

THIS INSTRUMENT PREPARED BY:
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9005 Overlook Boulevard
Brentwood, Tennessee 37027
(Prepared from information provided
by and at the direction of the
Stonecrest Owners Association, Inc.)

Heather Dawbarn, Register
Rutherford County Tennessee
Rec #: 1322234 Instrument #: 2638421
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**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; the same having been amended by the Amendment to the By-Laws of record in Book 2478, Page 1716-1719, et seq., of said Register’s Office for Rutherford County, Tennessee.

WHEREAS, all capitalized terms not otherwise defined herein shall have the meanings set forth in the Declaration of Covenants, Conditions and Restrictions for Stonecrest (“Declaration”) of record in Book 1257, Page 2150-2249, 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 February 19, 2026 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 of 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 shall be adopted.

NOW, THEREFORE, by these presents, Article V of the By-Laws shall be amended by deleting Section 5.1 and replacing it with a **new Section 5.1** as follows:

5.1 Board Number and Composition. The affairs of the Association and the Townhouse Association will be managed by a Board of Directors.

a. The Board will consist of five Directors. At least two Directors must be a member of the Association, at least two Directors must be members of the Townhouse Association, and the remaining one Director may be a member from either the Association or Townhouse Association.

b. If, after reasonable efforts, in any given year an Association or Townhouse Association Director position on the Board is up for election, and circumstances exist that result in the Board composition outlined in this section being unobtainable (for example, there is an insufficient number of persons who are members of the Townhouse Association who are interested in serving on the Board as there are open Townhouse Association positions on the Board to be elected), the Board may temporarily waive or modify certain qualifications by a majority vote until such time as qualified candidates are available. The Board has the authority to adopt any necessary rules or procedures to address the Board composition requirements of Section 5.1, Paragraph a, above.

NOW, THEREFORE, by these presents, Article V of the By-Laws shall be amended by inserting **new Paragraph to the end of Section 5.3** as follows:

Any qualified Person(s) from the Association's membership and the Townhouse Association's membership seeking candidacy to the Board must submit their nomination(s) in writing to the Nominating Committee within 15 days of the annual meeting.

NOW, THEREFORE, by these presents, Article V of the By-Laws shall be amended by **modifying Section 5.5 as follows** (deleted language is crossed-out; new language is underlined):

5.5 Vacancies. If any vacancy occurs in the Board, caused by death, removal from office, retirement, resignation or disqualification, a successor(s) shall be ~~elected~~ appointed by a majority vote of the remaining Directors ~~for the unexpired term of his predecessor in office to serve until the next annual meeting, when a Director will be designated or elected to complete the term of the deceased, resigned, or removed Director, provided that the required composition of the Board as provided for in By-Laws Article V, Section 5.1(b), as amended, is maintained~~. Any Director who ceases to be a Member of the Association or the Townhouse Association during such Director's term in office shall cease being a Director effective with such change, and such Director's successor shall be elected by the remaining Members of the Board.

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.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned have executed this instrument as of this the 4 of March, 2026.

STONECREST OWNERS' ASSOCIATION, INC.



By: Tyler Pevahouse
Its: President

STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

Before me, a Notary Public in and for the State and County aforesaid, personally appeared Tyler Pevahouse, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon his oath, acknowledged himself to be the President of Stonecrest Owners Association, Inc., and that 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 himself as such President.

Witness my hand and official seal at Murfreesboro Rutherford County, Tennessee, this 4 day of March, 2026.



Notary Public

My Commission Expires:

My Commission Expires
May 20, 2029



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

The undersigned, William Henley, 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 February 19, 2026, 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: William Henley
Its: Secretary

STATE OF TENNESSEE)
COUNTY OF RUTHERFORD)

Before me, a Notary Public in and for the State and County aforesaid, personally appeared William Henley, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon his oath, acknowledged himself to be the Secretary of Stonecrest Owners Association, Inc. and that 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 4 day of March, 2026.


Notary Public

My Commission Expires:

**My Commission Expires
May 20, 2029**

