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RASHELLE HOBBS  
Recorder, Salt Lake County, UT  
MILLER HARRISON LLC  
BY: eCASH, DEPUTY - EF 6 P.

**FIRST AMENDMENT TO THE BYLAWS  
OF BIRKHILL TOWNHOME OWNERS' ASSOCIATION, INC.**

This First Amendment to the Bylaws of Birkhill Townhome Owners' Association, Inc. (the "**First Amendment**") is made and executed by the Board of Directors of Birkhill Townhome Owners' Association, Inc (the "**Association**") on the date set forth below and shall be effective upon recording in the Office of the Salt Lake County Recorder.

**RECITALS**

A. The Utah townhome project known as Birkhill Townhome was originally made subject to that certain instrument entitled *Declaration of Protective Covenants, Conditions, and Restrictions for Birkhill Townhome*, as recorded with the Salt Lake County Recorder on February 18, 2010 as Entry Number 10899706 (the "**Declaration**").

B. The *Birkhill Townhome Owners' Association, Inc. Supplemental Declaration of Protective Covenants, Conditions, and Restrictions for Birkhill Townhome* was recorded with the Salt Lake County Recorder on May 2, 2014 as Entry Number 1184532.

C. The *Bylaws of Birkhill Townhome Owners' Association, Inc.* were attached as an exhibit to the recorded Declaration (the "**Bylaws**").

D. Article XIII, Section 1 of the Bylaws states "The Board of Directors may amend these By-Laws at any time to add, change, or delete a provision unless otherwise prohibited by applicable law, or it would result in a change of the rights, privileges, preferences, restrictions, or conditions of a membership class as to voting, dissolution, redemption, or transfer by changing the rights, privileges, preferences, restrictions, or conditions of any class of members."

E. The Board of Directors of the Association wishes to amend the Bylaws to address the timing of the Annual Meeting of the members. Such amendment does not affect the rights of a membership class as to another membership class. In fact, because the developer has turned over control to the owners, there is only one class of members in the Association.

F. Addressing the timing of the Annual Meeting of the members will allow the Association greater flexibility in meeting the needs of the Association and its members, and will avoid holiday conflicts that arise by having the Annual Meeting in December of each year.

G. The Board of Directors of the Association also wishes to amend the Bylaws to re-set staggered terms of Board Members (as currently contemplated under the

Bylaws) and to establish two (2) year terms for Board Members. Such amendments do not affect the rights of a membership class as to another membership class.

H. The Board of Directors has adopted this First Amendment by a majority vote and the undersigned hereby certifies that such vote was obtained.

I. This First Amendment affects the real property situated in Murray, Salt Lake County, Utah, described with particularity on Exhibit A, and shall be binding on all parties having or acquiring any right, title, or interest to the property or any part thereof.

### **FIRST AMENDMENT**

**NOW, THEREFORE**, the Association hereby amends the Bylaws as follows:

(1) Article III, Section 1 (Annual Meetings) of the Bylaws is hereby stricken in its entirety and shall read as follows:

Section 1. Annual Meetings. The Annual Meeting of the Members shall be held in April of each year on a day and time established by the Board. The Board may from time to time, by resolution, change the month, date, and time for the Annual Meeting.

(2) Article IV, Section 2 (Term of Office) of the Bylaws is hereby stricken in its entirety and shall read as follows:

Section 2. Term of Office. Each director shall be elected for a term of two (2) years. The terms shall be staggered and overlap so that elections for the Board of Directors positions are held each year (3 one year, and 2 the next year). At the Annual Meeting held in 2020, the Members will elect three (3) directors to a term of two (2) years and elect two (2) directors to a term of one (1) year, to re-establish term staggering. Thereafter, directors shall be elected for terms of two (2) years. If director terms become un-staggered for any reason, the Board may provide for the re-staggering of terms in a manner the Board deems appropriate. Directors may serve consecutive terms if reelected.

**CERTIFICATION**

IN WITNESS WHEREOF, this First Amendment was duly approved by a majority of the Board of Directors of the Birkhill Townhome Owners' Association, Inc.

**Birkhill Townhome Owners' Association, Inc.**  
A Utah Nonprofit Corporation

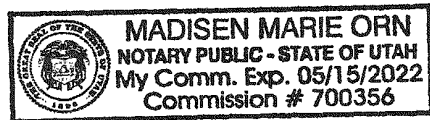
Erik T. Butters  
By: Erik T. Butters

Its: President

State of Utah            )  
County of Salt Lake ) ss.    )

On the 03 day of January 2010, personally appeared before me ERIK T. BUTTERS who by me being duly sworn, did say that she/he is the President of Birkhill Townhome Owners' Association, Inc., and that the foregoing instrument is properly signed and executed.

