

RESOLUTION ADOPTING
FIRST AMENDMENT TO THE BYLAWS
OF
SLEEPING INDIAN CONDOMINIUM OWNERS ASSOCIATION

This resolution is made by the Board of Directors at a meeting held on May 11, 2015;

WHEREAS ARTICLE VI, Amendments of the Bylaws provide that the bylaws may be amended by a vote of a majority of the voting Members; and

WHEREAS the Bylaws do not provide for voting, granting of proxies, written notice by electronic means, or holding of Board meetings by electronic means, and the Owners desire to provide for the same; and

WHEREAS a majority of the Sleeping Indian owners voted in favor of the proposed amendment per signed Owner Consent forms; and

WHEREAS the Board of Directors have counted and confirmed that a majority of owners voted in favor of the proposed amendment;

NOW THEREFORE BE IT RESOLVED that the Bylaws are amended per that First Amendment To Bylaws Of Sleeping Indian Condominiums as follows:

1. Paragraph Proxies, is deleted in its entirety and replaced with the following:

At each meeting of the Members, each Member entitled to vote shall be entitled to vote in person, electronically, or by proxy; provided, however, that the right to vote by proxy shall exist only where the instrument authorizing such proxy to act shall have been executed or sent electronically (e.g. e-mail, fax, text, etc.) by the Member himself or herself or by his or her attorney in fact. Any electronic proxy shall not require a signature to it provided it comes directly from the member. Any electronic proxy must be printed and placed in the HOA records the same as an originally signed proxy. Any electronic proxy can only be given to a Member present to vote in person; an electronic proxy can not be given to a Member that is voting electronically.

2. Paragraph Votes, is deleted in its entirety and replaced with the following:

With respect to each matter submitted to a vote of the Members, each Member entitled to vote at the meeting shall have the right to cast, in person, electronically, or by proxy, the number of votes pertaining to the undivided ownership interest of such Member. The affirmative vote of a majority of the votes entitled to be cast by the Members present, electronically, or represented by a proxy at a meeting at which a quorum was initially present shall be necessary for the adoption of any matter voted on by the Members, unless a great proportion is required by the Articles Of Incorporation, the Bylaws, the Declaration or by Wyoming law. Any electronic vote or ballot must be printed and placed in the HOA records the same as an originally signed vote or ballot.

3. There is hereby created a new paragraph of Article III, entitled Written Notice, to read as follows:

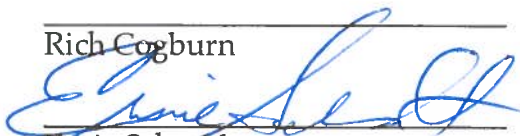
Any written notice or written consent required in these Bylaws or the Covenants (excepting an amendment to the Covenants) may be provided solely in electronic form (e-mail) to those Members who have provided e-mail addresses. Written notice shall be mailed, faxed, or delivered to Members without e-mail and to those Members who request such additional notice.

4. There is hereby created a new paragraph of Article III, entitled Board Meeting Via Electronic Means, to read as follows:

Attendance may be in person, by telephone, Skype, or other electronic means where the Board member can participate and attend in actual time.

Board of Directors:

Rich Cogburn


Ernie Schmidt



John Hall


Thomas H. Foley

Diana Pratt

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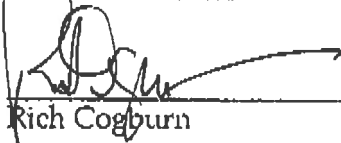
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