

STATE OF TEXAS §

COUNTY OF TRAVIS §

**AMENDMENT TO BYLAWS
OF
GREENSHORES ON LAKE AUSTIN PROPERTY OWNERS ASSOCIATION, INC.**

Document reference. Reference is hereby made to the Declaration of Covenants, Conditions and Restrictions for Greenshores on Lake Austin, filed as Document No. 2004021295 in the Official Public Records of Travis County, Texas (together with all amendments and supplemental documents thereto, the “**Declaration**”).
Reference is further made to the Bylaws of Greenshores on Lake Austin Property Owners Association, Inc., filed as Document No. 2004111866 in the Official Records of Travis County, Texas, (together with all annexation documents and amendments thereto including the amendment filed as document no. 2013181840 in the Official Records of Travis County, Texas “**Bylaws**”).

WHEREAS the owners of lots subject to the Declaration are automatically made members of Greenshores on Lake Austin Property Owners Association, Inc. (the “**Association**”);

WHEREAS the Association is a Texas non-profit corporation and is governed in accordance with the Bylaws;

WHEREAS the board of directors (the “**Board**”) of the Association is authorized to amend the Bylaws pursuant to Section 22.102(c) of the Texas Business Organizations Code; and

WHEREAS the Board has voted to adopt the Bylaws amendment set forth below;

THEREFORE the Bylaws have been, and by these presents are, amended as follows:

1. By AMENDING Article III, Section 3.05 to read in its entirety as follows:

“3.05 *Voting methods; forms and ballots.* At all meetings of Members, each Member may vote in person or (at the board’s election) either by absentee ballot or proxy. The board in its discretion may allow any other voting method allowed by law. All proxies shall be in writing and filed with the secretary or other designated association agent. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot. The board shall promulgate the form of all proxies and ballots, and no other form shall be valid.”

2. By AMENDING Article IV, Section 4.05 to read in its entirety as follows:

“4.05. *Action Taken Without a Meeting; Manner of Meeting.* (a) To the fullest extent allowed by law¹, the directors shall have the right to take any action in the absence of a meeting which they could take at a meeting. A majority vote of directors is required to take any action outside of a meeting, and all directors must have been given reasonable opportunity to express their opinion and to vote. Any action so approved shall have the same effect as though taken at a meeting of the

¹ See Texas Property Code §209.0051 for a list of topics which are required to be discussed or voted on at a meeting.

directors. Any action taken without a meeting must be orally summarized, including any expenditures approved, and documented in the minutes of the next Board meeting.

(b) *In person or by telephone or unanimous consent.* Meetings of the Board may be in person or by telephone or by other electronic means where board members can all hear and be heard by other board members. If a Board meeting is to be held by telephone or other electronic means, the notice of meeting to the Members must include instructions for the Members as to how to access the meeting. Members need not be allowed to participate in Board meetings but must be able to listen to such meeting with the exception of any portion of such meeting held in executive session. ”

3. By RESTATING Article V, Section 5.02 (“Election ”) to read in its entirety as follows:

“5.02. *Election.* At any election the members (or their proxies if proxy voting is utilized) may cause, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.”

4. By RESTATING Article VI, Section 6.01 (“Regular Meetings”) to read in its entirety as follows:

“6.01. *Regular Meetings.* 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 the Board, with notice given as required by law.”

5. By RESTATING Article VI, Section 6.02 (“Special Meetings”) to read in its entirety as follows:

“6.02. *Special Meetings.* Special meetings of the Board of Directors shall be held when called by the president of the Association, or any two directors, with notice given as required by law.”

6. By ADDING Article VIII, subsection (e) to read as follows:

“Any duty of an officer or director may be delegated to a managing agent, via management contract or otherwise.”

7. By RESTATING Article X (“Books and Records”) to read in its entirety as follows:

“The books and records of the Association shall be subject to inspection by members in accordance with state law.”

8. By RESTATING Article XIII (“Amendments”) to read in its entirety as follows:

“These Bylaws may be amended, at a regular or special meeting of the members, by a majority vote of members present in person or by proxy and entitled to cast votes. For amendments voted on at a meeting of owners, and for amendments adopted pursuant to Board statutory authority pursuant to Texas Business Organizations Code Chapter 22, notice to the membership shall be provided as required by law.”

AGREED TO and ADOPTED the 5 day of MARCH, 2018.

GREENSHORES ON LAKE AUSTIN PROPERTY OWNERS ASSOCIATION, INC.

Acting by and through its Board of Directors



NAME: PATRICK SCOTT



TITLE: President

Acknowledgement

STATE OF TEXAS §

COUNTY OF Travis §

This instrument was acknowledged before me on the 20 day of March, 2018, by Patrick Scott in the capacity stated above.


Notary Public, State of Texas



After recording, please return to:

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File Server:CLIENTS:GreenshoresLakeAustin:BylawAmend3-18.doc

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DANA DEBEAUVOIR, COUNTY CLERK
TRAVIS COUNTY, TEXAS

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