

STATE OF SOUTH CAROLINA  
COUNTY OF RICHLAND

AMENDED BYLAWS OF THE  
LAKESIDE AT BALLENTINE  
HOMEOWNERS' ASSOC, INC.

*(Cross Reference: Book 2358, Pg. 841)*

*(Cross Reference: Book 578, Pg. 33)*

Book 2825-511		
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2023012877 John T. Hopkins II Richland County R.O.D.		

**AMENDED BYLAWS OF THE  
LAKESIDE AT BALLENTINE HOMEOWNERS' ASSOCIATION, INC.  
(Certificate of Compliance attached hereto as EXHIBIT A)**

1. Name and Location. These are the Bylaws of the Lakeside at Ballentine Homeowners' Association, Inc., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 4910 Trenholm Rd., Suite C, Columbia, 29206, but meetings of Members and Directors may be held at such places as may be designated by the Board of Directors from time to time.

2. Definitions. The capitalized terms used herein shall have the same meaning as the defined terms set out in the Declaration of Covenants, Restrictions and Easements for Lakeside at Ballentine dated October 12, 2001, and recorded in the Office of the Register of Deeds (ROD) for Richland County in Book 578 at Page 33, as amended (capitalized terms herein shall have the meaning set forth in the Declaration unless otherwise provided herein).

3 Purpose and Powers of the Association. This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residential Lots and Common Area as described in the Declaration and incorporated by reference, and any additional property made subject to the Declaration for which the Association expressly assumes some level of responsibility, and to promote the health, safety and welfare of the residents within the Community, and for this to:

- (a) Exercise all of the powers and privileges and to perform, or delegate to an appropriate person or entity the authority to perform, all of the duties and obligations of the Association, including the establishment and amendment of the Regulations of the Association and the use and maintenance of the Common Area, as set forth in the

Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by reference;

(b) Fix, levy, collect and enforce payment by any lawful means all Assessments pursuant to the terms of the Declaration; pay all expenses in connection therewith; and pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, or otherwise dispose of real or personal property including but not limited to the Common Area, as determined advisable by the Board of Directors, and in accordance with the Declaration;

(d) Borrow money, mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property, including but not limited to the Common Area, as security for money borrowed or debts incurred, upon approval in accordance the Declaration by the affirmative casting of two-thirds (2/3) of all votes of the Association;

(e) Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Area, provided that any such merger, consolidation, or annexation shall have the assent of Members of the Association controlling a majority of all votes of the Association;

(f) Make, by decision of the Board of Directors, and subject to applicable law, any election of a fiscal year for the Association, as the Board of Directors shall determine from time to time;

(g) To have and exercise any and all powers, rights, and privileges which a corporation organized under the nonprofit corporation law of the state of South Carolina by law may now or hereafter have or exercise including the right to enter into agreement with other Associations and entities for the management and maintenance of Common Area of such Associations or entities;

(h) Notwithstanding the purposes and powers of the Association enumerated above, the Association shall not enter into, either directly or indirectly, contracts or leases with the Developer (including a management contract) unless there is a right of termination of any such contract or lease, without cause, which is exercisable without penalty at any time after transfer of control in accordance with the Declaration, upon not more than ninety (90) days notice to the other party to the said contract or lease.

#### 4. Meeting Of Members

4.1 Annual Meetings. Annual meetings of the Members shall be held at a time, date and place established by the Board of Directors each year so long as no annual meetings of the Members shall be scheduled on a legal holiday. The standard purposes of the annual meeting will be (1) to

serve as a town hall forum in which the President and Officers report on and answer reasonable questions concerning the activities and financial condition of the Association; and (2) to vote successor Director(s) for Director term(s) expiring at that meeting; and (3) to conduct a Membership vote on matters approved by the Board that require a Membership vote; and (4) to consider matters raised consistent with the requirements of the Non-Profit Corporation Act of South Carolina, S.C. Code Ann. § 33-31-101 et seq., hereinafter referred to as the "Act."

4.2 Special Meetings. Special Meetings of the Members may be called at any time by the President of the Association or the Board of Directors, or as prescribed in the Act. Only those matters that are within the purpose or purposes described in the meeting notice may be conducted at a special meeting.

