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New Castle County Recorder MISC

Towers Of Valley Run

ADDENDA AND AMENDMENTS TO THE CODE OF REGULATIONS AND RULES OF CONDUCT

The following addendum and amendments have been duly adopted to the Code of Regulations and the Rules of Conduct governing the administration and management of **THE TOWERS OF VALLEY RUN, Valley Run Drive, Brandywine Hundred , New Castle County, Delaware**, a condominium project submitted to the provisions of Title 25, Chapter 22 of the Delaware Code by Declaration dated the 22nd of April, 1980, and recorded in the Office of the Recorder of Deeds, in and for New Castle County, Delaware, in Deed Record C, Volume 119, Page 117. The Code of Regulations and the Rules of Conduct are recorded in Deed Record C, Volume 110, page 133, in the aforesaid Recorder's Office.

ADDENDA AND AMENDMENTS TO THE CODE OF REGULATIONS

Article II Meetings; Notice Thereof; Waiver

Delete paragraph 1. (c): *"The organizational meeting of Unit Owners, at the time provided for in the Declaration, shall be called in accordance with the provisions governing special meetings set forth above. No special meeting shall be called by petition until after this organizational meeting is held.*

Insert: "In addition to the scheduled annual election meeting in April, there shall be a semi-annual election meeting of the owners in October in which the Council is to present their progress and the state of the building.

Delete the third sentence of 2. (a): *" This election shall be conducted by the incumbent President."*

Insert: "This election shall be conducted by the newly elected president."

Delete 2. (c): *"Regular meetings of the Council shall take place at intervals of four (4) months or less."*

Insert: "...intervals of two (2) months or less."

Under Article III Quorum; Vote; Proxies; Order of Business

1. Requisites for a Quorum, Section 1.

Delete (b): " The presence, in person, of five (5) Council members shall constitute quorum for the transaction of business by the Council, except that for the purposes of the annual meeting, all members must be present.

Insert: “The presence, in person, of three (3) Council members shall constitute a quorum for the transaction of business by the Council, except that for the purposes of the annual meeting, all members must be present.”

Article III, Section 2 :

Delete: “The vote of a majority of Council members present and voting at a Council meeting shall be sufficient for the transaction of business by the Council.”

Insert: “The vote of three (3) Council members shall be sufficient for the transaction of business by the Council.”

3. PROXIES:

Add as the second to last sentence: “To be deemed valid the said proxy form shall require no more and no less than the owner’s; name, phone number, unit number(s) owned; assignee of proxy; signature and date.”

Also insert (as last paragraph): “The Towers proxy form shall be distributed to all owners with every notice of an owner’s meeting.”

4. Order of Business:**Insert as the first sentence:** “All meetings shall follow Roberts Rules of Order.

Insert as 5. OWNER APPOINTED COMMITTEES: “Five unit owners or more may spontaneously form a committee for the purpose of presenting before all unit owners a vote on any issues legally relating to the Towers of Valley Run, Inc. The committee must present notice to the Council President of their formation and the date, time and place of their first meeting, in which Council members shall be allowed to attend but not participate except as expressed herein. At the committee’s first meeting a secretary shall be elected to record the minutes, and a chairman will be elected who will conduct the meeting. The committee membership shall consist of all non-Council owners present. The first order of business will be for the committee, through majority vote, elect the committee’s name and issues it will address, as proposed, item by item, through motions to the floor. The Chairman will assign at least one volunteer to investigate and record all data regarding each issue passed by the committee. If one or more Council members are present, the committee shall recognize a single Council member for not less than five (5) minutes on each issue motioned to the floor. Before adjourning, the committee will schedule its follow-up meeting not more than thirty (30) days and not less than five (5) days from that time. Within forty-eight (48) hours of meeting, the Chairman will supply the Council with a copy of the committee meeting’s minutes. At the committee’s follow-up meeting if ¾ of the committee’s membership is present, the committee investigators will present their findings and open the floor for debate. The committee will then vote on each issue’s worthiness for action. On the elected issues, the committee as a whole, or elected sub-committee, will draft advisements to the Council. The Chairman will present the final draft of the advisements to the Council President. At that point the Council shall call a special meeting of the owners in accordance with the by-laws. Enclosed with the mailed notice of the special meeting, the committee shall have the right to include their advisements in a form that the owners could vote on each issue by mail. All advisements elected by the owners at the special meeting will become binding directives to be executed by Council.

ARTICLE IV

1. Number and Qualifications of Members. *Delete “There shall be five (5) members of the Council, who shall be either residents of the State of Delaware or Unit Owners, but who need not be both, and who shall be bondable; except that the Council appointed by the Developed before the first meeting of Unite Owners may consist of only three (≠) members.”*

Replace first sentence with: : “There shall be five (5) members of Council, who shall be unit owners of the Towers of Valley Run and who shall be bondable.”

Insert as last sentence of paragraph: Anyone being in a position, or who comes into a position, in which their representation of the Towers owners would be in financial or other conflict with their own interests would be disqualified from seeking or remaining on the Council.”

