

OCTOBER 2012 AMENDED BYLAWS OF

20120488728
10/19/2012 RP2 \$36.00

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.

6. Amended
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WHEREAS, the Board of Directors of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC. (the "Association") met in a Meeting to adopt the Amended Bylaws, a quorum of the Board of Directors members was established and the Meeting of the Board of Directors was called to order on October 9, 2012. Pursuant to the Bylaws, and the power vested in the Board of Directors by Section 2.09 of the Texas Non-Profit Corporation Act, and the acts of the Texas legislature in the 2011 legislative session with respect to Section 209 et. seq., of the Texas Property Code, empowering the Board of Directors to amend the Bylaws with respect to certain procedural issues mandated by state law and to comply with the terms thereof. A motion was made to amend the Bylaws to comply with Section 2.09 of the Texas Non-Profit Corporation Act and Section 209 et. seq. of the Texas Property Code adopted by the Texas legislature. The motion was seconded. A discussion was held and the motion was adopted by a majority vote of the Board of Directors and these Amended Bylaws hereafter shall be binding on the Association from adoption of the amendment on October 9, 2012.

THEREFORE, the Amended Bylaws of the Association are hereby amended with respect to the election and membership of the Board of Directors to comply with state law as set forth above. The remainder of the Bylaws remain unchanged but the language set forth herein, which shall henceforth be amended to read as follows:

Article II., Section 3 is amended to read as follows:

Section 3. Notice of Annual or Special Meetings: The notice shall be mailed to each property owner not later than the tenth (10th) day or earlier than the sixtieth (60th) day before the date of the meeting. In addition to the aforementioned mailing requirements, notice of any Annual or Special meeting of the members may also be posted in a conspicuous manner reasonably designed to provide notice to members, in a place located on the Association's common property or, with the property owner's consent, on other conspicuously located privately owned property within the subdivision; on any Internet website maintained by the Association or other Internet media; and also sending the notice via e-mail to each Owner who has registered an e-mail address with the Association. It is an Owner's responsibility to keep an updated e-mail address registered with the Association.

Article II., Section 4 of the Bylaws is amended to read as follows:

Section 4. Quorum and Adjournment of Meetings. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, ten percent (10%) of the votes of the membership, shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If any meeting of the Members cannot be held because a quorum is not present, the Members present in person or represented by proxy shall have power to adjourn and/or reschedule the meeting from time to time, without notice at the initially scheduled meeting, other than announcement at the meeting, until a quorum shall be present or represented. If the required quorum is not forthcoming at the initial meeting, the meeting may be adjourned and/or rescheduled to the same date without further notice and the quorum requirement at the reconvened meeting on the same date shall be one-half ($\frac{1}{2}$) of the required quorum at the immediately preceding meeting. If a quorum is not attained at the reconvened meeting on the same date, the reconvened meeting may adjourn to a new date and location without necessity of a formal meeting, not later than thirty (30) days from the date of that adjourned/rescheduled meeting, and the required quorum at such meeting shall be one-half ($\frac{1}{2}$) of the required quorum at the immediately reconvened meeting. However, written notice of the new date, time and location shall be provided with at least ten (10) days notice as set forth in these Amended Bylaws. At such adjourned/rescheduled meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. This procedure shall be continued until a quorum has been obtained; provided however, that such reduced quorum requirement shall not be applicable at a subsequent meeting held more than sixty (60) days following the initially scheduled meeting.

Article II., Section 5 of the Bylaws is amended to read as follows:

Section 5. Voting, Proxies and Absentee Ballots. The voting rights of the Members shall be as set forth in the Declaration, and such voting rights provisions are specifically incorporated herein. Members may vote in person, by proxy or by absentee ballot. All votes shall be in writing and signed by the Member. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot. No proxy will be valid after eleven (11) months from the date of its execution.

Article III., Section 1 of the Bylaws is amended to read as follows and Article III., Section 2 and Article III., Section 3 are thereby deleted:

Section 1. Number and Composition of Directors and Tenure. The affairs of the Association shall be managed by a Board of Directors composed of five (5) or seven (7) directors, as determined by a resolution adopted by a majority of the members of the Board of Directors. One board member was elected at a meeting of the members in for one two year term in a previous year and whose seat will be up for election in 2013. At the election in 2012, four (4) board members shall be elected, two for a term of three (3) years and two for a term of two (2) years. Thereafter, each position on the Board of Directors shall be for terms of three (3) years based on the initial stagger of terms created at the election in 2012. Directors may run for re-election and are not limited in number of terms of service. The affairs of the Association shall be governed by the Board of Directors, each of whom shall have one (1) vote. Any Director may be removed from the Board, with or without cause, by a majority vote of a quorum of members at a properly called meeting of the members of the Association. In the event of death, resignation, or removal of a Director, his successor shall be selected by the remaining members of the Board and shall serve for the remainder of such removed Director's term. If a Board is presented with written, documented evidence from a database or other record maintained by a governmental law enforcement authority that a board member, proposed appointee to the Board or candidate for the Board, has been convicted of a felony or a crime involving moral turpitude, the board member is immediately ineligible to serve on the Board, and automatically considered removed from the Board, and prohibited from future service on the Board. The proposed appointee to the Board or candidate for the Board is immediately ineligible to serve on the Board and prohibited from future service on the Board.

Article III., Section 5 of the Bylaws is amended to read as follows:

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action which they could take at a meeting by (a) majority vote of a quorum of board members in a teleconference if each director may hear and be heard by every other director, (b) unanimous consent provided by electronic mail or, (c) execution of a written consent instrument signed by all of the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors and must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special board meeting. The right to such action taken without a meeting is subject to the following exceptions. The Board may not, without prior notice to owners, consider or vote on: fines; damage assessments; initiation of foreclosure actions; initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety; increases in assessments; levying of special assessments; appeals

from a denial of architectural control approval; or a suspension of a right of a particular owner before the owner has an opportunity to attend a board meeting to present the owner's position, including any defense on the issue.

Article V., Section 1 of the Bylaws is amended to read as follows:

Section 1. Organizational Meetings and Regular Meetings and Notice thereof. The first meeting of the Board of Directors following each annual meeting of the Members shall be held within ten (10) days thereafter at such time and place as shall be fixed by the Board. Such meetings shall be noticed to the Members of the Association in accordance with these Bylaws. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors. Notice of the time and place of the meeting shall be communicated to the directors not less than 72 hours prior to the meeting; provided, however, notice of a meeting need not be given to any director who has signed a waiver of notice or a written consent to holding of the meeting. Members shall be given notice of the date, hour, place, and general subject of a regular or special board meeting, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be mailed to each property owner not later than the tenth (10th) day or earlier than the sixtieth (60th) day before the date of the meeting. Or, notice must be provided at least seventy-two (72) hours before the start of the meeting by posting the notice in a conspicuous manner reasonably designed to provide notice to members, in a place located on the Association's common property or, with the property owner's consent, on other conspicuously located privately owned property within the subdivision; on any Internet website maintained by the Association or other Internet media; and sending the notice by e-mail to each owner who has registered an e-mail address with the Association. It is an owner's responsibility to keep an updated e-mail address registered with the Association. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Member(s) at his or her address as it appears on the records of the Association, with postage thereon paid.

Article V., Section 2 of the Bylaws is amended to read as follows:

Section 2. Special Board Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association or by any two (2) directors. The notice shall specify the time and place of the meeting. The notice shall be given to each director by one of the following methods: (a) by personal delivery; (b) electronic mail, or (c) by telephone communication, either directly

to the director or to a person at the director's office or home who would reasonably be expected to communicate such notice promptly to the director. All such notices shall be given at the director's telephone number or sent to the director's email address as provided by the Board member to the President of the Association. Notices given by personal delivery, telephone, or electronic mail shall be delivered, telephoned, or given at least seventy-two (72) hours before the time set for the meeting. Such meetings shall be noticed to the Members of the Association in accordance with these Bylaws.

Article V., Section 4 of the Bylaws is a new section and reads as follows:

Section 4. Open Meetings. Regular and special board meetings shall be open to owners, subject to the right of the board to adjourn a board meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the board. Members other than directors may not participate in any discussion or deliberation unless permission to speak is requested on his or her behalf by a director. In such case, the President may limit the time any Member may speak.

THE UNDERSIGNED Board of Directors hereby adopt the foregoing Amended Bylaws of Candlelight Hills Civic Association, Inc. The amendment to the Bylaws set forth above shall be deemed to be a part of and shall be interpreted in accordance with the Bylaws. All provisions of the Bylaws not amended herein are hereby ratified and confirmed in all respects.

CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected President of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, and

That the foregoing Amended Bylaws of the Association constitute the Amended Bylaws of said Association as duly adopted by majority vote of the Board of Directors present at a Regular Meeting of the Board of Directors duly held on the 9th day of October, 2012 and by the Members of the Association

at a regular meeting of the Members on November 4, 2012, whereby a quorum was obtained, a motion was made, seconded and approved by a two-thirds majority of a quorum of Members voting.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 9th day of October, 2012.

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.

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By: [Signature]
RUSSELL A. NOVAK, JR., PRESIDENT

BEFORE ME, the undersigned authority, on this day personally appeared, RUSSELL A. NOVAK, JR., the PRESIDENT of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated, on behalf of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 9th day of October, 2012.

[Signature]
Notary Public- State of Texas



Ref: Michael R. O'Neal
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12337 Jones Rd. Ste. 300
Houston Tx. 77070
(281) 955-7999

FILED
2012 OCT 19 PM 2:28
Star Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.
THE STATE OF TEXAS
COUNTY OF HARRIS
I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me, and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas.

OCT 19 2012



Star Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS