

**, VALLEY RANCH HOMEOWNERS ASSOCIATION, INC.**

STATE OF TEXAS

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COUNTY OF MONTGOMERY

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WHEREAS Valley Ranch Homeowners Association, Inc., (hereinafter the "Association") is a Texas nonprofit corporation and the governing entity for Valley Ranch Sections, 1-11; Azalea District, Sections 1-5; and 35.568 acres of additional land, additions in Montgomery County, Texas, according to the maps or plats thereof, as described and detailed on the Property Owners' Association Management Certificate recorded in the Real Property Records of Montgomery County, Texas, under Document No. 2021137306; along with any replats thereto and along with any other real property brought under the Association's jurisdiction (hereinafter the "Subdivision"); and,

WHEREAS the Association is governed by the By-Laws of the Valley Ranch Homeowners Association, Inc., recorded in the Real Property Records of Montgomery County, Texas, under Document No. 2006066350, along with any amendments thereto (hereinafter the "Bylaws"); and,

WHEREAS Article VI, Section F of the Bylaws provides that the Bylaws “may be amended at any time by the majority vote of the Board of Directors;” and,

WHEREAS Section 22.102(c) of the Texas Business Organizations Code provides that a nonprofit corporation's board of directors may amend the nonprofit corporation's bylaws unless: the corporation's formation document wholly or partly reserves that power exclusively to the corporation's members; or, the management of the corporation is vested in the corporation's members; or, if in amending, repealing, or adopting a bylaw, the corporation's members expressly provided that the board of directors may not amend or repeal the bylaw; and,

WHEREAS the Articles of Incorporation of Valley Ranch Homeowners Association, Inc., do not wholly or partly reserve the power to amend the Bylaws exclusively to the Association's members; and,

WHEREAS the management of the Association is vested in the Association's board of directors, and not in the Association's members; and,

WHEREAS in amending, repealing, or adopting the bylaws, the Association's members have never expressly provided that the board of directors may not amend or repeal such bylaws; and,

WHEREAS there is a need to amend the Bylaws to establish a procedure for resolving tie votes in director elections, in order to further the purposes of the Association; and,

WHEREAS this Dedicatory Instrument represents Restrictive Covenants as those terms are defined by Texas Property Code Section 202.001, et seq., and the Association shall have and may exercise discretionary authority with respect to these Restrictive Covenants;

NOW THEREFORE, in accordance with the foregoing and as evidenced by the Certification attached hereto, the Association hereby amends its Bylaws, as follows:

**THERE SHALL NOW BE AN ARTICLE III, SECTION 3(C) WHICH READS:**

(c) In the event of a tie in any Director election, and absent a voluntary concession by one of the candidates, the tie shall be broken by chance through one of the following methods: a coin toss, drawing of straws, or selection of a name at random by an online wheel generator or similar randomization tool, as determined by the Board. The method used shall be conducted in the presence of the Association's Secretary, the Association's managing agent, or such other person(s) designated by the Board, and the result shall be final and binding.

**[CERTIFICATION AND ACKNOWLEDGMENT TO FOLLOW]**

CERTIFICATION

"I, the undersigned being a Director of Valley Ranch Homeowners Association, Inc., hereby certify that the foregoing was approved by at least a majority of the Association's Board of Directors, at a properly noticed open meeting of the Board of Directors, at which at least a quorum of the Board of Directors was present."

By: Allison Marshall

Date: 10/9/25

Print Name: Allison Marshall

Title: President

STATE OF TEXAS

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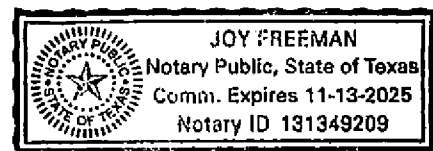
COUNTY OF MONTGOMERY

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BEFORE ME, the undersigned notary public, on this day personally appeared Allison Marshall, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that they executed the same for the purpose and in the capacity and with the authority therein expressed, as the act and deed of the corporation.

SUBSCRIBED AND SWORN TO BEFORE ME on this the 9 day of October, 2025, to certify which witness my hand and official seal.

Joy Freeman  
Notary Public for the State of Texas



**E-FILED FOR RECORD**

10/14/2025 02:19PM



*L. Brandon Steinmann*

County Clerk,  
Montgomery County, Texas

STATE OF TEXAS,  
COUNTY OF MONTGOMERY

I hereby certify that this instrument was e-filed in the file number  
sequence on the date and time stamped herein  
by me and was duly e-RECORDED in the Official Public  
Records of Montgomery County, Texas.

**10/14/2025**



*L. Brandon Steinmann*

County Clerk,  
Montgomery County, Texas