

AMENDMENT TO BY-LAWS OF BARKER LAKE HOMEOWNERS ASSOCIATION INC.

(REGARDING CHANGING THE BOARD OF DIRECTOR TERMS)

This Amendment to the Bylaws ("Amendment") of Barker Lake Homeowners Association, Inc., is made by the undersigned, being the Members of Barker Lake Homeowners Association, Inc., a Texas Non-Profit Corporation ("Association").

WITNESSETH:

WHEREAS, the Original Bylaws the Association are filed of record under Harris County Clerk's Film No. 569-20-1196 ("Bylaws") and recorded on or about June 10, 2003, governing the property described in the Declaration of Covenants, Conditions and Restrictions for BARKER LAKE, SECTION ONE, according to the map or plat thereof filed for record in the Office of the County Clerk of Harris County, Texas in V599497 of the Official Records of Harris County, Texas; and BARKER LAKE, SECTION TWO, according to the map or plat thereof filed for record in the Office of the County Clerk of Harris County, Texas in V189582 of the Official Records of Harris County, Texas; and

WHEREAS, unless the context of this Amendment clearly indicates otherwise, or as expressly amended herein, the definitions and restrictions used shall have the same meaning as set forth in the Original Bylaws and those certain Declaration of Covenants Conditions and Restrictions for Barker Lake Homeowners Association Inc., recorded in the Harris County, Texas public records, as may have been or be amended, renewed, or extended from time to time.

WHEREAS, Article VIII, Section 8.2 allow for the Bylaws to be amended at any annual or special meeting of the members at which a quorum is present by the affirmative vote of two-thirds (2/3) of the Members present at the meeting following proper notice.

WHEREAS, the Association and Members wish to amend the Bylaws to stagger the terms of Directors and allow for a declining quorum in order to more efficiently conduct Association business.

WHEREAS, Article III, Section 3.3 of the Bylaws currently states:

*"Article 3.3 NOTICE AND QUORUM. Written notice of any meeting called for the purpose of taking any action authorized in the Declaration shall be sent to all members, or delivered to their residences, not less than thirty (30) days nor more than sixty (60) days in advance of the meeting. At any such meeting called, the presence of members or of proxies of Voting Representatives entitled to cast fifty one percent (51%) of all the votes of each class of membership shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at such subsequent meeting shall be fifty one percent (51%) of the quorum requirement for such prior meeting. The Association may call as many subsequent meetings as may be required to achieve a quorum (the quorum requirement being reduced for each such meeting). No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting."*

WHEREAS, Article V, Section 5.4 of the Bylaws currently states:

*"At each annual meeting of the Members, the Members shall elect Directors to hold office until the next succeeding annual meeting. At each election the persons receiving the greatest number of votes shall be the Directors. Each Director elected shall hold office for the term for which he is elected and until his successor shall have been elected and qualified or until his earlier death, resignation, disqualification or removal."*

WHEREAS, The Board of Directors, joined by the affirmative vote of the Members at a properly noticed meeting with required quorum being present, in person or by proxy, consented to and adopted the following Amendment to the Bylaws; and

NOW THEREFORE, BE IT RESOLVED, that Article III, Section 3.3 of the By-Laws is hereby amended to read as follows:

**Article 3.3 NOTICE AND QUORUM.** Written notice of any meeting called for the purpose of taking any action authorized in the Declaration shall be sent to all members, or delivered to their residences, not less than thirty (30) days nor more than sixty (60) days in advance of the originally called meeting. At any such meeting called, the presence of members or of proxies of Voting Representatives entitled to cast fifty one percent (51%) of all the votes of each class of membership shall constitute a quorum. If the required quorum is not present, in person or by proxy at a meeting, the Members who are present and entitled to vote thereat shall have power to adjourn that meeting and immediately reconvene another meeting on the same date and same location without notice, other than announcement at the meeting. Quorum requirement at any reconvened meeting will reduce by one half (1/2) for each adjourned and reconvened meeting thereafter until Quorum is reached. At any reconvened meeting with quorum being present, any business may be transacted which might have been transacted at the meeting originally called.

NOW THEREFORE, BE IT FURTHER RESOLVED, that Article V, Section 5.4 of the By-Laws is hereby amended to read as follows:

**At the annual meeting of the Members, the Members shall elect a total of three (3) Directors: one (1) Director for a term of one (1) year; one (1) Director for a term of two (2) years; and one (1) Director for a term of three (3) years. At each annual meeting thereafter, the Members shall elect Directors for terms of three (3) years as may be needed. Each Director elected shall hold office for the term for which he is elected and until his successor shall have been elected and qualified or until his earlier death, resignation, disqualification or removal.**

The Original By-Laws, except as expressly amended hereby, shall remain in full force and effect, and is hereby ratified and confirmed.

If any provision of this Amendment is found to be in conflict with the Bylaws, as amended, this Amendment shall control.

**(PLEASE CHECK THE BOX THAT APPLIES AND SIGN BELOW)**

\_\_\_\_\_/WE, THE UNDERSIGNED, BEING LOT OWNERS AND MEMBERS OF BARKER LAKE HOMEOWNERS ASSOCIATION, INC., do hereby vote **FOR** the foregoing proposed Amendment.

\_\_\_\_\_/WE, THE UNDERSIGNED, BEING LOT OWNERS AND MEMBERS OF BARKER LAKE HOMEOWNERS ASSOCIATION, INC., do hereby vote **AGAINST** the foregoing proposed amendment.

\_\_\_\_\_  
OWNER

\_\_\_\_\_  
ADDRESS

\_\_\_\_\_  
OWNER

\_\_\_\_\_  
LOT    BLOCK    SECTION

054-53-2042

IN WITNESS WHEREOF, this Amendment to the By-Laws of Barker Lake Homeowners Association Inc., is executed as of the 6<sup>th</sup> day of December, 2007.

Barker Lake Homeowners Association Inc.

Judi Ramey  
JUDI RAMEY, President

**CERTIFICATION**

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of the Barker Lake Homeowners Association Inc., a Texas non-profit corporation;

That the foregoing constitutes the Amendment to the By-Laws of said Association, as duly adopted at a properly noticed Meeting of the Members held on the 6<sup>th</sup> day of December, 2007 and further approved by the affirmative vote or written consent of a majority of quorum of Members present in person or by proxy.

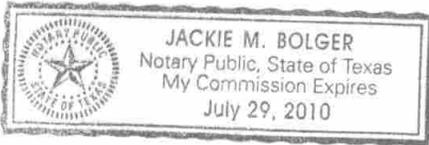
IN WITNESS WHEREOF, I have hereunto subscribed my name this the 6<sup>th</sup> day of December, 2007.

Gunny Theriot  
Gunny Theriot, Secretary

STATE OF TEXAS §  
  §  
COUNTY OF HARRIS §

BEFORE ME, on this day personally appeared GUNNY THERIOT the Secretary of the Barker Lake Homeowners Association Inc., known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that s/he executed the same for the purposes and consideration therein expressed and in the capacity therein and herein stated, and as the act and deed of said corporation.

Given under my hand and seal of office, this the 6<sup>th</sup> day of December, 2007.



Jackie M. Bolger  
Notary Public - State of Texas

054-53-2043