

FIRST AMENDMENT TO THE AMENDED BY-LAWS
OF
THE TANOAN COMMUNITY ASSOCIATION, INC.

Pursuant to its authority as set forth in Article XV, Section 1(a) of the Amended By-Laws, the Board of Directors of The Tanoan Community Association, Inc. (the "Association") hereby amends the Amended By-Laws of The Tanoan Community Association, Inc. as follows:

1. Article IV, Section 3 is amended in its entirety as follows:

Section 3. Quorum.

The quorum for meetings where action by Members is required by the Declaration or Bylaws shall be the presence of thirty-five percent (35%) of the Members in person, by proxy, or by absentee ballot, (or any combination thereof) who are entitled to cast votes. If the required quorum is not present at the meeting, the meeting may be adjourned to another time no sooner than one (1) week and no later than one (1) month from the date, or such meeting may be continued for a period not to exceed forty-eight (48) hours to obtain a quorum.

2. Article IV, Section 4 is amended in its entirety as follows:

Section 4. Voting Methods.

The Association shall provide for votes to be cast in person, by absentee ballot, or by proxy and may provide for voting by some other form of delivery. Every proxy shall be dated and executed by a lot owner. Every proxy shall be revocable and shall be valid only for the meeting at which it is cast. Election of directors may be conducted by mail using absentee ballots.

3. Article IV, Section 5 is deleted in its entirety.

4. Article V is amended in its entirety as follows:

NOTICE

Notice required by the Declaration, the Articles of Incorporation or these By-Laws shall be delivered electronically, hand-delivered, or sent by mail, first class postage prepaid, to the Member at the address last appearing in the books of the Association or supplied by such Member for the purpose of notice.

The Association shall provide notice to the Members of all Member meetings at least fifteen (15) days and no more than fifty (50) days prior to such meeting. Notice of meetings shall specify the place, day and hour. In the case of a special meeting, the notice shall state the purpose of the meeting.

5. Article VI, Section 1 is amended in its entirety as follows:

Section 1. Term.

The affairs of the Association shall be managed by a Board of at least five (5) Directors, who shall be Members in good standing and who meet the requirements for nomination set forth in Article VI, Section 2. "Good standing" is defined as not being delinquent in the payment of any assessment to the Association by thirty (30) days or more and not being in default or breach of any provision of the Declaration, the Articles, the By-Laws, or the Rules and Regulations of the Association. Directors shall be elected by the Members for terms of two (2) years, except that the Board may cause some Directors to be elected for less than two (2) years to preserve the staggered terms.

Article VI, Section 2 is amended in its entirety as follows:

Section 2. Method of Nomination.

Candidates for election shall file a Petition for Candidacy, signed by not less than ten (10) Members, by the deadline established by the Elections Committee. No more than one Owner of a Lot may sign a Petition for Candidacy on behalf of a Candidate. The Elections Committee shall provide all Members with a ballot containing the names of all bona fide candidates not less than ten (10) days before the annual meeting. A bona fide candidate shall be a Member in good standing (as defined in Article VI, Section 1) and who is not a plaintiff in any current legal action against the Association.

Article VI, Section 3 is amended in its entirety as follows:

Section 3. Method of Election.

Election of directors may be conducted by mail using an absentee ballot. Such absentee ballots (or the notice provided with the ballot) shall identify the methods in which the ballot can be returned to the Association, and the date and time by which the ballot must be returned, to be counted. Alternatively, election of directors can be conducted using the same voting options set forth in Article IV, Section 4. The method of voting for election of directors shall be determined by the Board and set forth in the Board Resolution regarding Election Committee Procedures. Ballots received prior to the meeting in the methods authorized by the Board shall count toward quorum for purposes of establishing quorum at the annual meeting. The Members may cast, in respect to each vacancy, one (1) vote for each Lot owned. Cumulative voting is not permitted. Those persons receiving a plurality of votes cast shall be elected.

The President and Secretary of the Association hereby certify that the amendments set forth above were approved by a vote of two-thirds (2/3rds) of the Directors at a meeting of the Board of Directors duly called for that purpose, and that notice of the meeting and the proposed amendments was given to the Members of the Association at least fifteen (15) days prior to the meeting.

Dated this 17th day of September 2020.

The Tanoan Community Association, Inc.

By: Debra G. Saine
Debra Saine

Its: President

By: Marshall Adams
Marshall Adams

Its: Secretary