

WHEREAS, the attached Third Amendment of the By-Laws to the Master Deed of The Gatherings Horizontal Property Regime was recorded on November 17, 2020, in the Office of the Register of Deeds for Beaufort County, South Carolina in Book 3936, Page 0839-0841; and

WHEREAS, the Third Amendment of the By-Laws to the Master Deed of The Gatherings Horizontal Property Regime indicates there should be an attachment, "Exhibit A".

WHEREAS, the attachment "Exhibit A" was not recorded with the Third Amendment of the By-Laws to the Master Deed of The Gatherings Horizontal Property Regime

NOW THEREFORE, the attached Third Amendment of the By-Laws to the Master Deed of The Gatherings Horizontal Property Regime is herein re-recorded to include the Attachment, "Exhibit A".

Prepared by:
THE BANNON LAW GROUP, LLC
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STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)
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**THIRD AMENDMENT OF THE
BY-LAWS TO THE MASTER DEED OF
GATHERINGS HORIZONTAL
PROPERTY REGIME**

THIS AMENDMENT to the Declaration of Covenants Conditions and Restrictions running with certain lands of The Gatherings Inc. and Provisions for Membership in The Gatherings, Horizontal Property Regime and to the By-Laws of the Master Deed for The Gatherings Horizontal Property Regime is made this 14 day of November, 2020.

WITNESSETH

WHEREAS, The Gatherings Horizontal Property Regime (“Regime”) was established by Master Deed dated September 27, 1984 and recorded September 27, 1984 in Deed Book 404 at **Page 622** the Office of the Register of Deeds for Beaufort County, South Carolina (“Master Deed”); and

WHEREAS, The By-Laws were established in the Master Deed as Exhibit “E” and recorded, September 27, 1984 in Deed Book 404 at Page 653 in the Office of the Register of Deeds for Beaufort County, South Carolina (“By-Laws”) and Amended on October 23, 2001 and recorded on July 23, 2002 in Book 1608 at Page 1980 in the Office of the Register of Deeds for Beaufort County, South Carolina.

WHEREAS, by virtue of the Master Deed, Article V, Section 1. 2 allows for the By-Laws to be amended from time to time.

WHEREAS, Article IV, Section 1 of the By-Laws, titled “Directors” calls for the Association to be governed by a Board of Directors,

WHEREAS, the Powers and Duties conducted as a member of the Board of Directors are outlined in Article IV, Section 12 of the By-Laws,

WHEREAS, the Regime’s Board of Directors has proposed the adoption of specific codes and conducts, attached as **Exhibit “A.”**

WHEREAS, each new member of the Board of Directors would have to follow the code and conduct or be subject to immediate removal from the Board.

AND;

WHEREAS, Article III, titled Meeting of the Membership, Section 3. Annual Meeting states:

“The annual meeting shall be held at 11:00 a.m. Eastern Standard Time, on the 2nd Friday of November of each year....”

WHEREAS, by virtue of the Master Deed, Article V, Section 1. 2 allows for the By-Laws to be amended from time to time, the date and time for the annual meeting shall change to 9:00 a.m. Eastern Standard Time, on the 2nd Saturday of November each year.

WHEREAS, such amendments will take effect as of the date in which they were recorded in the Office of the Register of Deeds for Beaufort, SC; and

NOW THEREFORE, through the process set forth in the Master Deed, and By-Laws, Article X, by a vote of sixty six (66%) percent or more of the Unit Owners, Article IV, Section Thirteen (13) shall hereby amended as set forth below:

Section 13. Code of Conduct

Upon membership into The Board of Directors for The Gatherings Horizontal Property Regime, each new member must review and sign the Code of Conduct, Attached Exhibit “A”. Each board Member shall be held to the standard of the Codes and Conduct. Failure to do so may result in immediate disqualification from The Board of Directors for The Gatherings Horizontal Property Regime.

NOW THEREFORE, through the process set forth in the Master Deed, and By-Laws, Article X, by a vote of sixty six (66%) percent or more of the Unit Owners, Article III, titled Meeting of the Membership, Section 3. Annual Meeting hereby be stricken as previously written and replaced and incorporated as set forth below:

Section 3. Annual Meeting

The annual meeting shall be held at 9:00 a.m. Eastern Standard Time, on the 2nd Saturday of November each year for the purpose of electing Directors and

transacting any other business authorized to be transacted by the members, provided, however, that if that day is a legal holiday, the meeting shall be held at the same hour on the next secular day following. At the annual meeting, the members shall elect by plurality vote (cumulative voting prohibited) a Board of Directors, and shall transact such other business as may properly be brought before the meeting.

IN WITNESS WHEREOF, THE GATHERINGS HORIZONTAL PROPERTY REGIME, by and through its duly authorized President in her capacity as such, and being duly authorized pursuant to the proposed amendment vote which occurred _____ and was passed by more than sixty six (66%) percent of eligible members, has caused this amendment to the BY-LAWS OF THE MASTER DEED OF THE GATHERINGS HORIZONTAL PROPERTY REGIME I to be executed this 14 of November, 2020.

We so adopt:

[Signature]
AS AGENT

Witness 1

[Signature]

Witness 2/Notary

[Signature]
The Gatherings Horizontal Property Regime

By: [Signature]
The Gatherings HOA President

STATE OF SOUTH CAROLINA)
COUNTY OF BEAUFORT)

ACKNOWLEDGMENT

I, the undersigned Notary, hereby certify that before me, in the State and County aforesaid, personally appeared Kris Kronlein known to me (or satisfactorily proven) to be person(s) whose name(s) is/are subscribed to the within Second Amendment to the By-Laws of the Master Deed for The Gatherings Horizontal Property Regime, who acknowledged the due execution of the foregoing Deed.

Witness my hand and seal this 14 day of NOV., 2020.

[Signature]
Print Notary Name MARK T. MEGLIORE
My Commission Expires: 9/26/2024

MARK T. MEGLIORE
Notary Public, State of South Carolina
My Commission Expires 9/26/2024

Sworn to and subscribed
before me this
14 day of NOV., 2020

Exhibit A

THE GATHERINGS HOMEOWNERS' ASSOCIATION, INC

BOARD OF DIRECTORS CODE OF CONDUCT

WHEREAS, **THE GATHERINGS HOMEOWNERS ASSOCIATION** is a duly-organized owners association registered with the South Carolina Secretary of State as a non-profit corporation, and charged with enforcing the terms of the Master Deed, By-Laws, and Covenants of **THE GATHERINGS HORIZONTAL PROPERTY REGIME I**.

WHEREAS, the Board of Directors ("Board") of **THE GATHERINGS HOMEOWNERS ASSOCIATION, INC.** ("Association") has the authority and responsibility to make decisions for the benefit of the entire community, and

WHEREAS, the Board wishes to ensure that it and its individual members ("Board Member") maintain a high standard of ethical conduct in the performance of the Association's business, and to ensure that the Association's members maintain confidence in and respect for the entire Board,

1. **Board Members shall act in the best interests of the Association as a whole.** Board Members serve for the benefit of the entire community, and shall, at all times, strive to do what is best for the Association as a whole. Board Members shall not use their positions as such for private gain, for example:
 - No Board Member shall solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking a contractual or other business or financial relationship with the Association.
 - No Board Member shall seek preferential treatment by the board, any of its committees, or any contractors or suppliers.
 - No Board Member shall accept a gift or favor made with the intent of influencing a decision or action on any official matter.
 - No Board Member shall receive any compensation from the Association for serving on the Board.
 - No Board Member shall willingly misrepresent facts to advance a personal cause or influence the community to advance a personal cause.
 - No Board Member shall use his/her position to enhance his/her financial status through the use of certain contractors or suppliers.

The above list of examples is offered for illustration purposes only, and is not intended to be exclusive.

2. **Board Members shall comply with governing documents and relevant law.**

Board Members shall use their best efforts at all times to make reasonable decisions that are consistent with the Master Deed, By-Laws, and other governing documents of the Association, and to be familiar with all such documents. Board Members shall likewise comply with and make decisions that are consistent with all applicable laws, including, but not limited to, refraining from discriminating against any person on the basis of race, color, religion, national origin, gender, family status, or mental or physical disability.

3. **Board Members shall set high standards for themselves as Association members.** Board Members shall hold themselves to the highest standards as members of the Association, and shall in all ways comply with the provisions of the Association's governing documents.
4. **Board Members shall work within the Association's framework and refrain from unilateral action.** Board Members shall at all times work within the Association's framework and abide by the system of management established by the Association's governing documents and the Board. The Board shall conduct business in accordance with state law and the Association's governing documents, and shall act upon decisions duly made, and no Board Member shall act unilaterally or contrary to such decisions. Toward that end, no Board Member shall seek to have a contract implemented that has not been duly approved by the Board, nor promise anything not approved by the Board to any contractor, supplier, or otherwise.
5. **Board Members shall behave professionally at meetings.** Board Members shall conduct themselves at all meetings, including board meetings, annual meetings of the members, and committee meetings, in a professional and businesslike manner. Personal attacks against other Board Members, Association members, residents, officers, management, or guests are not consistent with the best interests of the community and will not be tolerated. Language at meetings shall be kept professional. Though differences of opinion are inevitable, they must be expressed in a professional and businesslike manner.
6. **Board Members shall maintain confidentiality when appropriate.** Board Members shall at all times maintain the confidentiality of all legal, contractual, personnel, and management matters involving the Association. Board Members shall also maintain the confidentiality of the personal lives of other Board Members, Association members, residents, and management staff.
7. **Board Members shall disclose conflicts of interests.** Board Members shall immediately disclose to the Board any perceived or potential conflict of interest regarding any aspect of the business operations of the Association.
8. **Board Members shall refrain from defaming anyone in community.** Board Members shall not engage in defamation, by any means, of any other Board Member, Association member, resident, or management staff member. The Association shall deem any Board Member who engages in defamation to be acting outside the scope of his authority as a Board Member.
9. **Board Members shall refrain from interfering with management staff and contractors.** No Board Member shall interfere with the duties of management staff or any contractor executing a contract in progress. All communications with contractors must go through the Board of Director President or Management Company, or must otherwise be in accordance with Board policy.
10. **Board Members shall refrain from divulging personal information about any Association owner or resident that was obtained in the performance of board duties.** No Board Member shall reveal to any unit owner, resident or other third party the discussions, decisions and comments made at any meeting of the board properly closed or held in executive session.

AS A MEMBER OF THIS BOARD, I WILL:

- Be committed to fulfilling the mission and vision of THE GATHERINGS HOMEOWNERS ASSOCIATION.
- Keep all confidential Board information, confidential.
- Focus my efforts on THE GATHERINGS HOMEOWNERS ASSOCIATION and not my personal goals.
- Serve on a committee and/or task force in a leadership capacity.
- Refrain from using my service on this Board for my own personal advantage or for the advantage of my friends or associates.
- Respect and support the majority decisions of the Board.
- Immediately disclose to the Board any perceived or real conflict of interest as soon as I have knowledge of the potential conflict.
- Approach all Board issues with an open mind, prepared to make the best decisions for everyone involved.
- Do nothing to violate the trust of those who elected or appointed me to the Board or of those we serve.
- Never exercise authority as a Board Member except when acting in a Board meeting or as I am delegated by the Board or its President.
- Consider myself a Fiduciary of this organization and do my best to ensure that it is well maintained, financially secure, growing and always operating within the best interests of those we serve; the members.

Date _____

BOARD OF DIRECTORS SIGNATURES

	NAME	BOARD TITLE
1.	_____	_____
2.	_____	_____
3.	_____	_____
4.	_____	_____
5.	_____	_____