

BY-LAWS
OF
CHAMPIONS COMMUNITY IMPROVEMENT ASSOCIATION

ARTICLE 1

DEFINITIONS

Section 1-The words "said property" as used in these By-Laws shall be deemed to mean the following described real property situated in the County of Harris, State of Texas, and more particularly described as follows:

All of CHAMPIONS WEST, NORTH, NORTH WEST, EAST, SOUTH AND CHAMPIONS WAY, a subdivision in Harris County, Texas, out the Benjamin Page Survey, according to the map thereof, filed for record and duly recorded on May 25, 1960, in volume 73, page 6, of the Map Records of Harris County, Texas.

Together with any and all other real property which may hereafter, through the operation of conditions, covenants, restrictions, easements, reservations or changes pertaining to the same, be placed under or submitted to the jurisdiction of this Association and be accepted as within the jurisdiction of this Association by Resolution of the Board of Directors of the Association.

All additions or subdivisions to be placed under the jurisdictions of the associations shall be subdivisions within the Benjamin Page Survey, Harris County, Texas.

Section 2-The words "Building Site" wherever used in these By-Laws shall be deemed to mean a building site as defined in any declaration of conditions, covenants, restrictions, easements, reservations or changes affecting the portion of said property in which the building site is located.

ENTITIES INVOLVED IN THE DEVELOPMENT
OF
CHAMPIONS AREA

I.

CHAMPIONS GOLF CLUB: Champions Golf Club was formed for the purpose of building, owning and operating golf courses. At its location there are other facilities built, i.e., locker room, lounge, swimming pool, bath house, etc., which are for the use and enjoyment of its members. The

Champions Golf Club owns approximately 300 acres of land. The golf courses and other facilities are located on this 300 acre tract. The ownership of the Club is comprised of holders of preferred stock of which all resident members are holders thereof, and common stock which is chiefly held by Messrs. Jack Burke and Jimmy Demaret. This corporation elects thirteen (13) persons to serve on its Board of Directors, and all Directors are stockholders of the Club. It is a policy at present that each Director shall serve at least a two (2) year term. The management of the Club is vested solely in Messrs. Burke and Demaret.

II.

CHAMPIONS COMMUNITY IMPROVEMENT ASSOCIATION: This Association, commonly referred to as CCIA is a non-profit entity operating in the developed areas of the Champions Addition. The sole purpose of this Association is to assess each property owner an amount of money which may be used for the following services: Garbage Pickup, Street Lighting, Police Protection, Care of Vacant Lots, etc., Enforcement of Restrictions and General Civic Endeavorments, and the CCIA is a community organization which is administered by the property owners in the aforementioned articles. It is the intention of this organization to service all the original Champions development area as defined elsewhere. On the development of each addition there will be policies set between the developers and the CCIA governing the payment and charges for services to be rendered. All the property which this organization services will be secured by a lien known as a Maintenance Lien. It is contemplated that this organization will eventually service approximately 600 or more acres of land.

III.

HARRIS COUNTY FRESH WATER SUPPLY DISTRICT NO. 52: Harris County Fresh Water Supply District No. 52 will herein be referred to as Water District. Its present boundaries consist of an area of approximately 900 acres of land which surrounds Champions Golf Club on the South, West and East. This organization was created by statute of the Texas Legislature and its sole purpose is to own and operate, build and maintain water distribution system and sanitary sewer collecting and disposal system within a defined area. This organization is owned and operated by the residents living within the District. All rates for water service, for sewer service, tapping fees, etc., are set by the Board of Supervisors of this Water District. These supervisors are duly elected persons living within the District. It is the duty of each supervisor to see that the Water District complies with the statutes regarding the District and also its purpose is to see that the entire District is fully developed in accordance with the plans as filed with the Attorney General and Water Control Board of the State of Texas.

