

LAKEWOOD FOREST FUND, INC.
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**2020 ANNUAL MEETING & SPECIAL MEETING OF MEMBERS
INFORMATIONAL PACKET**



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Candidate biographies can be found on the association website
www.lakewoodforestfund.com

2020 NOTICE OF ANNUAL MEETING & SPECIAL MEETING OF MEMBERS

On behalf of the Association, you are hereby notified regarding the 2020 Annual Meeting and Special Meeting of Members of Lakewood Forest Fund, Inc.

Place: Lakewood Residents' Club
15006 Lakewood Forest Drive
Houston, TX 77070

Date: Monday, February 3, 2020

Time: Annual Meeting is from 7:00 -8:00 pm
(registration to commence at 6:30 PM)
Special Meeting to commence immediately following the
conclusion of Annual Meeting

The Annual Meeting and Special Meeting are events which allow Board Members and homeowners of the community to gather and discuss important issues concerning the neighborhood. This is your opportunity to become involved in your community by; electing board members, voting on issues placed in front of the membership, providing input on issues that you would like to see addressed in order to maintain the integrity of our neighborhood, and learn how your assessment dollars are being spent.

AGENDA OF ANNUAL MEETING OF MEMBERS

- Establishment of Quorum and Call to Order
- Introduction of Board of Trustees
- Constable Report
- Review of Prior Year Minutes
- Year in Review Report
- Nomination and Election of (3) Trustees
- Treasurers Report
- Open Forum
- Election Results
- Adjournment

AGENDA OF SPECIAL MEETING OF MEMBERS

- Establishment of Quorum and Call to Order
- Vote on Third Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc.
- Vote on Third Amendment for the Restated By-laws of Lakewood Forest Fund, Inc.
- Election Results
- Adjournment

Voting Options

Only (1) owner per lot is entitled to cast a vote through ONLY one of the following (3) options listed below. In order for the vote to be valid, the person voting must be an owner of the lot; the Fund Office verifies this information through the Harris County Appraisal District.

Option 1: By electronic ballot (if the owner attends the meeting to vote in person, then voting in person supersedes any vote submitted by proxy or electronic ballot).

- Once the voting site goes live, an email will be sent from a third party (VOTE*HOA*NOW) asking members to vote; the message will include a unique registration code and the voting site link which is <https://lakewoodforestfund.ivotehoa.com/accountSignup.php>

Electronic voting opens at 12:00 AM PT, Wed., January 8th and ends at 12:00 AM PT, Thursday, January 23rd

- Owner(s) who have not registered their emails with the Association, will not receive this email. However, they may still vote electronically by emailing the Fund Office requesting their unique registration code and then clicking on the registration link which will be located on the Association website. Email: admin2@lakewoodforestfund.com to request your unique registration code.

Option 2: In person at the meeting(s)

Option 3: By proxy; the 2020 proxy form may be submitted via any of the options listed on the form. Proxy is revocable at any time before it is exercised, and the undersigned reserves the right to attend the Annual Meeting and Special Meeting and vote in person.

Election of Trustees

Seven (7) Trustees manage the affairs of the Fund and each Trustee is elected for a term of two (2) years. Out of seven (7) positions, three (3) positions will be expiring at the 2020 Annual Meeting, therefore, an election will be held to fill these seats. Individuals listed on the 2020 proxy expressed their interest to serve as a Trustee in accordance with the candidate solicitation notice sent out with the 2020 annual billing statement. The Association will also accept nominations from the floor at the 2020 Annual Meeting. To view candidate biographies please visit the Association website: www.lakewoodforestfund.com

Amendment Information

What is the purpose of the Third Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc.? *In Article XIV Section 2 of the Bylaws it states that if there is a conflict between the Bylaws and Articles of Incorporation, then the Articles of Incorporation control. The Third Articles of Amendment to the Articles of Incorporation removes the conflicts between the Amended Bylaws and Articles of Incorporation.*

What is the purpose for the Third Amendment for the Restated By-laws of Lakewood Forest Fund, Inc.?

(1) Prohibits residents which are cohabitating at the same primary residence to both run for a position on the board.

(2) Provides authority for the Association to publish election results within (7) days of the date of the Annual Meeting via electronic options (such as posting on website, NEXTDOOR, via email distribution) instead of having to reconvene the meeting at a later date.

Third Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc.

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF HARRIS §

This is the Third Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc. (the "Third Amendment").

