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AMENDMENTS TO THE
DECLARATION OF RESTRICTIONS AND COVENANTS
FOR
THE HARBOUR HOMEOWNERS ASSOCIATION, INC.

PLEASE CROSS MARGINAL REFERENCE WITH THE DECLARATION OF RESTRICTIONS AND COVENANTS FOR THE HARBOUR HOMEOWNERS ASSOCIATION, INC. RECORDED AT VOLUME 1512, PAGE 61 ET SEQ. OF THE ERIE COUNTY RECORDS.

**AMENDMENTS TO THE
DECLARATION OF RESTRICTIONS AND COVENANTS FOR
THE HARBOUR HOMEOWNERS ASSOCIATION, INC.**

RECITALS

A. The Declaration of Restrictions and Covenants for The Harbour Homeowners Association, Inc. (the "Declaration") and the Bylaws of The Harbour Homeowners Association, Inc. (the "Bylaws"), attached to and made part of the Declaration, were recorded at Erie County Records, Volume 1512, Page 61 et seq.

B. The Harbour Homeowners Association, Inc. (the "Association") is a corporation consisting of all Owners in Harbour and as such is the representative of all Owners.

C. Declaration Article XI, Section 1 authorizes amendments to the Declaration and Bylaws Article XIII authorizes amendments to the Bylaws.

D. A meeting, including any change, adjournment, or continuation of such meeting, of the Association's Owners was held on or about July 26, 2021 and, at that meeting and any adjournment, Owners representing at least 80 percent of the voting power of the Association executed, in person or by proxy, an instrument in writing setting forth specifically the matters to be modified (the "Amendments").

E. Owners representing 83.51 percent of the Association's voting power have affirmatively consented to or voted in favor of Amendment A and signed powers of attorney authorizing the Association's officers to execute Amendment A on the Owners' behalf, as documented in the Association's records.

F. Owners representing 84.04 percent of the Association's voting power have affirmatively consented to or voted in favor of Amendment B and signed powers of attorney authorizing the Association's officers to execute Amendment B on the Owners' behalf, as documented in the Association's records.

G. The Association has complied with the proceedings necessary to amend the Declaration and Bylaws, as required by the Declaration and Bylaws, in all material respects.

AMENDMENTS

The Declaration of Restrictions and Covenants for The Harbour Homeowners Association, Inc. and the Bylaws of The Harbour Homeowners Association, Inc. are amended by the following:

AMENDMENT A

DELETE DECLARATION ARTICLE XI, SECTION 2 entitled, "Notices," in its entirety. Said deletion to be taken from Pages 15-16 of the Declaration, as recorded at Erie County Records, Volume 512, Page 61 et seq.

INSERT a new DECLARATION ARTICLE XI, SECTION 2 entitled, "Notices and Other Actions and Communications." Said new addition, to be added to Page 15 of the Declaration, as recorded at Erie County Records, Volume 512, Page 61 et seq., is as follows:

Section 2. Notices and Other Actions and Communications.

For all notices to be sent to the Association, the Board, or the Owners, the following provisions apply:

- (a) Service of Notices on the Association and Board. All notices required or permitted by the Declaration or Bylaws, to the Association or the Board, must be made in writing and sent either:
 - (1) by regular U.S. mail, first-class postage prepaid, or
 - (2) delivered in accordance with Paragraph (c) below, to the Board President, to any two other Directors, to the Association at the address of the Properties, to the Association's manager or management company, if any, the Association's statutory agent registered with the Ohio Secretary of State, or to any other address as the Board may designate by written notice to all Owners.

(b) Service of Notices on Owners. All notices required or permitted by the Declaration or Bylaws to any Owner will be in writing and is deemed effectively given if it has been sent by one of the following methods:

- (1) personally delivered to the Owner;
- (2) placed under or attached to the front or main entry door of the Owner's dwelling on the Lot or the Living Unit,
- (3) sent by regular U.S. mail, first-class postage prepaid, to the Owner's Lot or Living Unit address or to another address the Owner designates in writing to the Board, or
- (4) delivered in accordance with Paragraph (c) below. If there is more than one person owning a single Lot or Living Unit, a notice given to any one of those several persons is deemed to have been given personally to all of the persons owning an interest in the Lot or Living Unit.

(c) New Communication Technologies.

