

**AMENDMENT TO THE BYLAWS OF
PATRICK'S FAIRE HOMEOWNERS ASSOCIATION**

WHEREAS, a certain Declaration entitled DECLARATION OF PROTECTIVE COVENANTS, CONDITIONS, EASEMENTS & RESTRICTIONS OF PATRICK'S FAIRE, (the "Declaration"), was recorded on January 24, 2002, under Recorder's File No. 20020124002097, records of King County, Washington, and subsequently amended; and

Whereas, RCW 64.38.020(1) and the Declaration authorize the Association to adopt and amend Bylaws for the administration of the Association; and

Whereas, on June 27, 2001 the Declarant adopted Bylaws on behalf of the Association pursuant to this authority and for this purpose; and

Whereas, pursuant to Section 7.1 of the Bylaws they may be amended by a majority vote of the Board of Directors or upon approval of a majority of the total Owners in the Association at a meeting of the Association or without a meeting by written consent; and

Whereas, the below proposed amendment has been approved, after due notice to all Members, by Members holding no less than a majority of the votes in the Association;

Now, therefore, the undersigned do hereby certify that the Bylaws have been amended as follows:

A. Section 2.1, entitled Matters Governed by Declaration, is hereby deleted in its entirety and all subsequent portions of Section 2, and references in the Bylaws thereto, are renumbered accordingly.

B. Section 2.2, entitled Meetings of Members, is hereby deleted and a new Section 2.2, renumbered as Section 2.1, is inserted in its place as follows:

2.1 Meeting of Members.

2.1.1 Annual Meetings. Annual meetings of the Members shall be held in the first quarter of each fiscal year at such reasonable place and time as may be designated by written notice from the Board delivered to the Owners no less than fourteen (14) and no more than fifty (50) days before the meeting. At each annual meeting the Board shall conduct such business as the Board deems necessary which shall include, at minimum, Owners shall elect individuals by majority vote to serve as Board members, and the Board shall present the financial statement for the preceding fiscal year and the most current ratified budget for the information of the members.

2.1.2 Special Meetings. Special Meetings of the members may be called by the President, a majority of the Board of Directors, or by Members holding at least ten percent (10%) of the total votes in the Association. A meeting called at the request of the Members shall be

held at such time as the President may fix, which time shall not be less than fourteen (14) nor more than fifty (50) days after the receipt of the written request therefore. No business shall be transacted at a special meeting except as stated in the notice given therefor.

2.1.3 Notice of Meetings. Not less than fourteen (14) nor more than fifty (50) days in advance of any meeting of the Association, the Secretary or other officer authorized to call a meeting shall cause notice of the meeting to be provided to each Member stating the date, time and place of the meeting and the items on the agenda to be voted on by the members, including the general nature of any proposed amendment to the Declaration or Bylaws, changes in the previously approved budget that result in a change in assessment obligations, and any proposal to remove a director. Said notice shall be in writing and shall be provided to the recipient by personal delivery, public or private mail or delivery service addressed to the Lot address unless the Member has requested, in writing delivered to the Association, that notice be sent to an alternate address, or by electronic transmission as follows:

(a) Notice to the Association, the Board or Members by electronic transmission is effective only upon those who have consented, in writing, to receive electronically transmitted notices and have designated the address, location, or system to which such notices may be electronically transmitted, provided such notice otherwise complies with any other requirements of applicable law;

(b) Members who have consented to receipt of electronically transmitted notices may revoke this consent by delivering a revocation to the Association in writing;

(c) The consent of any Member is revoked if the Association is unable to electronically transmit two (2) consecutive notices and this inability becomes known to the Secretary or any other person responsible for giving the notice. The inadvertent failure of the Association to treat this inability as a revocation does not invalidate any meeting or other action;

(d) Notice to Members who have consented to receipt of electronically transmitted notices may be provided by posting the notice on an electronic network and delivering to the Member separate notice of the posting, together with comprehensible instructions regarding how to obtain access to the posting on the electronic network.

Before any meeting of the Association, any member may, in writing, waive notice of such meeting. Attendance by a Member at a meeting of the Association shall be a waiver by him of timely and adequate notice unless he expressly challenges the notice when the meeting begins.

2.1.4 Quorum. A quorum is present throughout any meeting of the Association if Owners to which twenty percent (20%) of the votes in the Association are allocated are present in person or by proxy at the beginning of the meeting. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirements set forth above, and the required quorum at such subsequent meeting shall be two-thirds (2/3) of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than fifty (50) days following the preceding meeting. Alternatively, the Owners who are present either in person or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called, and the same twenty percent (20%) quorum requirement shall apply to the reconvened meeting.

