**LOCKERIDGE FARMS HOMEOWNER ASSOCIATION, INC.**
c/o RealManage
2000 S. Dairy Ashford Drive, Suite 120
Houston, Texas 77077

**AMENDMENT OF BYLAWS**

WHEREAS, the Board of Directors (the "Board") of the Lockeridge Farms Homeowner Association, Inc. (the "Association") held a Board of Directors meeting on the 2nd day of June, 2014; and

WHEREAS, the Board noted the increasing problem of apathy within the membership of the Lockeridge Farms community and the difficulty in acquiring the necessary votes to establish a quorum for annual and/or special meetings of the members (collectively, "meeting(s) of the members") sufficient to allow the community's business, including the election of directors, to be conducted; and

WHEREAS, the Board also noted that, because of the size of the collective subdivision, a reduction in the initial quorum amount required to conduct original and/or re-convened meetings of the members would enhance the Association's ability to achieve quorum and conduct elections; and

WHEREAS, the Board also noted that the current system of 1-year non-staggered terms of service for each board of director position creates an administrative and practical impediment to the election process because it potentially requires a greater candidate pool to fill the numerous director positions that expire each and every year versus a traditional staggered system of director positions; and

WHEREAS, the Board also noted that the current requirement that directors need not be members in the Association creates a possible scenario where a Board of Directors comprised of

non-Members could govern the Association without regard to the welfare and benefit of the Members; and

WHEREAS, the Board also noted that, pursuant to Texas Property Code section 209.00593, the law provides that "[n]otwithstanding any provision in a dedicatory instrument, any board member whose term has expired must be elected by owners who are members of the property owners' association ... [t]he board of a property owners' association may amend the bylaws of the property owners' association to provide for elections to be held"; and

WHEREAS, the Board understands that Texas Property Code section 209.00593 allows a property owners' association to modify its bylaws for the purpose of electing directors in the event that there is an expired term, even when no quorum is at the annual meeting of the members, and even when the association's dedicatory instruments provide for no amendment by the Board otherwise; and

WHEREAS, the Board further understands that by also modifying term length, creating a structure of staggered terms, and requiring that directors be members of the Association, such measures will actually normalize the election process and provide for a more stable and equitable system of elections pursuant to the intent of Texas Property Code section 209.00593, et seq.; and

WHEREAS, during the course of business, a vote of the Board was taken to amend the Bylaws of Lockeridge Farms Homeowner Association, Inc. (the "Bylaws"), pursuant to Texas Property Code section 209.00593, in order that the above-referenced problems could be addressed as follows:

1. By adding Section 5.5.1 of the Bylaws:

   **5.5.1 Reduction in Quorum for Elections**. At any such meeting of the members called for the purpose of electing directors to the Board, the presence of Members in person and/or by proxy holding ten percent (10%) of all eligible votes of the Association, regardless of class, shall constitute a quorum. In any case, if a quorum shall not be present or represented at any meeting of the members, the members entitled to vote thereof, whether present in person or represented by proxy, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented at any reconvened meeting of the members. At any reconvened meeting of the members, any business may be transacted which might have been transacted at the meeting as originally notified.

2. By amending Section 7.6 of the Bylaws:

   **7.6 Election and Term of offices**. At any such meeting of the members called for the purpose of electing directors to the Board, directors will be elected to terms of three (3) years in duration. At the first election of directors following the enactment of the three-year term amendment to these Bylaws, one director position will serve a one-year term, one director position will serve a two-year term, and the final director position will serve a three-year term. Thereafter, each director thus elected shall hold office until their qualified successor has been duly elected or until such time that the director vacates the position for any reason prior to the term's expiration. Such vacancies will be governed by Section 7.7 of these Bylaws and applicable state law. Directors shall be elected by a plurality of the votes cast by the Members entitled to vote, whether in person, by proxy, or by absentee ballot, as provided for by the Declaration, these Bylaws, or applicable state law, provided that a quorum is present. Cumulative voting for the election of directors is expressly denied and prohibited.

3. By amending Section 7.1 of the Bylaws:

   **7.1 Number, Character and Qualification**. Until the first meeting of the Association, the affairs of this Association shall be governed by a Board of Directors consisting of the three (3) persons identified in the Certificate of Formation of the Association. Successor Directors shall be elected in accordance with ***Sections 6.3 and 7.6***. A Director must be a Member of the Association to be eligible to serve on the Board.

WHEREAS, upon review of the votes cast for the above amendments to the Bylaws, it was determined that these amendments were passed by a vote of the Board; NOW, THEREFORE,

BE IT RESOLVED, that the Association, acting by and through its Board of Directors, hereby adopts this Amendment to the Bylaws of Lockeridge Farms Homeowner Association, Inc.; and

BE IT FURTHER RESOLVED, that a true and correct copy of this Amendment to the Bylaws of Lockeridge Farms Homeowner Association, Inc. shall be filed in the real property records of Montgomery County, Texas, pursuant to the requirements of Texas Property Code sections 202.001 and 202.006.

IN WITNESS WHEREOF, the undersigned have executed this Amendment on the 20th day of June, 2014.

Roger Gragert, President
Lockeridge Farms Homeowner Association, Inc.

STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 20th day of June, 2014, by Roger Gragert, President of the Lockeridge Farms Homeowner Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

NOTARY PUBLIC
DONELL S MANITZ
My Commission Expires
April 7, 2017

Donell S Manitz
Notary Public, State of Texas

David J. Houlston, Secretary-Treasurer
Lockeridge Farms Homeowner Association, Inc.

STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 20th day of June, 2014, by David J. Houlston, Secretary-Treasurer of the Lockeridge Farms Homeowner Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

DONELL S MANTZ
My Commission Expires
April 7, 2017

Notary Public, State of Texas

Bryan Chad Price, Director
Lockeridge Farms Homeowner Association, Inc.

STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 20th day of June, 2014, by Bryan Chad Price, Director of the Lockeridge Farms Homeowner Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

DONELL S MANTZ
My Commission Expires
April 7, 2017

Notary Public, State of Texas

**AFTER RECORDING,**
**PLEASE RETURN TO:**

NORTH LAW, P.C.
1010 Lamar, Ste 1500
Houston, Texas 77002