

**FIRST AMENDMENT TO THE BYLAWS OF THE
NORTHERN LIGHTS TOWNHOME ASSOCIATION, INC.**

The Bylaws of the Northern Lights Townhome Association, Inc., a Nebraska nonprofit corporation (the "Corporation"), adopted in 2005 (the "Bylaws"), are hereby amended as follows:

1. Article IV; Section 1. Article IV, Section 1 of the Bylaws is deleted in its entirety and replaced with the following:

Section 1: Number. The affairs of this Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than nine (9) Directors, the exact number within such range to be prescribed annually by resolution of the Board of Directors. To qualify as a member of the Board of Directors, a person must be an Owner or member or officer of an Owner or the duly appointed representative of an Owner of a Lot in Northern Lights Townhomes Addition, except if the Board consists of nine (9) members, one (1) member of the Board of Directors may be someone not a member and not an officer or representative of a member. Although the number and qualifications of the Directors may be changed from time to time by amendment to these Bylaws, no change shall affect the incumbent Directors during the terms for which they were elected.

2. Article III; Section 5. Article III, Section 5 of the Bylaws is deleted in its entirety and replaced with the following:

Section 5: Quorum. The presence at the meeting of the Members entitled to cast, or proxies entitled to cast, thirty percent (30%) of all the votes of the Members shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or presented at any meeting by proxy, another meeting may be called subject to the same notice requirement. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting at which the thirty percent (30%) quorum was not achieved.

3. Article III; Section 8. The following shall be inserted after Article III, Section 7 of the Bylaws as new Article III, Section 8:

Section 8: Action by Written Ballot. Notwithstanding anything herein to the contrary, any action that may be taken or is required to be taken at any annual, regular or special meeting of the Members may be taken without a meeting if the Association delivers a written ballot to every member entitled to vote on the matter. The written ballot shall set forth each proposed action and provide an opportunity to vote for or against each such action. Approval by written ballot shall be valid only when the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action,

and the number of approvals equals or exceeds the number of votes that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot. The solicitation for votes by written ballot shall indicate the number of responses needed to meet the quorum requirements, state the percentage of approvals necessary to approve each matter other than election of Directors, and specify the time by which a ballot must be received by the Association in order to be counted. A written ballot may not be revoked. The Association may deliver and receive written ballots to and from a Member's physical or electronic mailing address shown in the Association's current list of Members.

4. Full Force and Effect. Except as amended by this First Amendment, the Bylaws are and shall remain in full force and effect.

The undersigned, as Secretary of the Corporation, hereby certifies that the foregoing amendments were adopted by the requisite affirmative vote of the Members at a meeting of the Members of the Corporation held on June 11, 2022.

Date: July 9, 2022

By: Donna Boone
Donna Boone, Secretary