

BY-LAWS OF SADDLEWOOD FOUNDATION, INC.

ARTICLE 1

Name, Membership and Definitions

Section 1: Name. The name of the Association shall be the Saddlewood Foundation, Inc., (hereafter sometimes referred to as the “Association”).

Section 2: Membership. The Association shall have One (1) class of membership as set forth in the Declaration of Covenants, Conditions, and Restrictions for Saddlewood Foundation, Inc. (said Declaration, as amended, renewed, or extended from time to time, is hereinafter sometimes referred to as the “Declaration”). Every person or entity who is a record owner of a fee simple title or undivided interest in any Single-Family Lot within the Property shall automatically be a member of the Saddlewood Foundation. Any person or entity who holds such interest merely as security for the performance of an obligation shall not be a member.

Section 3: Definitions. The words used in these By-Laws shall have the same meaning as set forth in said Declaration, unless the context shall prohibit.

ARTICLE 2

Foundation Records and Required Disclosures

Section 1:

The Foundation will provide the following once per year in writing:

- A. The name of the association and the community.
- B. The names of the Board of Directors, The Officers and contact information
- C. The initial date and recording of the Declaration of Covenants and any changes within 90 days of such change.

The Foundation will make the following information available to the Members 90 days following the end of the Foundations fiscal year:

- A. The date the Foundation’s fiscal year commences (January 1).
- B. The Foundation’s current fiscal year budget.
- C. The annual financial assessments, including any amounts held in reserve from previous year(s).
- D. The results of any financial audits or reviews from the previous year and the current year.
- E. A list of all Foundation insurance policies (Including the company name, policy limits, deductibles, additional named insureds and expiration dates).
- F. The Foundation’s bylaws, covenants and rules and regulations and other governing documents.

- G. The minutes of all executive board and annual or special meetings for the previous and current year.

The above information will be made available in at least one of the following ways:

- A. Posting on internet at the Association website, “saddlewoodhoa.org”
- B. By e-mail if requested by the member and said member furnishes the Secretary with a web address, or
- C. By US mail, or personal delivery *when requested*.

Inspection of the records by the Members.

All books and records of the Foundation shall be made available for inspection by any member of the Association or by his or her duly appointed representative at a reasonable time and for a purpose reasonably related to his or her interest as a member by contacting the Foundation President or Secretary.

Rules for Inspection. The Board shall establish reasonable rules for member inspection as follows:

- A. Notice to be given to the custodian of the records by the member desiring to make the inspection;
- B. Hours and days of the week when such an inspection may be made; and
- C. Payment of the cost of reproducing copies of documents when requested by a member.

Inspection by Board Members. Every Board Member shall have the absolute right at any reasonable time to inspect all books, records, and documents of the Association and the physical properties owned or controlled by the Association. The right of inspection by a Board Member includes the right to make extracts and copies of documents at the expense of the Association.

Section 2: Foundation Records (effective January 1, 2006)

The Foundation shall keep, as permanent, the following:

- A. The minutes of all annual or special membership and Board meetings.
- B. All actions taken by the Board pursuant to written ballots rather than at a meeting.
- C. All actions taken by a committee on behalf of the Board.
- D. All waivers of notice requirements (if any) for annual or special membership meetings, executive board, committee, or additional meetings.

The Foundation will maintain the following at its principal place of storage.

- A. Articles of organization, declaration, covenants, bylaws, minutes of all Board meetings and resolutions and annual or special membership meetings and a record of all actions taken by The Board without a meeting in the past three years.
- B. All written communications from the Foundation to Members for the past three years.
- C. A list of names and business or home addresses of the current Board Members and officers.
- D. The most recent annual report if any.
- E. All financial audits or reviews, if any. From the previous three years.
- F. A list of all Members who are entitled to vote.

ARTICLE 3

Association Meetings, Quorum, Voting and Voting Proxies

Section 1: Place of Meetings. All Meetings of the Association shall be held at a suitable place convenient to the Members as determined by the Board of Directors.

Section 2: Conduct of Meetings. The President or his designee shall preside over all meetings of the Association. The Secretary (or designee) shall take minutes and record the proceedings of each meeting and record all resolutions adopted at the meeting, as well as a record of all transactions occurring thereat.

