

BY-LAW AMENDMENTS

(Pursuant to Rehberg Ranch Community Association By-Laws, Section 10.5(a))

Existing Language is in Black type. Amended or additional language is in red.

1. Page 3, Amend: **Section 2.7 (a) Voting Rights**

- (a) Voting Rights. Members shall have such voting rights as are set forth in the Charter, which provisions are specifically incorporated by this reference. Until such time as the Board first calls for election of a Voting Delegate for any Neighborhood, the Owners within such neighborhood shall be entitled personally to cast the votes attributable to their respective Units on any issue as to which a Voting Delegate representing the Neighborhood would be entitled to vote, and the term "Voting Delegate" shall include such Owners. **To the extent now or hereafter permitted by Montana law and unless otherwise specifically prohibited in the Governing Documents, a membership vote on any matter may be conducted at a meeting or by ballot cast by mail, facsimile transmission, electronic transmission, or a secure web-based voting system, or any combination of these methods, as provided in Section 2.11. The Board shall establish procedures to provide reasonable assurance that the person casting the vote is the Owner, the Owner's proxy appointed pursuant to Section 2.13, or following election of Voting Delegates, the duly elected Voting Delegate.**

2. Page 4, Amend: **Section 2.9. Quorum**

Except as these By-Laws or the Charter otherwise provide, **until such time as Voting Delegates are selected**, the presence of **Owners representing 20% of the total votes of the Association, and thereafter the presence of** Voting Delegates representing 30% of the total votes of the Association, shall constitute a quorum at all Association meetings and the vote of the **Owners or** Voting Delegates representing majority of the total eligible votes cast shall constitute the action of the **Members** ~~Voting Delegates~~.

3. Page 5, Amend: **Section 2.11. Action Without a Meeting**

Insert: **(a) at beginning of existing provision; and add:**

(b) Alternatively, any action that may be taken at a meeting of the Voting Delegates may be taken without a meeting if : (i) the Association delivers a written ballot to every Voting Delegate entitled to vote on the action, setting forth the proposed action and providing an opportunity to approve or disapprove the action; (ii) the number of votes cast equals or exceeds the quorum required for a meeting to consider the action; and (iii) the number of votes cast in favor of the proposed action equals or exceeds the number of votes required to approve such action at a meeting at which the total number of votes cast was the same as the total number of votes cast by ballot. Voting instructions or solicitations for any vote conducted by written ballot pursuant to this subsection (b) must indicate the number of responses needed to satisfy the quorum requirement, the percentage of votes necessary to approve any action other than election of directors, and the deadline for casting the ballot in order to be counted. A ballot once cast may not be revoked.

(c) To the extent permitted by Montana law, a written ballot may be delivered, and a vote may be cast, by electronic transmission, provided that any ballot cast is accompanied by information indicating that the Voting Delegate, or if applicable the Owner, the Owner's agent or the Owner's attorney-in-fact authorized its electronic transmission. Whenever the Governing Documents permit action to be taken by affirmative vote or written consent, a written consent or written ballot received pursuant to either subsection (a) or (b) above shall constitute written consent for purposes of such provision.

4. Page 5, Following Section 2.11., Insert:

“2.12. Telephonic Participation in Meetings

The Association may permit Members to participate in any Master Association meeting by conference telephone or similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence at such meeting.”

5. Page 5, Following Section 1.12., Insert:

2.13. Proxies.

Until Voting Delegates are selected, any Owner may cast the vote allocated to such Owner's Unit on any matter in person or by proxy, subject to the limitations of Montana law and subject to any specific provision to the contrary in the Charter or these By-Laws. Every proxy shall be in writing, shall identify the Unit for which it is given, shall be signed by the Owner or the Owner's 's duly authorized attorney-in-fact, and shall be dated and filed with the Association's Secretary prior to the meeting for which it is to be effective. Unless the proxy specifically provided otherwise, a proxy shall be presumed to cover all votes which the Owner giving such proxy is entitled to cast, and in the event of any conflict between two or more proxies purporting to cover the same voting rights, the later dated proxy shall prevail, or if dated as of the same date, both shall be deemed invalid.

A proxy is effective only for the specific meeting for which it was originally given, as such meeting lawfully may be adjourned and reconvened, and automatically expires 90 days after the date of the meeting for which it was originally given. Every proxy is revocable at any time at the pleasure of the Owner who executes the proxy.

Adopted February 3, 2011