

FIFTH SUPPLEMENTAL
NOTICE OF DEDICATORY INSTRUMENTS
FOR
VALLEY RANCH HOMEOWNERS ASSOCIATION, INC.

THE STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

The undersigned, being the authorized representative of Valley Ranch Homeowners Association, Inc., a property owners' association as defined in Section 202.001 of the Texas Property Code (the "Association"), hereby supplements the "Notice of Dedicatory Instruments for Valley Ranch Homeowners Association, Inc." ("Notice") recorded in the Official Public Records of Real Property of Montgomery County, Texas on June 6, 2008 under Clerk's File No. 2008-056313, the "First Supplemental Notice of Dedicatory Instruments for Valley Ranch Homeowners Association, Inc." (the "First Supplemental Notice") recorded in the Official Public Records of Real Property of Montgomery County, Texas on October 1, 2008 under Clerk's File No. 2008-096645, "Second Supplemental Notice of Dedicatory Instruments for Valley Ranch Homeowners Association, Inc." (the "Second Supplemental Notice") recorded in the Official Public Records of Real Property of Montgomery County, Texas on January 11, 2013 under Clerk's File No. 2013003120, "Third Supplemental Notice of Dedicatory Instruments for Valley Ranch Homeowners Association, Inc." (the "Third Supplemental Notice") recorded in the Official Public Records of Real Property of Montgomery County, Texas on January 3, 2020 under Clerk's File No. 2020000564 and "Fourth Supplemental Notice of Dedicatory Instruments for Valley Ranch Homeowners Association, Inc." (the "Fourth Supplemental Notice") recorded in the Official Public Records of Real Property of Montgomery County, Texas on November 12, 2020 under Clerk's File No. 2020131064, which documents were filed for record for the purpose of complying with Section 202.006 of the Texas Property Code.

Additional Dedicatory Instruments. In addition to the Dedicatory Instruments identified in the Notice, the First Supplemental Notice, the Second Supplemental Notice, the Third Supplemental Notice and Fourth Supplemental Notice, the following document is a Dedicatory Instrument governing the Association:

- **Second Amendment to the By-Laws of Valley Ranch Homeowners Association, Inc.**

A true and correct copy of such Dedicatory Instrument is attached to this Supplemental Notice.

This Supplemental Notice is being recorded in the Official Public Records of Real Property of Montgomery County, Texas for the purpose of complying with Section 202.006 of the Texas Property Code. I hereby certify that the information set forth in this Supplemental Notice is true and correct and that the copy of the Dedicatory Instrument attached to this Supplemental Notice is a true and correct copy of the original.

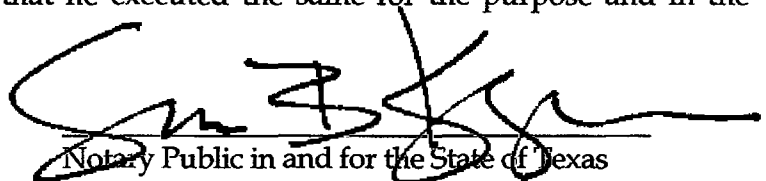
Executed on this 26th day of February, 2021.

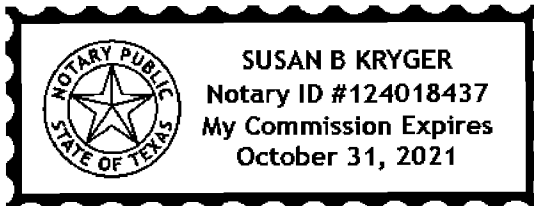
VALLEY RANCH HOMEOWNERS ASSOCIATION, INC.

By: 
Eric B. Tonsul, authorized representative

THE STATE OF TEXAS §
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COUNTY OF HARRIS §

BEFORE ME, the undersigned notary public, on this 26th day of February, 2021 personally appeared Eric B. Tonsul, authorized representative of Valley Ranch Homeowners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purpose and in the capacity therein expressed.


Notary Public in and for the State of Texas



**SECOND AMENDMENT TO THE BY-LAWS
OF
VALLEY RANCH HOMEOWNERS ASSOCIATION, INC.**

STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

I, Tyler Hager, President of Valley Ranch Homeowners Association, Inc. (the "**Association**"), do hereby certify that at a meeting of the Board of Directors of the Association (the "**Board**") duly called and held on the 25th day of February, 2021, with at least a quorum of the Board members being present and remaining throughout, and being duly authorized to transact business, the following amendment to the By-Laws of the Association was duly approved by a majority vote of the members of the Board.

