

VALLEY RANCH HOMEOWNERS ASSOCIATION, INC.
BYLAW AMENDMENT REGARDING DIRECTOR TERMS

STATE OF TEXAS §
COUNTY OF MONTGOMERY §

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 adjust the terms of the Association's elected directors, to generally forward the Association's purposes; 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:

ARTICLE III A., SECTION 3(B) OF THE BYLAWS, WHICH PREVIOUSLY READ:

(b) At the first annual meeting of the Members after the expiration of the Class B Control Period, the Members shall elect three (3) directors, one to serve a one-year term, one to serve a two-year term and the third to serve a three-year term. At each annual meeting thereafter, the Members shall elect one (1) director to serve a term of three (3) years.

IS AMENDED TO READ AND NOW READS:

(b) The Directors elected at the annual meetings of the Members in 2022, 2023, and 2024, respectively, shall serve the three-year terms to which they were elected. All Directors elected subsequent to the recording of this BYLAW AMENDMENT REGARDING DIRECTOR TERMS shall serve two-year terms and shall serve until their successors are elected and qualified.

[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: 4/24/25

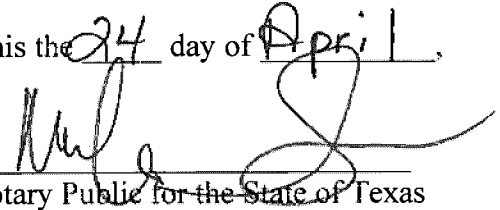
Print Name: Allison Marshall

Title: President

STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

Allison Marshall BEFORE ME, the undersigned notary public, on this day personally appeared 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 24 day of April, 2025, to certify which witness my hand and official seal.



Notary Public for the State of Texas



E-FILED FOR RECORD

05/27/2025 11:21AM



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.

05/27/2025



L. Brandon Steinmann

County Clerk,
Montgomery County, Texas