ARTICLE II

FUNCTIONS OF THE ASSOCIATION

Section 1: PURPOSES: The purposes for which Champions Community Improvement Association is formed are for the support of a benevolent undertaking, namely being conducting safety campaigns and health campaigns for the designated residents of CHAMPIONS. To carry out said purposes properly, the Association may at the discretion of its board of directors perform the following functions and the exercise of such functions shall be deemed to be within the scope of activities contemplated by the corporate charter:

(a) The Association may care for vacant, unimproved and unkept lots in said addition, remove and destroy grass, weeds and rodents therefrom, and any unsightly and obnoxious thing therefrom and do any other things and perform any labor necessary or desirable in the judgment of this Association to keep the property and the land contiguous and adjacent thereto neat and in good order.

(b) The Association may enforce changes, restrictions, conditions and covenants existing upon and created for the benefit of said property over which this Association has jurisdiction; the Association may pay all expenses incidental thereto; the Association having the jurisdiction over any of said property, may enforce the decisions and rulings of said Association; the Association may pay all of the expenses in connection therewith; and may reimburse any declarant under any declaration of conditions, covenants, restrictions, assessments or changes affecting said property, or any part thereof, for all costs and expenses incurred or paid by it in connection with the enforcement, or attempted enforcement, of any of the conditions, covenants, restrictions, changes, assessments or terms set forth in any declaration.

(c) The Association may improve, beautify and maintain parks, parkways, esplanades, rights of way easements and other public areas.

(d) The Association may construct and maintain recreational facilities.

(e) The Association may perform any and all lawful things and acts which this Association at any time, and from time to time, shall in its discretion, deem to be to the best interests of said property and the owners of the building sites thereon, and shall pay all costs and expenses in connection therewith.

(f) Any powers and duties exercised by said Association relating to maintenance, operation, construction or reconstruction of any facilities provided for herein, may be contracted for with any qualified contractor as agent.

(g) The Association may provide for garbage and rubbish collection and disposal.

(h) The Association may provide police protection for the property, if the directors deem it advisable.

(i) The Association may acquire by gift, purchase, or otherwise own, hold, enjoy, lease, operate, maintain, and convey, sell, lease, transfer, mortgage, or otherwise encumber, dedicate for public use, or otherwise dispose of real or personal property in connection with the business of this Association.

(j) The Association may assess and collect taxes on property submitted to the jurisdiction of this Association and shall be restricted in such function as provided in the agreements under which such property is submitted.

(k) It may expend the moneys collected by this Association from assessments or charges and other sums received by this Association for the payment and discharge of all proper costs, expenses and obligations incurred by the Association in carrying out any or all of the purposes for which this Association is formed.

(l) The Association may borrow money for the purpose of carrying out the corporate affairs, if the directors deem such advisable.

(m) The Association may provide for street lighting and pay all expenses involved in securing, maintaining, and operating the street lighting system.

Section 2: AREA: The activities of the Association shall be limited to the area known as Champions, a subdivision in Harris County, Texas, and to such other areas which may hereinafter through the operation of conditions, covenants, restrictions, easements, reservations or changes pertaining to the same be placed under or submitted to the jurisdiction of this Association by resolutions of the board of directors of this Association.

ARTICLE III

MEMBERS

Section 1: ANNUAL MEETING: The annual meeting of the members shall be held normally during the first quarter of each calendar year for the purpose of transacting any and all such business which may be brought before or submitted to the meeting. All annual meetings of the members shall be held in the immediate Champions area. Date, time, and place of the annual meeting will be published no less than two weeks prior to the meeting date.

Section 2: SPECIAL MEETINGS: Special meetings of the members may be called by the President or Vice President or by the board of directors, or by a majority in number of the members. Written notice of each special meeting of the members stating time and place thereof and indicating briefly the purpose or purposes thereof, shall be sent by mail, telegram or be delivered, by the Secretary, or in the event of his absence or failure,

refusal, inability or omission to so do, by the President or Vice President or any Assistant Secretary, to each of the members of the Association, at least five (5) days prior to the date set for the holding of the meeting. Unless otherwise indicated in the notice or waiver or waivers of notice thereof, any and all business may be transacted at any annual or special meeting of the members.