Section 3: Association Board Meetings.

- A. All regular and special meetings of the Association's Board, or committee thereof, shall be open to all Members of the association or their representative. An owner's representative must have written authority.
(NOTE: Advance notice of intent to attend board meetings is expected as meetings are held in the private homes of the board Members.)
- B. When requested, Agendas for these meetings shall be made reasonably available for examination by all Members of the association or their representatives.
- C. Notices of agendas may be posted by electronic means when requested and an e-mail address is furnished. Electronic notices of a Special Meeting shall be given as soon as possible but at least twenty-four (24) hours before the meeting.
- D. Members shall be permitted to attend, listen and speak at an appropriate time, during the proceedings; except that, for regular and special meetings of the board, Members who are not Board Members may not participate in any deliberation or discussion unless expressly authorized by a vote of the majority of a quorum of the Board.
- E. The Board may place reasonable restrictions on those persons speaking during the meeting. Eligible Members wishing to speak may do so before the Board takes formal action on the item under discussion. The Board shall provide for a reasonable number of persons to speak from each side of an issue.
- F. Conflicts of interest- Board Members – If any contract, decision, or other action taken by or on behalf of the Board would financially benefit any member of the Board or any person who is a parent, grandparent, spouse, child, or sibling of a member of the Board or spouse of any of those persons, the member of the Board shall declare a conflict of interest for that issue. The Board member shall declare the conflict in an open meeting, prior to any discussion or action taken on that issue. The member may participate in the discussion but shall not vote on that issue.

Section 4: Annual Membership Meetings. Annual meetings of the Members shall be held at least once each year. Notice shall be given not less than ten (10) or more than fifty (50) days in advance of any meeting of the Foundation Members.

Section 5: Special Membership Meeting. The President, a majority of the Board, or five (5) percent of the eligible foundation Members (i.e., to be an “eligible foundation member”, Association dues, and any applicable fees, shall be paid in full), may call a special membership meeting. Notice of the special meeting shall be the same as the annual membership meeting. No business shall be transacted at a special membership meeting except as stated in the notice. Any proposed changes to the “HOA Covenants” must follow rules as described in that document.

Section 6: Notice of Annual and Special Membership Meetings.

- A. Notice of Annual or special membership meetings shall be given to Members by posting in a conspicuous place, such as the mail kiosk, on the Saddlewood web site, or sent by the Foundation Secretary to each owner in a newsletter, or sent prepaid through the U.S. Mail, to the last known mailing address of each owner, as designated by the owner. Telephonic, electronic or e-mail posting may also be used if the address is provided by the member and e-mail notice is preferred.
- B. The Notice shall state the time and place of the meeting and the items on the agenda, including the general nature of any proposed amendment to the Declaration or by-laws, any budget changes, and any proposal to remove an officer or member of the board.
- C. Waiver of notice of a meeting of the Members shall be deemed the equivalent of proper notice. Any member may, in writing, waive notice of any meeting of the Members, either before or after such meeting. Attendance at a meeting by a member, whether in person or by proxy, shall be deemed waiver by such member of notice of the time, date, and place thereof, unless such member specifically objects to lack of proper notice at the time the meeting is called to order. Attendance at a special meeting shall also be deemed waiver of notice of all business transacted thereat unless objection to the calling or convening of the meeting, of which proper notice was not given, is raised before the business is put to vote.

Section 7: Quorum. Except as otherwise provided in these By-Laws, the presence in person or proxy by one-fourth (1/4) (35 Members) of the Members shall constitute a quorum at all annual or special membership meetings of the Association. Any provision in the Declaration concerning quorums is specifically incorporated herein.

Section 8: Majority of Members. As used in these By-Laws, the term “majority” means that when a quorum is present and a vote is taken, a simple majority (50% plus 1) causes the motion to pass or fail.

Section 9: Adjournment of Meetings. If any meeting of the Association cannot be held because a quorum is not present, a majority of the Members who are present at such meeting, either in person or by proxy, may adjourn the meeting to a time not less than five (5) or more than thirty (30) days from the time the original meeting was called. At the rescheduled meeting, if a quorum is present, any business, which might have been transacted at the meeting originally called, may be transacted. If a time and place for the adjourned meeting is not fixed by those in attendance at the original meeting or if for any reason a new date is fixed for the adjourned meeting after adjournment, notice of the time and place of the adjourned meeting shall be given to Members in the manner prescribed for regular meetings.

The Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum, provided that any action taken shall be approved by at least a majority of the Members required to constitute a quorum.

Section 10: Executive Session. The Board may, with approval of a majority of a quorum, adjourn an Annual or Special Meeting and reconvene in executive session to discuss and vote upon appropriate matters, litigation in which the Association is or may become involved. The order of business to be considered in executive session shall first be announced in open session.

Section 11: Voting Rights. Eligible foundation members have the right to vote, such voting rights or proxy voting rights are specifically incorporated herein.

- A. Votes on any matter affecting the common interest of the Foundation Members on which all Members are entitled to vote shall be by secret ballot.
- B. Votes for positions on the executive board shall likewise be taken by secret ballot.
- C. Ballots shall be counted by a neutral third party or by Members selected at random from a pool of Members present at the meeting, and who are not candidates for office.
- D. The results of the vote shall be reported without identifying information of any kind indicating how a member voted.
- E. Members shall be entitled to One (1) vote for each Single-Family Lot with or without a house built upon it.
- F. When more than one person holds ownership interest or interests in any Single-Family Lot, all such persons shall be Members, and the vote provided for herein shall be exercised as they among themselves determine. However they collectively shall be entitled to one (1) vote per lot.

- G. Only the record owner of the property shall be entitled to a vote in the Foundation whether he, in fact, occupies the Property or not. In no event shall more than one (1) vote be cast with respect to any Single-Family Lot.

Section 12: Voting by Proxy. Members may vote in person or by proxy.

- A. All proxies shall be in writing and filed with the Foundation Secretary before the appointed time of each meeting.
- B. A proxy is void if it is not dated and signed or purports to be revocable without notice.
- C. The proxy may be revoked by actual notice of revocation to the person presiding at the meeting.
- D. A proxy terminates eleven months after its date, unless it provides otherwise. A Proxy shall not be valid if obtained through fraud or misrepresentation.
- E. A written form of proxy or printed ballot may provide an opportunity to specifically approve or disapprove any proposal.
- F. The association is entitled to reject a vote, consent, written ballot, waver, proxy appointment, or proxy appointment revocation if the Secretary or other officer or person authorized to tabulate the votes, acting in good faith, has reasonable basis for doubting the validity of the signature.
- G. The association and its officers or agents who accepts or rejects a vote as noted in (b) are not liable in damages for the consequences of the acceptance or rejection. The vote is valid unless a court of competent jurisdiction determines otherwise.

Section 13: Nomination of Board Members.

- A. A Nominating Committee shall seek nominations for election to the Foundation Board. The Nominating Committee shall consist of a Chairperson, who shall be a member of the Board, who will not be on the ballot, and two (2) or more eligible Members of the Association. Members interested in serving on the Nominating Committee may contact any member of the Board.
- B. The Nominating Committee shall be appointed by the Board not less than thirty (30) days prior to each annual meeting of the membership and will serve from the close of such annual meeting until the close of the next annual meeting, and such appointment shall be announced at each such annual meeting.
- C. The Nominating Committee shall make as many nominations for election to the Board as it shall in its discretion determine, but in no event less than the number of vacancies or terms to be filled. Nominations shall be permitted from the floor. All candidates shall have a reasonable opportunity to communicate their qualifications to the Members and to solicit votes.
 - A. Board Members shall be elected at the annual membership meeting.

B. The terms of the Board Members shall be fixed at the time of their election, as they among themselves shall determine, and may be staggered.

ARTICLE 4:

The Board of Directors:

Section 1: Governing Body. Those who are elected to The Board of Directors shall govern the affairs of the Association.

Section 2: Number of Board Members. The number of Board Members shall be not less than three (3) nor more than nine (9), as the Board of Directors may from time to time determine by resolution.

Section 3: Officers of the Board. Each year following the annual meeting, The officers shall be elected by the Board Members, and shall consist of a President, Vice President, Secretary, and Treasurer or a Secretary-Treasurer. No person shall hold more than one office.

