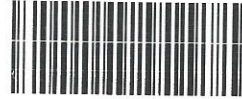


Recorded: 01/20/2021 02:46:33 PM  
BY: JULIANA DAVIS  
Cheryl L. House, Register of Deeds  
Dare County, NC  
Fee Amt: \$26.00 NC Excise Tax: \$0.00  
Land Transfer Fee: \$0.00

BOOK 2459 PAGE 524 (6)

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Prepared by and return to Bill Vendonkamp, 115 Trinitie Drive, Duck, NC 27949-4436

STATE OF NORTH CAROLINA  
COUNTY OF DARE

**AMENDMENT TO BY-LAWS OF PORT TRINITIE HOMEOWNERS ASSOCIATION**

AMENDMENT TO BY-LAWS OF PORT TRINITIE HOMEOWNERS ASSOCIATION IS MADE THIS 20<sup>th</sup> of January, 2021 by the Port Trinitie Homeowners Association, a North Carolina nonprofit corporation, hereinafter referred to as the "Association;"

WITNESSETH:

WHEREAS, Association is a nonprofit Corporation composed of all single-family home owners in Port Trinitie Subdivision; and

WHEREAS, Association previously established for the aforesaid Home Owners certain By-Laws which are set forth in that certain instrument entitled "By-Laws of Port Trinitie Homeowners Association" recorded Book 1759, page 443, Dare County Registry (hereinafter referred to as "By-Laws"); and

WHEREAS, pursuant to Article IX, Section 7 General Provisions, amendments may be adopted by the affirmative vote of the majority of the Board of Directors and the homeowners at a duly constituted meeting at which a quorum is present;

NOW, THEREFORE, Association, pursuant to a majority vote of its members at the Annual Member Meeting and pursuant to Article IX, Section 7 of the By-Laws does hereby amend the By-Laws of Port Trinitie Homeowners Association recorded in Book 1759, page 443, Dare County Registry to delete and/or amend Sections as follows:

ARTICLE I  
OFFICES

Section 1. Principal Office. The principal office shall be located at Port Trinitie Subdivision where all official records of the PTHOA shall be maintained at the following address: Seaside Management, Inc., 6365 N. Croatan Hwy, Suite D, Kitty Hawk, NC 27949.

Section 2. Registered Office. The registered office of the Corporation, which by law is required to be maintained in the State of North Carolina, to receive all legal notifications shall be located at Port Trinitie Subdivision at the following address: Seaside Management, Inc., 6365 N. Croatan Hwy, Suite D, Kitty Hawk, NC 27949.

## ARTICLE II

Section 2. Annual Meetings. The annual meeting of the members for the election of Directors and the transaction of such other business as may properly come before the meeting shall be held the day before the Port Trinitie Association Annual Membership meeting which is held the second Saturday in November each year unless if not a legal holiday, or if a legal holiday, then on the next secular day following.

**DELETE:** Section 9. Informal Action by Shareholders.

## ARTICLE III

Section 2. Number, Term of Office, and Qualifications. The Board of Directors of the Corporation shall consist of at least three (3) Directors and up to the maximum of five (5) Directors. In no event shall there be fewer than three (3) Directors as required under the Articles of Incorporation. Each Director shall be a member in good standing without delinquency in assessments and with no violations of Port Trinitie rules, PTHOA By-Laws, and Declaration of Covenants, Conditions, and Restrictions. Directors need not be permanent residents of North Carolina, but must own a home in Port Trinitie. Only one person from each home may serve on the Board of Directors at a time. Each Director shall serve in office for a term of one year to continue in office after his election and until his successor shall have been elected and qualified, or until his death, or until he shall resign or shall have become disqualified as described above, or shall have been removed in the manner hereinafter provided. In any event, if a director vacates his position during his term, all members shall be informed within 60 days by the Board when a vacancy occurs.

