Section 11.1 - Sample Provision Excerpt (Public Preview)

Authority. These Bylaws may be amended by a Majority vote of the Board of Directors.

ISSUE #1

MARKUP #1 ->

MARKUP #1 · GOVERNANCE & VOTING CONTROL RISK

BOARD & COUNSEL REVIEW

Sec. 11.1 (p. 25): Provision authorizes the Board of Directors to amend the Bylaws unilaterally by board vote without approval of the Association members under Tex. Prop. Code Ch. 209 (Texas Residential Property Owners Protection Act) & 22 TAC § 535.401 (TREC Management Certificate Rules) and Tex. Bus. Orgs. Code Ch. 22 (Nonprofit Corporations).

Statutory / Legal Reference: Tex. Prop. Code Ch. 209; Tex. Bus. Orgs. Code Ch. 22 (Nonprofit Corporations)

Statutory Comparison: Allowing the Board of Directors to amend the Bylaws without a vote of the members enables an incumbent board to unilaterally alter quorum thresholds, election procedures, term limits, and member governance protections in conflict with Tex. Prop. Code Ch. 82 (Texas Uniform Condominium Act) and Tex. Bus. Orgs. Code Ch. 22 (Nonprofit Corporations).

CURRENT WORDING IN DOCUMENT:
Authority. These Bylaws may be amended by a Majority vote of the Board of Directors.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):
Require amendments to the Bylaws to be approved by the requisite vote of the Association members at a duly noticed membership meeting in accordance with Tex. Prop. Code Ch. 82 (Texas Uniform Condominium Act) and Tex. Bus. Orgs. Code Ch. 22 (Nonprofit Corporations).