



REBECCA KEATON
CLERK OF SUPERIOR COURT Cobb Cty. GA.



Please return recorded instrument to:
Steven M. Winter, Esq.
Winter Capriola Zenner, LLC
3490 Piedmont Road, N.E., Suite 800
Atlanta, Georgia 30305

STATE OF GEORGIA
COUNTY OF COBB

Reference: Deed Book 8501
Page 213

**FIFTH AMENDMENT TO THE BYLAWS OF
ECHO MILL NEIGHBORHOOD ASSOCIATION, INC.**

This Fifth Amendment to the Bylaws of Echo Mill Neighborhood Association, Inc. (hereinafter the "Amendment") is made effective as of the 9th day of July, 2015 by Echo Mill Neighborhood Association, Inc. (hereinafter, the "Association") in accordance with the provisions of said Bylaws.

WITNESSETH

WHEREAS, Echo Mill is a residential subdivision created pursuant to that certain Declaration of Covenants, Conditions, and Restrictions for Echo Mill recorded September 26, 1994, in Deed Book 8501, Page 213, *et seq.*, Cobb County, Georgia records (hereinafter, as amended and supplemented, the "Declaration"); and

WHEREAS, Echo Mill has been submitted to the Georgia Property Owners Association Act, O.C.G.A. § 44-3-220, *et seq.* (the "Act"); and

WHEREAS, Bylaws of the Association (hereinafter, the "Bylaws") were attached as Exhibit "E" to and recorded with the Declaration; and

WHEREAS, the Association is the "Association" as said term is defined in the Declaration; and

WHEREAS, pursuant to Section 44-3-226 of the Act, the Bylaws may be amended by the agreement of the Owners of Units to which two-thirds (2/3) of the votes in the Association pertain; and

WHEREAS, the Owners of Units to which two-thirds (2/3) of the votes in the Association pertain desire to amend the Bylaws and have approved this Amendment; and

WHEREAS, this Amendment has been approved by the members of the Association in the manner set forth herein, as evidenced by the sworn statement of the President and Secretary of the Association attached hereto as Exhibit "A" and by this reference made a part hereof;

NOW, THEREFORE, the Bylaws are hereby amended as follows:

1. Article III, Section 3.6 of the Bylaws, entitled Removal of Directors and Vacancies, is hereby amended by deleting said Section 3.6 in its entirety and substituting in its place the following:

“At any valid regular or special Association meeting, a Board member may be removed, with or without cause, by Members holding two-thirds (2/3) of the votes entitled to be cast in the Association and a successor may then and there be elected to fill the vacancy created. Any director whose removal has been proposed shall be given at least ten (10) days’ notice of the calling of the meeting to consider his or her removal and the purpose thereof and shall be given an opportunity to be heard at the meeting.

Any director who has had three (3) consecutive unexcused absences from regularly scheduled meeting of the Board of Directors or is more than thirty (30) days past due in the payment of any assessment or charge may be removed from the Board, by a majority of the other directors present at any meeting of the Board of Directors.

Vacancies in the Board caused by any reason, except the removal of a director by vote of the membership, may be filled by a vote of the majority of the remaining directors at any meeting of the Board of Directors. The successor so selected shall hold office for the remainder of the term of the director being replaced.”

2. Article III, Section 3.24 of the Bylaws, entitled Enforcement, is hereby amended by adding a new paragraph to the end thereof, which shall read as follows:

“The Board or its delegate shall provide the Owner with written notice describing the nature of the alleged violation and the proposed sanction to be imposed. The Owner will have a period of ten (10) days from the date of the notice to deliver a written request to Board to appeal the violation. If a timely appeal is not received from the Owner, the sanction stated in the notice shall be imposed. If an appeal is timely received, the Owner shall have the right to request a meeting with the Board or its delegate and shall be given a reasonable opportunity to present evidence to support the appeal. The Board, in its sole discretion, shall decide if the sanctions shall remain in place or be modified.”

3. In the event of any conflict or inconsistency between the provisions of this Amendment and the terms of the Bylaws of the Association, the terms of this Amendment shall control.

4. Except as otherwise defined herein, capitalized terms, as used in this Amendment, shall have the meanings set forth in the Bylaws.

5. Except as herein modified and amended, the Bylaws shall remain in full force and effect. This Amendment was prepared by Steven M. Winter, Esq. of Winter Capriola Zenner, LLC, 3490 Piedmont Road, N.E., Suite 800, Atlanta, Georgia 30305.

IN WITNESS WHEREOF, the undersigned officers of the Association hereby execute this Amendment on the date and year first above written.

ASSOCIATION:

**ECHO MILL NEIGHBORHOOD ASSOCIATION,
INC., a Georgia nonprofit corporation**

Signed, sealed and delivered
in the presence of:

[Signature]
Unofficial Witness

[Signature]
Notary Public
My Commission Expires: Dec 6, 2017

By: [Signature]
President

Attest: [Signature]
Secretary

[Notary Seal]



EXHIBIT A
CERTIFICATION OF APPROVAL

The undersigned officers of Echo Mill Neighborhood Association, Inc. hereby swear under oath that the above Amendment was approved by the requisite percentage of members of the Association and that any notices required by applicable law were properly given.

Sworn to and subscribed
before me this 9th day of July , 2015



R. Glenn Carnes, President



Notary Public



Audrey H. Davies, Secretary

My Commission Expires: Dec 5, 2017

[Notary Seal]