4.3 Notice of Meetings. Written notice specifying the place, day and hour of the meeting of the Members, and, in the case of the special meeting, also specifying the purpose of each meeting and the description of the matter for which the meeting was called, shall be given by any fair and reasonable manner. The mailing of a copy of such notice of a special or annual meeting by first class mail or registered mail, postage prepaid, at least ten (10) days or, if notice is mailed by other than first class or registered mail, at least thirty (30) days before, and not more than (60) days before, such meeting date to each Member entitled to vote at the meeting, addressed to the Members' address last appearing on the books of the Association or supplied by such Member to the Association for the purpose of notice, shall be considered fair and reasonable. The notice requirement may be waived by a Member before or after the date and time of the meeting as stated in notice. The waiver must be in writing, be signed by the Member and be delivered to the Association for inclusion in the minutes in filing with the Association's records, except that the attendance of a Member at a meeting waives notice unless the Member at the beginning of the meeting objects to holding the meeting or transacting business at the meeting. Also, an Emergency Meeting may be called with a twenty-four (24) hour notice to those Members entitled to vote, upon unanimous vote of the Association's Board in the event an issue requires the immediate attention of the Members of the Association. If a meeting of Members is adjourned to a different date, time, or place, notice need not be given of the new date, time or place, if (1) the new date, time, or place is announced at the meeting before Adjournment and (2) the record date fixed pursuant to Section 4.9 for the adjourned meeting is not changed for the new meeting (either voluntarily by the Board or as required under the Act).

4.4 Quorum. The presence at a meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of the Membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting of the new date, time and place. The quorum at the new meeting shall be reduced to five percent (5%) of Members.

4.5 Proxies. Votes may be cast in person or by proxy. All appointment of proxies shall be by written appointment form, signed either personally or by an attorney-in-fact and filed with the Secretary, or such other person authorized to take attendance at the meeting or to collect and validate proxies at the meeting, prior to the start of the meeting or as otherwise set out in the

meeting notice. Except as otherwise allowed herein or by written authorization of the Board of Directors of the Association, no appointment form shall confer on the proxy a broader authority than to vote on the matter(s) or at the meeting(s) than is defined on the appointment form. Every proxy shall be revocable at the pleasure of the Owner issuing it, up to the time that the vote for which it was issued is cast, and shall automatically cease upon conveyance by the Owner of that Lot. A proxy may be revoked by the Member attending any meeting and voting in person, the Member signing and delivering to the Secretary a written revocation of the appointment, or receipt of notice by the Secretary or the officer or agent authorized to tabulate the vote prior to the proxy casting vote of the death of the Member.

4.6 Parliamentary Rules. Robert's Rules of Order (latest edition) or such other rules as the Board of Directors may adopt shall govern the conduct of corporate proceedings when not in conflict with the Declaration, the Articles of Incorporation, these Bylaws or with the statutes of the State of South Carolina.

4.7 Failure to Hold Meetings. The failure to hold an annual or regular meeting at a time stated in or fixed in accordance with these Bylaws does not affect the validity of a corporate action.

4.8 Authorization to Vote and Notice by Owner. It shall at all times be the responsibility of each Owner and all Co-owners to keep current with the Association the name and address of the person authorized to cast the vote assigned to that Owner's Lot and to receive notification from the Association as to any meetings which the Association may be required to send. Proof of the authority to receive notice and to vote shall be presented to the Association in the form of a certificate signed by the Owner or all of the Co-owners of the Lot. Such certificate shall be deemed valid until revoked by a subsequent certificate.

4.9 Record Date. The Board of Directors shall set the record date for determining the Members entitled to notice of a Members meeting, to vote at a Members meeting, and to exercise any rights in respect of any other lawful action. The record date shall not be more than seventy (70) days before the meeting or action requiring a determination of the Members occurs.

4.10 Voting Requirements. Unless otherwise required in these Bylaws, the Declaration, the Articles of Incorporation, or the law, the affirmative vote of the votes represented and voting, which affirmative vote also constitutes a majority of the required quorum, is the act of the Members.

4.11 Action by Written Ballot. Any action that may be taken at any annual, regular or special meeting of Members may be taken without a meeting if the Association delivers a ballot to every Member entitled to vote on the matter and the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action and the number of approvals equals or exceeds the number of votes that would be required to approve the matter at the meeting. See Section 33-31-708 of the Act.

