BEAUFORT COUNTY SC - ROD BK 4077 Pgs 1135-1138 FILE NUM 2021075767 10/28/2021 11:18:55 AM RCPT# 1061797 RECORDING FEES 25.00

STATE OF SOUTH CAROLINA	)	FIRST AMENDMENT TO THE BYLAWS OF
	)	CAROLINA ISLES PROPERTY OWNERS'
COUNTY OF BEAUFORT	)	Association, Inc.

THIS FIRST AMENDMENT TO THE BYLAWS OF CAROLINA ISLES PROPERTY OWNERS' ASSOCIATION, INC., ("First Amendment") is made this of day of of or or or or of the graph of the corporation (Inc., a South Carolina non-profit corporation (Inc., a South Carolina non-profit

## WITNESSETH

WHEREAS, Section 8.1 of the Bylaws provides in pertinent part that the Bylaws may be amended by the Members at any meeting following notice to the Members in which one of the stated purposes of the meeting is to consider the adoption, amendment, or repeal of the Bylaws only by the affirmative vote of Members representing more than fifty percent (50%) of the total vote in the Association; and

**WHEREAS,** Section 33-31-708 of the South Carolina Code of Laws provides that, unless **otherwise** prohibited in its Bylaws, any action by members of a not for profit corporation that may be taken at a meeting of the members may be taken by written or electronic ballot provided that the ballot and solicitations for the ballot meet the requirements thereof; and

WHEREAS, the Association is a South Carolina not for profit corporation and the Bylaws of the Association do not prohibit the Association's use of the provisions of Section 33-31-708 of the South Carolina Code of Laws; and

WHEREAS, pursuant to the notice provisions in Section 3 of the Carolina Isles Bylaws, on April \_\_\_\_\_\_, 2021, notice was mailed to the Members of the Association providing notice of the proposed amendments, a copy of which amendment was enclosed in the notice, together with a ballot meeting the requirements of Section 33-31-708 of the South Carolina Code of Laws; and

**WHEREAS**, pursuant to the affirmative vote of the Members representing more than fifty percent (50%) of the total vote in the Association made and delivered in accordance with the notice, on May 31, 2021, the following amendments to the Bylaws were approved in satisfaction of Section 8.1 of the Bylaws.

**NOW, THEREFORE**, the Association hereby amends the Bylaws of the Carolina Isles Property Owners' Association, Inc., Section 4, Board of Directors, Subsection 4.17, such that said Section as amended shall read as follows:

4.17. Liability Of The Board Of Directors, Except as required under the laws of South Carolina, the directors shall not be liable to the Owners or Members for any mistake of judgment, negligence, or otherwise, except for willful misconduct. To the extent permitted under the laws of South Carolina, the Owners and Members shall indemnify and hold harmless the Board of Directors against all contractual liability to others arising out of contracts entered into by the Board of Directors on behalf of the Association, unless any such contract is contrary to the provisions of the Declaration or of these Bylaws. Furthermore, in accordance with, and to the extent permitted by, the laws of the State of South Carolina, each Board Member shall be indemnified by the Association against all liabilities and expenses, including attorney's fees, reasonably incurred and imposed upon him in connection with any proceedings to which he/she may be a party or in which he/she becomes involved by reason of his/her being or having been a Board Member of the Association, except in such cases where the Board Member is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided, however, that in the event of a settlement, the indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interests of the Association. Such indemnity shall be subject to approval by the members of the Association only when such approval is required by the laws of the State of South Carolina. Directors who are members of, or employed by Declarant, are authorized and allowed to contract with Declarant and affiliated corporations without being charged with self-dealing.

IN WITNESS WHEREOF, the Association has caused this First Amendment to the Bylaws for Carolina Isles Property Owners' Association, Inc., to be executed on this 1011 day of 10000 , 2021 to be effective upon recording.

WITNESS:			LINA ISLES PROPERTY OWNERS' CIATION, INC.
Acalo his		By:	Alan Carlo President
STATE OF SOUTH CAROLINA		)	A CICALOMA ED CAMENT
COUNTY OF BEAUFORT )	) 		ACKNOWLEDGMENT

I, the undersigned Notary Public, do hereby certify that Alan Carlo, as President of **Carolina Isles Property Owners Association, Inc.** personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this the

\_\_\_ day of \_\_\_\_\_, 2021

Notary Public for South Carolina

My Commission expires: 1/1

ANNETTE M. FIORAVANTI Notary Public, State of South Carolina My Commission Expires 7/15/2029

## STATE OF SOUTH CAROLINA ) SECRETARY CERTIFICATE COUNTY OF BEAUFORT )

Pursuant to Section 8.1 of the Bylaws of Carolina Isles Property Owners' Association recorded in the Office of the Register of Deeds for Beaufort County as Exhibit "B" to the Declaration of Covenants, Conditions and Restrictions for Carolina Isles Property Owners' Association in Book 2749 at Page 1490, I, the Secretary of the Carolina Isles Property Owners' Association, Inc. do hereby certify as follows:

That, the First Amendment to the Bylaws of Carolina Isles Property Owners' Association, Inc., to which this certificate is attached was duly adopted on May 31, 2021 by written ballot in accordance with Section 33-31-708 of the South Carolina Code of Laws with said amendments to be effective upon recording. The total number of votes necessary to adopt the Amendment and the total number of votes cast for and against the Amendments are shown below:

Issue	Total Eligible Votes	Number of Votes Required to Amend Bylaws	Votes Cast for Amendment to Bylaws	Against	Units Not Voting
First Amendment to the	80	11*	44	14	00
Bylaws	80	41*	41	11	2

IN WITNESS WHEREOF, the Secretary of the Association has caused these presents to

be executed on this \(\) day of \(\) (XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	2021.
WITNESS:	CAROLINA ISLES PROPERTY OWNERS' ASSOCATION, INC.
Claudia cano	By: WWW Profi William Trofi Its: Secretary
COUNTY OF NUMBER 1	ACKNOWLEDGMENT

I, the undersigned Notary Public, do hereby certify that William Trofi, as Secretary of **Carolina Isles Property Owners' Association, Inc.** personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this the 11 day of 0000, 2021.

Notary Public for Manual

My Commission systems 215-240

My Commission expires: 3-19-202

<sup>\*</sup>more than 50% of the total votes in the Association.