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E# 2950354 PG 1 OF 6  
Leann H. Kilts, WEBER COUNTY RECORDER  
02-Nov-18 12:11 PM FEE \$105.00 DEP T  
REC FOR: MILLER HARRISON LLC  
ELECTRONICALLY RECORDED

**SECOND AMENDMENT TO THE  
BYLAWS OF  
THE MEADOWS AT WEST HAVEN HOME OWNERS ASSOCIATION, INC.**

THIS SECOND AMENDMENT TO THE BYLAWS OF THE MEADOWS AT WEST HAVEN HOME OWNERS ASSOCIATION, INC. is made and executed on the date set forth below.

**RECITALS**

A. Certain real property in Weber County known as The Meadows at West Haven was subjected to certain covenants, conditions, and restrictions as contained in the Declaration of Covenants, Conditions and Restrictions of The Meadows at West Haven a Planned Residential Unit Development, recorded in the Recorder's Office for Weber County, Utah on November 10, 2004 as Entry No. 2067610, and all amendments made thereto ("Declaration").

B. The Meadows at West Haven is governed and operated by The Meadows at West Haven Home Owners Association, Inc. ("Association").

C. The Association, pursuant to the Utah Revised Nonprofit Corporation Act, first established its Bylaws on or about March 11, 2010.

D. The Association's Bylaws were recorded on December 23, 2013 as Entry Number 2669317 with the Weber County Recorder ("Bylaws").

E. The Bylaws were first amended by that certain First Amendment to the Bylaws of The Meadows at West Haven which was recorded on December 23, 2013 as Entry Number 2669318 with the Weber County Recorder.

F. Section 7.1 of the Bylaws provides that it may be amended as set forth in the Declaration. Section 13.02 provides that it may be amended by the affirmative vote of a majority of the Owners.

G. Pursuant to Section 7.1 of the Bylaws and 13.02 of the Declaration, a majority of the Owners have affirmatively approved the following amendments. No first mortgagees have requested notice as outlined in Section 11.04 of the Declaration.

H. This Second Amendment shall be binding against the Property as described in the Declaration, including those parcels listed on "Exhibit A".

## AMENDMENTS

### Amendment 1:

Article 2, Section 2.1 of the Bylaws is hereby amended to read as follows:

2.1 Annual Meeting. The annual meeting of members shall be held during the months of August or September at a date and time designated by the Board. If the election of Directors shall not be held on the day designated for the annual meeting of the members, or at any adjournment thereof, the Board shall cause the election to be held at a special meeting of the members to be convened as soon thereafter as may be convenient.

### Amendment 2:

Article 2, Section 2.4 of the Bylaws is hereby amended to read as follows:

2.4 Notice of Meetings. The Board shall cause written or printed notice of the date, time, and place (and in the case of a Special Meeting, the purpose or purposes) for all meetings of the members. Such written or printed notice shall be delivered to each Owner of record entitled to vote at such meeting not more than sixty (60) nor less than ten (10) days prior to the meeting. Such notice may be sent by posting such notice on the Association's website (if any) or via email, text, hand-delivery, or regular mail. If sent by email or text, such notice shall be deemed delivered and effective on the date transmitted to the Owner's email address or telephone number registered with the Association. If mailed, such notice shall be deemed to be delivered and effective on the date deposited in the mail if addressed to the Owner's address registered with the Association. Each Owner shall register with the Association such Owner's current email address, phone number, and mailing address for purposes of notice hereunder. Such registered email, phone number, and mailing address may be changed from time to time by notice in writing to the Association. If no address is registered with the Association, an Owner's Living Unit shall be deemed to be the Owner's registered address and notice to the Living Unit's address may be made by first-class mail or by posting the meeting notice on the front door.

### Amendment 3:

Article 2, Section 2.5 of the Bylaws is hereby amended to read as follows:

2.5 Quorum. At any meeting of the members, the presence of members and holders of proxies entitled to cast more than ten percent (10%) of the voting interests of the Association shall constitute a quorum for the transaction of business. If, however, such quorum shall not be present or represented at any meeting, the Board of Directors shall have power to adjourn the meeting and reschedule for a time not earlier than twenty-four (24) hours, nor later than thirty (30) days after the set time for the original meeting. Notice of such rescheduled meeting shall not be required

except an oral announcement at the meeting to be rescheduled. No other type of notice shall be required for the rescheduled meeting. At such rescheduled meeting, the presence of any member, either in-person or by proxy, shall constitute a quorum for the transaction of business at the rescheduled meeting.

**Amendment 4:**

Article 2, Section 2.6 of the Bylaws is hereby amended to read as follows:

2.6 Proxies. At each meeting of the members, each Owner entitled to vote shall be entitled to vote in person or by proxy provided, however, that the right to vote by proxy shall exist only where the instrument authorizing such proxy to act shall have been signed by the Owner or by the Owner's attorney when duly authorized in writing. A proxy may be written on paper or received via email, facsimile, text, or any other electronic or physical means. A signature as required herein shall mean any indication that the document is from and consented to by the person who is purported to have sent it. If a Unit is jointly owned, the instrument authorizing a proxy to act may be executed by any one (1) Owner of such Unit or the Owner's attorney when duly authorized in writing. A proxy given by an Owner to any person who represents the Owner at meetings of the Association shall be in writing, dated, and signed by such Owner. Such instrument authorizing a proxy to act shall set forth the specific matters or issues upon which the proxy is authorized to act and may allow the proxy to vote on any issue arising at any particular meeting or meetings. Proxies shall be filed with the Secretary (or with such other officer or person who may be acting as secretary of the meeting) before the meeting is called to order. The Secretary shall record all proxies in the meeting minutes.

