

Heather Dawbarn, Register
Rutherford County Tennessee
Rec #: 1266109
Rec'd: 20.00 Instrument #: 2565697
State: 0.00
Clerk: 0.00 Recorded
Other: 2.00 10/11/2024 at 11:39 AM
Total: 22.00 in
Record Book 2478 Pgs 1716-1719

Copyright 2021 Scott D. Weiss,
All Rights Reserved

THIS INSTRUMENT PREPARED BY:
SCOTT D. WEISS, ESQ., CCAL
Kaman & Cusimano, LLC
9005 Overlook Boulevard
Brentwood, Tennessee 37027
(Prepared from information provided
by and at the direction of the
Stonecrest Owners Association, Inc.)

**AMENDMENT TO THE
BY-LAWS OF
STONECREST OWNERS ASSOCIATION, INC.**

THIS AMENDMENT to the By-Laws of Stonecrest Owners Association, Inc. ("Amendment") is made and entered into by the Members of the Stonecrest Owners Association, Inc. ("Stonecrest" or "Association") in accordance with Article VIII, Section 8.4 of the By-Laws of Stonecrest Owners Association, Inc. ("By-Laws") of record in Book 1257, Page 2150-2249, et seq., Register's Office for Rutherford County, Tennessee.

WITNESSETH:

WHEREAS, all capitalized terms not otherwise defined herein shall have the meanings set forth in the Declaration of Protective Covenants, Conditions and Restrictions for Stonecrest Owners Association, Inc. ("Declaration") of record in Book 1257, Page 2150, et seq., Register's Office for Rutherford County, Tennessee, and the By-Laws; and,

WHEREAS, to the extent that any change or new Article and/or Section created by this Amendment conflicts with any existing Article and/or Section of the Declaration or By-Laws, the Article and/or Section created by this Amendment shall control; and,

WHEREAS, pursuant to Article VIII, Section 8.4 of the By-Laws, the By-Laws may be amended at a regular or special meeting of the Members by a vote of not less than fifty percent (50%) of Members present at a duly called meeting of the Association or the affirmative written consent of such percentage of the Members at which a quorum is present; and,

WHEREAS, all Meetings of the Association whether annual, special or otherwise, shall be called in accordance with Article IV of the By-Laws; and,

WHEREAS, as evidenced by their signatures below, the President and Secretary of Stonecrest certify that a Special Meeting of the Members was held on October 3, 2024 where a quorum of Members, present in person or by proxy, made a motion and carried by the affirmative vote of no less than fifty percent (50%) of a quorum of Members entitled to vote

at such meeting or or the affirmative written consent of such percentage of the Members at which a quorum is present has been obtained and as such, that this Amendment to the By-Laws of Stonecrest Owners Association, Inc. shall be adopted.

NOW, THEREFORE, by these presents, Article IV of the By-Laws shall be amended by adding a **new Section 4.10** after the existing Section 4.9 thereto as follows:

4.10. Electronic Notice, Electronic Voting and Virtual Meetings.

(a) Notice of Meetings. In addition to the notice requirements in Article IV, Section 4.4 of the By-Laws, electronic mail ("email") delivery of notice for all meetings of the Association shall be an acceptable means of sending notice if the Board or the Association's property manager can reasonably rely upon the email address provided to it by each Owner to whom such notice is being emailed, and the email transmission is not returned to the Board or Association property manager as undeliverable.

(b) Virtual Meetings and Electronic Voting. At the discretion of the Board and subject to the same notice, quorum, proxy, voting and all other requirements within this Amendment, the By-Laws and Tennessee Law, annual meetings and special meetings of the Association and voting upon Association business at such meetings, may be conducted by any virtual platform to include but not limited to VoteHOANow.com, Electionbuddy.com, Zoom Video Communications, Go to Meeting, RingCentral or any other virtual or electronic platform as long as the quorum at such meetings can be established and documented; the identity of each Member may be authenticated; the vote of each Member at such meeting can be verified as being cast by such Member; that only one (1) vote per Lot can be verified as having been cast at such meeting; and, if voting by secret ballot is required, that secret ballot voting can be ensured.

