

First Amendment to the Bylaws of Hawthorn Village HOA, Inc.

WHEREAS, Hawthorn Village HOA, Inc. governs a planned urban development approved by the City of The Village and Declaration of Covenants, Conditions and Restriction of Hawthorn Addition are found in Book 11829, Page 558 filed on January 24, 2012 with the County Clerk of Oklahoma County, Oklahoma.

WHEREAS, The Plats recorded with the County Clerk of Oklahoma County, Oklahoma are:

Hawthorn Addition, Book 69, Page 23; Lots 1-19, Block 1; Lots 1-35, Block 2: Lots 1-8, Block 3; plus, Common Areas.

Hawthorn Addition Section 2, Book 70, Page 87; Lots 1-17, Block 1; Lots 1-25, Block 2; Lots 1-20, Block 3; plus, Common Areas.

Hawthorn Addition Section 3, Book 73, Page 50; Lots 1-4, Block 1; plus, Common Areas.

WHEREAS, The Board of Directors met on September 17, 2018 at a duly authorized meeting and all the Members of the Board of Directors unanimously approved the following amendments to the Bylaws of the Hawthorne Village HOA, Inc. as per ARTICLE IV, Section 7 of the Bylaws.

ARTICLE I, Section 2. PRINCIPAL OFFICE. The principal office of the corporation shall be 12020 North Pennsylvania Avenue, Oklahoma City, OK 73120.

ARTICLE III, Section 2. REGISTERED OFFICE. The registered office of the corporation shall be 12020 North Pennsylvania Avenue, Oklahoma City, OK 73120.

ARTICLE III, Section 2. REGISTERED AGENT. The Registered Agent shall be Michael Biddinger Real Estate, Inc., 12020 North Pennsylvania Avenue, Oklahoma City, OK, 73120.

ARTICLE IV shall be titled "BOARD OF DIRECTORS".

ARTICLE IV, Section 1. NUMBER. The first sentence shall be amended from three (3) Directors to "Three (3) to Five (5) Directors".

M HAWTHORN VILLAGE HOA
12020 N PENN AVE
OKC, OK 73120

ARTICLE IV, Section 2. ELECTION AND TERMS. This Section is removed and replaced with the following:

“At the annual meeting of 2018 of the Association the term of office of two of the Directors shall be fixed at two (2) years; and the term of office of three of the Directors shall be fixed at one (1) year. At the expiration of the initial term of office of each respective Director, his successor shall be elected to serve a term of two (2) years. The Directors shall hold office until their successors have been elected and hold their first meeting except as is otherwise provided.”

ARTICLE IV, Section 6. REMOVAL. This Section is removed and replaced with the following:

“All elected Members of the Board of Directors, or any one of them, maybe removed from office, with or without cause, by a 65% affirmative vote of the Members present in person or by proxy at any Annual Meeting or Special Meeting of Members. In case any one or more Directors be so removed, new Directors may be elected at the same meeting. The Board of Directors shall declare vacant the office of an elected Director if he be declared of unsound mind by an order of court, or convicted of a felony, or upon legal disqualification to serve as a Director, or not attend three successive meetings of the Board of Directors and fulfill such other requirements as these Bylaws specify.”

ARTICLE V, Section 5. NOTICE OF SPECIAL MEETINGS. Notice of the time and place of all Special Meetings of the Board of Directors shall be given to each Director shall include email.

ARTICLE VI, Section 1. ELECTION AND QUALIFICATIONS. The following sentences are removed in this Section:

“The Board of Directors, if it deems advisable, may elect at any time, as additional officers of this corporation, one or more Vice President, one or more Assistant Secretaries and/or one or more Assistant Treasurers, with such powers as the Board shall from time to time prescribe. The Board of Directors may require any officer or agent to give bond or other security for the faithful performance of their duties.”

ARTICLE VI, Section 2. TERMS AND COMPENSATION. This Section is removed and replaced with the following:

“The term of office of each of said officers shall be one year and shall be elected or reelected at the Annual Meeting of the Board of Directors. Officers of the corporation shall serve without compensation for their services but may receive reimbursement for expenses incurred when duly authorized by the Board of Directors.”

ARTICLE XI, Section 2. ANNUAL MEETINGS. This Section is removed and replaced with the following:

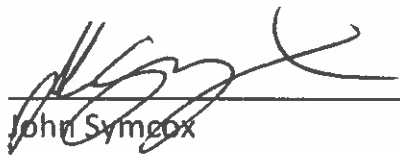
“Unless otherwise specified by the Board of Directors in the Notice of Annual Meeting of Members, the Annual Meeting of the Members shall be held at the principal office of the corporation at the hour of six o’ clock in the evening on the fourth Tuesday in October each year, or at a date and time set by the Board of Directors and included in the Notice of Annual Meeting of Members. At the Annual Meeting Directors of the corporation shall be determined, reports of the affairs of the corporation shall be considered, and any other business may be transacted which is within the powers of the Members to transact.

The written Notice for the Annual Meeting of the Members shall be mailed to Members at least ten (10) days before the Annual Meeting Date and no more than thirty (30) days before the Annual Meeting Date. The written Notice shall include the general nature of the business to be discussed, reviewed or voted on by the Members. In the case of an Annual Meeting of Members or Special Meeting of Members, before action may be taken at such meeting the written Notice must include information on any of the following proposals:

- a) To sell lease, convey, exchange, transfer or otherwise dispose of all or substantially all of the property and assets of the corporation;
- b) To amend the Bylaws;
- c) To amend the Articles of Incorporation, except to extend the term of corporate existence or change registered office or agent;
- d) To merge or consolidate with another corporation, domestic or foreign;
- e) To wind-up and dissolve the corporation;

- f) To adopt a plan of distribution of any consideration, other than money in the process of winding up; or
- g) To amend the Declarations.

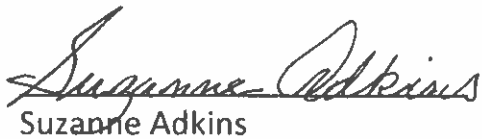
ARTICLE XI, Section 6. QUORUM, VOTING AND PROXIES. The first sentence shall be amended from at all meetings of Members (whether Annual, Special or Adjourned), the presence in person or by proxy in writing of the holders of a majority (50%) of the votes entitled to be cast for such meeting shall constitute a quorum for the transaction of business. This quorum requirement shall be amended to "at all meetings of Members (whether Annual, Special or Adjourned), the presence in person or by proxy in writing of the holders of a quarter (25%) of the votes entitled to be cast for such meeting shall constitute a quorum for the transaction of business".



 John Symcox



 Nancy Parrott



 Suzanne Adkins



 Richard Howell

STATE OF OKLAHOMA)
) ss:
 COUNTY OF OKLAHOMA)

This instrument was acknowledged and executed before me on September 17th 2018, by John Symcox, Nancy Parrott, Suzanne Adkins and Richard Howell, as Members of the Board of Directors of Hawthorn Village HOA, Inc.

(Seal)





 Notary Public
 My Commission Expires: 08/08/21
 My Commission # 13007182

20200422010556550
 Filing Fee: \$24.00

04/22/2020 12:28:44 PM
 AMEN