RECITALS:

1. Article VI, Section F, of the By-Laws of the Association states that the By-Laws may be amended at any time by the majority vote of the Board of Directors.
2. The Board desires to amend the By-Laws to comply with current state law and require Board members to be Members of the Association.

WITNESSETH:

1. Article III, Section A(1), of the By-Laws of the Association is amended to read as follows:

Section 1. Governing Body: Composition. The affairs of the Association will be governed by a Board of Directors. Each Director must be a Member of the Association. No more than one (1) representative of a particular corporation or other entity that is a Member may serve on the Board at any given time. Any Director who ceases to be a Member of the Association is immediately ineligible to serve on the Board and is automatically considered removed from the Board. A person is not eligible to serve on the Board if the person has been convicted of a felony or crime involving moral turpitude within the previous twenty (20) years and there is written, documented evidence of such a conviction from a database or other record maintained by a governmental law enforcement authority. A person is not eligible to serve on the Board if the person cohabits at the same primary residence with another member of the Board of the Association.

2. Article III, Section A(4), of the By-Laws of the Association titled "Nomination of Directors" is amended to read as follows:

Section 4. Candidates for Election to the Board. All Members have the right to run for a position on the Board. Each year, prior to the date of the annual meeting of the Members or election for the Board and in the time prescribed by law, the Association will solicit candidates for the Board in accordance with Texas Property Code Section 209.00593 (or its successor statute). The notice will specify a date by which a Member must submit his/her name as a candidate for election to the Board. The date for a Member to submit his/her name as a candidate may not be earlier than the tenth (10th) day after the date the Association provides the solicitation notice. The notice may be mailed to each Member or provided by: (a) posting the notice in a conspicuous manner reasonably designed to provide notice to the Members in a place located on the Association's Common Area or, with the owner's consent, on private property located within the Association; or (b) on an Internet website maintained by the Association, and by sending notice by e-mail to each Member who has registered an e-mail address with the Association. The Association must be notified by the Member who desires to run for a position on the Board, not by another Member, to confirm the Member's desire to run for election and to serve on the Board. All Members who notify the Association by the stipulated deadline will be candidates whose names will appear on any ballot and directed proxy (if applicable) that is provided to the Members. The Association is not required to allow nominations from the floor for Board positions at a meeting of the Members. Nominations from the floor at a meeting of the Members will be allowed at the discretion of the Board. If the Board allows nominations from the floor at an election meeting of the Members, the meeting notice will state that nominations from the floor will be accepted. A candidate may also submit a one letter size page, one side printed only document with resume and/or biographical information to the Association by the specified date. If provided by the candidate, the candidate's resume/biographical information may, at the discretion of the Board, be provided to the Members at any pre-election candidate forum and/or with the notice of annual meeting sent to all Members and/or be made available on the Association's website. If candidate resumes/biographical information are distributed to or made available to the Owners in any manner, the Association will provide all resume/biographical information provided by all candidates

3. Article III, Section A(5), of the By-Laws of the Association is amended to read as follows:

Section 5. Removal of Directors and Vacancies. Any Director may be removed from the Board, with or without cause, by a majority of a quorum of Members voting in person, by proxy, or any other means allowed by statute at a special meeting called for that purpose, or at an annual meeting for which the removal of a Director(s) is on the meeting notice. In the event of the removal of a Director under this provision, a successor for the removed Director will be appointed by a majority of the remaining Directors or, if applicable, by the sole remaining Director. A Director whose removal is proposed will be given the opportunity to be heard at the removal meeting. If the Board is presented with written documented evidence from a database or other record maintained by a governmental law enforcement authority that a Board member was convicted of a felony or crime involving moral turpitude not more than 20 years before the date the Board is presented with the evidence, the Board member is immediately ineligible to serve on the Board and will, therefore, be immediately removed. Any Director elected by the Members may be removed by a vote of a majority of the remaining Directors as the result of the Director's failure, without just cause, to attend three (3) consecutive, regularly scheduled meetings of the Board. "Just cause" means any event that, in the reasonable, good faith judgment of the Board, prevents a Director from attending a meeting and includes, without limitation, death or serious injury to a member of the Director's family or other person with whom the Director has a long-term relationship, a mental or physical ailment or impairment that prevents the Director from attending a meeting, and any mandatory business engagement related to the Director's livelihood and/or employment.

A vacancy on the Board arising because of death, resignation, removal or otherwise will, unless otherwise determined by the Board, be filled by a majority of the remaining Directors though less than a quorum or, when applicable, by a sole remaining Director. Any Director so appointed will hold office for the unexpired term of his or her predecessor. If by reason of death, resignation, or otherwise, the Association has no Directors in office, any Member of the Association may call a special meeting of Members for the purpose of electing a Board.