Section 4: Term of Office. Officers will be elected for a one year period and may be reelected the next year.

Section 5: Powers and Duties. The officers of the Association shall each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties .as may from time, to time be specifically conferred or imposed by the Board. The President shall be the chief executive officer of the Association. The Treasurer shall have primary responsibility for the preparation of the budget, collection of dues, fees and payment of expenses and charges.

Section 6: Agreements, Contracts, Deeds, Leases, and Checks. All agreements, contracts, deeds, leases, checks, and other instruments of the Association shall be executed by at least two (2) officers or by such other person or persons as may be designated by resolution of the Board of Directors.

Section 7: Vacancy. A vacancy in any office arising because of death, resignation, removal, or otherwise will be filled by the Board for the unexpired portion of the term.

Section 8: Resignation. Any Board Member or Officer may resign, at any time, by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Section 9: Removal of any Officer or Board Member.

- A. the Board may remove any Officer or Board Member whenever in its judgment the best interests of the Association will be served thereby provided there is just cause.
- B. A Board Member whose removal has been proposed by the Members of the Association shall be given at least ten (10) days notice before the meeting and the purpose thereof. The Board member shall be given an opportunity to be heard at the meeting. A Board Member may be removed from office prior to the expiration of his or her term by the vote of a majority of the quorum.
- C. Additionally, any Board Member who has three (3) consecutive unexcused absences from Board Meetings or who is delinquent in the payment of an assessment for more than twenty (20) days may be removed by a majority vote of the Board at a meeting, a quorum being present.

Section 10: Meetings of the Board, Quorum, Notice, and Compensation.

A. Organization Meetings. The first meeting of the Members of the Board following each annual meeting of the membership shall be held within ten (10) days thereafter at such time and place as shall be fixed by the Board.

B. Special Meetings. Special meetings of the Board shall be held when called by written notice signed by the President, Vice President, or Secretary of the Association, or by any two (2) Board Members. The notice shall specify the time and place of the meeting and the nature of any special business to be considered. Notice shall be at least four days before the meeting is to be held. The notice shall be given to each Board Member by one, or more, of the following methods: (a) by personal delivery; (b) written notice by first class mail, postage prepaid; (c) by telephone communication or e-mail.

C. Action Without a Formal Meeting. Any action to be taken at a meeting of the Board or any action that may be taken at a meeting of the Board may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the Board Members. An explanation of the action taken shall be posted at a prominent place or places within the mail kiosk and the Saddlewood HOA website within three (3) business days following the date of approval of the agreed action.

D. Waiver of Notice. The transactions of any meeting of the Board, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (a) a quorum is present, and (b) either before or after the meeting each of the Board Members not present signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. Notice of a meeting shall also be deemed given to any at its commencement about the lack of adequate notice.

E. Quorum of the Board of Directors. At all meetings of the Board, a majority of the Board Members shall constitute a quorum for the transaction of business, and the votes of a majority of the Board Members present at a meeting at which a quorum is present shall constitute the decision of the Board of Directors. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of any Board Member. Any action then taken must be approved by at least a majority of the required quorum for that meeting. If a meeting is adjourned when a quorum is present, any business, which might have been transacted at the meeting originally called, may be transacted without further notice.

F. Compensation. No Board Members shall receive any compensation from the Association for acting as such unless approved by a majority vote of the total vote of the Association at a regular or special meeting of the Association. An exception to the above provision is paid attendance by a Board Member at Board-approved training, determined by the Board to directly benefit the Association.

G. Executive Session during a Board Meeting. When non board members are in attendance at a Board meeting, The Board may, with the approval of a majority of a quorum, adjourn a Board Meeting and reconvene in executive session to discuss and vote upon matters before the Board. The order of business to be considered in executive session shall first be announced in the open session.

ARTICLE 5: Additional Responsibilities, Powers and Duties OF The Board

Section 1: Powers.

The Board of Directors shall be responsible for the affairs of the Association and shall have all of the powers and duties necessary for the administration of the Association's affairs and, as provided by law, may do all acts and things that are allowed by the Declaration, Articles, or these By-Laws, or directed to be done and exercised exclusively by the Board of Directors.

