

Holt & Young, P.C.

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FEB 27 2013

February 22, 2013

Riverway Estates Community Association, Inc.
c/o MASC Austin Properties, Inc.
Attn: Angela Connell
13726 Florence Rd.
Sugar Land, Texas 77478

Re: Riverway Estates Community Association, Inc. / Recorded Bylaw Amendment and
ACC Guidelines

Dear Angela,

Enclosed please find the Recorded Bylaw Amendment and ACC Guidelines 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.



Luke P. Tollett

LPT

Enclosure

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**AMENDMENT TO BYLAWS OF
RIVERWAY ESTATES COMMUNITY ASSOCIATION, INC.
(Reducing Quorum Requirement)**

WHEREAS, Riverway Estates Community Association, Inc. (the "Association") is the governing entity for Riverway Estates Subdivision, an addition in Fort Bend County, Texas, according to the map or plat thereof recorded in the Map Records of Fort Bend County, Texas, under Clerk's File No. 2004-143061, along with any amendments, supplements, replats, and annexations (collectively referred to as the "Subdivision"); and

WHEREAS, the Association Bylaws are recorded in the Real Property Records of Fort Bend County, Texas, under Clerk's File No. 2005014280 (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 Riverway Estates Community Association, Inc., herein below; and

NOW THEREFORE, pursuant to the above recitals, the board of directors for the Riverway Estates Community Association, Inc., hereby amends the provisions of the Bylaws of Riverway Estates Community Association, Inc., to adopt, establish and impose upon the Association, the following amendment:

Article III, Section 4, which had previously read:

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one tenth (1/10th) of the votes of the membership shall constitute a quorum for any action except as otherwise in the Articles of Incorporation, the Declaration or these Bylaws. If however, such shall not be present or represented at any meeting, the Members entitled to vote thereat

shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

Is hereby amended to read as follows:

Section 4. Quorum. The presence at a meeting of Members, in person, by proxy, by absentee ballot or electronic ballot (should such be used), entitled to cast five percent (5%) of the votes of all Owners, regardless of class, shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these Bylaws. If however, such shall not be present or represented at any meeting, the Members entitled to vote thereat shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

CERTIFICATION

"I, the undersigned, being a Director and President of Riverway Estates Community 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: *Joanna Figueroa*, President
Print Name: Joanna Figueroa

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Joanna Figueroa, President of Riverway Estates Community 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 30th day of August, 2012.

Angela Carol Connell
Notary Public, State of Texas

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



FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Dianne Wilson

Dianne Wilson, County Clerk
Fort Bend County, Texas



October 01, 2012 04:22:54 PM

FEE: \$15.00 LW
AMENDMNT

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