Section 3. Election of Directors. The Directors shall be elected by the plurality vote of the members in attendance in person or by proxy, or vote by email if virtual meeting, at the Annual Member Meeting provided a quorum is established. The persons receiving a plurality of votes that members cast on a single ballot that includes the names of all the nominees for Directors shall be elected Directors. If a vacancy occurs mid-term, please see Section 6 of this Article III.

Section 5. Removal of Directors. Any of the Directors elected by the members may be removed from office for violation of the (1) Port Trinitie Community Rules, (2) Declaration of Covenants, Conditions, and Restrictions, (3) Failure to participate in meetings, (4) Breach of fiduciary duties, or (4) Disqualification by a majority vote of the Board of Directors. Members may also remove a director by a majority vote of the members at a special meeting called for such purpose.

Section 8. Committee. The Board of directors may, by the vote of a majority of the Directors in office, designate one or more standing or ad hoc committees, each of which shall consist of at least one of the Directors, which committee shall make recommendations to the Board of Directors. The designation of

such committees shall not operate to relieve the Board of Directors or any individual Director of any responsibility or liability imposed upon it or him by law.

#### ARTICLE IV

##### MEETINGS OF DIRECTORS

Section 1. Regular Meetings. An annual meeting of the Board of Directors shall be held prior to or at the same time and place as the annual meeting of members. In addition, the Board of Directors may hold additional meetings.

Section 4. Notice of Meetings. Regular meetings of the Board of Directors may be held with five (5) days' notice to all Directors by mail, phone, or email.

Section 5. Quorum and Manner of Acting. ~~DELETE:~~ "The vote of a majority of the number of directors holding office shall be required to adopt a resolution appointing a committee pursuant to Section 8 of Article III of these By-Laws."

#### ARTICLE V

##### OFFICERS

Section 1. Number of Officers. The officers of the Corporation include a President, Vice President, Treasurer, and Secretary. Any two offices may be held by one person, except that the President cannot also serve as the Secretary. Any other combination of offices may be held by one Director. No officer shall sign or execute any document in more than one capacity. No matter how many offices are held by one person, officers are limited to a single vote.

Section 2. Election, Term of Office, and Qualifications. The Offices of the President, Vice President, Secretary and Treasurer shall be elected by the majority vote of the Board of Directors then in office. Any remaining Directors shall serve "at-large." The Officers shall hold office for one year until the next annual meeting of the Board of Directors, or from the date his successor shall have been duly chosen and qualified, or until his death, resignation, disqualification, or removal.

Section 4. Removal. Any of the Officers may be removed from office by a majority vote of the Board of Directors for violation of the (1) Port Trinitie Community Rules, (2) Declaration of Covenants, Conditions, and Restrictions, (3) PTHOA By-Laws, (4) Failure to participate in meetings, (5) Breach of fiduciary duties, or (6) Disqualification. Members may also remove a director by a majority vote of the members at a special meeting called for such purpose.

Section 9. Secretary. The Secretary shall serve as a director on the Port Trinitie Association Board of Directors, keep the minutes of the Board and Member meetings, and shall see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law. He shall assure that the records, minutes, books, reports, and documents of the Corporation be provided to the property management firm. He shall update and provide the Corporation's registered office or its principal office in the State of North Carolina, a record of the names and addresses of all members entitled to vote. In general, he shall perform all duties and have such other authority as, from time to time, may be assigned to him by the Board of Directors. The Secretary must co-sign any amendments filed the Dare County Registry of Deeds.

Section 10. Treasurer. The Treasurer shall serve as a director on the Port Trinitie Board of Directors and have supervision over the funds deposited and disbursed in a bank account established for the corporation for such purposes with both the Treasurer and another officer as a co-signer. He shall keep the bank statements, assure the deposit of PTHOA member fees/assessments received, and provide a report at Board and Member meetings on the sources and amounts of funds received and the bills paid as well as the bank account balance. The Treasurer will present the Association assessments to be paid and an annual PTHOA assessment for the members to approve at the Annual Member Meeting. The Treasurer shall obtain insurance quotations for Directors and Officers Liability Policy and assure timely payment of the annual premium due before January 1 of each year. The Treasurer's year-end report shall be maintained with the official documents of the Corporation, along with the Insurance Policy and provide it to the property management firm as the Registered Agent. The Treasurer shall prepare the annual Internal Revenue Service Homeowner Association Report 1120-H and obtain the Board's approval and signature by the President. The Treasurer's records shall be maintained for 7 years.