4. Article III, Section B(2), of the By-Laws of the Association is amended to read as follows:

Section 2. Regular Board Meetings. Regular meetings of the Board may be held at such time, date, and place as will be determined from time to time by a majority of the Directors. The frequency of regular meetings will be as deemed necessary and appropriate by the Board or as otherwise required by the applicable governing documents. Notice of each regular meeting will be given to all Members as required by law. The Board may participate in and hold a regular or special meeting by means of:

- a. conference telephone or similar communication equipment by which all persons participating in the meeting can hear each other; or
- b. another suitable electronic communications system, including video conferencing technology or the Internet, only if:
 - i. each Director entitled to participate in the meeting consents to the meeting being held by means of that system; and
 - ii. the system provides access to the meeting in a manner or using a method by which each Director participating in the meeting can communicate concurrently with each other participant;
 - iii. all Directors may hear and be heard by every other Director;
 - iv. except for any portion of the meeting conducted in executive session, all Members in attendance at the meeting may hear all Directors and Members are allowed to listen using any electronic or telephonic communication method used or expected to be used by a Director to participate; and
 - v. the notice of the meeting includes instructions for Members to access any communication method required to be accessible under subsection iv above.

Participation in a meeting by conference telephone or similar communication or video conferencing technology or the Internet will constitute presence in person at such meeting except where a Director participates in the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. The Board may take action outside of a meeting, including voting by electronic or telephonic means, without prior notice to the Members, if each Director is given a reasonable opportunity to express the Director's opinion to all other Directors and to vote. Any action taken without notice to the Members must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special Board meeting. Provided further that, the Board may not take action without prior notice to the Members on any matter prohibited by law to be taken without prior notice to the Members, unless done in an open meeting for which prior notice was given to the Members.

- 5. Article III, Section B(3), of the By-Laws of the Association is amended to read as follows:

Section 3. Special Meetings of the Board of Directors. Special meetings of the Board will be held when called by the President or by a majority of the Directors then in office. The notice will specify the date, time, and place of the meeting and the nature of any special business to be considered. The notice will be given to each Director by anyone of the following methods: (a) by personal delivery; (b) written notice by first class mail, postage prepaid; (c) by facsimile, or (d) if authorized by statute, by email. All such notices will be given or sent to the Director's address, email, or facsimile number as shown on the records of the Association. Notices sent by first class mail will be deposited into a United States

mailbox, at least three (3) days before the time set for the meeting. Notices given by personal delivery, email, or facsimile will be delivered or given at least three (3) days before the time set for the meeting. The provisions in Article III, Section B(3.1), relating to notice to the Members will be applicable to a special meeting of the Board.

6. Article III, Section B(3.1), is hereby added to the By-Laws of the Association to read as follows:

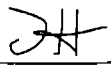
Section 3.1. Notice of Board Meetings. The Board will give Members notice of Board meetings (regular and special), including the date, hour, place, and general subject of the Board meeting, including a general description of any matter to be brought up for deliberation in closed executive session. A notice of meeting will be:

- a. mailed to all Members at least ten (10) days before the date of the meeting; or
- b. provided at least 72 hours before the meeting by:
 - i. being posted in a conspicuous location, either in or on a Common Area or, with the owner's consent, on conspicuously located privately owned property within the Association, or on the Association's website; and
 - ii. being emailed to all Members who have registered their email addresses with the Association.

It is a Member's responsibility to register and keep an updated email address with the Association.

I hereby certify that I am the duly elected, qualified and acting President of the Association and that the foregoing amendment to the By-Laws was approved by a majority vote of the Board of Directors as set forth above and now appears in the books and records of the Association, to be effective upon recording in the Official Public Records of Real Property of Montgomery County, Texas.

Valley Ranch Homeowners Association, Inc., a
Texas non-profit corporation

By: 

Print Name: Tyler Hager

Title: President

STATE OF TEXAS

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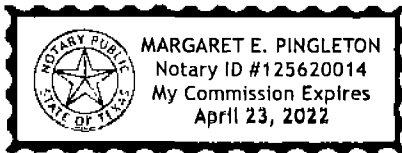
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COUNTY OF MONTGOMERY

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BEFORE ME, a notary public, on this day personally appeared Tyler Hason
President of Valley Ranch Homeowners Association, Inc., known to me to be the
person whose name is subscribed to the foregoing document and, being by me first duly sworn,
declared that he/she executed this document for the purposes and in the capacity herein
expressed.

Given under my hand and seal of office this 20th day of February, 2021.



Margaret E. Pingleton
Notary Public in and for the State of Texas

E-FILED FOR RECORD

02/26/2021 03:14PM



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.

02/26/2021



County Clerk
Montgomery County, Texas