**Amendment 5:**

Article 3, Section 3.4 of the Bylaws is hereby amended to read as follows:

3.4 Special Meetings. Special meetings of the Board may be called by or at the request of any Director. The person(s) authorized to call special meetings of the Board may fix any place reasonably convenient to the Board as the place for the meeting. Notice of any special meeting shall be given at least five (5) days prior thereto.

**Amendment 6:**

Article 3, Section 3.9 of the Bylaws is hereby amended to read as follows:

3.9 Informal Action by Directors. Any action that is required or permitted to be taken at a meeting of the Board of Directors may be taking without a meeting as provided in U.C.A. §16-6a-813 and any other applicable sections of the Act or the Utah Community Association Act. Any action so approved shall have the same effect as though taken at a meeting of the Board.

**Amendment 7:**

Article 3 of the Bylaws is hereby amended with the addition of the following Section 3.10:

3.10 Notice of Board Meetings. Notice to Directors of any Board meeting (whether regular or special) may be provided via text message, email, personal delivery, or mailing. Notice to the Board of a regular Board meeting is not required if scheduled at a previous Board meeting or as part of a previously published or routine schedule. If the Board is required under applicable laws to provide notice to the Owners for any Board meeting, notice shall be deemed satisfactory if notice is delivered using any method provided in the Utah Community Association Act at §57-8-214 (as may be amended from time to time). This includes, without limitation, notice by personal delivery, first-class mail (postage prepaid), or electronic means including, text message, email, or via the Association's website (if any). Notice by mail shall be made by sending such notice to the most recent address furnished by such Owner in writing to the Association for the purpose of giving notice, or if no such address shall have been furnished, then to the street address of such Owner's Lot or posted on the front door of the Residential Unit. Any notice so deposited in the mail shall be deemed delivered when deposited. Any notice delivered by email or text shall be deemed delivered when sent. Any notice given via Association website, shall be deemed delivered when posted to the website.

**Amendment 8:**

Article 7, Section 7.1 of the Bylaws is hereby amended to read as follows:

7.1 Amendments. Amendments to the Bylaws shall be proposed by either a majority of the Board of Directors or by members holding at least forty percent (40%) of the voting interests of the Association. The proposed amendment must be reduced to writing and must be included in the notice of any meeting at which action is to be taken thereon, or included as part of the written ballot in lieu of such meeting. Except as otherwise provided herein, the Bylaws may be amended, altered, or repealed and new Bylaws may be adopted by the members upon the affirmative vote of at least a majority of the voting interests of the Association. Any amendment(s) shall be effective upon recordation in the office of the recorder of Weber County, State of Utah. In such instrument the President shall execute the amendment and certify that the vote required by this Section for amendment has occurred. If a Unit is owned by more than one Owner, the signature of any one Owner shall be sufficient to constitute approval for that Living Unit under this Section. If a Living Unit is owned by an entity or trust, the signature of any one (1) officer, trustee, or agent of the entity shall be sufficient to constitute approval for that Living Unit under this Section. No acknowledgment of any Owner's signature shall be required.

**CERTIFICATION**

The foregoing amendments to the Bylaws were duly approved by more than a majority of the Owners of THE MEADOWS AT WEST HAVEN HOME OWNERS ASSOCIATION, INC. as required by Section 7.1 of the Bylaws and Section 13.02 of the Declaration.

EXECUTED this 23 day of October, 2018.

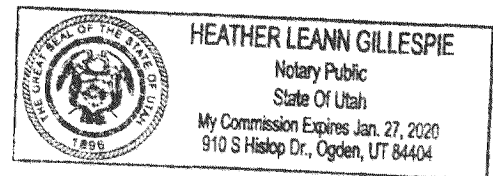
Linda Cooper  
President

Brenda Fisher  
Secretary

STATE OF UTAH )  
 ) SS:  
COUNTY OF WEBER )

On the 23 day of October 2018, personally appeared before me Linda Cooper and Brenda Fisher. Who by me being duly sworn, did say that they are the President and Secretary of The Meadows at West Haven Home Owners Association, Inc., and that the foregoing instrument was approved by at least a majority of the Owners of said Homeowners Association.

Heather L. Gillespie  
Notary Public



**EXHIBIT A**

Parcel Numbers and Legal Descriptions

(86 TOTAL LOTS)

MEADOWS AT WEST HAVEN PHASE 1, (THE) A PUD, WEST HAVEN CITY, WEBER COUNTY, UTAH. LOTS 1A THRU 43B (42 Lots)

Parcel Numbers: 08-427-0001 THRU 08-427-0042

THE MEADOWS AT WEST HAVEN PHASE 2, A PUD. LOTS 44A THRU 87D (26 Lots)

Parcel Numbers: 08-443-0001 THRU 08-443-0026

MEADOWS AT WEST HAVEN PHASE 2, A PUD, (THE) WEST HAVEN CITY, WEBER COUNTY, UTAH. LOTS 56A THRU 73B (18 Lots)

Parcel Numbers: 08-444-0001 THRU 08-444-0018