



WINONA LAKES PROPERTY OWNERS ASSOCIATION

BALLOT

The following proposed amendment to the Winona Lakes Bylaws is being submitted to all Owner Members in good standing by the W.L.P.O.A. Board of Directors for a vote. In order to have your vote count, the within ballot must be completed and returned to the office of the accounting firm Kirk, Summa & Co., LLP no later than the close of business on July 10th 2010. In order for the amendment to pass it must receive the affirmative majority of votes by the Owner Members voting on the amendment.

Article VII- "Board of Directors shall be amended to add section 7.6a which shall read as follows:

Section 7.6a- A Board Member of the Board of Directors of the Association may be removed from his/her office, with or without cause, by a majority vote of the Owner Members in good standing of the Winona Lakes Property Owners Association. In order for a Board Member or Board Members to be removed by a majority vote of the Owner Members in good standing, a petition to remove a Board Member or Board Members must be signed by at least (15%) percent of the Owner Members in good standing and must be submitted to the Board of Directors at a regularly scheduled meeting. Upon receipt of a petition, the Association Secretary shall transmit to the President the petition who shall then deliver to the Association Solicitor the petition along with a list of members in good standing. The Association Solicitor shall verify and qualify all signatures. The Association Solicitor shall present to the Board at the next regular meeting, the petition along with a recommendation to either ratify or reject the petition. Should the petition be recommended for ratification by the Association Solicitor, the Board shall ratify the petition at that meeting. Upon any proper ratification of any petition, the Board shall within 7 days, send to all Owner Members in good standing a ballot to remove the Director or Directors. The ballot shall be mailed with a return addressed envelope of the Association Auditor for that fiscal year. All ballots must be received within 30 days of the date of mailing and shall remain in the possession of the Association Auditor at all times to be counted and tabulated on the first business day following the 30 day voting period. Should the 30 day period end on a Sunday or a legal holiday, the voting Owner Member will have until the close of the next business day for the ballot to be received.

Should any Director or Directors be removed, within 7 days the Association Auditor shall send a notice to all Owner Members in good standing notifying the membership of the vacancy or vacancies. For a period of 21 days from the vacancy notice mailing date, any Owner Member in good standing may, in person submit an approved application along with an optional biography of 250 words or less for the vacant position at the Association Office during regularly scheduled hours of operation. At the end of the application period, the Community Manager shall mail to all Owner Members in good standing a ballot with the names of the eligible candidates along with their uncensored biographies if submitted by the candidate. The return ballots shall be mailed back in the official addressed envelope to the Association Auditors. All ballots must be received within 30 days of the date of mailing and shall remain in the possession of the Association Auditor at all times to be counted and tabulated on the first business day following the 30 day voting period. Should the 30 day period end on a Sunday or legal holiday, the voting member will have until the close of the next business day for the ballot to be received. Should the Board of Directors be removed in its entirety, the Association Solicitor and the Community Manager shall administer the affairs of the Association and have full financial signature authority until such time as a new Board of Directors can be seated following a mail ballot election with ballots cast by Owner Members in good standing and overseen by the Association Solicitor and Community Manager.

The undersigned Owner-Member in good standing hereby votes to (circle one):

- Approve the proposed amendment
Disapprove the proposed amendment

Print name _____ Signature _____

Lot and Section _____ Date _____