

*Camela O. Coughlin*

#### AFFIDAVIT OF SCRIVENER'S ERROR

We, the undersigned majority of the Board of Directors of the 111 Coburn Association, Inc, on oath depose and say that due to clerical inadvertence, Article V, Section 6 was omitted from the Amended Declaration of Covenants and Restrictions of the 111 Coburn Association, Inc. dated June 1, 2011 recorded with the Hillsborough Registry of Deeds at Book 8334, Page 507.

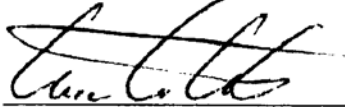
On April 1, 2011, the Board of Directors sent the proposed Amended Declaration of Covenants and Restrictions to all unit owners for a vote seeking its approval. The version provided to and voted upon by the unit owners properly included the said missing Article V, Section 6 as was intended by the Board of Directors at that time. However, by inadvertence or mistake, Article V, Section 6 was missing from the version of the Amended Declaration of Covenants and Restrictions that was recorded with the Registry of Deeds in at Book 8334, Page 507.

The Amended Declaration of Covenants and Restrictions should contain the following Section 6 as part of Article V:

6. Parliamentary Authority. The rules contained in *Robert's Rules of Order Revised* shall govern this Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

Therefore, the Amended Declaration of Covenants and Restrictions of the 111 Coburn Association, Inc. dated June 1, 2011 and recorded with the Hillsborough Registry of Deeds in Book 8334, Page 507 is hereby corrected with the addition of the missing Article V, Section 6 as voted upon and duly approved by the unit owners. This correction of the By-Laws contained in the Amended Declaration of Covenants and Restrictions is memorialized by the attached complete version of the By-Laws which properly includes Section 6 within Article V.

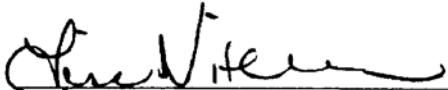
Executed as sealed instrument this 31<sup>st</sup> day of May, 2016 by the 111 Coburn Association, Inc.



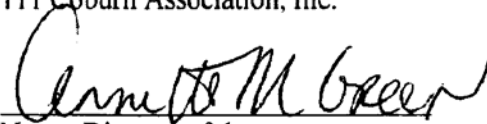
Name, Director of the Eric Veillette  
111 Coburn Association, Inc.



Name, Director of the Susan Erler  
111 Coburn Association, Inc.



Name, Director of the Lisa Vitello  
111 Coburn Association, Inc.



Name, Director of the Annette Green  
111 Coburn Association, Inc.

STATE OF NEW HAMPSHIRE

Hillsborough County, ss.

On this 31 day of May, 2016, before me, the undersigned notary public, personally appeared ERIC VEILLETTE, SUSAN ERLER, LISA VITELLO, and Annette Green, all as Directors of the 111 Coburn Association, Inc and proved to me through satisfactory evidence of identification, being my own personal knowledge of the identity of the signatory, to be the person whose name is signed above, and acknowledged the foregoing to be signed by them voluntarily for its stated purpose.



Notary Public Justice of the Peace

My Commission Expires: 5/18/2021

Print Notary Public's Name: Pamela Thornhill

**AMENDED BY-LAWS of  
111 COBURN ASSOCIATION, INC.**

**INTRODUCTION**

These Amended By-Laws, dated 6/1/2011, hereby supersede and replace all previous By-Laws of 111 Coburn Association, Inc.

**ARTICLE I**

Definitions

The following terms are defined as follows:

1. "Association" means the 111 Coburn Association, Inc.
2. "Articles" means the Articles of Association of the 111 Coburn Association, Inc.
3. "Declaration" means the Declaration of the Covenants and Restrictions of 111 Coburn Association, Inc recorded in the Hillsborough County Registry of Deeds at Book 2327, Page 442, amended at Book 2760, Page 709, amended at Book 5918, page 0338, amended at Book 6536, Page 1033, amended at Book 8043, Page 1733 and as further amended herein.
4. "Property", "Common Property", and "Units" are defined in the Declaration.
5. "Owner", "Unit Owner" and "Member" are defined in the Declaration.

**ARTICLE II**

Name, Principal Office and Purposes

The name, principal office and purposes of the Association shall all be as set forth in the Articles, as from time to time amended.

**ARTICLE III**

Membership, Voting Rights and Property Rights

1. General. The Membership, voting rights and property rights of the Association and its members shall be as set forth in the Declaration, as amended from time to time.
2. Assessments. Members are required to pay such annual and special assessments levied by the Association in accordance with this Declaration, the obligation of which

assessments is imposed against each Owner of, and becomes a lien upon, the property (Units) against which such assessments are made as provided by the Declaration.

