

**AMENDMENTS TO THE BYLAWS
OF THE TIMBERS ASSOCIATION**

The following Amendments to the Bylaws of The Timbers Association were duly adopted by the membership at Special Meeting at which quorum was present on May 11, 2004:

Article III, Section 3:

Section 3. Each Owner shall have the right to vote, in person or by proxy, his Membership or Memberships, in the Association. When more than one person owns an interest in any Lot, all such persons shall be Members, but only one Membership may be voted for each Lot. If more than one person is entitled to a vote, such vote may be exercised by any one of them, unless any objection or protest by another holding that vote is made prior to the completion of a vote, in which case the vote for such membership shall not be counted.

Article V, Section 1:

Section 1. Number. Subject to the provisions of Section 2(c) below, the affairs of the Association shall be managed by a Board of seven (7) Directors, who shall be members of the Association.

Article V, Section 2:

Section 2.

(a) Election: Following adoption of this provision of the Bylaws, subject to the transition provisions set forth below, Board members shall be elected to three year terms, staggered such that approximately one-third (1/3) of the Board seats are filled by election at each Annual Meeting.

(b) Transition provision: Prior to the adoption of this provision of the Bylaws, five director terms expired at the 2004 Annual Meeting, and two director terms expired at the 2005 Annual Meeting. To prevent this provision from reducing the term of any director currently serving, the following provisions shall apply to transition to the three-year staggered Board term system:

(1) At the 2004 Annual Meeting, the terms of five directors expire. At that meeting, three directors shall be elected to three year terms; two directors shall be elected to two year terms.

(2) At the 2005 Annual Meeting, the terms of two directors elected in 2003 shall expire. Their successors shall be elected to three year terms.

(3) At the 2006 Annual Meeting, the terms of two directors elected in 2004 shall expire. Their successors shall be elected to three year terms.

(4) At each Annual Meeting thereafter, directors whose terms are expiring shall be elected to three year terms. Thus:

- At the 2007 Annual Meeting, and every three years thereafter, three directors shall be elected; and
- At the 2008 Annual Meeting, and every three years thereafter, two directors shall be elected; and
- At the 2009 Annual Meeting, and every three years thereafter, two directors shall be elected.

(c) If no person is nominated to fill a seat on the Board of Directors, or if no person that the Board finds to be sufficiently qualified is available to fill any vacancy, the Board may allow a seat to remain vacant until the next Annual Meeting, at which time the seat will be open for election for the balance of the seat's term. However, the Board shall make every effort to operate with at least five members.

Article V, Section 3:

Section 3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a Director, the successor shall be selected by the remaining Members of the Board and shall serve until the next election. At that time, a new Director will be elected by the membership to fill the remainder of the original term.

Article VI, Section 1:

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly, at such place and hour as may be fixed from time to time by resolution of the Board. Notice of the time, date and place of each meeting of the Board of Directors shall be published where it is reasonably calculated to be available to a majority of the lot owners and shall be sent by first-class mail or e-mail to any lot owner requesting such notice. A lot owner may make a request to be notified on a continual basis of any such meetings which request shall be made at least once a year in writing and include the lot owner's name, address, zip code, and any e-mail address as appropriate. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Article VI, Section 2:

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two (2) directors, after not less than three (3) days' notice to each director. Notice, reasonable under the circumstances, of special or emergency meetings shall be given contemporaneously with the notice provided members of the Association's Board of Directors conducting the meeting.

Article VII, Section 1:

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting, provided that persons representing at least six votes must, by

petition or by statement at the meeting, support any nomination from the floor before it is accepted. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for selection to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made only from among the members of the Association.

Article IX, Section 1:

Section 1. The Board of Directors shall appoint an Environmental Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees to advise them as deemed appropriate. Such committees include:

(a) A Recreation Committee to advise the Board of Directors on all matters pertaining to the Association's recreational program. The committee shall ensure the orderly and timely operation of the pool and club house. The committee shall also promote safety and cleanliness in accordance with Fairfax County Regulations.

(b) A Finance Committee to present all phases of financial status of the Community to the Board of Directors. The committee shall advise and make recommendations to the Board. The Committee shall prepare an annual budget for approval by the Board and presentation to the membership. The committee shall also supervise the annual audit of the Association's books and statement of income and expenditures to be presented the membership at its regular annual meeting, as provided in Article XI, Section 8 (d). The Treasurer shall be an ex officio member of the committee.

(c) A Maintenance Committee to assure good care and maintenance to all common areas within the development. The committee shall also assure appropriate types of trees and shrubs are planted within the common areas.

(d) A Neighborhood Watch Committee to act in accordance with the standards set by the Fairfax County Police for Neighborhood Watch Programs. The committee shall ensure safety and minimize crime within our specified area.

(e) A Communications Committee to provide a forum of communication between both residents and the Board of Directors. The committee shall report items of interest to the community in a timely manner. The committee also shall, after consulting with the Board, make such public releases and announcements as are in the best interests of the Association.