Section 3: QUORUM: A majority in number of the members present in person or by proxy shall constitute a quorum for all purposes at any meeting of the members. (If the number of members necessary to constitute a quorum at any annual or special meeting of the members shall fail to attend in person or by proxy, the members present in person or by proxy, may adjourn any such meeting from time to time without notice other than by announcement at the meeting until the number requisite to constitute a quorum shall be present or attend in person or by proxy.) At any such adjourned meeting at which a quorum may be present, in person or by proxy, any business may be transacted which might have been transacted at the meeting as originally notified or called.

Section 4: ORGANIZATION: The President of the Association, and in the event of his absence, a Vice President of the Association, shall call meetings of the members to order and shall act as Chairman of such meetings. In the absence of the President and a Vice President of the Association, the members present may appoint a Chairman. The Secretary of the Association, or in his absence, an Assistant Secretary, shall act as Secretary of all meetings of the members, but in the absence of the Secretary and an Assistant Secretary, the presiding officer may appoint any person to act as Secretary of the meeting.

Section 5: VOTING: Each member shall be entitled to one vote for each building site owned by him. Each member may vote in person or by proxy appointed by instrument in writing and subscribed by the member or the duly authorized attorney of such member. At all meetings of members all questions, except those the manner of deciding which is otherwise expressly governed by statute, the charter of the Association or by the By-Laws, shall be decided by the vote of the majority of the members of the Association present in person or by proxy and entitled to vote, a quorum being present. All voting shall be vis-a-vis, except that, upon the determination of the presiding officer of any meeting or upon the demand of any member of his proxy, voting on any further question or questions at any meeting shall be by ballot. Each ballot shall be signed by the member voting or by his proxy.

Section 6: QUALIFICATIONS: On January 1, 1969, and subsequent dates as defined, the membership shall include all owners of residential building sites in Champions.

ARTICLE IV

BOARD OF DIRECTORS

Section 1: NUMBER AND TERM OF OFFICE: The business and property of the Association shall be managed and controlled by the board of directors; and subject to the restrictions imposed by law, by the charter, or by these By-Laws, the board of directors may exercise all the powers of the Association.

The number of directors shall be (10) ten but the number of directors may be increased or decreased from time to time by the affirmative vote of a majority of the members, present in person or by proxy, at any annual or special meeting of the members, provided that the number of directors shall never be less than three. A designated number (approximately 1/3 of the total members of the board) of directors shall be elected each year at the adjourned annual meeting. Each director shall be elected to hold office and serve for three years.

Any vacancy occurring in the board of directors shall be filled by vote of a majority of the directors then in office. In the event of any increase in the number of directors, the additional directors shall be elected by the majority vote of the directors then in office.

Section 2: MEETING OF DIRECTORS: The directors may hold their meetings and have officers and keep the books of the Association, except as otherwise provided by statute, in such place or places in the State of Texas and in the immediate Champions area that the board of directors may from time to time determine.

Section 3: FIRST MEETING: Each newly elected board of directors may hold its first meeting for the purpose of organization and the transaction of business, if a quorum is present, immediately after the annual election of the new directors, and no notice of such meeting shall be necessary.

Section 4: ELECTION OF OFFICERS: At the first meeting of the new board of directors at which a quorum is present, the board of directors shall proceed to the election of the officers of the Association. No notice or waiver of notice of any such first meeting shall be required or necessary if it be held immediately after annual election, and any and all business of any nature or character may be transacted at such first meeting.

Section 5: REGULAR MEETINGS: Regular meetings of the board of directors shall be held at such time and place as shall be designated, from time to time, by resolution of the board of directors. Notice of such regular meetings shall not be required.

Section 6: SPECIAL MEETINGS: Special meetings of the board of directors shall be held whenever called by the President, Vice President, Secretary or a majority of the directors then in office. Notice of each special meeting shall be given by any officer of the Association by telegraph, mail, telephone or personal delivery to each director at his residence or usual place of business at least two days prior to the meeting. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting. At any meeting at which every director shall be present, even through without notice, any business may be transacted.

