. Section 5.6 of the Bylaws is hereby deleted, and is replaced with the following:

Section 5.6 Vacancies. In the event of a vacancy on the Board of Directors caused by any reason other than removal of a director, the director's successor shall be selected by a majority of the remaining directors, whether or not such remaining directors constitute a quorum, and such successor shall serve until the next annual meeting.

2. Except as modified herein, the Bylaws shall continue in full force and effect.

I hereby certify that, at a duly called mail-in ballot of the Members held during the month of May, 2021, this First Amendment was approved by a vote of at least two-thirds of the Members who responded to the mail-in ballot, which constituted a quorum; this First Amendment was therefore adopted and effective on such date.

Dated the 8th day of June, 2021.

Meadow Hills Estates Homeowners
Association, Inc., a Colorado nonprofit
corporation

By: Wm. J. Warkentin
Wm. J. Warkentin, Vice President
Bylaws Committee Chair