5. Board Of Directors; Selection; Term Of Office

5.1 Number & Types. The affairs of this Association shall be managed by a Board of not less than three (3) Directors, who are Members of the Association. At any time, the Association by the affirmative vote of a majority (more than 50%) of all of the Members' votes, may increase or decrease the number of Directors of the Association so long as there are never less than three (3) Directors at any given point and so long as the rest of the terms of this Article V are adhered to.

5.2 Term of Office. At every annual meeting the Members shall elect successor Directors for terms of three years to maintain a Board of five Directors. The number of Directors elected shall adhere to the following three-year cycle. In four-digit calendar years that are evenly divisible by the number three (3) (e.g., 2022 or 2025) the Membership shall elect two (2) successor Directors. In the next calendar year (e.g., 2023 or 2026) they shall also elect two (2) successor Directors. In the third calendar year of the cycle (e.g., 2024 or 2027) the Membership shall elect one (1) successor Director. This three-year election cycle shall repeat in perpetuity. The term of any Director shall be automatically extended and shall not expire until the annual meeting at which a successor for that Director is elected.

(a) Subject to the provisions of Section 6.2, if for any reason an annual meeting for the preceding year(s) was not held, the Members shall, at the annual meeting, elect successor Directors for the Director's terms that would have ended at the annual meeting(s) not held, to complete the term that would have started at such preceding annual meeting in accordance with the calendar year election cycle specified above.

(b) If the Board of Directors does not appoint a replacement Director for one or more vacated seats, the Board may permit the Membership to elect the replacement Director(s) to complete the term(s) of the vacated seat(s) according to the calendar year election cycle specified above, by including notice of such election in the meeting notice.

(c) As soon as possible after the last seat is vacated, if ever all five (5) Director seats are vacated and there are no Board members, a Special Meeting of the Membership shall be convened by the, current at that time, management company to elect replacement Directors for terms of three (3), two (2) and one (1) years, respectively, and shall be so specified in the meeting notice. The Directors, so elected, shall appoint additional Directors to complete the terms not elected, and in accordance with the calendar year election cycle specified above.

5.3 Removal. Any Director(s) may be removed from the Board of Directors, with or without cause, by the affirmative casting of a majority (more than 50%) of all of the votes of the Association. Any Director(s) who is a Member and who is not in good standing with the Association, or who misses three (3) consecutive Board meetings (unless such absence shall have been excused by the Chairman of the Board of Directors or other person(s) authorized to do so), may be immediately removed from the Board of Directors by the majority of the remaining Board members and replaced in accordance with these Bylaws. In the event of death, resignation, or removal of a Director, a successor shall be selected by the remaining Members of the Board of Directors and shall serve for the unexpired term of his predecessor.

5.4 Compensation. Compensation of any Director shall require the affirmative casting of a majority (more than 50%) of all votes. This provision shall in no way require the Members' approval of or preclude the Board of Directors from compensating a Director for his duties as an officer of the Association or from employing a Director as an employee of the Association, nor shall it preclude the Association from contracting with and thereafter compensating a Director for the management of the Association.

5.5 Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written consent of a majority (more than 50%) of the Directors, which shall represent a quorum. Such written consent may take the form of an email from the Director to all other Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors and shall be documented in the minutes of the next convened Board meeting.

5.6 Reversal of Board of Directors. A decision of the Board of Directors, an officer or a committee of the Association may be reversed or modified by the affirmative vote of a majority of all of the Members.

5.7 Standards of Conduct. Directors, as a condition of service on the Board of Directors, shall read and acknowledge SC Title 33 §§ 33-31-830 through 33-31-834, regarding "Standards of Conduct" for directors, when elected or appointed to the Board.

## 6. Nomination And Election Of Directors

6.1 Nomination. Except where Directors are appointed or replaced by the Board of Directors, nomination for election for the Board of Directors shall be made by a Nominating Committee, if commissioned by the Board, or as specified in guidelines set forth by the Board of Directors. The Nominating Committee, if commissioned, shall consist of a Chairman and two (2) more Members of the Association. For purposes of any and all Annual Meetings at least one (1) member of the Nominating Committee shall be a member of the Board of Directors, and the Nominating Committee members shall be appointed by the Board of Directors. Members of any Nominating Committee shall serve at the discretion of the Board. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine. Such nominations shall be made from among Members. Nominations may also be made from the floor at the annual meeting for one, or more, write-in candidates when such candidate is present and accepts the nomination.