3. Suspensions of Membership Rights. The membership rights of any Owner shall be suspended during the period when the assessments remain unpaid as set forth in the Declaration.

4. Delegation of Rights. Any member may delegate his right of enjoyment in the Common Property to the members of his family who reside at the Owner's Unit, or to any of his tenants who reside thereon. Voting rights shall not be delegated, except in conformance with the proxy provisions of Article V of these By-Laws.

## ARTICLE IV

### Board of Directors

1. Number. The management and control of the affairs of the Association shall be vested in and exercised by a Board of Directors consisting of seven (7) active members of the Association as shall be determined by a majority of the Owners at a duly called meeting.

2. Term. Except as specified in Section 5 below, each director shall be voted into office at a duly constituted meeting of the Association and shall hold office for a term of two (2) years. Terms shall be defined as the period between annual meetings as defined in Article V of these By-Laws.

3. Resignation and Removal. Any Director may resign at any time by written notice to the President of the Association. Any Director may be removed from such position by a vote of sixty (60%) percent of Owners entitled to vote at a duly constituted meeting of the Association provided that notice of the meeting and notice of such removal shall be given to the members at least twenty-one (21) days prior to any such meeting.

4. Qualification. Only active members of the Association shall be eligible to serve as Directors. In the case of a Unit that is owned by a corporation, an officer or stockholder shall be eligible to serve as Director. In the case of a Unit owned by a realty trust, the trustee or beneficiary shall be eligible to serve as Director. A person may succeed himself as Director.

5. Vacancies. Unexpired terms shall be filled by appointment of the Board except for those terms within four (4) months of expiring. These terms shall remain vacant until the next duly constituted annual meeting of the Association.

6. Meetings. The Board shall determine the times and places of its meetings. Special meetings of the Board of Directors shall be called upon the written request of two (2) members of the Board, or upon written request of one-fourth (1/4) of the total membership, as provided in ARTICLE V, Section 2 of these By-Laws, or at the discretion of the president of the Association, and any such special meeting shall be held at the time and place specified in such

written request or at the discretion of the president as the case may be. Notice of any regular meeting of the Board of Directors shall not be required, except in accordance with other provisions hereof. Notice of special meetings shall be given to each member of the Board, personally or by mail, telephone fax or electronically at least three (3) days prior hereto, unless all of the Directors either are present at such meeting or waive such notice in writing. Any such notice shall state the purpose for which such meeting is being called.

7. Quorum. A majority of the Board in office shall constitute a quorum for the transaction of business, but less than a quorum may transact business if the remaining Directors subsequently assent in writing to the decisions of the Board by signing a copy of the minutes of the meeting to be filed with the records of the Board. When a quorum is present at any meeting, the votes of a majority of the Directors in attendance shall decide any business which it is authorized to transact at a meeting provided that the Directors unanimously consent in writing to the decisions of the Board concerning such business by signing the official record of said decisions to be filed with the records of the Board.

8. Powers and Duties of the Board. The Board of Directors shall have the following powers and duties.

8.1 To appoint and remove at pleasure all officers, agents and employees of the Association, prescribe their duties, fix their compensation, and require of them such security or fidelity bond as it may deem expedient. Nothing contained in these By-Laws shall be construed to prohibit the employment of any member, officer or director of the Association in any capacity whatsoever.

8.2 To establish, levy and assess, and collect the assessments of charges referred to in ARTICLE III, Section 2.

8.3 To maintain, alter, improve, repair, operate and otherwise administer and care for the Property as set forth in the Declaration.

8.4 To obtain all policies of insurance required by the Declaration and such other insurances as required by law or as the Board may determine.

8.5 To obtain any legal, accounting, administrative, and other services deemed advisable by the Board, including a manager and any other personnel, to whom the Board, in its discretion, may delegate certain of its powers and duties.

8.6 To adopt and enforce rules and regulations governing the use of the Property and the personal conduct of the members and their guests thereon.

8.7 To cause a complete record to be kept of all its acts and the corporate affairs and to present a statement thereof to the members at the annual meeting of the Association.

8.8 To purchase, sell, lease or otherwise obtain and use property or other facilities in the course of its administration and management of the Common Property. To open and maintain bank accounts, and to authorize the drawing of checks and other financial instruments, and to keep full and complete record of financial transactions, which record shall be reasonably available for inspection by the members, and to prepare periodic financial reports and accountings as may be required by the members.

8.9 To exercise for the Association all powers, duties and authority vested in or delegated to said Association, except those specifically otherwise conferred by these By-Laws, the Articles, the Declaration, or By-Law.

8.10 To terminate common privileges concerning the use of the Common Property, and the use of common areas. The Board of Directors, on behalf of the Association, shall have the power to terminate a Unit's common privileges and use of the Common Property, including parking on common property, and cease supplying such Unit with any and all services normally supplied or paid by the Association as provided in the Declaration.

