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**AMENDMENT TO BYLAWS OF THE  
GETZ'S WOODS HOMEOWNERS ASSOCIATION, INC.  
PURSUANT TO ACT 115**

This Amendment to the Bylaws is made this 30<sup>th</sup> day of September 2023, by the **BOARD OF DIRECTORS OF THE GETZ'S WOODS HOMEOWNERS ASSOCIATION, INC.** (the "Board").

A. Pursuant to Section 5306(c) of the Act, the Board may make "... any amendment to the bylaws . . . which is necessary in the judgment of the Board to do any of the following: (1) cure an ambiguity; (2) correct or supplement any provision of the bylaws or code of regulations that is defective, missing or inconsistent with any other provision thereof, with the declaration or with this subpart; . . . or (3) to comply with any statute, regulation, code, or ordinance which may now or hereafter be made applicable to the planned community or Association[.]” This Corrective Amendment may be made by the Board, provided that it receives an opinion “from legal counsel who is independent from the declarant to the effect that the proposed amendment is permitted by the terms of . . .” the Act.

B. Effective May 3, 2023, the Bylaws are either nonconforming or ambiguous due to the changes implemented by House Bill 1795 (“Act 115”), to 68 Pa. C.S. § 5101 et. seq.

C. The undersigned, on behalf of the Board of the Association, confirms that this Amendment is necessary to cure the aforementioned ambiguities, noncompliance, inconsistencies, and errors within the Bylaws, and that it has received an opinion from an independent attorney that this Amendment is permitted by the Act.

NOW, THEREFORE, intending to be legally bound, the Association does hereby amend the Bylaws as follows:

**SECTION ONE Definitions.**

1. “Absentee Ballot” is a ballot completed and returned in advance of an election by a voter who is unable to be present during the election.

2. “Electronic Ballot” means a ballot cast or given by electronic transmission over the internet, vote management system, or the Association’s community network, whether by direct connection, intranet, telecopier, electronic mail, or other technological means.

3. “Immediate Family” is a parent, spouse, child, brother, or sister.

4. “Independent Reviewer” is a person selected by the Board of a planned community and satisfies all of the following:

a. holds a certificate as a certified public accountant issued by the Commonwealth, is licensed to practice law in this Commonwealth, or is a vote management system;

- b. is not a Lot Owner of the planned community, directly, or indirectly;
- c. has no immediate family relationship with a Lot Owner of the planned community or the planned community manager; and
- d. if compensated by the declarant, a director, the Association, or the planned community manager, has disclosed the terms of the compensation to all Lot Owners of the planned community at a scheduled meeting.

5. "Vote by Proxy" is a form of voting whereby a Lot Owner may delegate their voting power to a representative to enable a vote in their absence. A proxy is void if it is not dated or purports to be revocable without notice. A proxy terminates one year after its date unless it specifies a shorter term.

6. "Vote Management System" is a third-party vendor who operates a digital or subscription service that securely manages the conduct of elections and voting procedures.

## **SECTION TWO. Conducting Business.**

### 1. Meetings.

a. Notice of Association meetings may be given electronically provided the Lot Owner has agreed, in writing, to accept the notice by electronic means.

b. The Executive Board may (but is not required to) hold meetings of the Association, including annual meetings, by conference telephone or other remote electronic technology which allows meeting participants to hear each other. Any Lot Owner participation shall be deemed in-person attendance at the meeting.

### 2. Quorum.

a. The Association may adjourn a meeting if a quorum has not been met and hold a meeting no less than seven days following. If at the second meeting, a quorum has not been met, the Association may adjourn and hold a third meeting no less than seven days later. At the third meeting, the requirement for a quorum will be met by the number of Lot Owners who attend in person or by proxy, including electronically, if the meeting is held fully or partially through electronic means (which means that anyone present at the third meeting shall be counted as meeting the quorum so regular business may be conducted).

### 3. Recording Meetings of the Association.

a. Meetings of the Association may be recorded by the Board via audio or video technology, provided that an announcement is made by the presiding officer at the commencement of the meeting that the meeting will be recorded. A recorded meeting under this subsection shall be maintained and available to Lot Owners for a period of no less than six months after the date of the meeting.

4. Amending the Bylaws.

a. The Bylaws may be amended, pursuant to 68 Pa. C.S. § 5306(a)(6), only by vote or agreement of Lot Owners of Lots to which at least fifty-one percent of votes in the Association are allocated.

b. The vote may be taken only at a scheduled meeting and following notice to the Lot Owners that was advertised fourteen days in advance to the Lot Owners. Absentee voting shall be permitted to Lot Owners provided that the ballots must be submitted to an Independent Reviewer by the commencement of the scheduled meeting.

**SECTION THREE. Elections.**

1. Pre-Elections Sessions.

a. In the event there are more candidates than open positions on the Board, upon request of one or more of the candidates, the Association shall hold a special session at least seven days prior to the election. This session allows the Lot Owners to meet each candidate for a Board position. During the pre-election session, each candidate shall have equal time to address the Lot Owners during a special session under this subsection.

2. Election by Acclamation.

a. In the event that an election for a position on the Board is uncontested, the officer or chair presiding at the election meeting may declare the nominee elected by acclamation after determining there are no further nominations.

3. Voting.

a. At all meetings of the Association, votes may be cast or given in the following ways:

- i. in person;
- ii. by proxy; or
- iii. by absentee or electronic ballot.

b. Absentee or electronic ballots may:

i. be counted as a Lot Owner present and voting for the purpose of establishing a quorum, and otherwise, only for agenda items appearing on the ballot.

ii. not be counted even if properly delivered, if the Lot Owner attends the meeting to vote in person. A vote cast at a meeting by a Lot Owner or proxy supersedes a vote submitted by absentee or electronic ballot previously submitted.

c. An electronic ballot may only be counted if the identity of the Lot Owner submitting the ballot can be confirmed, and a receipt of the electronic transmission and ballot can be made available to the Lot Owner.

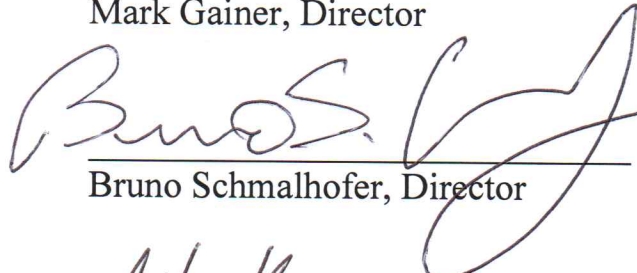
**SECTION FOUR. Effect of Amendment on Bylaws**

A. The remainder of the Bylaws shall remain in full force and effect. To the extent these amendments differ from the Bylaws, the amendment controls.

IN WITNESS WHEREOF, the Board has executed this First Amendment to the Bylaws on the day and year first above written.



Mark Gainer, Director



Bruno Schmalhofer, Director



Nicholas Karamanos, Director