

**AMENDMENT TO THE BYLAWS OF  
AUDUBON PLACE HOMEOWNERS ASSOCIATION, INC.**

(Regarding Quorum)

WHEREAS, this document amends the Bylaws of the Audubon Place Homeowners Association, Inc. ("the By-Laws"); and

WHEREAS, this By-Law Amendment is applicable to the operation and utilization of the following property within the Audubon Place, Section 1 and 2 subdivisions located in Brazoria County, Texas as set forth in the plats thereof recorded respectively at Volume 20, Pages 119-120, and Volume 21, Pages 253-254, of the Brazoria County, Texas Plat Records, along with any re-plats, supplements or amendments thereto:

Lots 1 -- 9 & 30 -- 38, in Block 1, Section 1,  
Lots 1 -- 14, in Block 2, Section 1,  
Lots 1 -- 21, in Block 1, Section 2,  
Lots 1 -- 18, in Block 2, Section 2; and

WHEREAS, Chapter 22.102(c) of the Texas Business Organizations Code provides that the board of directors may amend bylaws; and

WHEREAS, Chapter 209.00593(b) of the Texas Property Code provides that a board of a property owners' association may amend the Bylaws of the property owners association to provide for elections to be held as required by Section 209.00593(a);

WHEREAS, Article III, Section 3.06, of the Bylaws contains the quorum requirement for meetings of Members; and

WHEREAS, the following amendment to the Bylaws has been approved by a majority of the Board as certified by the President of the Association herein below;

NOW THEREFORE, pursuant to the foregoing and as evidenced by the certification hereto, the By-Laws are hereby amended to read as follows:

**Article III, Section 3.06, entitled "Quorum," which had previously read:**

Section 3.06: Quorum. Unless otherwise provided in the Articles of Incorporation or the Declaration, at any meeting of the Members the presence in person or by proxy of members entitled to cast thirty-seven percent (37%) of all of the votes entitled to be cast by Members shall constitute a quorum. The Declaration requires the presence in person or by proxy of Members entitled to cast thirty-seven percent (37%) of the votes entitled to be cast by each Class of Members at meetings called for the purpose of levying assessments and special assessments. This section shall not affect any requirement under statute, the Declaration or under the Articles of Incorporation of the Association for the vote necessary for the adoption of any measure. In the absence of a quorum, without regard to class, the Members present in person or by proxy, by majority vote taken and

without notice other than by announcement, may adjourn the meeting from time to time until a quorum shall attend. In addition, at such a meeting where a quorum of Members is not present the Members present in person or by proxy by majority vote taken without notice other than by announcement may call a further meeting of Members, and at such further meeting the percentages of votes required to constitute a quorum shall each be reduced to those holding twenty-five percent (25%) of the votes entitled to be cast by a member as specified above and by proxy may take any action, including, without limitation, the election of directors, which might have been taken at the original meeting had a sufficient number of members been present.

**Is hereby amended to read as follows:**

Section 3.06: Quorum. Unless otherwise provided in the Articles of Incorporation or the Declaration, at any meeting of the Members the presence in person or by proxy of members entitled to cast thirty-seven percent (37%) of all of the votes entitled to be cast by Members shall constitute a quorum, except that for the purpose of electing Directors, the quorum shall be five percent (5%) of the votes of each class of votes.. The Declaration requires the presence in person or by proxy of Members entitled to cast thirty-seven percent (37%) of the votes entitled to be cast by each Class of Members at meetings called for the purpose of levying assessments and special assessments. This section shall not affect any requirement under statute, the Declaration or under the Articles of Incorporation of the Association for the vote necessary for the adoption of any measure. In the absence of a quorum, without regard to class, the Members present in person or by proxy, by majority vote taken and without notice other than by announcement, may adjourn the meeting from time to time until a quorum shall attend. In addition, at such a meeting where a quorum of Members is not present the Members present in person or by proxy by majority vote taken without notice other than by announcement may call a further meeting of Members, and at such further meeting the percentages of votes required to constitute a quorum for votes other than election of directors shall each be reduced to those holding twenty-five percent (25%) of the votes entitled to be cast by a member as specified above and by proxy may take any action which might have been taken at the original meeting had a sufficient number of members been present; and for the purpose of electing Directors the quorum requirement at each reconvened meeting shall be 1/2 (one-half) of the quorum requirement at each preceding meeting, until a quorum shall be present or represented. No subsequent meeting shall be held more than 60 days following the preceding meeting.

CERTIFICATION

"I, the undersigned, being a Director and President of the Audubon Place Homeowners Association, Inc., hereby certify that the foregoing By-Law amendment was approved by a majority of the Board of Directors at an open meeting of directors for which the members had been provided notice."

By: Stanley J. Hollis Title President  
Print Name: Stanley J. Hollis

STATE OF TEXAS                   §  
   §  
COUNTY OF BRAZORIA           §

BEFORE ME, the undersigned authority, on this day personally appeared Stan Haller, President of the Audubon Place Homeowners Association, Inc., a Texas non-profit corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that same was executed for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on the 19<sup>th</sup> of September, 2016.

Kristi Cole  
Notary Public, State of Texas



## FILED and RECORDED

Instrument Number: 2016046929

Filing and Recording Date: 09/23/2016 02:27:47 PM Pages: 4 Recording Fee: \$34.00

I hereby certify that this instrument was FILED on the date and time stamped hereon and RECORDED in the OFFICIAL PUBLIC RECORDS of Brazoria County, Texas.



A handwritten signature in black ink, appearing to read "Joyce Hudman".

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Joyce Hudman, County Clerk  
Brazoria County, Texas

ANY PROVISION CONTAINED IN ANY DOCUMENT WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE REAL PROPERTY DESCRIBED THEREIN BECAUSE OF RACE OR COLOR IS INVALID UNDER FEDERAL LAW AND IS UNENFORCEABLE.

***DO NOT DESTROY - Warning, this document is part of the Official Public Record.***

cclerk-amanda