## ARTICLE V

### Meetings of Members

1. Annual Meetings. The regular annual meeting of the Unit Owners shall be held at in the month of November in each year, at the hour of 7:00 p.m., or at such other reasonable time and place as may be designated by written notice of the Board mailed or delivered to the members not less than twenty one (21) days prior to the revised date for said meeting.

2. Special Meetings. Special meetings of the Unit Owners for any purpose may be called at any time by the president, by any two members of the Board of Directors, or upon written request of the members who have a right to vote one-fourth of the votes of the total membership.

3. Notice of Meetings. Notice of the time and place of special meetings shall be given to the members by the clerk and shall set forth the purpose for which the meeting is being called. Such notice shall be delivered to the members or shall be sent by first class mail, postage prepaid to the address appearing on the books of the Association, such delivery or mailing to occur at least twenty one (21) days prior to such special meetings. Each Unit Owner shall register his address with the clerk. No notice of the annual meeting shall be required unless the nature of the business to be transacted, under the terms hereof or of the Declaration, requires such notice.

4. Quorum. The following quorum requirements will apply to any meeting of the Association.

4.1 Unless otherwise provided in these By-Laws, the Articles, or the Declaration, the presence in person or by proxy at the start of any such annual or special meeting

of members entitled to cast forty percent (40%) of the votes of the total active membership shall constitute a quorum for any action.

4.2 When a quorum is present, unless otherwise provided in the Declaration or in these By-Laws, a majority of the member's total voting power present in person or by proxy shall decide any business brought before the meeting. If the required quorum is not forthcoming at any such meeting, another meeting may be called, subject to the notice requirements set forth above, and the required quorum at such subsequent meeting shall be one-half of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

5. Voting. At all meetings of Unit Owners, each active Member may cast one vote per Unit in person or by proxy. All proxies shall be in writing and filed with the clerk. No proxy shall extend beyond a period of eleven (11) months, and every proxy shall automatically cease upon sale by the Member of his Unit or other interest in the Property. Amendments and other business may be transacted by the Association without formal meetings through the receipt by the Board of written consents from the requisite percent of the Owners.

6. Parliamentary Authority. The rules contained in *Robert's Rules of Order Revised* shall govern this Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

## ARTICLE VI

### Officers

1. Designation. The officers of the Association shall be a President, a Treasurer, a Clerk and such other officers as the Board of the Directors from time to time may determine. The President and the Treasurer shall be a member of the Board of Directors. The Clerk need not be a member of the Board or a member of the Association.

2. Election. The officers shall be elected by a majority vote of the Board of Directors at the first regular Board of Directors meeting immediately following the annual meeting, or if such regular meeting is not held or in the event of resignation, removal or decease of an officer, at any special or regular meeting of the Board of Directors.

3. Term and Removal. All officers shall hold office for a term of one year and until their successors are chosen, except that officers may be removed or replaced from time to time by majority vote of the Board.

4. President. The President, or his designate, shall preside at all meetings of the Board of Directors and of the Association, and the President shall have such other powers and perform such other duties as are provided in the Declaration or in these By-Laws, as may be required by the Board of Directors and the Association from time to time or as are ordinarily exercised by the presiding officer of a corporation including the appointment of committees from among the members.

5. Treasurer. The Treasurer shall review the books and statements of the Association funds and securities and the deposit of all monies and other valuable effects in the

name and to the credit of the Association in such depositories, as maintained by the managing agent on behalf of the Association. In addition, the Treasurer shall have such other powers and duties as may be delegated to him/her by the Board of Directors from time to time.

6. Clerk. The Clerk shall record the votes and keep the minutes of all the meetings of the Board and of the Association in a book to be kept for the purpose. The Clerk shall keep the records and documents of the Board and of the Association. The Clerk shall record in a book kept for that purpose the names of all members of the Association together with their addresses as registered by such members and shall have such other powers and duties as may be delegated to him/her by the Board of the Association from time to time.

7. Authority. The Board of Directors may authorize any officer, employee or other agent in the name of and on behalf of the Association to enter into any contract or execute and deliver any instrument or to sign checks, drafts or other orders for payment of money or notes or other evidence of indebtedness, and such authority may be general or it may be confined to specific instance, and unless specifically authorized by the Board of Directors, no officer, employee or Director shall have the power or authority to bind the Association by any contract or engagement, to pledge its credit, or render it financially liable for any purpose or in any amount.

8. Funds.

8.1 All funds of the Association not otherwise employed shall be deposited from time to time to the credit of said Association in such banks, trust companies or other depositories as the Board of Directors may select and for the purpose of such deposit, and any officer, employee, agent or Director to whom such power is expressly delegated by the Board of Directors may endorse, sign and deliver checks, drafts and other orders for the payment of money to the order of the Association.

