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AMENDMENT TO THE BY-LAWS OF O.O. COMMUNITY ASSOCIATION, INC.
PROVIDING FOR ABSENTEE BALLOT ELECTION OF DIRECTORS

WHEREAS, this document amends the By-laws of O.O. Community Association, Inc., ("the Association"), filed of record under Fort Bend County, Texas Clerk's File Number 2011122528 (the By-laws"); and

WHEREAS, this Amendment of the By-laws is applicable to the following property:

Old Orchard, Sections 1, 2, 3, 4, 5, 6, 7, and 8, additions located in Fort Bend County, Texas according to the maps or plats thereof recorded in the Map Records of Fort Bend County, Texas under Film Code Nos. 20070010, 20070016, 20070013, 20080086, 20080085, 20080088, 20100031, and 20090080, respectively, along with any amendments, supplements, replats and annexations, and to any other properties subsequently annexed to or brought under the jurisdiction of the O.O. Community Association, Inc. (collectively referred to as the "Subdivision"); 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 by-laws to the members; and

WHEREAS, the By-laws were adopted by the initial board of directors of the Association and have never been amended by the members; and

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

WHEREAS, Section 209.00592(f) of the Texas Property Code provides that notwithstanding any provision in the Declaration or By-laws, the voting rights of a Member may be cast in person, by proxy or by absentee ballot; 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 By-laws contains the quorum requirement for meetings of Members; and

WHEREAS, the Board, due to a historical inability to obtain a quorum of members, desires to add an alternative procedure by which directors may be elected in by the members in the event a quorum is not attained at a meeting of members;

WHEREAS, this Amendment to the By-laws has been approved by a majority of the Board as certified by the President of the Cimarron Community Improvement Association, Inc. herein below;

NOW THEREFORE, pursuant to the above recitals, the By-laws are hereby amended by amending Article V, Section 2 of the previously existing By-laws, as follows:

Article V, Section 2 had previously read:

Section 2. Election. Election to the Board of Directors shall be by secret written ballot at the annual meeting. At such election, the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

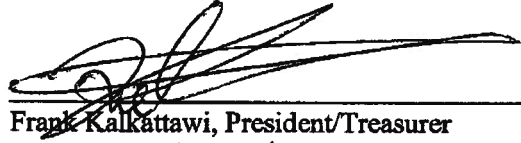
Article V, Section 2, is hereby amended to read as follows:

Section 2. Election. In the event a quorum is attained at an annual meeting, election to the Board of Directors shall be by secret, signed written ballot at an annual meeting of Members or by secret signed absentee ballot. Absentee ballots may be submitted by mail, email, facsimile, or other electronic means approved by the Association. The Board shall set a deadline for receipt of absentee. For any election of directors, the Members or their proxies (if at an annual meeting of members) may cast, in respect to each vacancy, as many votes as they are entitled to cast under the provisions of the Declaration. The person(s) receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

In the event a quorum is not attained at an annual meeting, there shall be an election of Directors by absentee ballot alone ("Absentee Ballot Election"). The procedure for such Absentee Ballot Election shall be as follows:

- i. The annual meeting for which a quorum was not attained shall be adjourned.
- ii. Prior to adjournment of the annual meeting, each person present at the annual meeting will be provided an absentee ballot that may be submitted for the Absentee Ballot Election. Persons holding proxies will not be entitled to submit an absentee ballot on behalf of the person(s) whose proxy(ies) they hold.
- iii. Immediately following the adjournment of the annual meeting, the sitting board of Directors shall call to order a meeting of the board of Directors to conduct the Absentee Ballot Election and supervise the tabulation of the absentee ballots submitted for the Absentee Ballot Election consistent with the provisions of Section 209.00594 of the Texas Property Code.
- iv. The ballots tabulated shall include all absentee ballots properly submitted by Members at the adjourned annual meeting and all absentee ballots properly submitted by mail, email, facsimile, or other electronic means approved by the Association.
- v. The notice of the annual meeting sent to each Member shall include a notice that in the event a quorum is not attained for the annual meeting, there will be a meeting of the board of Directors immediately following at which the Absentee Ballot Election will be completed. Such notice shall also inform the Members that a proxy does not constitute an absentee ballot and should the Absentee Ballot Election occur, no vote will be cast on their behalf if they have given their proxy to another member.
- vi. Following tabulation of the ballots, the results of the Absentee Ballot Election shall be announced at the board of Directors meeting and in any other manner in which the board of Directors deems appropriate.

IN WITNESS HEREOF, this Amendment to the By-laws of O.O. Community Association, Inc., Providing for Absentee Election of Directors has been enacted as recited above and is executed this 18th day of October, 2013.

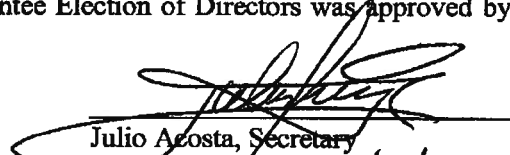


Frank Kalkattawi, President/Treasurer

10/18/2013
Date

CERTIFICATE OF SECRETARY

I hereby certify as secretary of O.O. Community Association, Inc. that a quorum of the Board of Directors was present and the foregoing Amendment to the By-laws of O.O. Community Association, Inc., Providing for Absentee Election of Directors was approved by a majority of the Board of Directors present.



Julio Acosta, Secretary

10/18/13
Date

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

Before Me, the undersigned authority, on this day, personally appeared Frank Kalkattawi, President/Treasurer of the Association, whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same as the act of the Association for the purpose and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this 18th day of October, 2013.



[Signature]
Notary Public, State of Texas

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

Before Me, the undersigned authority, on this day, personally appeared Julio Acosta, Secretary of the Association, whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same as the act of the Association for the purpose and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this 18th day of October, 2013.



[Signature]
Notary Public, State of Texas

RETURNED AT COUNTER TO:

Gary Cerasuolo
7500 San Felipe Suite 410
Houston, TX 77063

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Dianne Wilson

Dianne Wilson, County Clerk
Fort Bend County, Texas
November 14, 2013 01:06:00 PM



FEE: \$23.00 JE
AMENDMNT

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