

AMENDMENT TO THE
BYLAWS OF
ROARING JUDY RANCH ASSOCIATION,
A Colorado nonprofit corporation

THIS SECOND AMENDMENT TO THE BYLAWS OF ROARING JUDY RANCH ASSOCIATION was adopted on July 9, 2017 by the Board of Directors of the ROARING JUDY RANCH ASSOCIATION, a Colorado nonprofit corporation.

Article III, Sections 1, 2, 3, 4 and 5 are deleted in their entirety and restated as follows:

ARTICLE III

Meetings

Section 1. Annual Meeting. The annual meeting of the membership shall be held on a Saturday in July or August of each year, at the address set forth in the notice of the meeting. The date will be determined by the board of directors. At the annual meeting the membership shall elect one or more members of the board of directors to fill positions, if any, created as a result of the expiration terms and transact such other business as may properly come before it.

Section 2. Special Meetings. Special meetings of the membership may be called at any time by a majority of the members of the board of directors. No business shall be transacted at a special meeting except as stated in the notice.

Section 3. Notice of Meeting and proposed issues subject to voting pursuant to these bylaws and the Protection Covenants. Notice of the date, place and time of the annual meeting, or any special meeting, shall be given to each member either by delivering such notice to the member personally, by email sent to the address on the official membership register maintained by the Secretary/Treasurer, or by mailing the same by United States mail. Notice shall be given not less than thirty days prior to the date of the annual meeting or not less than fourteen days prior to the date of any special meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the membership register of the corporation, with postage prepaid thereon.

With respect to any matter requiring a vote, within 20 days or more before the annual meeting, the member proposing the vote shall provide a full discription of the matter to the President, Secretary or Treasurer who shall, as soon as possible, inform the membership of such proposal.

Section 4. Quorum. A majority of the members of the corporation in good standing and in actual attendance in person or by proxy at any annual or special meeting of the corporation shall constitute a quorum at such meeting for the purpose of transacting business. If a quorum be present, the affirmative vote of the majority of the members present at such meeting in person or by proxy and entitled to vote on matter as to which there has been required notice shall be the act of the membership, unless the vote of a greater number is required by the Articles of Incorporation, the laws of the State of Colorado, or the Declaration of Protective Covenants, as amended from time to time, of Roaring Judy Ranch.

Section 5. Voting of Proxies. At all meetings of the members, a member may vote by proxy executed in writing by the member or by his duty authorized attorney in fact. Any proxy given with respect to a meeting in which a vote will be made as to any matter requiring a vote of members under the bylaws or Protective Covenants, shall expressly indicate the matter in which the member choses to vote. The form of proxy will specifically indicate the matters on which there will be a vote or votes. Proxies may be executed only after the issues requiring vote have been communicated to the members. Such proxy shall be provided in writing or by email to the President, Secretary or Treasurer of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution unless otherwise provided in the proxy.

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By _____

John L Murchison, Jr.