Section 7: QUORUM: The majority of the directors then in office shall constitute a quorum for the transaction of business; but if at any meeting of the board of directors there be less than a quorum present, the majority of those present may adjourn the meeting from time to time

without notice, other than by announcement at the meeting, until a quorum be present or in attendance thereat. The act of a majority in attendance shall constitute the act of the board of directors except as otherwise provided by law, the charter of the Association, or by these By-Laws.

Section 8: ORDER OF BUSINESS: At meetings of the board of directors, business shall be transacted in such order as from time to time the board of directors may determine. At all meetings of the board of directors, the President shall preside, and in the absence of the President, a Chairman shall be chosen from the directors present. The Secretary of the Association shall act as Secretary of all meetings of the board of directors but in the absence of the Secretary, the presiding officer may appoint any person to act as Secretary of the meeting.

Section 9: SERVICES: No director or officer of the Association shall be required to devote his time or render services exclusively to the Association, and each director and officer of the Association shall be free to engage in any and all other businesses and activities either similar or dissimilar to the business of this Association without breach of duty to this Association and without liability to this Association. Likewise, each and every director and officer of this Association shall be entirely free to act for and serve any other corporation or corporations, entity or entities, in any capacity or capacities, and become a director or officer of any other corporation or corporations, entity or entities, whether or not the purposes of business and activities thereof be similar or dissimilar to the purposes, business or activities of this Association, without breach of duty to this Association or its members and without liability of any character or description to the Association or its members. No contract or other transaction of this Association shall ever be affected by the fact that any director or officer of the Association is interested in, or connected with any party to such contract or transaction, or is a party to such contract or transaction, provided that such contract or transaction shall be approved by a majority of the directors present at a meeting of the board of directors at which such contract or transaction shall be authorized or confirmed, which majority shall consist of directors not so interested or connected.

ARTICLE V

OFFICERS

Section 1: TITLES AND TERMS OF OFFICE: The officers of the Association shall be a President (who shall be a director), one or more Vice Presidents, a Secretary, a Treasurer and such other officers, including but not limited to one or more Assistant Secretaries which would not be director but appointed and/or employed by the board and one or more Assistant Treasurers, as the board of directors may from time to time elect or appoint. One person may hold more than one office. All officers shall be subject to removal, with or without cause, at any time, by vote of a majority of the whole board of directors. A vacancy in the office of any officer shall be filled by vote of a majority of the directors then in office.

Section 2: POWERS AND DUTIES OF THE PRESIDENT: The President, subject to the control of the board of directors, shall be in general charge of the

affairs of the Association in the ordinary course of its business; he shall preside at all meetings of the members and of the board of directors; he may make, sign and execute all deeds, conveyances, assignments, bonds, contracts and other obligations and any and all other instruments and papers of any kind or character in the name of the Association; and, he shall do and perform such other duties as may from time to time be assigned to him by the board of directors.

Section 3: VICE PRESIDENT: Each Vice President shall have the usual powers and duties pertaining to his office together with such other powers and duties as may be assigned to him by the board of directors, and the Vice President shall have the powers of the President during that officer's absence or inability to act. Any action taken by a Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability of the President to act at the time such action was taken.

Section 4: TREASURER: The Treasurer shall have custody of all the funds and securities of the Association which come into his hands. When necessary or proper, he may endorse, on behalf of the Association, for collection, checks, notes, and other obligations and shall deposit the same to the credit of the Association in such bank or banks or depositories as shall be designated in the manner described by the board of directors; he may sign all receipts and vouchers for payments made to the Association, jointly with such officer as is designated by the board of directors; whenever required by the board of directors, he shall render a statement of his cash account; he shall enter or cause to be entered regularly on the books of the Association to be kept by him for that purpose full and accurate accounts of all moneys received and paid out on account of the Association; he shall at all reasonable times exhibit his books and accounts to any director of the Association during business hours; he shall perform all acts incident to the position of Treasurer subject to the control of the board of directors; he shall, if required by the board of directors, give such bond for the faithful discharge of his duties in such form as the board of directors may require.