Notary Public Madisen Marie Orn



**EXHIBIT A**  
**LEGAL DESCRIPTION AND PARCEL NUMBERS**

**PHASE 1**

**Birkhill Phase 1 2<sup>nd</sup> Amended Plat**

Lots 101-110, Birkhill Phase 1 2<sup>nd</sup> Amended Plat, on file and of record in the office of the Salt Lake County Recorder.

Parcel Numbers:	Lot 110	21:01:229:033:0000
	Lot 109	21:01:229:034:0000
	Lot 108	21:01:229:035:0000
	Lot 107	21:01:229:036:0000
	Lot 106	21:01:229:037:0000
	Lot 105	21:01:229:038:0000
	Lot 104	21:01:229:039:0000
	Lot 103	21:01:229:040:0000
	Lot 102	21:01:229:041:0000
	Lot 101	21:01:229:042:0000

**Birkhill Phase 1 4<sup>th</sup> Amended Plat**

Lots 111-119, Birkhill Phase 1 4<sup>th</sup> Amended Plat, on file and of record in the office of the Salt Lake County Recorder.

Parcel Numbers:	Lot 112	21:01:229:053:0000
	Lot 111	21:01:229:054:0000
	Lot 113	21:01:229:055:0000
	Lot 114	21:01:229:056:0000
	Lot 115	21:01:229:057:0000
	Lot 116	21:01:229:058:0000
	Lot 117	21:01:229:059:0000
	Lot 118	21:01:229:060:0000
	Lot 119	21:01:229:061:0000

**PHASE 2**

**Birkhill Phase 2 Amending Lot 202 Plat**

Common Area and Lots 201-260, Birkhill Phase 2 Amending Lot 202 Plat, on file and of record in the office of the Salt Lake County Recorder.

Parcel Numbers:	Common Area	21:01:229:063:0000
	Lot 243	21:01:229:064:0000
	Lot 242	21:01:229:065:0000
	Lot 241	21:01:229:066:0000

**Birkhill Phase 2 Amending Lot 202 Plat cont....**

Lot 240	21:01:229:067:0000
Lot 239	21:01:229:068:0000
Lot 238	21:01:229:069:0000
Lot 237	21:01:229:070:0000
Lot 236	21:01:229:071:0000
Lot 235	21:01:229:072:0000
Lot 234	21:01:229:073:0000
Lot 201	21:01:229:074:0000
Lot 202	21:01:229:075:0000
Lot 203	21:01:229:076:0000
Lot 204	21:01:229:077:0000
Lot 205	21:01:229:078:0000
Lot 206	21:01:229:079:0000
Lot 207	21:01:229:080:0000
Lot 208	21:01:229:081:0000
Lot 209	21:01:229:082:0000
Lot 210	21:01:229:083:0000
Lot 211	21:01:229:084:0000
Lot 212	21:01:229:085:0000
Lot 244	21:01:229:086:0000
Lot 245	21:01:229:087:0000
Lot 246	21:01:229:088:0000
Lot 247	21:01:229:089:0000
Lot 248	21:01:229:090:0000
Lot 249	21:01:229:091:0000
Lot 250	21:01:229:092:0000
Lot 251	21:01:229:093:0000
Lot 252	21:01:229:094:0000
Lot 260	21:01:229:095:0000
Lot 259	21:01:229:096:0000
Lot 258	21:01:229:097:0000
Lot 257	21:01:229:098:0000
Lot 256	21:01:229:099:0000
Lot 255	21:01:229:100:0000
Lot 254	21:01:229:101:0000
Lot 253	21:01:229:102:0000
Lot 233	21:01:229:103:0000
Lot 232	21:01:229:104:0000
Lot 231	21:01:229:105:0000
Lot 230	21:01:229:106:0000
Lot 229	21:01:229:107:0000
Lot 228	21:01:229:108:0000
Lot 227	21:01:229:109:0000
Lot 226	21:01:229:110:0000

**Birkhill Phase 2 Amending Lot 202 Plat cont....**

Lot 225	21:01:229:111:0000
Lot 224	21:01:229:112:0000
Lot 223	21:01:229:113:0000
Lot 213	21:01:229:114:0000
Lot 214	21:01:229:115:0000
Lot 215	21:01:229:116:0000
Lot 216	21:01:229:117:0000
Lot 217	21:01:229:118:0000
Lot 218	21:01:229:119:0000
Lot 219	21:01:229:120:0000
Lot 220	21:01:229:121:0000
Lot 221	21:01:229:122:0000
Lot 222	21:01:229:123:0000