6.2 Election. Unless agreed otherwise by the affirmative vote of a majority (more than 50%) of Members present at the meeting, election to the Board of Directors shall be by secret ballot. At such election, 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 these Bylaws and the Declaration. At each annual meeting the Members shall elect successor Directors for applicable terms, in accordance with Section 5.2. The person(s) receiving the largest number of votes shall be elected. If no nominee(s) are nominated pursuant to these Bylaws, that (or those) Director(s) shall be appointed by the current Board of Directors of the Association. Cumulative voting, voting more than one (1) time for any Director, is not permitted under any circumstances.

## 7. Meeting Of Directors

7.1 Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly, or more frequently, and at dates, times and places determined by a majority (more than 50%) of the Board of Directors. Without the approval of all of the Directors, no meeting shall fall upon a legal holiday. No notice shall be required for regular meetings.

7.2 Special Meetings. Special Meetings of the Board of Directors shall be held when called by the President of the Association or any two (2) Directors, after not less than two (2) days' notice is given, either personally, by mail, or by telephone, to each Director, unless waived in writing signed by the Director or by attendance of the meeting without objection or participation.

7.3 Quorum. A majority (more than 50%) of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision authorized by a majority (more than 50%) of the Directors either by written consent or when present at a duly held meeting at which a quorum is present shall be regarded as an act of the Board.

## 8. Powers, Duties And Requirements Of The Board Of Directors

8.1 Powers. The Board of Directors shall have the power, but not the obligation, to perform such duties as authorized by the Declaration, to include, but not limited, to:

(a) Adopt, amend and publish the Architectural Guidelines for the Community and Regulations of the Association governing the use of the Lots, roadways, the Common Area and facilities thereon and the personal conduct of the Members and their guests, and to establish Assessments for the infraction thereof;

(b) Suspend the voting rights, the right to use the recreational facilities on the Common Areas, and the services provided by the Association, including without limitation architectural review services, of a Member during any period in which such Member shall be in default in the payment of any Assessment levied by the Association or for any other violation of the Declaration, the Architectural Guidelines, or the Regulations;

(c) Exercise for the Association all of the powers, duties, and authority vested in or delegated to the Association and not reserved to the Membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

(d) Declare the office of a member of the Board of Directors to be vacant in the event such member (i) is absent from three (3) consecutive regular meetings of the Board of Directors unless such absence shall have been excused by of the Chairman of the Board of Directors or other person(s) authorized to do so, or (ii) is otherwise not in good standing as a Member of the Association, including without limitation failure to pay Assessments when due;

- (e) Employ a manager, an independent contractor, Treasurer of the Association or such other employees as they may deem necessary, to prescribe their duties and;
- (f) Levy Assessments and to collect from the Members all costs of collection, including but not limited to court costs and reasonable attorney fees, after required notice and hearing, for all infractions of the Association's Regulations, the Architectural Guidelines, the Declaration, Articles of Incorporation or these Bylaws.
- (g) Delegate, in part or in total, to any employee, agent, director, officer, contactor, manager or other appropriate entity, any power or authority given to the Board of Directors by the Covenants and Restrictions for the Community or these Bylaws.

8.2 Duties. It shall be the duty of the Board of Directors to:

- (a) Comply with the requirements of S.C Code Ann. § 33-31-701(d)(1) regarding Annual Meetings;
- (b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) Perform such other duties as required by the Declaration, the Articles of Incorporation or the Bylaws.
- (d) Take legal action where it is deemed prudent and to be in the best interest of the Association by the Board of Directors, including without limitation foreclosure of the lien against any Lot for which Assessments are not paid within thirty (30) days after the due date or to bring an action at law against the Owner or Co-owners personally obligated to pay the same as provided in the Declaration, or both;
- (e) Issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has paid. At all times the Association records with respect to payments made or due shall be deemed correct unless proper documentation to the contrary can be produced. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment. A reasonable charge may be made by the Board for the issuance of these certificates;
- (f) Procure and maintain liability and hazard insurance on property owned by the Association in amounts established by the Board of Directors in its sole discretion and with insurance companies licensed to do business in South Carolina with a Best rating of AA or better;
- (g) Cause and pay for all officers or employees having fiscal responsibilities to be bonded, as it may be deemed appropriate by the Board of Directors;
- (h) Cause the Common Area to be maintained.



