

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

	Would you Support Change?		Purpose for Change
#1		<p>Old Language: Article II. Section 5. “Declarant” shall mean and refer collectively to the persons below originally dedicating the Shadowcrest Subdivision, being E. W. Schultz; M. L. Cashion; R.W. Butler; H. D. Butler; B. D. Moore; W. Cecil Hobson; B. B. Scasta, Inc.; Borski Homes, Inc.; Joe Courtney, Inc.; Jan-Wic Homes, Inc.; and Tony Jones Construction Company, Inc., d/b/a Wood Creek Joint Venture, a Texas general partnership.</p>	Removal of language that is no longer applicable
		<p>New Language: Article II. Section 5. Definition will be removed</p>	
#2		<p>Old Language: Article III. Section 1. The regular annual meeting of the Members of the Association shall be held on the first Tuesday in September of each year beginning in 1985, at seven o'clock (7:00) p.m. at the principal office of the Association or at such places within the State of Texas, County of Brazos, as may be designated by the Board of Directors. If such date for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.</p>	Adds flexibility for the Board to conduct the annual meeting virtually in times of necessity and encourages participation by association members by allowing them to attend from anywhere
		<p>New Language: Article III. Section 1. The regular annual meeting of the Members of the Association shall be held on the first Tuesday in September of each year beginning in 1985, at seven o'clock (7:00) p.m. at the principal office of the Association or at such places within the State of Texas, County of Brazos, as may be designated by the Board of Directors. If such date for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday. <u>In lieu of or in addition to a physical location being designated for the regular annual meeting, the Board of Directors may hold such meeting virtually using an internet-based platform that allows for active participation of the Members.</u></p>	

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

#3	Would you Support change?	<p>Old Language: Article III. Section 4. An Owner shall have the right to vote on matters brought up for a vote among the membership, and any provision of the Covenants and Restrictions, these By-Laws, and the Articles of Incorporation that disqualifies an Owner from voting is void. A Member's vote in a homeowners association-wide act must be in writing and signed by the Member, except for uncontested elections. A Member may vote in person, or by proxy, or by electronic ballot under the conditions specified below. Electronic ballots are permitted for which the Owner's identity can be confirmed and for which the Owner may receive a receipt of the electronic transmission and ballot. If the electronic ballot is posted on a website, notice must be sent to each Owner with instructions how to access posting to the website.</p>	Clarifies who has the right to vote on HOA matters by specifying "one vote per lot"
<p>New Language: Article III. Section 4. An Owner shall have the right to vote on matters brought up for a vote among the membership, and any provision of the Covenants and Restrictions, these By-Laws, and the Articles of Incorporation that disqualifies an Owner from voting is void. A Member's vote in a homeowners association-wide act must be in writing and signed by the Member, except for uncontested elections. A Member may vote in person, or by proxy, or by electronic ballot under the conditions specified below. Electronic ballots are permitted for which the Owner's identity can be confirmed and for which the Owner may receive a receipt of the electronic transmission and ballot. If the electronic ballot is posted on a website, notice must be sent to each Owner with instructions how to access posting to the website. <u>Voting shall be on a Lot basis. The Owner of each Lot is entitled to one vote. If a Lot has more than one Owner, the vote for that Lot shall be exercised as the owners of the Lot determine among themselves, but in no event shall a Lot be entitled to cast more than one vote.</u></p>			

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

#4	Would you Support change?	<p>Old Language: Article III. Section 5. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, three-tenths (3/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these Bylaws. If, however, such quorum shall not be present or represented at any meetings, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented. If a quorum is present, the affirmative vote of a majority of the Members represented at the meeting and entitled to vote on the subject matter shall be the act of the Members, unless the vote of a greater number or voting by classes is required by the Articles of Incorporation, the Declaration or these Bylaws. An electronic ballot shall only count toward the quorum for an election for all items listed on the ballot.</p>	Allows for a members presence to be either in-person or virtually for purposes of establishing a quorum
		<p>New Language: Article III. Section 5. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, three-tenths (3/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these Bylaws. <u>The term “presence” includes both attendance in-person and via an internet-based platform designated for use by the Board of Directors.</u> If, however, such quorum shall not be present or represented at any meetings, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented. If a quorum is present, the affirmative vote of a majority of the Members represented at the meeting and entitled to vote on the subject matter shall be the act of the Members, unless the vote of a greater number or voting by classes is required by the Articles of Incorporation, the Declaration or these Bylaws. An electronic ballot shall only count toward the quorum for an election for all items listed on the ballot.</p>	