**RENUMBER** Section 10. Duties of Officers May be Delegated to Section 11.

**RENUMBER** Section 11. Salaries of Officer. To Section 12.

#### ARTICLE VIII

##### ADMINISTRATION OF THE SUBDIVISION

Section 2. Assessments. All Lot owners shall vote to approve and pay their share of the expenses according to the Declaration of Covenants, Conditions, and Restrictions for the Community Facilities established by the sister Association, Port Trinitie Association, at the annual Member Meeting of the PTA in November. All home owners shall also pay their share of the PTHOA expenses, including the Directors and Officers liability policy and incidental expenses incurred for business, such as filing amendments to the Declaration, By-Laws, US Postal mailing fees, obtaining signatures of members on such amendments, bank expenses, and the cost, if any, printing of Association records.

#### ARTICLE IX

##### GENERAL PROVISIONS

**DELETE** Section 1. Corporate seal.

**RENUMBER** Section 2. As Section 1.

Section 1. Fiscal Year: The fiscal year of the Corporation shall be January 1 to December 31.

**DELETE** Section 3. Dividends.

**DELETE** Section 4. Stock.

**RENUMBER** Section 5 to Section 2. Waiver of Notice.

**RENUMBER** Section 6 to Section 3. Inspection of Books and Records. The books, records, and papers of the Association shall be subject to inspection by any Member during reasonable business hours and as directed by North Carolina law within ten (10) days written notice to the President. The records may be provided in paper or electronic form as maintained by the Custodian. The Declaration of Covenants, Conditions, and Restrictions, the PTHOA By-Laws, and PTHOA Meeting Minutes and Attachments shall be available on the Property Manager's Website.

**RENUMBER** Section 7 to Section 4. Amendments. Except as otherwise herein provided, these By-Laws may be amended or repealed and new By-Laws may be adopted by the affirmative 2/3 vote of the Board of Directors holding office and 67% vote by the majority of the members, one vote per home.

IN WITNESS WHEREOF, Port Trinitie Homeowners Association has caused this instrument to be executed in its corporate name by its President and Secretary as the act and deed of said corporation by authority of its Board of Directors and members duly and legally given the day and year written above.

PORT TRINITIE HOMEOWNERS ASSOCIATION

By: Mari Dawson  
Mari Dawson, Secretary

NOTARIZED BY:

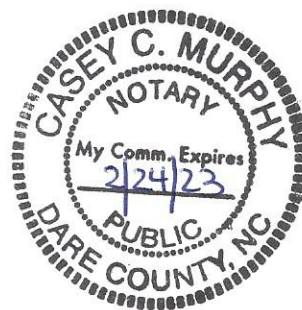
State of North Carolina

County of Dare

I, Casey C Murphy, a Notary Public for said County and State, do hereby certify that Mari Dawson personally appeared before me this day and acknowledged the due execution of the foregoing instrument. Witness my hand and official seal, this the 15 day of January, ~~2020~~: 2021.

Casey C Murphy  
Notary Public

My Commission expires: 2/24/23



By: [Signature]  
Bill Vendonkamp, President  
115 Trinitie Drive, Duck, NC 27949-4366

NOTARIZED BY:

State of North Carolina

County of Dare

I, Casey C. Murphy, a Notary Public for said County and State, do hereby certify that Bill Vendonkamp personally appeared before me this day and acknowledged the due execution of the foregoing instrument. Witness my hand and official seal, this the 19 day of January, ~~2020~~ 2021.

Casey C Murphy  
Notary Public

My Commission expires: 2/24/2023

