

**EXHIBIT B**  
**Amendments to the Bylaws for Westchase Community Association, Inc.**

**1. Article III, Section A4 is hereby modified and amended as follows:**

Section 4. Election and Term of Office. Notwithstanding any other provision contained herein:

(a) Each Director shall serve for a term of two (2) years. ~~Staggered terms are permitted.~~The terms of the Directors shall be staggered so that approximately one-half (1/2) of the Directors shall be elected each year.

(b) New Directors shall be elected by Voting Members present at the annual meeting and take office at the end of the annual meeting. Each Voting Member shall be entitled to cast one (1) vote with respect to each vacancy to be filled. There shall be no cumulative voting. Directors shall be elected by a plurality of those Voting Members present at the annual meeting of the Association.

(c) Directors may be elected to serve any number of consecutive terms.

(d) The Directors shall hold office until their respective successors have taken office.

(e) In the event the Voting Members fail to elect a sufficient number of Directors to fill all vacancies on the Board of Directors at the annual meeting, the Board shall call a special meeting of the Voting Members, to be held not more than thirty (30) days after the annual meeting, for the purpose of electing Directors to fill any such vacancies. If any such vacancies remain following such a meeting, the Board may continue to call special meetings of the Voting Members for the purpose of electing Directors to fill any vacancies, with each such special meeting being held not more than thirty (30) days after the most recent such special meeting called for such purpose, until all vacancies are filled.