Section 5: ASSISTANT TREASURER: Each Assistant Treasurer shall have the usual powers and duties pertaining to his office, together with such other powers and duties as may be assigned to him by the board of directors, and the Assistant Treasurer shall exercise the powers of the Treasurer during that officer's absence or inability to act.

Section 6: SECRETARY: The Secretary shall keep the minutes of all meetings of the board of directors and the minutes of all meetings of the members in books provided for that purpose; he shall attend to the giving and serving of all notices; he may sign with the President or a Vice President in the name of the Association all contracts, conveyances, transfers, assignments, authorizations, and other instruments of the Association and affix the seal of the Association thereto. He shall have charge of and maintain and keep such books and papers as the board of directors may direct, all of which shall at all reasonable times be open to the inspection of any director upon request at the office of the Association during business hours; and he shall in general perform all the duties incident to the office of Secretary subject to the control of the board of directors.

Section 7: ASSISTANT SECRETARIES: Each Assistant Secretary shall have such powers and duties as may be assigned by the board of directors.

ARTICLE VI

CONTRACTS, CHECKS, DRAFTS, BANK ACCOUNTS, ETC.

Section 1: The board of directors, except as in these By-Laws otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Association to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; and, unless so authorized by the board of directors or expressly authorized by the By-Laws, no officer or agent or employee shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or to any amount.

Section 2: No loan shall be contracted on behalf of the Association, and no negotiable papers shall be issued in its name unless authorized by the vote of the board of directors.

Section 3: All checks, drafts and other orders for the payment of money out of the funds of the Association and all notes or other evidences of indebtedness of the Association shall be signed on behalf of the Association and in such manner as shall from time to time be determined by resolution of the board of directors.

Section 4: All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks or other depositories as the board of directors may select, and for the purpose of such deposit the President, a Vice President, the Treasurer, the Secretary or any other officer or agent or employee of the Association to whom such power may be delegated by the board of directors, may endorse, assign and deliver checks, drafts and other orders for the payment of money which are payable to the order of the Association.

ARTICLE VII

MISCELLANEOUS PROVISIONS

Section 1: OFFICERS: The principle officer of the Association shall be in Champions in Harris County, Texas.

Section 2: FISCAL YEAR: The fiscal year of the Association shall end at midnight, December 31, of each calendar year. The proposed budget for the following fiscal year shall be submitted and approved by the 31st of October of each year.

Section 3: SEAL: The seal of the Association shall be circular in form and shall have inscribed thereon the name of the Association.

Section 4: NOTICE AND WAIVER OF NOTICE: Whenever any notice whatever is required to be given under the provisions of these By-Laws, said notice shall be deemed to be sufficient if given by depositing the

same in a post office box in a sealed, postpaid wrapper addressed to the person entitled thereto at the post office address, as it appears on the books of the Association, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether on or before or after the time stated therein, shall be deemed equivalent to notice.

Section 5: RESERVATIONS: Any director or officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein; or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of the resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

ARTICLE VIII

AMENDMENTS

These By-Laws may be supplemented, altered, amended or repealed either by the affirmative vote of a majority of the members of the Association at any annual or special meeting, or by the affirmative vote of a majority of the board of directors at any regular or special meeting of the board of directors.

The following change in the By Laws of the Champions Community Improvement Association was adopted by the directors as of October 20, 1970 and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section 1. On motion by Mr. I. Brown, seconded by Mr. B. Daniel, this section to read as follows:

"The number of directors shall be increased to ten, rotating on a three year basis, each director serving a three year term."

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the directors as of September 9, 1975, and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section 1. On motion by Mr. Rudy Avila and seconded, this section to read as follows:

"The number of directors shall be decreased to nine, rotating on a three year basis, each director serving a three year term."

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of October 14, 1975, and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section 1. On motion by Mrs. Mauldin and seconded by Mr. Weber, this section to read as follows:

"The number of directors shall be increased to ten, rotating on a three year basis, each director serving a three year term."

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of January 12, 1976, and is reflected in the minutes of the meeting of that date.