- (1) Due to the ongoing development of new technologies and corresponding changes in business practices, to the extent permitted or approved by the Board, as well as by Ohio and federal law, now or in the future, in addition to the methods described in Paragraphs (a) and (b) above, the following may be accomplished using electronic mail or other transmission technology available at that time that is a generally accepted business practice:
 - (A) any notice required in the Declaration or Bylaws to be sent or received;

- (B) any signature, vote, consent, or approval required to be obtained; and
 - (C) any payment required to be made by the Declaration or Bylaws.
- (2) The use of electronic mail or other transmission technology is subject to the following:
- (A) The Association may use electronic mail or other transmission technology to send any required notice only to Owners, individually or collectively, who have given the Association written consent to the use of electronic mail or other transmission technology. Any Owner who has not given the Association written consent to use of electronic mail or other transmission technology will receive notices, including any notice of delinquency of any payment due, by either of the methods identified in Paragraph (b)(1)-(3) above.
 - (B) For voting on matters, the Association may provide for voting by electronic mail or other electronic voting technology. However, voting for the election of Directors can be conducted by electronic mail or other electronic voting technology only to the extent, if any, as explicitly permitted and provided for in the Bylaws.
 - (C) An electronic mail or transmission technology to an Owner is not considered delivered and effective if the Association's transmission to the Owner fails two consecutive times, e.g. the Association receives an

“undeliverable” or similar message, or the inability to deliver the transmission to the Owner becomes known to the person responsible for sending the transmission. If the electronic mail or transmission is not delivered or effective, the Association will deliver the notice or other communication to the Owner by either of the methods identified in Paragraph (b)(1)-(3) above.

MODIFY BYLAWS ARTICLE VII, SECTION 1. Said modification, to be made on Page 3 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows (deleted language is crossed-out; new language is underlined):

Section 1. Quorum. ~~Se many Members as shall~~ representing at least ~~fifty-one~~ 25 percent (51%) of the total authorized votes as provided in the Declaration of all Members present ~~either~~ in person or represented by written proxy at a physical meeting providing for in person attendance or that attend by using the method of Authorized Communications Equipment, as defined in Bylaws Article VII, Section 4, as amended, approved by the Board for meetings that are held via Authorized Communications Equipment, shall be requisite to and shall constitutes a quorum at all meetings of the Association for the transaction of business, except as otherwise provided by statute, by the Declaration, the Articles of Incorporation of the Association, or by these Bylaws. If, however, ~~such~~ quorum shall not be ~~is not~~ present or represented at any meeting of the Association, the Members entitled to vote thereat, present in person or represented by written proxy, ~~shall~~ have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum ~~shall be~~ is present or represented. At ~~such~~ the adjourned meeting at which a quorum ~~shall be~~ is present or represented, any business may be transacted which might have been transacted at the meeting originally called. Ballots submitted via mail or by Electronic Voting Technology, as defined in Bylaws Article VII, Section 4, also will count that Lot or Living Unit towards the quorum. The Board of Directors may adopt procedures and guidelines to permit the Association to verify that the person attending, either in person or by Authorized Communications Equipment, is a Member that is eligible to vote and to maintain a record of any vote.

MODIFY the FIRST SENTENCE of BYLAWS ARTICLE VII, SECTION 3. Said modification, to be made on Page 3 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows (deleted language is crossed-out; new language is underlined):

Members ~~shall~~ will be entitled to vote either in person or by proxy as provided for in Bylaws Article VII, Section 4, as amended, at any meeting of the Association.

DELETE BYLAWS ARTICLE VII, SECTION 4 entitled, "Proxies," in its entirety. Said deletion to be taken from Page 3 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq.

INSERT a new BYLAWS ARTICLE VII, SECTION 4 entitled, "Voting Methods." Said new addition, to be added to Page 3 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows:

Section 4. Voting Methods. Prior to sending the notice for any meeting, as required by Bylaws Article VII, Section 10, as amended, and depending on the conduct of the meeting as determined by the Board in accordance with Bylaws Article VII, Section 11, as amended, voting will be conducted via one of the following methods:

(a) Voting in Person or by Proxy. For meetings that are held in person and provide for physical attendance, Members may vote in person or by proxy. The person appointed as proxy need not be a Member of the Association. Each proxy will be executed in writing by the Member entitled to vote and must be returned to the Association by regular mail, hand delivery, electronic mail, or other method of delivery provided for or permitted by the Board. Every proxy will automatically cease upon conveyance of the Lot or Living Unit by the Member.