Section 2. Responsibilities.

In addition to the duties imposed by these By-Laws or by a resolution of the Association the Board may be hereafter responsible for the following, in way of explanation, but not limitation:

- A. **Annual Budget.** The Board shall prepare and adopt an annual budget in which there shall be established the contribution (dues assessment) of each owner to the common expenses. Within ninety (90) days after adoption of any proposed budget for the common interest of the Foundation, the Board shall by US mail, or otherwise deliver a summary of the budget to all Members and shall set a date for a meeting of the Members to consider the budget. Such meeting with proper notice

shall occur within a reasonable time after mailing or delivery of the summary per these by-laws. The proposed budget does not require approval from the Members and will be deemed approved in the absence of a veto at the noticed meeting by the majority of the qualified Members comprising the quorum at the Annual or Special Membership meeting. In the event the proposed budget is vetoed, the periodic budget last proposed by the Board and not vetoed will continue until a subsequent budget proposed by the Board is not vetoed by the Members.

- B. **Making assessments:** Assessments to fund the common expenses, establishing the means and methods of collecting such assessments.
- C. Collecting the assessments, depositing the proceeds thereof in a bank depository which it shall approve, and using the proceeds to administer the Association;
- D. Opening of bank accounts on behalf of the Association and designating the signatories required. Paying the cost of all services rendered to the Association or its Members and not chargeable to owners; and
- E. Providing for the operation, care, upkeep, and maintenance of all of the Areas of Common Responsibility. Including the making of repairs, additions, and improvements to or alterations of the Common Area in accordance with the other provisions of the Declaration and these By-Laws after damage or destruction by fire or other casualty.
- F. Volunteers from the members shall be requested for maintenance projects. If necessary outside contractors may be requested to bid on projects approved by the Board with funding provided in the budget.
- G. When necessary; designating, hiring, and dismissing personnel contracted for the maintenance, operation, repair, and replacement of the Association's property, and the Common Area and, where appropriate, providing for the compensation of such personnel and for the purchase of equipment, supplies, and material to be used by such personnel in the performance of their duties;
- H. Making and amending rules and regulations;
- I. On enforcing by legal means the provisions of the Declaration, these By-Laws, and the rules and regulations adopted by it and bringing any proceedings which may be instituted on behalf of or against the owners concerning the Association;
- J. Obtaining and carrying insurance against casualties and liabilities, as provided in the declaration, and paying the premium cost thereof;

- K. Keeping books with detailed accounts of the receipts and expenditures affecting the Association and its administration specifying the maintenance and repair expenses and any other expenses incurred. The said books and vouchers accrediting the entries' thereupon shall be available for examination by the owners and mortgages, their duly authorized agents, accountants, or attorneys, during general business hours on working days at the time and in a manner that shall be set and announced by the Board of Directors for the general knowledge of the owners. All books and records shall be kept in accordance with generally accepted accounting practices.
- L. Make available, generally by posting on the web page, to any prospective purchaser of a Residential Unit, any Owner of a Residential Unit, any first Mortgage, and the Holders, Insurers, and Guarantors of a first Mortgage on any Residential unit current copies of the Declaration, the Articles of Incorporation, the By-Laws, rules governing the Residential Unit, and all books, records, and financial statements of the Association; and
- M. Permit utility suppliers to use portions of the Common Area reasonably necessary to the ongoing development or operation of the Saddlewood neighborhood.

Section 3: Accounts and Reports. The following Management standards of performance will be followed:

- A. Accrual accounting, as defined by generally accepted accounting principles' (*GAAP*), shall be employed;
- B. Accounting and controls should conform to established AICPA guidelines and principles (A segregation of accounting duties should be maintained, and disbursements by check shall require two (2) signatures.
- C. Quarterly financial reports shall be prepared for the Association containing:
 - a. An Income statement reflecting all income and expense activity for the preceding three (3) months on an accrual basis;
 - b. An Account Activity statement reflecting all receipt and disbursement activity for the preceding three (3) months on an accrual basis;
 - c. An Account status Report reflecting the status of all accounts in an "actual" versus "approved" budget format with a Budget Report reflecting any actual or pending obligations which are in excess of budgeted amounts by an amount exceeding the operating reserves or ten (10%) percent of a major budget category (as distinct from a specific line item in an expanded chart of accounts);

- D. A Balance Sheet as of the last day of the Associations fiscal year and an operating Statement for said fiscal year, which shall be distribute within ninety (90) days after the close of a fiscal year; and
- E. A Delinquency Report listing all owners who have been delinquent during the preceding three (3) month period in paying assessments and who remain delinquent at the time of the report and describing the status of any action to collect such installments- which remain delinquent.