2.1.5 Majority Vote. A majority of the votes entitled to be cast by Members present or represented by proxy at a meeting at which a quorum is present shall be necessary and sufficient for the adoption of any matter voted upon by Members unless a greater proportion is required by the Declaration, the Articles or these Bylaws.

2.1.6 Proxies. Votes may be cast by proxy. Proxies shall be in writing and the signatures must be witnessed or acknowledged. Proxies must be filed with the Secretary before the appointed time of each meeting. No proxy shall be valid for a period longer than eleven (11) months after the date thereof.

2.1.7 Voting. The total number of votes in the Association shall be equal to the number of Lots within the Plat of Patrick's Faire. The Owner of a Lot shall have one (1) vote for each Lot owned.

(a) Voting By Multiple Owners. If only one of the multiple Owners of a Lot is present at a meeting of the Association, the Owner is entitled to cast all of the votes allocated to that Lot. If more than one of the multiple Owners are present, the votes allocated to that Lot may be cast only in accordance with the agreement of a majority in interest of the multiple Owners. There is a majority agreement if any one of the multiple Owners casts the votes allocated to that Lot without protest being made promptly to the person presiding over the meeting by any of the other Owners of that Lot.

(b) Voting at a Meeting. Members may vote at a meeting in person, by absentee ballot or by a proxy as set forth in these Bylaws. At any meeting of the Members, Members or their proxies who are present in person may vote by voice vote, show of hands, standing, written ballot or any other method for determining the votes of Members, as designated by the person presiding at the meeting. Whenever proposals or Board members are to be voted upon at a meeting, a Member may vote by duly executed absentee ballot if: (i) the name of each candidate and the text of each proposal to be voted upon is set forth in a writing accompanying or contained in the notice of the meeting; and (ii) a ballot is provided by the Association for such purpose. As to all absentee ballots cast, the Association must be able to verify the ballot is cast by the Lot Owner having the right to do so.

(c) Voting Without a Meeting. If the Board determines the vote on any matter shall be conducted without a meeting the Association shall notify the Members the vote will be taken by ballot and shall deliver a ballot to every Member with the notice which sets forth each proposed action and provides an opportunity to vote for or against the action. Said notice shall state: (i) the time and date by which the ballot must be delivered to the Association to be counted, which may not be fewer than fourteen (14) days after the date of the notice, and which deadline may be extended as set forth herein; (ii) the percent of votes necessary to meet the quorum requirements; (iii) the percent of votes necessary to approve each matter other than election of Board members; and (iv) the time, date and manner by which Members wishing to deliver information to all Members regarding the subject of the vote may do so. A ballot cast may be revoked only by actual notice to the Association of revocation. The death or disability of a Member does not revoke a ballot unless the Association has actual notice of the death or

disability prior to the date for return of ballots set forth in the notice to Members. Approval by ballot is valid only if the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action. In the event the Association does not receive a sufficient number of votes to constitute a quorum or to approve the proposal by the date and time established for return of ballots, the Board may extend the deadline for a reasonable period (not to exceed 11 months) upon further notice to all members which complies with items (i) to (iv) identified in this Section. In such an event, all votes previously cast on the proposal must be counted unless subsequently revoked as provided herein. A ballot or revocation is not effective until received by the Association. The Association shall give notice to Members of any action taken pursuant to this Section within a reasonable time after the action is taken and a record of the action, including the ballots or a report of the persons appointed to tabulate such ballots, must be set forth in the meeting minutes of the Association.

2.2.8 Method of Meeting. Meetings of the Association may be conducted by telephonic, video, or other conferencing process, if: (a) The meeting notice states the conferencing process to be used and provides information explaining how Members may participate in the conference directly or by meeting at a central location or conference connection; and (b) the process provides all Members the opportunity to hear or perceive the discussion and to comment.

2.2.9 Order of Business. The order of business at all meetings of the Owners of Lots shall be as follows unless dispensed with on motion:

- .1 Roll call.
- .2 Proof of Notice of meeting or waiver of notice.
- .3 Reading of minutes of preceding meeting.
- .4 Reports of officers.
- .5 Reports of committees.
- .6 Election of Directors.
- .7 Unfinished business.
- .8 New business.
- .9 Adjournment.