2. Term of Office: *Delete the entire paragraph.*

Replace with: Each member of the Council shall come up for election each year at the meeting of the owners scheduled for that purpose. If none of the five (5) incumbent candidates receive the required majority vote for re-election, the single incumbent candidate receiving the most votes will be deemed elected to the new Council, leaving a maximum of four (4) freshman Council members at each election.”

3. Vacancies: *Delete: Vacancies on the Council caused by removal shall be filled by Vote of the Unit Owners at a special meeting held for that purpose as soon as practical after the vacancy has occurred. Vacancies caused by death r incapacity shall be filled by majority vote of the remaining Council members.*

Replace and insert the first two sentence with: “Vacancies on the Council shall be filled by an election held at a special owner’s meeting to be called as soon as practical, unless an owner’s meeting is already scheduled to be held within 120 days, in which case the election shall occur then. Vacancies must be officially announced and candidates sought via the newsletter or separate letter notice to owners at least ten (10) days prior to the election.”

Insert (as a new heading) “Removal and Vacancies:” “A Council member may be immediately suspended for misconduct by notice served with the signature of three (3) other Council members. Unless the suspended Council member resigns, there will be a special meeting of the owners called in a timely fashion in which the suspended member will be given a hearing and a vote by the owners deciding the issue of permanent removal or acquittal and reinstatement to the Council.”

ARTICLE V **ELECTIONS AND KINDS OF OFFICERS**

Delete the paragraph: “The Council shall elect each year at its annual meeting from among its members a President, a Secretary and a Treasurer. “

Insert: “Immediately following the election of the new Council at the annual election meeting, the owners shall elect the President according to election procedures provided in Article IV 4. All other officers will then be elected at the Council’s annual meeting.

Delete *“The offices of Secretary and Treasurer may be filled simultaneously by one person.*

Insert: “No member can hold more than one office, except in the sharing of duties left by a vacancy.”

ARTICLE VI DUTIES OF OFFICERS

Insert: 2. (d): “in addition to the offices of President, Secretary and Treasurer, the Council shall contain the offices of Vice President and Compliance Officer. The Vice President’s duties would include assisting the President in carrying out issues decreed by Council. The Vice President will preside over meetings in the absence or by appointment of the President. The compliance officer would be responsible for insuring the by-laws are properly followed; would rule on motions of points of order to the floor of meetings; be the mediator for owners bringing disputes to the Council and act as liaison to legal counsel for the Towers.”

Delete the last sentence in 2. c: *“In the President’s absence, the Treasurer shall act as President Pro Tem at any duly convened meeting.”*

Insert in Article 2 (a) as the fourth sentence: “All direct hirings by Council must be publicly advertised.

Insert as Article 2 (e) : “Each officer of Council shall be responsible for contributing to a Towers bimonthly newsletter to the owners. The President shall provide the primary news and statements. The Vice President shall provide the status of old business. The Secretary shall attach minutes of all recent meetings. The Treasurer would provide the financial summary. The Compliance Officer shall report on any uncured breaches of the by-laws and provide a summary of any owner’s grievances brought to Council. And, owners shall have the right to the publishing of their own submissions, with a maximum draft of 150 words.”

Article IX PROMULGATION AND AMENDMENT

2. **Amendments to the code of Regulations.** Delete: *“The Council may from time to time amend the Code of Regulations.”*

Insert: “The Code of Regulations may only be amended by a majority of the unit owners.”

Article VII - Work on Common Elements and Units

Add paragraph 5 to Article VII: “5. Damage to unit caused by a non-common element. It shall be the responsibility of the unit owner(s) to pay for any losses to their property , or other unit owner’s property, which may occur from any failure or occurrence not caused by a fault or failure of a common element. Claims for such losses should be filed by unit owner(s) with their carrier of condominium insurance and with the Towers Condominium Association insurance carrier in order to minimize their out of pocket expenses.”

If any of the above proposed revisions are in conflict with the Unit Properties Act or governing law, they will be revised in the least invasive way as to conform to the law as well as maintain their obvious intent.

The above by-laws that are adopted by the unit owners will be incorporated into the existing by-laws.

The amendments to the Code of Regulations are submitted for record in the Office of the Recorder of Deeds in and for New Castle County, Delaware, by authority of the Council of the Towers of Valley Run, this 8th day of February 2002.

BY: Frank Bonislowski pres.
Frank Bonislowski, TVR Council President

ATTEST: Genia Gerlach
Genia Gerlach, TVR Council Secretary

STATE OF DELAWARE:
: SS.
NEW CASTLE COUNTY:

Be it remembered that on this 15 day of February, A.D. 20, personally came before me, a Notary Public for the State and County aforesaid, Frank Bonislowski, TVR President and Genia Gerlach, TVR Secretary, parties to this instrument, known to me personally to be such, and they acknowledged this instrument to be their act and the act and deed of the Council of the Towers of Valley Run.

Melanie Crutch
Notary Public
My Commission Expires Feb. 23, 2002