8.3 Requirements: The Board shall not be authorized or obligated to initiate, and the Association shall not initiate, any judicial or administrative proceeding unless first approved by a vote of a majority of the entire Association Membership, except that no such approval shall be required for actions or proceedings: (1) initiated to enforce the provisions of the Declaration, these Bylaws, Architectural Guidelines, or Regulations; (2) initiated to challenge property taxation or condemnation proceedings; (3) to defend claims filed against the Association or to assert counterclaims in proceedings instituted against it. This Section 3 Of Article VIII of these Bylaws shall not be amended unless such amendment is approved by the same percentage of votes necessary to institute proceedings.

## 9. Officers And Their Duties

9.1 Enumeration of Offices. The offices of this Association shall be a President and Vice President, who shall at all times be Members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board of Directors from time to time by resolution create. Compensation for the officers and the employees of the Association shall be fixed by the Board of Directors of the Association. The Board of Directors may employ a Director as an employee of the Association, and may contract with and thereafter compensate that Director for the management of the Association.

9.2 Appointment of Officers. All officers shall be appointed by the Board of Directors.

9.3 Term. Officers of this Association shall be appointed annually by the Board, and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

9.4 Special Appointments. The Board of Directors may appoint such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Board of Directors may, from time to time, determine.

9.5 Resignation and Removal. Any Officer may be removed from office with or without cause by a majority (more than 50%) vote of the Board of Directors. Any Officer may resign at any time giving written notice to the Board of Directors, the President or Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

9.6 Vacancies. A vacancy in any office may be filled by appointment by the Board of Directors. The Officer appointed to such vacancy shall serve for the remainder of the term of the Officer he replaces.

9.7 Multiple Offices. The offices of Secretary and Treasurer may be held by the same person, otherwise no office may be held by the same person during the same time period. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices pursuant to Section 9.4.

9.8 Duties. The duties of the Officers are as follows:

(a) President. The President shall preside at all meetings of the Board of Directors; see that the orders and resolutions of the Board of Directors are carried out; shall sign all leases, mortgages, promissory notes, deeds and other written instruments and shall be authorized, along with the Treasurer and other authorized parties, to sign on all checking accounts. All Directors have the right to cast a vote, in any matter brought to a vote of the Board, including the President if the President is a Director. If any vote of the Board results in a tie, and the President has not already cast a vote, then the President shall cast the tie-breaking vote. Otherwise, a tie vote fails.

(b) Vice President. The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board of Directors.

(c) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the Members; keep the corporate seal of the Association and, if one is required, affix it on all papers requiring said seal; serve notice of meetings of the Board of Directors and of the Members; keep appropriate current records showing Members of the Association together with their addresses, authenticate the records of the Association and shall perform such other duties as required by the Board.

(d) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by Resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of accounts.

10. Committees And Architectural Control Authority

The Association's Board of Directors by majority vote shall appoint an Architectural Control Authority for the Community as provided in the Declaration. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purpose, including the establishment of a Nominating Committee as described herein. Compensation for committee members and for any employees of the Association assigned to or hired by these committees shall be fixed or approved by the Board of Directors of the Association.

11. Books, Records, And Publications

The books, records, publications, and papers of the Association shall at all times, during reasonable business hours or other reasonable circumstances, and preferably by appointment, be subject to inspection by any Member and by any holder, insurer, or guarantor of any first mortgage. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member, lender, insurer, or guarantor of any first mortgage at the principal office of the Association, where copies of any of the documents addressed in this paragraph may be purchased at a reasonable cost. Upon written request, and pursuant to the Act, any Member shall be entitled to inspect the latest financial statements and accounting records of the Association.

## 12 FUNDS AND BONDS

12.1 Payments and Depositories All monies collected by the Association shall be treated as the separate property of the Association. Other than the Driveway funding described in this Section, such monies may be applied by the Association to the payment of any of the expense of operating and managing the Association, or to the proper undertaking of all acts and duties imposed upon it by virtue of these Bylaws, the Articles of Incorporation and the Declaration.