WHEREAS, a certain instrument entitled Article of Incorporation of Lakewood Forest Fund, Inc. was recorded and filed in the Official Public Records of The Texas Secretary of State, Doc. No. 3903873.

WHEREAS, a certain instrument entitled Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc. was recorded and filed in the Official Public Records of The Texas Secretary of State, Doc. No. 3903871.

WHEREAS, a certain instrument entitled Second Articles of Amendment to the Articles of Incorporation of Lakewood Forest Fund, Inc. was recorded and filed in the Official Public Records of The Texas Secretary of State, Doc. No.3903874.

WHEREAS, this Third Amendment was adopted at a meeting of Members where a quorum of the Members was present, in person or by proxy, and at least two-thirds (2/3) of the members present in person or by proxy at such meeting voted to approve it.

NOW, THEREFORE, Article II (d) and (f) of the Second Articles of Amendment are deleted in their entirety and replaced with the following:

ARTICLE II

Subparagraph "d" in Article II of the Second Articles of Amendment which amended the second full paragraph of the Articles of Incorporation is hereby amended so as to read as follows:

The Annual Meeting of the membership shall be held on any Monday in the first quarter, with proper notification as outlined in the Texas Property Code, at 7:00 o'clock p.m., for purposes of electing Trustees and for the transaction of such other business as may come before the membership. Upon completion of voting for Trustees, the Board of Trustees (at its discretion by majority vote) may adjourn the meeting, without notice other than announcement at the meeting, and reconvene the Annual Meeting on a later date for the purpose of announcing the election results. If the day of the Annual Meeting is a legal holiday in the State of Texas, the Annual Meeting shall be held on the next succeeding business day. Additional regular meetings of the membership may be scheduled by the Board of Trustees at its discretion, if such meetings are deemed necessary.

Subparagraph "f" in Article II of the Second Articles of Amendment which amended the second full paragraph of the Articles of Incorporation is hereby amended so as to read as follows:

The presence, either in person or by proxy, at the meeting of the Members entitled to cast at least five percent (5%) of the votes as provided herein shall constitute a quorum for any action. If such quorum shall not be present or represented at the meeting, the Members entitled to vote thereat shall have the power to reconvene the meeting and the presence, either in person or proxy, at the reconvened meeting of the Members entitled to cast at least three percent (3%) of the votes shall constitute a quorum. The proxies from the initial meeting can be used at any reconvened meeting.

Third Amendment for the Restated By-laws of Lakewood Forest Fund, Inc.

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF HARRIS §

This is the Third Amendment for the Restated By-laws of Lakewood Forest Fund, Inc. (the “Third Amendment”).

WHEREAS, a certain instrument entitled Restated By-Laws of Lakewood Forest Fund, Inc. (“By-Laws”) was recorded and filed in the Official Public Records of Real Property of Harris County, Texas, Doc. No. 529-75-3557 through 529-75-3569.

WHEREAS, a certain instrument entitled First Amendment for the Restated By-laws of Lakewood Forest Fund, Inc. was recorded and filed in the Official Public Records of Real Property of Harris County, Texas, Doc. No. RP-2018-33624.

WHEREAS, a certain instrument entitled Second Amendment for the Restated By-laws of Lakewood Forest Fund, Inc. was recorded and filed in the Official Public Records of Real Property of Harris County, Texas, Doc. No. RP-2019-81219.

WHEREAS, a majority of a quorum of the Members present, in person, or by proxy, at a Special Meeting approved of this Third Amendment.

NOW, THEREFORE, Article IV, Sections 1 and 3 are deleted in their entirety, and hereby replaced with the following:

ARTICLE IV

MEETINGS OF MEMBERS

Section 1. Board of Trustees. The affairs of the FUND shall be managed by a Board of seven (7) Trustees, all of whom must be Owners of a Lot in the Lakewood Forest subdivision, and must be in good standing with the FUND (this will not be enforced if it conflicts with the laws of the State of Texas), and must not be cohabitating at the same primary residence with another Board member of the Association. The person receiving the largest number of votes for each position shall be elected.

Section 3. Election. The election of the Trustees shall be held at the Annual Meeting of the membership. The election results will be announced at the Annual Meeting if all votes can be validated and tabulated prior to the adjournment of the Annual Meeting. If the votes cannot be validated and tabulated prior to the adjournment of the Annual Meeting, then the results of the election will be announced within seven (7) days of the date of the Annual Meeting on The FUND’S website, and by any other electronic option(s) that are available at that time.