Section 4: Rights of the Association. With respect to the Common Areas or other Association responsibilities owned, and in accordance with the Articles of Incorporation and By-Laws of the Association, the Association shall have the right to contract with any person for the performance of various duties and functions. Such agreements shall require the consent of two-thirds (2/3) of the total votes of all Board Members of the Association.

Section 5: Notices. Unless otherwise provided in these By-Laws, all notices, demands, bills, statements, or other communications under these By-Laws shall be in writing and shall be deemed to have been duly given if delivered personally or if sent first class prepaid, posted at the mail kiosk, and posted on the Saddlewood website:

- A. If to a member, at the address which the member has designated in writing and filed with the Secretary or, if no such address has been designated, at the address of the Residential Unit of such owner; or
- B. If to the Association, the Board of Directors, or the Managing Agent, at the principal office of the Association or the Managing Agent, if any, or at such other address as shall be designated by the notice in writing to the owners pursuant to this Section.

Section 6: Conflicts. If there are conflicts or inconsistencies between these by-laws and any provisions or changes to the Colorado state law, the state law shall supersede **only** that provision of the by-laws in conflict.

ARTICLE 6: COMMITTEES.

Section 1: General Committees. All Committees shall work under the direction of the Board of Directors to perform such tasks and to serve for such periods as may be designated by a resolution adopted by a majority of the Board Members present at a meeting at which a quorum is present are hereby authorized. Such committees shall perform such duties and have such posers as may be provided in the resolution. Each committee shall be composed as required by law and shall operate in accordance with the terms of the resolution of the Board of Directors designating the committee or with rules adopted by the Board of Directors.

Committees may include, but not be limited to:

A. The Covenants Committee. The Board of Directors shall appoint a Covenants Committee consisting of at least three (3) and no more than five (5) Members. Acting in accordance with the provisions of the declaration, these By-Laws, and resolutions the Board may adopt, the Covenants Committee shall be the hearing tribunal of the Association.

B. The Architectural Review Committee. In accordance with Declaration or these By-Laws, the Architectural Review Committee (or ARC), shall have the duty to review and approve proposed plans pertaining to new construction or modifications of residential buildings, garages or other structures, fencing, landscaping and related matters within Saddlewood, and to present their recommendations to the Board.

C. The Nominating Committee. The Nominating Committee shall seek nominations to the Board of Directors and assist during the Annual or Special Meetings specifically during election of Board Members.

D. Welcoming/Social Committee. The Welcoming/Social Committee shall introduce new residents to others within the Saddlewood community, shall be responsible for community events as may from time-to-time be scheduled for residents of the community.

Section 2: Notices. Unless otherwise provided in these By-Laws, all notices, demands, bills, statements, or other communications under these By-Laws shall be in writing and shall be deemed to have been duly given if delivered personally or if sent first class prepaid, posted at the mail kiosk, and posted on the Saddlewood website:

- C. If to a member, at the address which the member has designated in writing and filed with the Secretary or, if no such address has been designated, at the address of the Residential Unit of such owner; or
- D. If to the Association, the Board of Directors, or the Managing Agent, at the principal office of the Association or the Managing Agent, if any, or at such other address as shall be designated by the notice in writing to the owners pursuant to this Section.

The Board of Saddlewood Foundation, Inc.,' does hereby certify:
That we hereby assent to the within and foregoing By-Laws and hereby adopt the same as the By-Laws of said Corporation.

Changes to these By-Laws may be made from time to time by a vote at the annual membership meeting or a special membership meeting, a quorum being present according to the rules of these By-Laws.

Amended on November 4, 2009