ARTICLE III, Section 1. On motion by Mr. Neish and seconded, this section to read as follows:

"The annual meeting of the members shall be held on the third Monday in March of each year at 7:00 o'clock p.m. Central Standard Time, if not a legal holiday; and if a legal holiday, then on the next succeeding business day . . . "

AMENDMENT TO BY-LAWS

3/22/83

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of March 21, 1983, and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section 1. On motion by Mrs. Nancy Boynton and seconded by Mr. Robert Kiefer, this section to read as follows:

"The number of directors shall be increased to eleven, rotating on a three year basis, each director serving a three year term."

The following change in the By-laws of the Champions Community Improvement Association was adopted by the directors as of October 3, 1985, and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section I.

On motion by Mr. Art Bourne, seconded and carried, this section to read as follows:

"Board members will be prohibited from serving more than two (2) consecutive full 3-year terms."

Be it resolved, that the following Article IX is hereby added to the Bylaws of the Champions Community Improvement Association:

ARTICLE IX

INDEMNIFICATION OF BOARD MEMBERS,
OFFICERS, AND EMPLOYEES

The Champions Community Improvement Association, hereby agrees to indemnify and hold harmless each director, officer, agent, or employee of the Association, their heirs, executors, administrators, or legal representatives for any and all loss or expenses (including but not limited to expenses of litigation, attorney's fees, settlement costs, payment of damages and judgments) whether or not a final judgment has been entered, and whether or not the claims are proven to be true, and is hereby authorized to hire legal counsel for the defense against such claims, including claims for other than monetary relief as in the form of a mandatory or prohibitive injunction or declaratory judgment, which arises out of or in connection with a claim for any wrongful act, whether willful or negligent, whether civil or criminal, as a result of the director, officer, agent, or employee's conduct as a director, officer, agent, or employee of the Association and the Association is hereby authorized to obtain insurance, to the full extent that the Board of Directors feels is reasonably necessary or obtainable, in order to fund all or any portion of the Association's liability in accordance with this paragraph. This duty to indemnify shall continue to exist after the director, officer, agent, or employee is no longer a director, officer, agent, or employee, provided, that the claim or loss arises out of actions taken during the time that said director, officer, agent, or employee was a director, officer, agent, or employee of the Association. This indemnification shall not include claims arising from intentional physical torts or crimes involving moral turpitude. This indemnification does not apply to any and all lawsuits brought by the Association as a party plaintiff, counter plaintiff, or cross plaintiff against the director, officer, agent, or employee by the Association. To be entitled to indemnification in accordance herewith, each director, officer, agent, or employee must notify the Association, in writing, of any claims by any party, to hold the director, officer, agent, or employee, liable for the before mentioned wrongful acts, within fifteen (15) days of the occurrence of the act or receipt by the director, officer, agent, or employee of the intention of the party to hold the director, officer, agent, or employee, liable, and, additionally, will provide to the Association, within five (5) days, copies of any and all pleadings which are served upon him or her.

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the directors as of May 12, 1992, is reflected in the minutes of the meeting of that date, and will be ratified by the propertyowners attending the Annual Homeowners Meeting in March of 1993.

ARTICLE IV, Section 1. On motion by William Bell and seconded by Scott Neel, this section to read as follows:

"The number of directors shall be increased to twelve, term of director appointed to expire on December 31, 1992.

The position created will be a three-year term, rotating on a three year basis."

December 4, 1992

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the directors as of December 4, 1992, is reflected in the minutes of the meeting of that date, and will be ratified by the propertyowners attending the Annual Homeowners Meeting in March of 1993.

ARTICLE IV, Section I. On motion by Raymond Metcalf and seconded by Lu Randolph, this section will read as follows:

"The number of directors for Champions Community Improvement Association will be 11. The President will not have a vote unless necessary to break a tie."

Champions Community Improvement Association

6522 Coral Ridge Road

Phone: 444-6300

Houston, Texas 77069

February 19, 1993

Mr. Jody Huffmeister
6614 Apple Valley Lane
Houston, Texas 77069

Dear Jody:

At the C.C.I.A. board meeting of February 2, 1993, it was brought to our attention that you have not attended a board meeting in some time.

