

**PROPOSED AMENDMENT TO THE
BYLAWS OF
WOODBRIIDGE LAKES OF LAKE MARY
HOMEOWNERS' ASSOCIATION, INC.**

Proposed additions shown in **bold underlining**

Proposed deletions shown in ~~strikeouts~~

Omitted but unaffected provisions are represented by * * *

Section 3. Board of Directors; Directors Meetings.

3.1 The form of administration of the Association shall be by a Board of not less than three (3) Directors nor more than seven (7) Directors, the exact amount to be determined from time to time by the Members in accordance with the Declaration, or the Articles. The Board shall initially consist of three (3) members who need not be members of the Association. **The size of the Board may be changed by a resolution of the Board adopted no less than forty (40) days prior to the annual meeting and election of the members, provided that the Board shall, at all times be composed of an odd number of Directors, and further provided that no such change may operate to terminate the term to which a sitting Director was elected.**

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3.4 **The Board shall be elected to staggered terms. At the first election following the adoption of an amendment setting staggered terms, approximately one-half of the Board shall be elected for a term of two (2) years and approximately one-half of the Directors shall be elected for a term of one (1) year. The candidates receiving the largest vote totals shall receive the longest terms. Thereafter, at each annual meeting and election approximately one-half of the Board shall be elected to a two-year term.** The term of each Directors services shall extend until the next Annual Members Meeting and until his successor is duly elected and qualified, or until he is removed in the manner elsewhere provided herein. **The Board of directors shall be empowered to make further rules designed to maintain a staggered and balanced Directorate.**

Prepared by:

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