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ARTICLE VIII

Election of Directors.

Section 1. Election to the Board of Directors shall be by written ballot as hereinafter provided. At such election, the members or their proxies may cast, in respect of each vacancy, as many votes as they are entitled to exercise under the provisions of the recorded covenants applicable to the Properties. The names receiving the largest number of votes shall be elected.

ARTICLE IX

Powers and Duties of the Board of Directors.

Section 1. The Board of Directors shall have power.

(a) to call special meetings of the members whenever it deems necessary and it shall call a meeting at any time upon request as provided in Article XII, Section 2;

(b) to appoint and remove at pleasure all officers, agents and employees of the Association, prescribe their duties, fix their compensation, and require of them such security or fidelity bond as it may deem expedient. Nothing contained in these By-Laws shall be construed to prohibit the employment of any Member, Officer, or Director of the Association in any capacity whatsoever;

(c) to establish, levy and assess, and collect the assessments or charges referred to in Article III, Section 2;

(d) to adopt and publish rules and regulations governing the use of the Common Properties and facilities and the personal conduct of the members and their guests thereon;

(e) to exercise for the Association all powers, duties, and authority vested in or delegated to this Association, except those reserved to the members in the Charter of the Corporation, these By-Laws, or the Covenants;

(f) in the event that any member of the Board of Directors of this Association shall be absent from three (3) consecutive regular meetings of the Board of Directors without excuse, the Board may by action taken at the meeting during which said third absence occurs, declare the office of said absent Director to be vacant;

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