



STATE OF TEXAS §

COUNTY OF WILLIAMSON §

**AMENDMENT TO BYLAWS
OF
ESTATES AT SETTLERS PARK HOMEOWNERS ASSOCIATION, INC.**
(relating to association meetings and the number and term of directors)

Document reference. Reference is hereby made to that certain Declaration of Covenants, Conditions, and Restrictions Estates at Settlers Park, filed as Document No. 2002024178 in the Official Public Records of Williamson County, Texas; that certain Declaration of Covenants, Conditions, and Restrictions Settler's Overlook, filed as Document No. 2004041693 in the Official Public Records of Williamson County, Texas; and that certain Amended and Restated Declaration of Covenants, Conditions, and Restrictions Settler's Crossing, filed as Document No. 2002024178 in the Official Public Records of Williamson County, Texas (cumulatively, together with all amendments and supplements, the "**Declarations**").

Reference is further made to the "Estates at Settlers Park Owners Association, Inc. Bylaws", attached to that certain Community Manual For Estates at Settler's Park, Settler's Crossing and Settler's Overlook, filed as Document No. 2013093954 in the Official Public Records of Williamson County, Texas (together with all amendments and supplements, the "**Bylaws**").

WHEREAS the Declarations provide that owners of lots subject to the Declarations are automatically made members of the Estates at Settlers Park Homeowners Association, Inc. (the "**Association**");

WHEREAS the board of directors (the "**Board**") of the Association is authorized to amend the Bylaws pursuant to Section 22.102(c) of the Texas Business Organizations Code; and

WHEREAS the Board has voted to adopt the Bylaws amendment set forth below;

THEREFORE, the Bylaws have been, and by these presents are, amended as follows:

1. **Section 5.3 ("Notice of Meetings") is AMENDED and RESTATED to read in its entirety as follows:**

Section 5.3 Notice of Meetings. *Notice of Meetings.* Written notice of each meeting of the Members shall be given by, or at the discretion of the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 10 days but no more than 60 days before such meeting to each Member entitled to vote, addressed to the Member's address last appearing on the books of the Association for the purpose of notice. Such notice shall specify the place, day and time of the meeting, and, in the case of a special meeting, the purpose of the meeting. Notice shall be deemed to be delivered when deposited in the United States mail addressed to the Member at his last known address according to Association records. Notices may in the alternative be given by fax or email to any fax number or email provided by the Member to the Association.

2. **Section 5.5 ("Quorum") is AMENDED and RESTATED to read in its entirety as follows:**

Section 5.5 Quorum. The presence (including via telephone, via absentee ballot, via proxy, or other authorized method of attendance or voting) at the meeting of members entitled to cast at least ten percent of the Members' votes shall constitute a quorum for any action. If, however, such quorum shall not be present or represented at any meeting, the Members present shall have power to recess the meeting from time to time, and with notice provided in accordance with Section 5.3, reconvene the meeting at a later date. At any reconvened meeting the votes present at the reconvened meeting shall constitute quorum. When a quorum is present at any meeting of Members the vote of holders of a majority of the votes shall decide any question brought before the meeting unless otherwise provided by state law, the Articles or these Bylaws. At any meeting at which a quorum is present the quorum shall be deemed present throughout the meeting notwithstanding withdrawal of Members from the meeting.

3. **Sections 5.6 – 5.10 are hereby REPEALED and new Sections 5.6, 5.7 and 5.8 are adopted to read as follows:**

Section 5.6 Voting methods; forms and ballots. At all meetings of Members held in a physical location (in-person meetings), each Member may vote in person either absentee ballot or proxy (the board may elect to offer absentee ballots, proxies, or both). The board in its discretion may allow any other voting method allowed by law. All proxies shall be in writing and filed with the secretary or other designated association agent. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Home or Lot. The board shall promulgate the form of all proxies and ballots, and no other form shall be valid.

Section 5.7 Elections and Votes. Elections and votes of Members may be taken with or without a meeting unless otherwise provided in the Declaration or these Bylaws. If an election or vote by the Members is to be taken at a meeting of the Members, written notice of such meeting must be given to the Members not later than the 10th day or earlier than the 60th day before the date of the election or vote. If an election or vote is not taken at a meeting, notice must be not later than the 20th day before the latest date on which a ballot may be submitted. The right to cast votes and the number of votes which may be cast on matters to be voted on by the Members shall be in accordance with Article 4.3 of the Declaration.

