

send and receive notices via electronic transmission. Notwithstanding any other provision contained within these Bylaws or the Charter, pursuant to Tenn. Code Ann. § 48-66-106, the Association may cease providing notices to any Member to whom notices have been returned or are undeliverable for two (2) consecutive annual meetings, and all notices of meetings during the period between such two (2) consecutive annual meetings have been returned undeliverable or could not be delivered.

Section 2. Waiver of Notice. Whenever any notice is required to be given under the provisions of the law of the State of Tennessee, the Charter, the Restrictions, or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice whether before or after the time stated therein shall be deemed equivalent to the giving of such notice. A Member's or Director's attendance at a meeting waives objection to lack of notice or defective notice of the meeting, unless the Member or Director, as applicable, at the beginning of the meeting (or promptly upon his arrival) objects to holding the meeting or transacting business at the meeting, and waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the Member or Director, as applicable, objects to considering the matter when it is presented.

XIV. AMENDMENTS TO BYLAWS

Section 1. Amendment by Board of Directors. These Bylaws may be altered, amended, or repealed by a majority vote of the Board of Directors unless otherwise provided by the Charter or the Act and unless the Members expressly designate a particular bylaw that the Board of Directors may not amend or repeal.

Section 2. Amendment by Members. These Bylaws may be altered, amended, or repealed by the Members by two thirds (2/3) of the votes cast or a majority of the voting power, whichever is less. An amendment to these Bylaws which relates solely to the dues required for membership and which establishes or changes a specific amount for dues may be approved by a majority vote of the Members present and voting unless the Charter or these Bylaws specify a higher voting percentage.

XV. MISCELLANEOUS

Section 1. Resolution of Conflict. In the event of any conflict between the Charter and these Bylaws, the Charter shall control. In the event of any conflict between the Restrictions and these Bylaws, the Restrictions shall control.

Section 2. Pronouns. Whenever used in these Bylaws, as necessary to effectuate the purposes herein, the singular number shall include the plural, the plural shall include the singular, and the use of any gender shall be applicable to all genders.

Section 3. Conflicts of Interest. The Board of Directors shall comply with the Act and any conflict of interest policy that has been or may be adopted by the Board of Directors