

Holt & Young, P.C.

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April 30, 2013

West Oaks Homeowners' Association, Inc.
c/o Graham Management Company
Attn: Tracy Graham
12000 Westheimer, Ste. 390
Houston, Texas 77077

Re: West Oaks Homeowners' Association, Inc. / Recorded Bylaw Amendment

Dear Tracy,

Enclosed please find the recorded Bylaw Amendment for the referenced Association. This is the original document bearing the County Clerk's file stamp. Please keep this with the Association records. We will maintain a copy in our files and in case the Association ever needs one.

It has been a pleasure assisting you with this matter; should you have any questions or concerns please feel free to contact me directly.

Very Truly Yours,

HOLT & YOUNG, P.C.

A handwritten signature in black ink, appearing to read "Luke P. Tollett".

Luke P. Tollett

LPT

Enclosure

**AMENDMENT TO BYLAWS OF
WEST OAKS HOMEOWNERS' ASSOCIATION, INC.
(Reducing Quorum Requirement)**

WHEREAS, the West Oaks Homeowners' Association, Inc. (the "Association"), is the governing entity for West Oaks subdivisions, additions in Brazoria County, Texas, according to the maps or plats thereof recorded in Real Property Records of Brazoria County, Texas as follows:

- (a) West Oaks, Section One-A, under Volume 19, Page 55;
- (b) West Oaks, Section One-B, under Volume 19, Page 151;
- (c) West Oaks, Section Two-A, under Volume 19, Page 265;
- (d) West Oaks, Section Two-B, under Volume 19, Page 279;
- (e) West Oaks, Section Three, under Volume 19, Page 631; Volume 19, Page 771; and Volume 20, Page 83;
- (f) West Oaks, Section Four-A, under Volume 20, Page 175;
- (g) West Oaks, Section Four-B, under Volume 20, Page 177;
- (h) West Oaks Village, Section One-A, under Volume 19, Page 437;
- (i) West Oaks Village, Section One-B, under Volume 19, Page 489;
- (j) West Oaks Village, Section Two, under Volume 20, Page 43;
- (k) West Oaks Village, Section Three, under Volume 20, Page 371;
- (l) West Oaks Village, Section Four, under Volume 22, Page 57;

along with any amendments, supplements and replats to any of the above sections (the "Properties"), and this Amendment to Bylaws is applicable to and constitutes a governing document of the Properties; and

WHEREAS, the Association Bylaws were originally enacted August 13, 1993 (the "Bylaws"); and

WHEREAS, the Board, due to a historical difficulty obtaining a quorum of members, desires to reduce the quorum to enable elections of directors to be held; and

WHEREAS, the Articles of Incorporation of the Association vest the management of the Association in the board of directors and do not reserve the right to amend bylaws to the members; and

WHEREAS, the original Bylaws were adopted by the initial board of directors of the Association and the members have never passed an amendment to the By-laws which expressly prohibits the board of directors from amending any provision of the By-laws; 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 4 of the current 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; and

NOW THEREFORE, pursuant to the above recitals, the board of directors for the West Oaks Homeowners' Association, Inc., hereby amends the provisions of the Bylaws to adopt, establish and impose upon the Association and the Properties, the following amendment:

Article III, Section 4, which had previously read:

Section 4 Quorum. The presence at the meeting of the members entitled to cast, or of proxies to cast, one-tenth (1/10) of the votes of the entire membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, Restrictive Covenants or these By Laws. If, however, a quorum shall not be present or represented at any meeting, the member entitled to vote thereat shall have the power to adjourn the meeting from time to time, without notice other than an announcement at the meeting until a quorum shall be represented.

Is hereby amended to read as follows:

Section 4 Quorum. The presence at the meeting of the members, either in persons, by proxy or absentee ballot, entitled to cast, one-tenth (1/10) of the votes of the entire membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, Restrictive Covenants or these By Laws; and except that the holders of five percent (5%) of the votes of the entire membership, represented in person, by proxy or absentee ballot, shall constitute a quorum for the action of electing a director or directors to the board of directors. If however, a required quorum shall not be present or represented at any meeting of the members, the members present and entitled to vote thereat, shall have power to adjourn the meeting, and reconvene the meeting from time to time, without notice other than an announcement at the meeting of the time, date and location of the reconvened meeting, until a quorum shall be present or be represented, and with respect to the act of electing a director or directors, the required quorum at the subsequent reconvened meeting shall be one-half (1/2) of the required quorum at the preceding adjourned meeting.

CERTIFICATION

“I, the undersigned, being a Director and President of the West Oaks Homeowners’ Association, Inc., hereby certify that the foregoing Bylaw Amendment was approved at a meeting of the board, at which a quorum was present, by a majority of the votes cast at the meeting.”

By: Wesley J. Boyer, President
Print Name: WESLEY J. BOYER

STATE OF TEXAS §
 §
COUNTY OF BRAZORIA §

BEFORE ME, the undersigned authority, on this day personally appeared Wesley J. Boyer, President of the West Oaks 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 this instrument 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 this 20 day of March, 2013.



Melinda Rodriguez
Notary Public, State of Texas

AFTER RECORDING RETURN TO:
HOLT & YOUNG, P.C.
11200 Richmond Ave., Ste. 450
Houston, Texas 77082

FILED and RECORDED

Instrument Number: 2013016952

Filing and Recording Date: 04/11/2013 02:27:02 PM Pages: 4 Recording Fee: \$24.00

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 cursive script that reads "Joyce Hudman".

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-sarah