February 24, 2022 / Rev: 1

Board of Directors' Interpretation of Bylaws provision Section 2 <u>Members</u>, Paragraph G

Longleaf Pointe HOA, Inc. Board of Directors discussed and approved their interpretation of Section 2. <u>Members</u>, Paragraph G, of the Association bylaws which currently reads:

"A Quorum at members' meetings shall consist of the presence, either in person or by proxy, of person(s) entitled to cast a majority of the total vote of the Association."
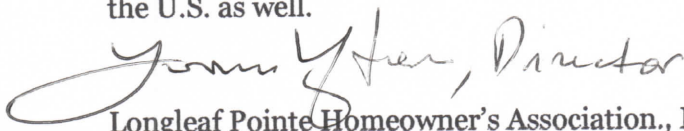
Firstly, regarding the phrase "either in person or by proxy" shall include the understanding that "in person" will include a member's participation in a meeting by electronic communication such as WebEx or Zoom, or by the member having successfully cast an electronic vote pursuant to such meeting for which the quorum is being determined. Either one of these actions (or both), by a member shall constitute "presence" at a meeting for the purpose of determining a quorum for that meeting.

Secondly, the phrase "person(s) entitled to cast" shall mean: Association members who are in "good standing" and therefore eligible to vote, 30 days prior to the start of an online election or vote.

Finally, the phrase "total vote of the Association" shall be equal to the number of total votes eligible to be cast 30 days prior to the start of an online election or vote.

Example scenario: If there are 70 lots, but only 50 of the lots' owners are eligible to vote, then the quorum shall be a simple majority of the 50 votes that are eligible to be cast (26).

Currently, this bylaws provision guides how we determine a quorum, but if we are able to amend this provision through a vote of both the Board and the entire voting membership, then the provision can be stated more clearly, as there was initially some confusion as to its exact meaning. We hope to be able to relax the requirements for a quorum in the future, since it is very difficult to obtain a quorum with our members located all across the country and outside the U.S. as well.

[signature], Director

Longleaf Pointe Homeowner's Association., Inc.^{SM}