(b) Voting by Mail and Electronic Voting Technology. For meetings that are held via Authorized Communications Equipment, voting will be conducted by mail, through the use of Electronic Voting Technology that is approved by the Board, or both. "Authorized Communications Equipment," as used in these Bylaws, means any communications equipment that is selected by the Board, in its sole discretion, that provides an electronic communication transmission, including but not limited to, by telephone, video conference, or any electronic means, from which it can be determined that the transmission

was authorized by, and accurately reflects the intention and participation of the Member. "Electronic Voting Technology" as used in these Bylaws, means an electronic voting system that accurately and securely records the voting Member's intent to cast a ballot on a matter in the way identified by the Member, and provides for the counting of electronic votes submitted, including by means of internet, application, web, virtual, or other electronic technology. All matters to be voted on at a meeting utilizing Authorized Communications Equipment must be sent to the Members no later than the date the meeting notice is sent to the Members in accordance with Bylaws Article VII, Section 10, as amended. Voting via mail or by use of Electronic Voting Technology is considered to be voting at the meeting, as if the Member were physically present.

(c) Voting in Person, by Proxy, by Mail, and by Electronic Voting Technology. For meetings that are held in person and provide for physical attendance, voting may be conducted in person or by proxy, as provided for in this Bylaws Article VII, Section 4(a) above, and in addition the Board may authorize the Members to vote by mail or Electronic Voting Technology as provided for in this Bylaws Article VII, Section 4(b) above.

Any ballots, regardless of method, received subsequent to the date and time the Board sets for ballots to be turned in will be held invalid. Any costs associated with voting, including mailing costs, printing, Authorized Communications Equipment and Electronic Voting Technology costs and subscriptions, are common expenses. The Board may adopt any additional regulations, procedures, or rules as may be necessary to effectuate the intent and purpose of this voting provision to provide for the use of the desired voting method.

MODIFY BYLAWS ARTICLE VII, SECTION 6. Said modification, to be made on Page 4 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows (deleted language is crossed-out; new language is underlined):

Section 6. Waiver and Consent. Wherever the vote of the membership at a meeting is required or permitted by statute or by any provision of the Declaration, Articles of Incorporation or these Bylaws to be taken in connection with any action of the Association, the meeting and vote of the membership may be dispensed with in accordance with the voting methods in Bylaws Article VII, Section 4, as amended if all

~~Members who would have been entitled to vote upon the action if such meeting were held, shall consent in writing to such action being taken.~~

DELETE BYLAWS ARTICLE VII, SECTION 10 entitled, "Notice of Meetings," in its entirety. Said deletion to be taken from Page 4 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq.

INSERT a new BYLAWS ARTICLE VII, SECTION 10 entitled, "Notice of Meetings." Said new addition, to be added to Page 4 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows:

Section 10. Notice of Meetings. Written notice of each meeting of the Members will be given by, or at the direction of, the Secretary or person authorized to call the meeting, delivered in accordance with Declaration Article XI, Section 2, as amended, at least fifteen days before the meeting, to each Member entitled to vote at the meeting. The notice will specify the place, day and hour of the meeting, and in the case of a special meeting, the specific purposes of the meeting, and in the case of special meetings called by the Members, the specific motion or motions (other than procedural) to be voted upon.

If the meeting is held via Authorized Communications Equipment, the meeting notice must include any pertinent information that is necessary to allow the Member to participate at the meeting via the Authorized Communications Equipment.

DELETE BYLAWS ARTICLE VII, SECTION 11 entitled, "Order of Business," in its entirety. Said deletion to be taken from Page 4 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq.

INSERT a new BYLAWS ARTICLE VII, SECTION 11 entitled, "Conduct of Meetings." Said new addition, to be added to Page 4 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows:

Section 11. Conduct of Meetings. Prior to the meeting notice being sent to the Members in accordance with Bylaws Article VII, Section 10, as amended, the Board will determine whether the meeting will be conducted physically so that the Members may attend in person, or by the use of Authorized Communications Equipment. If it is determined that the meeting will be held via Authorized Communications Equipment, the Board will decide if the Members have

the option to attend in person or via Authorized Communications Equipment or both.

If Authorized Communications Equipment is used, the persons utilizing the Authorized Communications Equipment must have the ability to communicate with the other participants to indicate their motion, vote, or statement, provided that the president, chair, or other person designated by the Board moderating the meeting, may silence or mute the Authorized Communications Equipment utilized by Members to attend the meeting, unless the Member is voting or has been recognized by the meeting chair or moderator to participate in the meeting. The meeting chair or moderator has the authority to decide and determine all procedural motions or other procedural matters to be decided at the meeting, including points of order and adjournment. The Board's purpose or reason for not conducting an in person meeting and instead having a meeting via Authorized Communications Equipment must be documented in the Board's meeting minutes.

DELETE BYLAWS ARTICLE VIII, SECTION 2 entitled, "Cumulative Voting and Right to Designate Certain Board Members," in its entirety. Said deletion to be taken from Page 5 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq.

INSERT a new BYLAWS ARTICLE VIII, SECTION 2 entitled, "Nomination and Election of Directors." Said new addition, to be added to Page 5 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows:

Section 2. Nominations and Election of Directors.

(a) **Nominations.** Nominations for the election of Directors to be elected by the Members will be made by a nominating committee appointed by the Board or, if a committee is not appointed, by the Board itself; there will be no nominations from the floor. The nominating committee, or Board, will make as many nominations for election to the Board as it, in its discretion, determines, but no fewer than the number of vacancies that are to be filled and will verify that the nominees satisfy all qualification requirements of Bylaws Article VIII, Section 1. Any Member may submit their name to the nominating committee, or Board, as a candidate, and the nominating committee, or Board, must nominate that Member if that Member satisfies all the qualifications to be a Director as further provided for in Bylaws Article VIII, Section 1. If there are fewer nominees than vacancies, the

nominating committee, or Board, must nominate additional Member(s) to be elected prior to the ballots being sent to the Members so that there are, at all times, a sufficient number of nominees to fill all Board vacancies that are up for election.

Prior to sending the meeting notice, the nominating committee, or Board, will establish deadlines for when a request for nominations is sent to all Members and when receipt of nominations must be obtained. Nominations must be made and received within a reasonable time period prior to the notice of any meeting where Directors are to be elected is sent in accordance with Bylaws Article VII, Section 10, as amended, so that the voting information containing all the candidates' names and an informational sheet, within size limitations determined by the Board, containing their biographical information and affirming their candidacy, can be transmitted to the Members no later than the sending of the meeting notice. The Board may adopt any additional regulations, procedures, or rules necessary to establish processes and deadlines in accordance with this nominations provision.

(b) Election of Directors. Unless there are no more nominees than vacancies, election to the Board by the Members is by secret ballot, submitted either in person, by proxy, by mail, or by Electronic Voting Technology, as determined by the Board pursuant to Bylaws Article VII, Section 4, as amended. The Association is not required to send ballots to the Members via any method if there are an equal number of nominations as there are candidates, in which case the nominated candidates will automatically be elected to the Board of Directors at the election meeting.

Regardless of the voting method, the Board must adopt rules and safeguards to determine a method by which the secrecy of the ballots are maintained for those Members while also maintaining the integrity of the voting process to ensure each Member has only exercised their allotted vote once so that any other individuals can only identify that a Lot or Living Unit has voted, and not how a Lot or Living Unit has voted. The ballots, whether electronic or written, will list the number of open seats for Directors up for election and list the names of all of the nominated candidates.

If voting by mail, ballots must be submitted within dual envelopes. One of the two envelopes must contain the ballot itself, the "Ballot Envelope." The Ballot Envelope need not be signed. The second envelope must contain the Ballot Envelope and the ballot, the "Signature Envelope." The Signature Envelope must be signed by the Member(s) voting, and will be used as a record of receipt of the Member's ballot as well as to determine quorum. If the Signature Envelope is not signed by the Member(s), the ballot in the Ballot Envelope will not be counted.

For the election of Directors, the Members, or their proxies, may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration and these Bylaws. The persons receiving the largest number of votes will be elected. Unless the nominated candidates whom have received the largest number of votes agree otherwise, ties, including if there are an equal number of nominees as there are positions with different terms, will be determined by lot or flip of a coin by the chair or moderator of the meeting. Cumulative voting is not permitted.

The nominating committee, or if a nominating committee is not appointed, the Board itself (excluding any incumbent Directors who are running for re-election), is responsible for (i) confirming all nominated candidates meet the qualifications to serve as a Director, (ii) receiving and verifying any ballots that are cast in person or by mail, (iii) receiving and verifying any ballots cast using Electronic Voting Technology, (iv) counting each ballot submitted through any voting method, and (v) verifying the results of the election by providing the ballots and results to the chair or moderator of the meeting.

The chair or moderator will announce the election results at the meeting to be reflected in the meeting minutes and the Board will ensure the election results are provided to all Members within a reasonable time after the meeting.

DELETE BYLAWS ARTICLE X entitled, "Notices," in its entirety. Said deletion to be taken from Page 9 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq.

INSERT a new BYLAWS ARTICLE X entitled, "Notices and Other Actions and Communications." Said new addition, to be added to Page 9 of the Bylaws, as recorded at Erie County Records, Volume 512, Page 93 et seq., is as follows:

ARTICLE X

Notices and Other Actions and Communications

All notices required or permitted under the Declaration or Bylaws, to the Association, the Board, or Members must be delivered in accordance with Declaration Article XI, Section 2, as amended.

Any conflict between these provisions and any other provisions of the Declaration and Bylaws will be interpreted in favor of this amendment allowing the Association to use electronic communications to the extent permitted by Ohio and Federal law, establishing a method to use mail-in and electronic ballots for voting purposes, and permitting meetings to be conducted utilizing Authorized Communications Equipment. The invalidity of any part of the above provision does not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of the filing have standing to contest the validity of this amendment, whether on procedural, substantive, or any other grounds. Any challenge to the validity of this amendment must be brought in the court of common pleas within one year of the recording of this amendment.

AMENDMENT B

INSERT a new DECLARATION ARTICLE IX, SECTION 8 entitled, "Occupancy Restriction." Said new addition, to be added to Page 14 of the Declaration, as recorded at Erie County Records, Volume 512, Page 61 et seq., is as follows:

Section 8. Occupancy Restriction.

A person who is classified as a sex offender/child-victim offender and for whom the County sheriff or other government entity must provide community notice of the sex offender's residential address, is prohibited from residing in or occupying a Lot or Living Unit, including the dwelling, and from remaining in or on the Properties for any length of time. The classification of a sex offender/child-victim offender and the determination of whether notice is required is made by a court of law in accordance with the Ohio Sex Offenders Act, or similar statute from another jurisdiction as either may be amended or renamed from time to time. The Association is not liable to any Owner, occupant, or visitor of any Owner, or of the Association, as a result of the Association's alleged

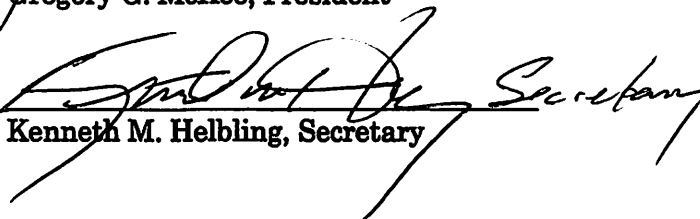
failure, whether negligent, intentional, or otherwise, to enforce any provision of this Occupancy Restriction.

Any conflict between this provision and any other provisions of the Declaration and Bylaws will be interpreted in favor of this restriction on the occupancy of Lots or Living Units. The invalidity of any part of the above provision does not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of the filing have standing to contest the validity of this amendment, whether on procedural, substantive, or any other grounds. Any challenge to the validity of this amendment must be brought in the court of common pleas within one year of the recording of this amendment.

The Harbour Homeowners Association, Inc. has caused the execution of this instrument this 2nd day of August, 2021.

THE HARBOUR HOMEOWNERS ASSOCIATION, INC.

By: 
Gregory G. McKee, President

By: 
Kenneth M. Helbling, Secretary

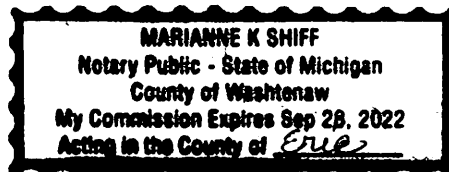
STATE OF OHIO)
COUNTY OF Erie) SS

BEFORE ME, a Notary Public, in and for said County, personally appeared the above named The Harbour Homeowners Association, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument, on Page 14 of 15, and that the same is the free act and deed of said corporation and the free act and deed of each of them personally and as such officers.

I have set my hand and official seal this 21st day of August, 2021.

Marianne K. Shiff
NOTARY PUBLIC

Place notary stamp/seal here:



This instrument prepared by:
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