

PROPOSED AMENDMENT TO THE BYLAWS

In order to raise the level of training and knowledge for the SRCA Board of Directors, the following amendment to the Amended and Restated Bylaws of The Scottsdale Ranch Community Association 04/17/08 ("Bylaws") is being proposed on this year's Ballot.

Article IV, Section 1 of the Bylaws will be amended as follows (additions noted as **bold and underline**, deletions noted as ~~struck through~~):

Section 1. Number and Qualifications. The affairs of this Association shall be managed by a Board of Directors, who shall be Members of the Association in good standing, which means, for purposes of this section, that the Member may not be delinquent in the payment of any assessments to the Association. In addition, Members who wish to run for the Board shall also meet any other written criteria established by the Board. **Furthermore, to remain eligible and qualified to serve on the Board, each Director must complete Board training annually as described below.** The Board shall have the exclusive right of determining the affairs of the Association. The Board shall consist of not less than five (5) nor more than nine (9) Directors.

(a) Every Director serving on the Board for the first time and every Director serving on the Board again for the first time after eight (8) or more years or more since the Director last served on the Board must complete a minimum of four (4) hours and a maximum of six (6) hours of training in the first six (6) months after they are elected or appointed. All other Directors must complete a minimum of one (1) hour and a maximum of three (3) hours of training every year, within three (3) months of the annual meeting. The topics and providers of the training shall be as determined by the Board. If the Board provides or arranges for live, in-person training sessions, each Director shall make a good-faith effort to attend the trainings. However, the Board will provide at least one alternative training option in the event a Director is unable to attend the primary training due to extenuating circumstances. The Board may require that a Director attend live, in-person training or may allow Directors to review videos of prior training sessions. The Board may require proof of completion of required training, and the burden of providing satisfactory proof is on the Director completing the training. If a Director does not complete the required training by the deadline provided herein, the Board can determine that the Director is no longer qualified to serve on the Board, in which case the position will be deemed vacant until the Board appoints a replacement Director. The Board may allow exceptions to the deadline for training in hardship situations, but the Board may not waive the requirement for training. The training provided for herein is the minimum requirement and Directors are encouraged to pursue and attend other training and educational opportunities.