

**AMENDED AND RESTATED RESOLUTION OF
CONTINENTAL COUNTRY CLUB, INC
BOARD OF DIRECTORS**

POLICIES AND PROCEDURES FOR COUNTING WRITTEN CONSENT FORMS

WHEREAS, Continental Country Club, Inc. (the “Association”) is governed by the Amended and Restated Articles of Incorporation of Continental Country Club, Inc. (the “Articles”), and the Second Amended and Restated Bylaws (the “Bylaws”);

WHEREAS, Article II, Section 2.6 of the Bylaws states: “The Board of Directors will have the authority to govern this corporation by making and directing policy on all matters relating to the objectives for which it has been formed”;

WHEREAS, Written Consent forms for proposed amendments to the Amended and Unified Declaration of Restrictions Continental Country Club (“Unified Declaration”) were mailed to the Owners of Lots subject to the Unified Declaration;

WHEREAS, the Board of Directors wishes to establish policies and procedures for the orderly, fair and impartial counting of the consent forms to adopt the proposed amendments to the Unified Declaration;

WHEREAS, the Board of Directors wishes to amend the prior Resolution adopted by the Board on January 30, 2018.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby establishes and adopts the following updated policy and procedures for the counting of the written consent forms to the proposed amendments to the Unified Declaration.

1. Review of Written Consent Forms: The Association’s management staff shall review the consent forms for completeness when received and ensure that the number on the consent form matches the number provided to the owner. No counting or tallying of affirmative or negative responses will be made prior to the official counting of the consent forms. The official counting will not occur until after at least 812 written consent forms have been received. This number represents the number of affirmative consent forms necessary to approve the amendments to the Unified Declaration. If, after the initial official counting, the proposed amendments have not passed, the Board will determine whether additional official counting sessions will occur. If such additional counting sessions will occur, management staff will determine the time, place, and location to be determined in the sole discretion of the Board.

2. Termination of Process: The process for approving the proposed amendments to the Declaration will terminate if, as of March 31, 2018, the Association has not yet received at least 812 written consent forms. If the process terminates before 812 written consent forms have been received, the Association does not intend to count the written consent forms. However, the Association will send out a new written consent form in the form attached to this Resolution by June 1, 2018.

3. Notice: Two groups of Owners have formed in relation to the proposed amendments to the Declaration: the CCC Homeowners and the HomeOwners for Private Property Rights ("HOPPR"). The Association will give notice to representatives of the CCC Homeowners and HOPPR who have been in contact with the Association's management staff, and to the attorneys of owners who have contacted Continental Country Club on this issue, regarding the date, time and location of any counting by the Association of the consent forms. Notice will be given not less than 7 days prior to the official counting. Notice may be given in writing, by e-mail, in person, or by phone.

4. Tallying of Consent Forms: If the consent forms are to be tallied, the tallying of the consent forms will be conducted and/or overseen by the Association's management staff, attorney, and/or inspectors of election appointed by the Board. The tallying of the consent forms will take place in a single room. The Association's management staff may select no more than two individuals who oppose the proposed amendments and no more than two individuals who support the amendments to be present in the room during the tallying of the consent forms. These individuals must remain more than four feet away from the Association's management staff, attorney, and/or inspectors of election, and must not interfere with the tallying process. If any of these individuals will not comply with these requirements, they will be asked to leave the room until the tallying is completed. Counting will occur in the upstairs Board room, so that anyone else who wishes to observe can observe through the window to the Board room. Once counted, the tally of the consent forms will be announced.

CERTIFICATION

The foregoing Amended Resolution was adopted by the Board of Directors on , 2018, replaces all prior versions of the Resolution, and shall remain effective until such Resolution is modified, rescinded or revoked.

CONTINENTAL COUNTRY CLUB, INC.

Signature Bill McGrath

Printed Name BILL McGRATH
President