NOW, THEREFORE, by these presents, Article V of the By-Laws shall be amended by adding a **new Section 5.13** after the existing Section 5.12 thereto as follows:

Section 5.13. Electronic Notice, Electronic Voting and Virtual Meetings.

(a) Notice of Meetings. Electronic mail ("email") delivery of notice for all meetings of the Board shall be an acceptable means of sending notice if the Board or the Association's property manager can reasonably rely upon the email address provided to it by each Board member to whom such notice is being emailed, and the email transmission is not returned to the Board or Association property manager as undeliverable.

(b) Virtual Meetings and Electronic Voting. At the discretion of the Board and subject to the same notice, quorum, voting and all other requirements within this Amendment, the By-Laws and Tennessee Law, all meetings of the Board and voting upon Association business at such meetings, may be conducted by any virtual platform to include but not limited to VoteHOANow.com, Electionbuddy.com, Zoom Video Communications, Go to Meeting, RingCentral or any other virtual or electronic platform as long as the quorum at such meetings

can be established and documented; the identity of each Board member may be authenticated; member; and, the vote of each Board member at such meeting can be verified as being cast by such Board member.

Only the changes and amendments made by this Amendment to the By-Laws of Stonecrest Owners Association, Inc. shall be changed. All other terms, conditions, restrictions and provisions of the By-Laws and previous amendments thereto, shall survive and continue to remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have executed this instrument as of this the 8th of October, 2024.

**STONECREST
OWNERS' ASSOCIATION, INC.**

Mary Lou Dunn

By: **Mary Lou Dunn**

Its: President

STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

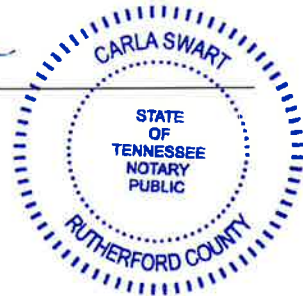
Before me, a Notary Public in and for the State and County aforesaid, personally appeared Mary Lou Dunn with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon her/his oath, acknowledged herself/himself to be the President of Stonecrest Owners Association, Inc., and that she/he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Association by herself/himself as such President.

8th Witness my hand and official seal at Murfreesboro, Rutherford County, Tennessee, this day of October, 2024.

My Commission Expires:

**My Commission Expires
December 18, 2027**

Carla Swart
Notary Public



**AFFIDAVIT OF AFFIRMATIVE VOTE FOR AMENDMENT
BY
SECRETARY OF STONECREST OWNERS ASSOCIATION, INC.**

The undersigned, Tyler D. Penahouse Secretary of Stonecrest Owners Association, Inc., certifies and affirms that in accordance with Article VIII, Section 8.4 of the By-Laws of Stonecrest Owners Association, Inc., a Special meeting of the Members was held on October 3, 2024 where a quorum of Members, present in person or by proxy, voted and not less than fifty percent (50%) of Members entitled to vote at such meeting voted in the affirmative or the affirmative written consent of such percentage of the Members at which a quorum is present has been obtained and as such, this Amendment to the By-Laws of Stonecrest Owners Association, Inc. shall be adopted.

STONECREST
OWNERS' ASSOCIATION, INC.


By: _____
Its: Secretary

STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

Before me, a Notary Public in and for the State and County aforesaid, personally appeared Tyler D. Penahouse with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon her/his oath, acknowledged herself/himself to be the Secretary of Stonecrest Owners Association, and that she/he as such Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Association by herself/himself as such Secretary.

Witness my hand and official seal at Murfreesboro Rutherford County, Tennessee, this 8th day of October, 2024.

My Commission Expires:

My Commission Expires
December 18, 2027


Notary Public

