

Section 3. At each annual meeting of the Association, the members shall elect four (4) Directors for a term of one (1) year. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Section 4. Prior to each annual meeting of the members, the Board of Directors shall appoint a Nominating Committee composed of a Chairman, who shall be a member of the Board of Directors, and two other members of the Association. Appointments to the Nominating Committee shall be announced at each annual meeting, said Committee to serve from the close of such annual meeting until the close of the next annual meeting. The Nominating Committee shall make nominations of members or non-members for election to the Board of Directors, said nominations to be not less than the number of vacancies that are to be filled. Nominations for election to the Board of Directors may also be made from the floor at the annual meeting.

Section 5. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association.

Section 6. Vacancies in the Board of Directors shall be filled by vote of the majority of the remaining Directors. Any such appointed Director shall hold office during the unexpired term of his predecessor.

Section 7. A majority of the Directors shall be necessary to constitute a quorum for the transaction of business.

Section 8. No Director shall receive compensation for any service he may render to the Association, however, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 9. The annual meeting of the Directors shall be held after the annual meeting of the members. Other meetings may be held when called by any officer or any two Directors of the Association, after not less than three days' notice to each Director. The Directors are empowered to establish a schedule of regular meetings throughout the year, and if such time is established, notice thereof shall not be necessary.

Section 10. The Board of Directors shall have the power and duty to:

(a) Call special meetings of the members whenever it deems necessary and shall call a meeting at any time upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes;

(b) Appoint and remove at pleasure all officers, agents, and employees of the Association, prescribe their duties, supervise them, in order to see that their duties are properly performed, fix their compensation, if any, and require of them such security or fidelity bond as it may deem appropriate;

(c) Conduct, manage, and control the affairs and business of the Association, and to exercise all powers, duties, and authorities vested in or delegated to the Association;

(d) Cause to be kept a complete record of all its acts and corporate affairs and to present a full statement to the members of the Association at their annual meeting or at any special meeting;

(e) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(f) Suspend the voting rights and the right to use of the recreational facilities of any member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for any infraction of the Association's published rules and regulations;

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