The following policy on board member absence was passed at the February 7, 1984 board meeting and is still in effect.

"Motion was made, seconded and carried to allow a member only 3 absences in a row, exclusive of illness or travel. In the event a member misses more than 3 meetings, he will be asked to resign."

We realize it is easy to over-commit our time and have schedule conflicts, but we do need to know if it is your intent to continue to serve on the C.C.I.A. Board of Directors, complying with the above policy procedure.

The next meeting will be held at Yeager school on March 15, with the board meeting at 6:30 p.m. in advance of the annual meeting which begins at 7:00 p.m.

Sincerely,

William F. Bell
President

*Jody,
I was not there when
this was pushed by other
members of the Board. I
understand if you no longer
wish to serve. I appreciate
all your help.*

William F. Bell
I remain effective
Th

WFB/DQ/ARM:kk

January 5, 1993

Proposed By-Laws Amendments regarding Nominating Committees

Article V. Officers

Section 2 President

(a)

(b) At the October meeting the President shall ask for 3 volunteers for a Nominating Committee for the positions of President, Vice President, Secretary, and Treasurer. If there are not 3 volunteers, the President shall appoint 1 or 2 but not all 3.

Section 8 Nominating Committee

The first named shall be the Chairman. The Committee shall announce the slate at the November meeting at which time other nominations may be made from the floor.

Section 9 Election of Officers

After presentation of the slate by the Nominating Committee, and any nominations from the floor, the election shall take place at the November meeting.

Tabled until June

March 15, 1993

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the directors as of March 15, 1993, is reflected in the minutes of the meeting of that date, and will be ratified by the propertyowners attending the Annual Homeowners Meeting in March of 1994.

ARTICLE IV, Section I. On motion by Lu Randolph and seconded by Stan Winter, this section will read as follows:

"The number of directors for Champions Community Improvement Association will be 10. The President will not have a vote unless necessary to break a tie."

December 1, 2000

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the directors as December 1, 2000, is reflected in the minutes of the meeting of that date, and will be ratified by the property owners attending the Annual Homeowners Meeting in March of 2001.

Article IV, Section I. On motion and second, this section will read as follows:

“ The number of directors for Champions Community Improvement Association will be seven(7). The President will not have a vote unless necessary to break a tie. ”

AMENDMENT TO BY-LAWS

March 18, 2007

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of March 18, 2007, and is reflected in the minutes of the special meeting of that date.

ARTICLE III, Section 3: QUORUM: On motion by Michael Boltz and seconded by David McDowell, this section amended to read as follows:

“The members present in person or by proxy shall constitute a quorum for all purposes at any meeting of the members.”

AMENDMENT TO BY-LAWS

January 21, 2008

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of January 8, 2008, and is reflected in the minutes of the meeting of that date.

ARTICLE III, Section 5: VOTING: On motion by Mark Latawiec and seconded by Alisa Williams, this section shall be amended as follows:

“In order for a proxy to be counted as a vote, all proxies must be submitted directly to the secretary no later than 72 hours prior to an election or vote”.

AMENDMENT TO BY-LAWS

January 21, 2008

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of January 8, 2008, and is reflected in the minutes of the meeting of that date.

ARTICLE IV, Section 2: MEETING OF DIRECTORS: On motion by Mark Latawiec and seconded by Alisa Williams, this section shall be amended as follows:

“The directors are authorized to declare an executive portion of the meeting which will be closed to other residents that may be present at the meeting.”

AMENDMENT TO BY-LAWS

January 21, 2008

The following change in the By-Laws of the Champions Community Improvement Association was adopted by the Directors as of January 8, 2008, and is reflected in the minutes of the meeting of that date.

ARTICLE VII, Section 2: FISCAL YEAR On motion by Mark Latawiec and seconded by Alisa Williams, this section shall read as follows:

“The fiscal year of the Association shall end at midnight, December 31, of each calendar year. The proposed budget for the following fiscal year shall be submitted and approved by the 15th day of January of each year.”