Except Assessments collected for Driveway maintenance, as the monies for any Assessment is paid unto the Association by any Owner or Co-owner of a Lot the same may be commingled with the monies paid to the Association by the other Owners or Co-owners of Lots. All funds and other assets of the Association and any increments thereto or profits derived therefrom, or from the leasing or use of the Common Areas, shall be held for the benefit of the Association.

Only funding from Assessments collected for Driveway maintenance may be used for Driveway maintenance, insurance for the Driveway, management fees for managing the Driveway maintenance and any associated finances. The Driveway budget funds may accumulate reserves and shall be accounted for separately from all other Association funds. "Driveway" in this Section means and refers to the short-paved section connected on both ends to Richard Franklin Road and passing over and through Lots 2 through 7 of Phase One.

The depository of the Association shall be such bank or other Federally Insured depository as shall be designated from time to time by the Board of Directors and in which the monies of the Association shall be deposited. Withdrawal of monies from such accounts shall only be by checks signed by such persons as are authorized by the Board of Directors.

12.2 Bonds. At the discretion of the Board of Directors, fidelity bonds shall be required on all members of the Board of Directors, the Officers of the Association and any other persons, employees or entities handling or responsible for the funds of the Association. The amounts of such bonds shall be determined by the Directors, but if it is determined that bonds are to be obtained, they shall be at least equal to the amounts to be handled at any point by that person or entity. Unless verification that the bonds have been provided by such person or entity is obtained by or provided for the Board of Directors, the premiums for these bonds shall be paid by the Association as a common expense.

## 13. Corporate Seal

The Association may have, but is not required to have, a seal in circular form having within its circumference the words: Lakeside at Ballentine Homeowners Association, Inc.

14 Amendments Except as otherwise required herein, by law, by the Declaration or by the Articles of Incorporation of the Association, these Bylaws may be amended, by mail or at a regular or special meeting of the Members, by the affirmative casting of a majority (more than 50%) of all of the votes of the Association present in person or by proxy. Any provision hereof to the contrary notwithstanding, the Directors may, at any time and from time to time as they see fit, have the right

to cause this document to be amended to correct any clerical or scrivener's error(s) or to conform to the requirements of the Federal Housing Administration, the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation and other such secondary market agencies as the same may be amended from time to time.

15 Miscellaneous

15.1 In the case of any conflict of any Articles of Incorporation and these Bylaws or the Regulations of the Association, the Articles shall control; and in the case of any conflict between the Declaration, the Regulations, and these Bylaws, the Declaration shall control.

15.2 In case of any conflict with the provisions of the South Carolina Non-profit Corporation laws, such laws shall control. Such laws are incorporated herein by reference as if fully set out herein.

15.3 Subject to the right of the Board to set, or a ruling by the Internal Revenue Service, the fiscal year of the Association shall begin on the 1st day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

15.4 The Association shall indemnify an individual made a party to a proceeding because the individual is or was a Director or officer of the Association against liability incurred in the proceeding if the individual complies with the requirements of the South Carolina Non-Profit Corporation Act Section 33-31-851 and shall pay for or reimburse the reasonable expenses incurred by the director or officer who is a party to a proceeding in advance of final disposition of the proceeding if the director complies with terms of the South Carolina Non-Profit Corporation Act Section 33-31-853.

15.5 Good Standing: To be in Good Standing a Member must be current on payments of all Assessments and fees due to the Association. Members who are on a Board approved installment plan shall be considered current if payments on the installment plan are not delinquent. A Member is not in Good Standing if the Member has failed to comply with a violation letter and/or has not paid any associated fines. Members who are not in Good Standing shall not have the right to vote on Association matters or in elections of Directors, and they may not serve as a Director, or an Officer of the Association, or a member of any Committee of the Board. In addition, Members who are not in Good Standing, and their families, shall not be permitted to use any Common Area amenities of the Community including, but not limited to, the Clubhouse, the Pool, the boat ramp, and the playground.

Signature Page to Follow

IN WITNESS WHEREOF, the Association has caused this instrument to be executed and its seal to be affixed hereto this 29<sup>th</sup> day of MARCH, 2023.