Section 5.8 Method of Meetings. Meetings of the Members may be held in person or by telephonic or other electronic means. If held by telephonic or other electronic means, the notice of the meeting of the Members shall include instructions for the Members to access the communication method.

4. **Section 6.1 (“Number”) is AMENDED and RESTATED to read in its entirety as follows:**

Section 6.1 Number and Eligibility. The affairs of the Association shall be managed by a Board of five Directors who must either be Members of the Association or spouses or live-in companions of Members. The number of directors may be changed by amendment of these Bylaws, but may not be less than three.

5. **Section 6.2 (“Term of Office”) is AMENDED and RESTATED to read in its entirety as follows:**

Section 6.2 Term of Office. Directors shall serve staggered three-year terms such that at each annual meeting either one or two of the Director seats shall be open for election. To create the stagger, at the 2015 annual meeting of the membership, two directors shall be elected to an initial three-year term, two directors shall be elected to an initial two-year term, and one director shall be elected to an initial one-year term¹. Thereafter, all directors shall serve three-year terms.

A director takes office upon the adjournment of the meeting or balloting at which he is elected or appointed and, absent death, ineligibility, resignation, or removal, will hold office until his successor is elected or appointed.

6. **Section 6.5 (“Nomination”) is AMENDED and RESTATED to read in its entirety as follows:**

Section 6.5 Nominations. (a) At least 10 days before the date the Association disseminates absentee ballots or other ballots to the members for purposes of voting in a board member election, the Association must provide notice to the members soliciting candidates interested in running for a position on the board. Such notice must be provided in accordance with Texas Property Code Ch. 209 and must include instructions for an eligible candidate to self-nominate by notifying the Association of the candidate’s request to be placed on the ballot and the deadline to submit the request. The deadline may not be earlier than the 10th day after the date the Association provides notice under this section.

¹ In the event that there are directors serving at the time of adoption of this amendment whose term is not up at the time of the first director election held after the adoption of this amendment, if any of these directors choose not to resign and rather choose to fill out the term for which they were initially elected, the vote at the first director election after the adoption of this amendment shall automatically be altered accordingly to accomplish the desired staggering.

(b) In the Board's discretion a nominating committee may also be appointed to consist of a chairman who must be a member of the Board and two or more members of the association. The nominating committee, if appointed, shall make as many nominations for election to the Board as it shall in its discretion determine, but no fewer than the number of vacancies that are to be filled. The nominating committee nominees shall be listed on the ballot along with the names of candidates who timely reply to the solicitation sent pursuant to Section 6.5(a). The candidates selected by the nominating committee slate may be noted on the ballot as such.

(c) Other than the nominations pursuant to (a) and (b) above, no other nominations shall be allowed (no nominations from the floor or any other nominations.)

7. **Section 6.6 ("Election") is AMENDED and RESTATED to read in its entirety as follows:**

Section 6.6 Election. At any election of directors the Members or as applicable 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.

8. **Section 6.9 ("Action Taken Without a Meeting") is AMENDED and RESTATED to reflect current state law allowing many Board action items to be taken outside of a meeting. It is RESTATED to read as follows:**

Section 6.9 Additional Methods of Meeting: Action Taken Without a Meeting. In lieu of in-person meetings, meetings of the Board may held telephone or by other electronic means where board members can all hear and be heard by other board members. If a Board meeting is to be held by telephone or other electronic means, the notice of meeting to the Members must include instructions for the Members as to how to access the meeting. Members need not be allowed to participate in Board meetings but must be able to listen to such meeting with the exception of any portion of such meeting held in executive session.

To the fullest extent allowed by law², the directors shall have the right to take any action in the absence of a meeting that they could take at a meeting. Any action so approved shall have the same effect as though taken at a meeting of the directors. Any action taken without a meeting must be orally summarized, including any expenditures approved, and documented in the minutes of the next Board meeting.

² See Texas Property Code §209.0051 for a list of topics that are required to be discussed or voted on at a meeting.

Subject solely to the amendments above, the Bylaws remain in full force and effect.

ESTATES AT SETTLERS PARK HOMEOWNERS ASSOCIATION, INC.
Acting by and through its Board of Directors

Signature: *Dennis Schaffer*
Printed Name: DENNIS D. SCHAFER
Title: President

Acknowledgement

STATE OF TEXAS §
COUNTY OF Williamson §

This instrument was acknowledged before me on the 30TH day of September, 2015,
by Dennis Schaffer in the capacity stated above.

Christine Gamache
Notary Public, State of Texas



After recording, please return to:
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