

ciary of such member and any such member may appoint its officer, partner, beneficiary or any other member as its proxy. Any individual member may appoint only his or her spouse or another member as a proxy. Each proxy must be filed with the secretary prior to the commencement of a meeting, or at the time that proxies are called for. Proxies shall be valid only for the particular meeting designated thereon.

ARTICLE V.

BOARD OF DIRECTORS:

Section 1. Initially the Association shall be administered by the Developer pursuant to Article VII Section 3. Thereafter, the affairs of the Association shall be governed by a Board of Directors which shall consist of five (5) persons. Except for such member as may be appointed by the Developer in accordance with the provisions of the Regime, each Director shall be an Unit owner or the spouse of an Unit owner; or if an Unit owner shall be a corporation, partnership or trust, then an officer or beneficiary of such Unit owner.

Section 2. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association and shall have all powers and duties referred to in the Master Deed and may do all such acts and things provided by the Horizontal Property Act of South Carolina to be done by a Counsel of Co-owners or by the Unit Co-owners collectively, except such acts or things as are by law or by these By-Laws or by the Master Deed directed to be exercised and done by the members individually. The powers of the Board of Directors shall include but not be limited to the following:

- (a) To elect the officers of the Association;
- (b) To administer the affairs of the Association and the Property;
- (c) To engage the services of manager or managing agent for the Property and to fix the terms of such engagement and the compensation and authority of such manager or managing agent;

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