

With respect to all elections of Directors, each member shall be entitled to cast as many votes for Directors as there are Directors to be elected, provided, however, that no member may cast more than one vote for any person nominated as Director, it being the intent hereof that voting for Directors shall be non cumulative.

Section 8. The vote of any corporate, partnership or trust member may be cast on its behalf by any officer, partner or beneficiary of such member and any such member may appoint its officer, partner, beneficiary or any other member as its proxy. Any individual member may appoint only his or her spouse or another member as proxy. Each proxy must be filed with the Secretary prior to the commencement of a meeting, or at the time that proxies are called for. Proxies shall be valid only for the particular meeting designated thereon.

#### ARTICLE V.

##### BOARD OF DIRECTORS:

Section 1. The affairs of the Association shall be governed by a Board of Directors. Such governing body shall constitute the governing body referred to in the Horizontal Property Act of South Carolina as the Board of Administration and shall consist of five (5) persons. Each director shall be a unit owner or the spouse of a unit owner; or if a unit owner shall be a corporation, partnership or trust, then an officer, partner or beneficiary of such unit owner.

Section 2. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the corporation and shall have all powers and duties referred to in the Master Deed and the nonprofit corporation laws of South Carolina, and may do all such acts and things provided by the Horizontal Property Act of South Carolina to be done by a Board of Administration or by the unit co-owners collectively, except such acts or things as are by law or by these By-Laws or by the Master Deed directed to be exercised and done by the members individually. The powers of the Board of Directors shall include but not be limited to the following:

- (a) To elect the officers of the Association.
- (b) To administer the affairs of the Association and the Property.
- (c) To engage the services of manager or managing agent for the Property and to fix the terms of such engagement and the compensation and authority of such manager or managing agent.
- (d) To promulgate such rules and regulations concerning the operation and use of the Property or of the Common Elements as may be consistent with the Master Deed and these By-Laws and to amend same from time to time.
- (e) To provide for the maintenance, repair and replacement of the General Common Elements.
- (f) To estimate and adopt an annual operating budget and to provide for the assessment and collection from the unit co-owners