

- b) The Manager shall generally operate and manage the Class I Lots and Class I Amenities for and on behalf of the Class I UDI

Owner and shall have such other powers and authority as the Board may designate. If there is no Manager or if the Manager resigns, is terminated, or his contract expires and a successor is not chosen, the Board shall perform all the duties of the Manager until a Manager shall be replaced.

ARTICLE XIX

Amendments to Bylaws:

These Bylaws may be amended at any annual or special meeting of the Association (Class I) or by mail-in ballot provided that a copy of the proposed revision is included with the notice of such meeting or with the printed ballot.

- a) If the proposed Amendment has been approved by the unanimous vote of the Board of Directors, then the proposed Amendment shall require only a majority vote of the total membership to be adopted (the holders in the aggregate of a majority interest in the Class I Lots and Class I Amenities.)
- b) If the proposed Amendment has not been approved by the unanimous vote of the Board of Directors, then the proposed Amendment must be approved by two-thirds (2/3) of the total vote of the membership (the holders in the aggregate of a two-thirds (2/3) percent) or greater interest in the Class I Lots and Class I Amenities.
- c) Any Amendment must comply with the requirements or prohibition of the Declaration and the Articles of Incorporation for the Association (Class I).

ARTICLE XX

The Declaration:

- a) The declarant and Grantor has caused to be filed the Declaration as first referred to above. They shall govern the acts, powers, duties and responsibilities of the Class I UDI Owners who are members of the Association (Class I). In the event these Bylaws and the above-described documents are in conflict, the Declaration shall take final precedence. (See Article XXVffl of these Bylaws).
- b) The definition of terms set forth in the Declaration shall be applicable throughout these Bylaws and the interpretation thereof.

ARTICLE XXI

Maintenance of Class I Lots and Class I Amenities: