



BP0248233

RMC BK 0248 Pg 233 : pg 1 \*

STATE OF SOUTH CAROLINA ) CERTIFICATION OF AMENDMENT TO  
 ) BY-LAWS OF NIGHT HERON COTTAGE  
 COUNTY OF CHARLESTON ) OWNER'S ASSOCIATION, INC.

THIS IS CERTIFICATION that the By-laws of Night Heron Cottage Owners Association, Inc. recorded in the RMC Office for Charleston County in Book F-124, Page 366, as amended by instrument recorded in Book M253, Page 339.

These By-laws have been further amended at a duly held meeting in accordance with the provisions of Article XIII, Section 1 as follows:

1. Article III, Section 4, Quorum shall be amended so that after amendment it shall read as follows:

The presence in person or by proxy of Members entitled to cast fifty-one (51%) percent of the total vote of the Membership shall constitute a quorum for the transaction of business at a meeting of the Association. Unless otherwise provided herein, a majority of the votes cast at such meeting shall be the vote required to adopt decisions. Any absent Primary Member who does not execute and return the proxy form sent to him in the mailing referred to in Section 6 of this Article shall be deemed to be present for the purposes of determining the presence of a quorum.

2. Article III, Section 5, Voting shall be amended so that after amendment it shall read as follows:

Members shall be entitled to one vote for each Dwelling Unit and shall be cast by the Primary Member, in person or by proxy. Votes can be cast only at meetings of the Association conveyed in accordance with the By-laws. The failure of an Absent Primary Member to execute and return the proxy form sent to him in the mailing referred to in Section 6 of this Article shall be counted as a proxy to and for the majority present and voting. The Primary Member shall be deemed authorized to act for all co-owners in taking action on behalf of such co-owners unless another such person objects, in which case the vote which such Primary Member would otherwise be entitled to cast may not be cast. The vote appurtenant to a single Dwelling Unit must be cast as a single vote and may not be split.

3. Article III, Section 6, Proxies shall be amended so that after amendment it shall read as follows:

Any Primary Member may by written proxy designate an agent to cast the vote for his Dwelling Unit. Unless the proxy states otherwise, it shall be deemed to confer the authority to execute consents and waivers and to exercise the right to examine the books and record of the Association. A proxy may be revocable or irrevocable. A proxy shall be deemed revocable at will unless it states otherwise. No proxy shall be honored until delivered to the Secretary of the Association. If at least thirty (30) days prior to a duly

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 9 State Street  
 Charleston, SC 29401

called meeting, notice is sent to a Primary Member by certified mail, first class mail, or by electronic mail of (1) the time and place of the meeting, (2) the agenda for the meeting, and (3) such data as is then available relative to issues on which there will be a vote, and a proxy form is included in such mailing and the Primary Member neither attends the meeting nor returns his executed proxy, then such Primary Member shall be deemed to have given a proxy for the votes appurtenant to the Dwelling Unit he represents to and for the majority present and voting.

4. Article III, Section 11, Notice of Meeting shall be amended so that after amendment, it shall read as follows:

Written notice of every annual or special meeting of the Association stating the time, date and place of the meeting, and in the case of a special meeting, the business proposed to be transacted, shall be given to every Primary Member not fewer than ten (10) days nor more than thirty (30) days in advance of the meeting; provided, however, that notice may also be given as described in section 6 of this Section. Notice to the Primary Member shall constitute notice to all co-owners. Failure to give proper notice of a meeting of the Members shall not invalidate any action taken at the meeting unless (1) a Primary Member who was present but was not given proper notice objects at the meeting, in which case, the matter objected to shall not be taken up, or (2) a Primary Member who is not present and was not given proper notice objects in writing to the lack of proper notice within thirty (30) days following the meeting, in which case the action objected to shall be void.

5. Article III, Section 15, Order of Business shall be amended by the addition of the following sentence at the end of the Section.

“Notwithstanding the above, the Board of Directors may revise the Order of Business for convenience or necessity.”

6. Article V, Section 2, Board of Directors of the Association shall be amended in the following particulars:

- a) Paragraph 3 shall be amended to read: The procurement of the insurance policies for the Association as authorized and directed in the Covenants and these By-laws.

7. Article V, Section 4, Election and Term shall be amended so that after amendment it shall read as follows:

The Board of Directors shall consist of five (5) members who shall each serve two (2) year terms. Election of Board members shall be held at the Annual Meeting. At the first election after the adoption and effective date of this Amendment, three (3) members will be elected for a one (1) year term and two (2) members will be elected for two (2) year terms. Thereafter, Directors will be elected for two (2) year terms to succeed the Directors whose terms expire at the meeting.

A plurality of the votes cast shall be sufficient to elect a Director. A Director may be elected to succeed himself and a Director shall be deemed to continue in office until his successor has been elected and taken office.

8. Article V, Section 5, Removal shall be amended so that after amendment it shall read as follows:

A Director may be removed from Office with or without cause by the affirmative vote of at least Fifty-one (51%) percent of the total vote of the Membership.

9. Article V, Section 7, Voting shall be amended so that after amendment it shall read as follows:

Each Director shall have one vote on all matters acted upon by the Board of Directors. The affirmative vote of a majority of the Directors on the Board is sufficient for any action unless otherwise specified by the By-laws.

10. Article V, Section 8, Quorum shall be amended so that after amendment it shall read as follows:

A majority of the Directors shall constitute a quorum for the transaction of business.

11. Article X, Section 1, Uniform Insurance Policy is deleted in its entirety.

12. Article X, Section 2, Insurance of Property Mandatory shall be amended so that after amendment it shall read as follows:

Each Dwelling Unit and other improvements shall be insured against fire and other hazards to at least its replacement cost. Each Property Owner shall insure his Dwelling Unit and improvements to at least its replacement value by an individual policy. Any casualty loss deductible shall be borne by the Property Owner or Owners suffering the loss.

13. Article X, Section 4, Association Insurance shall be amended so that after amendment it shall read as follows:

a) The Board of Directors of the Association shall obtain and maintain in force public liability insurance, worker's compensation insurance (if required), directors and officers insurance, and such other insurance as the Board of Directors may from time to time determine desirable. Premiums upon insurance policies and that portion of any covered loss not compensated for because of the loss deductible clause of the policy shall be paid by the Association as a Common Expense.

b) The second unnumbered paragraph is deleted in its entirety.

c) The remaining paragraphs of Article X, Section 4 will remain unchanged.

14. All other provisions of the By-laws remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 17  
day of April, 2012.

WITNESSES:

NIGHT HERON COTTAGE OWNER'S  
ASSOCIATION, INC.

*Michael Delaney*  
*Walter A. Case*  
*Lynn Reed*  
*[Signature]*

By: *Fanya Loelange*

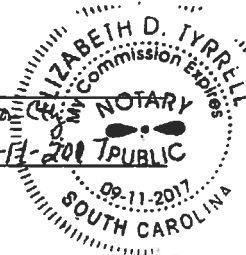
Its: *President*

By: *[Signature]*

Its: *Sec/Treas*

STATE OF South Carolina )  
  )  
COUNTY OF Charleston )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of  
April, 2012, by Night Heron Cottage Owner's Association, Inc., by  
*Fanya A. Delaney*, its *President* and  
*Kathy Thompson*, its *Secretary / Treasurer*.

*Elizabeth D. Tyrell*  
Notary Public for Charleston  
My Commission Expires: 9-11-2017  


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STATE OF SOUTH CAROLINA ) AMENDMENT TO COVENANTS AND  
 ) RESTRICTIONS FOR NIGHT HERON  
COUNTY OF CHARLESTON ) SUBDIVISION, KIAWAH ISLAND, SC

WHEREAS, the Declaration of Covenants and Restrictions for Night Heron Subdivision on Kaiwah Island, Charleston County, South Carolina was recorded in Book F124, Page 366 (the "Covenants"); and

WHEREAS, Article VII, Section 1 of the Covenants provides that the Covenants may be amended if three-fourths of the vote at a duly called meeting of the Association approves the amendment; and

WHEREAS, the amendment herein has been approved by the requisite number of votes at a duly called meeting.

Therefore, the Covenants are amended as follows:

- 1. Article VI, Section 1, Uniform Insurance Policy is deleted in its entirety.
- 2. Article VI, Section 2, Insurance for Property Mandatory is amended so that after amendment it shall read as follows:

Each Dwelling Unit and other improvements shall be insured against fire and other hazards to at least its replacement cost. Each Property Owner shall insure his Dwelling Unit and improvements for at least its replacement cost by an individual policy. Any casualty loss deductible shall be borne by the Property Owner or Owners suffering the loss.

- 3. Article VI, Section 4, Association Insurance shall be amended as follows:

The first unnumbered paragraph shall be amended so that after amendment it shall read:

The Board of Directors of the Association shall obtain and maintain in force public liability insurance, worker's compensation insurance (if required), directors and officers insurance, and other such insurance as the Board of Directors may from time to time determine desirable. Premiums upon insurance policies and that portion of any covered loss not compensated for because of the loss deductible clause of the policy shall be paid by the Association as a Common Expense.

- 4. All other provisions of the Covenants remain unchanged and in full force and effect.

RETURN TO:  
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9 State Street  
Charleston, SC 29401

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 17  
day of April, 2012.

WITNESSES:

NIGHT HERON COTTAGE OWNER'S  
ASSOCIATION, INC.

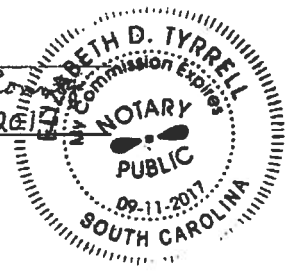
Michael Delaney  
Chris A. McQueen  
Larry King  
[Signature]

By: [Signature]  
Its: President  
By: [Signature]  
Its: Secretary

STATE OF South Carolina )  
  )  
COUNTY OF Charleston        )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of  
April, 2012, by Night Heron Cottage Owner's Association, Inc., by  
Jerry A. Delaney, its President and  
Larry Thompson, its Secretary/Treasurer.

Elizabeth D. Tyrrell  
Notary Public for Charleston County  
My Commission Expires: 9-11-2017



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