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

#5	Would you Support change?	<p>Old Language: Article IV. Section 2. The initial directors for the Association set forth in the Articles of Incorporation shall hold office until the first annual meeting. The directors shall continue to serve until their successors are duly elected and qualified.</p>	<p>Updates language as to who the Directors are and what their term length is</p>
		<p>New Language: Article IV. Section 2. Directors shall be elected at the annual meeting of the Members and shall hold office for a term of one (1) year and until their successors are duly elected and qualified.</p>	
#6		<p>Old Language: Article V. Section 1. Regular meetings of the Board of Directors shall be held quarterly at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the net day which is not a legal holiday.</p>	<p>Adds flexibility for the Board to conduct regular meetings virtually</p>
		<p>New Language: Article V. Section 1. Regular meetings of the Board of Directors shall be held quarterly at such place and hour as may be fixed from time to time by resolution of the Board. <u>Regular meetings of the Board of Directors may be held in a physical location and/or using an internet-based platform that allows for active participation of the Board members.</u> Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the net day which is not a legal holiday.</p>	
#7		<p>Old Language: Article V. Section 3. Notice of regular and special meetings of the Board of Directors must include the date, hour, place, and general subject matter and description of matters to be brought up in executive sessions.</p>	<p>Adds language concerning an access link for virtual meeting attendance being required if such meeting will be broadcast virtually</p>
		<p>New Language: Article V. Section 3. Notice of regular and special meetings of the Board of Directors must include the date, hour, place, <u>access link for digital attendance (if available)</u>, and general subject matter and description of matters to be brought up in executive sessions.</p>	

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

#8	Would you Support change?	<p>New Language: Article V. Section 8. We will be adding the following matters requiring notice to members in accordance with changes to the law:</p> <ul style="list-style-type: none"> a. Suspending rights of an Owner before the Owner has an opportunity to appear before the Board to <u>present the Owner’s position, including defense, on an issue</u> b. <u>Lending or borrowing money</u> c. <u>The adoption or amendment of a dedicatory instrument</u> d. <u>The approval of an annual budget or the approval of an amendment of an annual budget that increases the budget by more than 10 percent</u> e. <u>The sale or purchase of real property by the Association</u> f. <u>Filling of a vacancy on the Board</u> g. <u>The construction of capital improvements other than the repair, replacement, or enhancement of existing capital improvements</u> h. <u>The election of an officer</u> 	<p>Updates Deed Restrictions based on changes to the state law since the restrictions were previously adopted. These items require notice to all members prior to a vote being held.</p>
#9		<p>Old Language: Article IX. Section 1. At a minimum, the Association will retain the documents required by Prop. Code Sec. 209.005(m), as it may be amended from time to time, for the time periods required by that section. The Association shall adopt a policy relating to records retention which shall be filed of record in the Official Records of Brazos County, Texas. These policies may be adopted, amended, or restated from time to time by the Board of Directors</p> <hr/> <p>New Language: Article IX. Section 1. At a minimum, the Association will retain the documents required by Prop. Code Sec. 209.005(m), as it may be amended from time to time, for the time periods required by that section. The Association <u>has previously adopted</u> a policy relating to records retention which <u>has been</u> filed of record in the Official Records of Brazos County, Texas <u>and is not affected by</u></p>	<p>Updated language to reflect document retention policy previously adopted</p>

PROPOSED CHANGES – SHADOWCREST HOA BYLAWS

	Would you Support change?	<u>these Amended and Restated Bylaws.</u> These policies may be adopted, amended, or restated from time to time by the Board of Directors.	
--	----------------------------------	--	--

Signature: _____ Date: _____

Name (print): _____

Address of Lot: _____