8.2 Separate Accounts. Separate Accounts, in such banks, trust companies or other depositories as the Board of Directors may select, shall be maintained for the administration of the Operating Budget and the Reserve Fund.

8.3 Reserve Fund Receipts. Monies collected to fund the Reserve Fund shall be deposited into accounts in such banks, trust companies, or other depositories as the Board of Directors may select within thirty (30) days of receipt of such monies. Prior to their deposit into accounts established for the Reserve Fund, such monies may not be used for any purpose except as noted in Section 8.4.

8.4 Uses of Reserve Funds. Funds drawn from the Reserve Fund account may only be used to purchase, and/or replace capital assets, or to make repairs to, the assets of the Association.

**ARTICLE VII**



Indemnification of the Officers

Each Director and Officer of the Association (and their respective heirs, executors and administrators) shall be indemnified by the Association against any cost, expense (including attorney’s fees), judgment and liability reasonably incurred by or imposed upon him in connection with any action, suit or proceeding to which he may be made a party or with which he shall be threatened, by reason of his being, or having been, a Director or Officer of said Association, except with respect to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct as a Director or Officer. In the event of settlement of any such action, suit or proceeding brought or threatened, such indemnification shall be limited to matters covered by the settlement to which said Association advised by counsel that such Director or Officer is not liable for willful misconduct as a Director or Officer. The foregoing right of indemnification shall be in addition to any rights to which any Director or Officer may otherwise be entitled.

**ARTICLE VIII**

Fiscal Year

The fiscal year of the Association shall begin on the first day of January in each year.

**ARTICLE IX**

Amendments

The By-Laws may be altered or amended upon the affirmative vote or written consent by at least two-thirds (2/3) of the Units.

**ARTICLE X**

General Provisions

1. Notices. Any notice required to be sent to any Unit Owner under any provision of these By-Laws shall be deemed to have been properly sent when mailed, postage prepaid, to the last known address of the Unit Owner at the time of such mailing, delivered at the Unit or sent electronically to the last known electronic address of the Unit Owner at the time of such mailing. If an electronic mailing is returned as non-delivered, then the notice shall be mailed to the last known postal address of the Unit Owner. In the case of a general notice, such as the adoption of Rules and Regulations or other notices, when posted to the website of the Association.

2. Enforcement. Enforcement of these By-Laws shall be any proceeding at law or in equity by the Association or by any individual Owner against any person or persons violating or attempting to violate any covenant or restriction of these By-Laws, either to restrain violation or

to recover damages, and against the Owners' property to enforce any lien created by these By-Laws: and failure to enforce any By-Law herein contained shall in no event be deemed a waiver of the right to do so thereafter.

3. Severability. Invalidation of any one of these By-Laws by judgment or court order shall in no way affect any other provisions, which shall remain in full force and effect.

4. Gender. The use of the masculine gender in these By-Laws shall be deemed to refer to the feminine gender and the use of the singular shall be deemed to refer to the plural and vice versa, whenever the context so requires.

Executed as a sealed instrument this 14<sup>th</sup> day of June, 2011 by the 111 COBURN ASSOCIATION, INC.:

Board President: Eileen Caplan

Name: Eileen CAPLAN, President, Board of Directors.

Board Treasurer: Jane Haskell

Name Jane HASKELL, Treasurer, Board of Directors.

STATE OF NEW HAMPSHIRE  
COUNTY OF HILLSBOROUGH

Personally appeared Eileen Caplan, Board President, and Jane Haskell, Board Treasurer, who acknowledged themselves to be President and Treasurer of the 111 Coburn Association, Inc. and acknowledge that they executed the foregoing instruments for and behalf of said 111 Coburn Association for the purpose herein contained, before me this 14<sup>th</sup> day of June, 2011.

Robyn McNicholas

Notary Public  
My Commission Expires August 19, 2014

**CERTIFICATION OF THE CLERK**

I, Keith Fortin, Clerk of the 111 Coburn Association, Inc., do hereby certify having received the approval/consent of Unit Owners in the Association representing at least 2/3rds of the Units at 111 Coburn Association, Inc., and that said vote complied with the requirements of By-Laws for amending the By-Laws.

Board Clerk: *Keith Fortin*

Name Keith Fortin, Clerk, Board of Directors

STATE OF NEW HAMPSHIRE

COUNTY OF HILLSBOROUGH

Personally appeared Keith Fortin, Board Clerk, who acknowledged himself/herself to be Clerk of the 111 Coburn Association, Inc. and acknowledge that he/she executed the foregoing instruments for and behalf of said 111 Coburn Association, Inc. for the purpose herein contained, before me this 1st day of JUNE, 2011.

*Robyn McNicholas*  
Notary Public  
My Commission Expires August 19, 2014