SIGNED SEALED AND DELIVERED  
in the presence of:

LAKESIDE AT BALLENTINE  
HOMEOWNERS' ASSOCIATION, INC.

Jeanett Estes

Witness #1

JEANETT ESTES

Print Name

Linda H Cowart

Witness #2

Linda H Cowart

Print Name

By: M. Judson Smith (L.S.)

Print Name: M. Judson Smith for M&S Inc

Its: HOA TREASURER

STATE OF SOUTH CAROLINA )  
 )  
COUNTY OF Richland )

ACKNOWLEDGEMENT

I, Kelly Heckley, Notary Public for the State of South Carolina, do hereby certify that the within named M Judson Smith, as Treasurer of The Lakeside at Ballentine Homeowners' Association, Inc., personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this 29<sup>th</sup> day of March, 2023.

[Signature]

Notary Public for South Carolina  
My Commission Expires: 8/20/25

EXHIBIT A

CERTIFICATE OF COMPLIANCE

As acknowledged by the signature of the undersigned Officer of the Association, **THE LAKESIDE AT BALLENTINE HOMEOWNERS' ASSOCIATION, INC.** certifies:

- a) That there are **one hundred and seventy-three (173)** recorded Lots in **THE LAKESIDE AT BALLENTINE** development and therefore **one hundred and seventy-three (173)** Votes that may be cast by all of the Owners of Lots within the development (with one Vote/Lot);
- b) That the Owners of Lots in the development may cast Votes at a meeting of the Members in person or by proxy;
- c) That proper notice from the Association of a meeting to be held on **March 20, 2023** and of the Vote to be taken with respect to the amendment of the **Bylaws of The Lakeside at Ballentine Homeowners' Association, Inc.**, recorded at Book **2358** Page **841**, Richland County Registry (ROD) (hereinafter the "**Original Bylaws**") was provided in a mailing to all Members on **January 30, 2023**. In addition to other information related to the normal business to be conducted at the meeting, the notice included the time and place of the meeting; specific notice that a vote on the such amendment would take place at the meeting; a proxy form for those who wished to be represented at the meeting, but who could not attend; a copy of the proposed Amendment, along with a summary of the proposed changes to the Bylaws;
- d) That in accordance with the provisions of the Original Bylaws, the quorum requirement for a meeting where the Votes of the Owners may be cast is the representation, in person or by proxy, of ten percent (10%) of the Owners of all of the Lots within the community (or **eighteen (18)** Lots) represented;
- e) That in accordance with the provisions of the Original Bylaws, should a quorum **not** be present at such meeting of the Members (hereinafter, the "**Initial Meeting**"), the Initial Meeting may be adjourned and a new meeting of the Members called (hereinafter, a "**New Meeting**"), if so approved by majority vote of the Owners of Lots represented at the Initial Meeting;
- f) That in accordance with the provisions of the Original Bylaws, at any such New Meeting, the quorum requirement for such meeting shall be reduced to **one-half (1/2)** of the quorum requirement for the Initial Meeting (or **nine (9)** Lots);
- g) That at the Initial Meeting, all of the Owners of the **seventeen (17)** represented Lots voted affirmatively to adjourn the Initial Meeting and to call a New Meeting five (5) minutes after such adjournment, at which Votes on the decision as to whether to amend the Original Bylaws by the adoption of the Amended Bylaws referenced below;
- h) That a New Meeting was therefore called to order five (5) minutes after the adjournment of the initial meeting and that, at such New Meeting, the Owners of all **seventeen (17)** represented Lots cast their Votes affirmatively to amend the Original Bylaws by the adoption and recordation of the attached **Amended Bylaws of The Lakeside at Ballentine Homeowners' Association, Inc.** (hereinafter the "**Amended Bylaws**");
- i) And therefore, that the attached Amended Bylaws were approved and adopted by the affirmative Votes of the required majority of all of the Votes of the Owners of Lots represented at a duly called

meeting of the Members where a quorum was present, with an effective date of the Amended Bylaws being the same as their date of recordation with the Richland County Registry (ROD).

THE LAKESIDE AT BALLENTINE HOMEOWNERS' ASSOCIATION INC., a South Carolina non-profit corporation.

BY: M. Judson Smith (SEAL)  
M. Judson Smith for MKS, INC.  
(PRINT NAME)

Its: HOA TREASURER