C. Section 2.3, entitled Suspension of Membership, is hereby deleted and a new Section 2.3, renumbered as 2.2, is inserted in its place as follows:

2.2 Suspension of Membership. During any period in which an Owner shall be in default in the payment of any assessment levied by the Association, the voting rights of such Owner may be suspended by the Board until such assessment has been paid. Such voting right may also be suspended after notice and a hearing, for a period not to exceed sixty (60) days, for violation of any provision of the Declaration or the rules and regulations established by the Board. In the event voting rights are suspended, such vote(s) shall not be counted for any purpose including for the purpose of determining whether a quorum has been achieved or whether any required majority or supermajority has been achieved.

D. Section 3.1, entitled In General, is hereby deleted and a new Section 3.1 inserted in its place as follows:

3.1 In General. The affairs of the Association shall be governed by a board (the “Board”) of directors (each a “Director”) composed of not less than three (3) and not more than five (5) members, who need not be members of the Association.

E. Section 3.2.1, entitled Term of Office, is hereby deleted and a new Section 3.2.1 inserted in its place as follows:

3.2.1 Term of Office. Directors shall be elected to serve for three (3) years. Terms shall be staggered so that no more than a majority of the Director positions are voted on at each annual meeting of the members of the Association. To maintain the stagger, if necessary, the candidate receiving the least number of votes shall serve a term of two (2) years. All Directors shall serve until their successors are elected and assume office.

F. Section 3.2.2, entitled Nomination, is hereby deleted and a new Section 3.2.2 inserted in its place as follows:

3.2.2 Nomination. Nomination for election to the Board shall be made by a nominating committee appointed by the Board. The selection of the nominating committee and the rules under which it will function shall be determined from time to time by the Board. The nominating committee shall make as many nominations for election to the Board as it shall in its discretion determine, but not less than the number of vacancies to be filled. Nominations may also be made from the floor at any annual meeting of the members or special meeting called for the purpose of electing Directors.

G. Section 3.2.4, entitled Vacancies, is hereby deleted and a new Section 3.2.4 inserted in its place as follows:

3.2.4 Vacancies. Vacancies in the Board caused by any reason other than the removal of a Director by a vote of the Association shall be filled by a vote of the majority of the remaining Directors, even though they may constitute less than a quorum; and each person so appointed shall serve as a Director for the unexpired term of his or her predecessor.

H. Section 3.2.5, entitled Removal, is hereby deleted and a new Section 3.2.5 inserted in its place as follows:

3.2.5 Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the voting power in the Association present, in person or by proxy, and entitled to vote at any meeting of the owners at which a quorum is present.

I. Section 3.3.2, entitled Regular Meetings, is hereby deleted and a new Section 3.3.2 inserted in its place as follows:

3.3.2 Regular Meetings. Regular meetings of the Board may be held at such time and place as shall be determined, from time to time, by a majority of the Directors, but at least two (2) such meetings shall be held during each fiscal year and one (1) such meeting shall be held immediately following the annual meeting of Owners. Notice of regular meetings of the Board shall be given to each Director in the manner prescribed for herein, at least three (3) days prior to the date named for such meeting.

J. Section 3.3.3, entitled Special Meetings, is hereby deleted and a new Section 3.3.3 inserted in its place as follows:

3.3.3 Special Meetings. Special meetings of the Board may be called by the President on three (3) days' notice to each Director, given in a manner prescribed for herein, which notice shall state the time, place (as hereinabove provided), and purpose of the meeting. Special meetings of the Board shall be called by the President or Secretary in like manner and on like notice on the written request of at least two (2) Directors.

K. Section 3.3.9, entitled Method of Meeting, is hereby added to the Bylaws as follows:

3.3.9 Method of Meeting. Meetings of the Board may be conducted by telephonic, video, or other conferencing process, if: (a) The meeting notice states the conferencing process to be used and provides information explaining how Directors may participate in the conference directly or by meeting at a central location or conference connection; and (b) the process provides all participants the opportunity to hear or perceive the discussion and to comment as permitted by the Board.

L. Section 7.1, entitled Amendments, is hereby deleted and a new Section 7.1 inserted in its place as follows:

7.1 Amendments. These Bylaws may be amended only upon the written approval of a majority of the Directors. Where the Board seeks to amend the Bylaws in a manner that requires Member approval as required by RCW 64.38.025(2), such amendment may be approved at a regular or special meeting of the membership, by a vote of Members holding no less than a majority of the votes in the Association or without a meeting upon the written consent of Members holding no less than a majority of the votes in the Association.

M. Section 11, entitled Conflict with Declaration or Law, is hereby deleted and a new Section 11 inserted in its place as follows:

SECTION 11. CONFLICT WITH DECLARATION OR LAW

