

# **TIMBERGATE HOMEOWNERS' ASSOCIATION, INC.**

## **RESOLUTION REFLECTING BY-LAW AMENDMENTS PASSED BY THE MAJORITY OF THE MEMBERSHIP AT THE ANNUAL MEETING ON NOVEMBER 8, 2003.**

WHEREAS, the Timbergate Homeowners' Association, Inc. (the "Association"), held an Annual Meeting on November 8, 2003, at the residence of Mr. and Mrs. Rony Molina at 15906 Timber Chase Drive, Houston, TX. 77082; and

WHEREAS, pursuant to Article XII, Section 1 of the By-Laws of Timbergate Homeowners' Association, an amendment to the By-Laws may be made at any time by a majority vote of each class of the Members at a regular or special meeting of the Members; and

WHEREAS, 15 of the 73 residents of the Timbergate Community were present and voted to amend the below noted By-Law provisions; and

WHEREAS, at the annual meeting a motion was made to change the required number of Directors from a 6 (six) director board to a minimum of 3 (three) but not more than 5 (five) director board; and

WHEREAS, at the annual meeting a motion was made to decrease the term of office for each director to 1 (one) year and that the 2 (two) and 3 (three) terms be eliminated; and

WHEREAS, at the annual meeting a motion was made to allow the board of directors to have the authority to remove any director by a majority vote of the board of directors rather than require a majority vote of the membership; and

WHEREAS, a motion to amend the below-noted By-Law Provisions was made and same was voted on and approved unanimously by the majority of members on November 8, 2003; and

WHEREAS, the By-Laws now read as:

ARTICLE IV. Section 1. Number. now states:

The affairs of this Association shall be managed by a board of directors containing not less than three (3) nor more than 5 (five) members who need not be Members of the Association. The number of directors may be increased at any time by amendment of these By-Laws.

*And*

ARTICLE IV. Section 2. Term of Office. now states:

The term of office of a Board director shall be 1 (one) year. At each annual meeting of the Members, the Members shall elect the number of directors equal to the number of directors whose terms expire at such time, which shall be no less than 3 (three) directors, for a term of 1 (one) year.

*And*

ARTICLE IV. Section 3. Removal. now states:

The Members may remove any director with or without cause by a majority vote at a meeting called for such purpose. The directors may remove any director with or without cause by a majority vote of the directors at a meeting of the directors called for such purpose. In the event of the death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

WHEREAS, upon review of the votes cast for the above amendment to the By-Laws, it was determined that the above-listed change to the Association's By-Laws was passed by a vote of the majority of the membership; NOW, THEREFORE,

BE IT RESOLVED, that the Association, acting by and through its Board of Directors, shall prepare and execute a document entitled Amended By-Laws of Timbergate Homeowners Association, such document incorporating and reflecting the changes and additions to same voted upon and approved by the Majority of the membership; and

BE IT FURTHER RESOLVED, that a true and correct copy of the Amended By-Laws of Timbergate Homeowners Association is attached hereto as Exhibit "A;"

The resolution was adopted by the Board of Directors on \_\_\_\_\_.

IN WITNESS WHEREOF, the undersigned have executed this Resolution the \_\_\_\_\_ day of \_\_\_\_\_ 2004.

\_\_\_\_\_  
DIRECTOR

SIGNED AND SWORN TO BEFORE ME, by \_\_\_\_\_, this  
the \_\_\_\_\_ day of \_\_\_\_\_, 2004.

\_\_\_\_\_  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS

\_\_\_\_\_  
DIRECTOR

SIGNED AND SWORN TO BEFORE ME, by \_\_\_\_\_, this  
the \_\_\_\_\_ day of \_\_\_\_\_, 2004.

\_\_\_\_\_  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS

\_\_\_\_\_  
DIRECTOR

SIGNED AND SWORN TO BEFORE ME, by \_\_\_\_\_, this  
the \_\_\_\_\_ day of \_\_\_\_\_, 2004.

\_\_\_\_\_  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS