

Lakes at Timber Cove – Bylaws

MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Annual Meeting. The annual meeting of the Board will be held annually on such day and date in July as determined by the Board and stated in notice to all directors, or at such other time as may be determined by the directors for the purpose of electing officers and for the transaction of such other business as may come before the board.

Section 2. Regular Meetings. Regular meetings of the Board will be held, if necessary, at such times as may be determined from time to time by the Board or by any officer of the Association and preceded by notice sent to each director at least five (5) business days before the date scheduled for the meeting called. Regular and Special Board meetings are open to owners, subject to the right of the board to adjourn a board meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the property owners’ association’s attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the board.

Section 3. Special Meetings. Special meetings of the Board may be held at any time upon the call of the President, the Secretary or any two directors of the Association. Notice will be sent by e-mail, fax, or mail to the last known address of each director at least three (3) days before the meeting. Oral notice may be substituted for such written notice if given not later than one (1) day before the meeting. Notices of such meeting may be waived in writing before or after such meeting and will be equivalent to the giving of notice. Attendance of a director at such meeting will also constitute a waiver of notice thereof, except where he or she attends for the announced purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened. Except as otherwise required by law, neither the business to be transacted at nor the purpose of any regular or special meeting of the directors need be specified in notice or waiver of notice of such meeting.

Section 4. Notice of Board Meeting. Members shall be given notice of the date, hour, place and general subject of regular or special board meetings, including a general description of any matter to be brought up for deliberation in executive session. Notice may be provided by posting on Association’s website, sending by e-mail, or by US mail at least 72 hours before the start of the meeting. It is the owner’s duty to keep an updated e-mail address registered with the association.

Section 5. Action Without a Meeting. Any action required or permitted by law, the Articles of Incorporation, or these Bylaws to be taken at a meeting of the Board may be taken without a meeting or prior notice to owners if consent in writing, setting forth the action to be taken, is signed by a majority of the directors. E-mail shall be considered

1st amendment July 14, 2009. 2nd amendment 2-21-12, supercedes all other versions.

MARKUP #1 ->

MARKUP #1 · CONFLICTS WITH MANDATORY STATE STATUTE BOARD & COUNSEL REVIEW

Sec. 5. (p. 7): Board meeting clause provides less than the mandatory 144-hour (regular) / 72-hour (special) owner notice or permits secret/unnoticed board votes on fines, assessments, or budget adoption in violation of Tex. Prop. Code § 209.0051(e)-(h).

Statutory / Legal Reference: Tex. Prop. Code § 209.0051(e)-(h) (SB 1588)
Statutory Comparison: Under Tex. Prop. Code § 209.0051(e) (as amended by SB 1588), all regular and special board meetings must be open to owners, and notice of the date, hour, place, and general subject of the meeting must be posted (including on any association website) and emailed to each registered owner at least 144 hours (6 days) before a regular board meeting and at least 72 hours (3 days) before a special board meeting. Under § 209.0051(h), the board may not take action outside an open noticed meeting on fines, damage assessments, regular/special assessments, budget approval, capital expenditures, dedicatory instrument amendments, or officer elections.

CURRENT WORDING IN DOCUMENT:
Action Without a Meeting. Any action required or permitted by law, the Articles of Incorporation, or these Bylaws to be taken at a meeting of the Board may be taken without a meeting or prior notice to owners if consent in writing, setting forth the action to be taken, is signed by a majority of the directors. E-mail shall be considered yst amendment July 14, 2009. 2id amendment 2-21-12, supercedes all other versions. 6 Lakes at Timber Cove - Bylaws sufficient as a signature for this purpose. This type of action should be limited to e

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):
Pursuant to Tex. Prop. Code § 209.0051(e)-(h) (SB 1588), all regular and special Board meetings shall be open to Owners, with notice of the date, hour, place, and agenda posted and emailed to Owners at least 144 hours before a regular Board meeting and at least 72 hours before a special Board meeting. The Board shall not vote by secret ballot nor take action outside an open noticed meeting on any matter enumerated in Tex. Prop. Code § 209.0051(h), including fines, assessments, budget adoption, or election of officers.

ISSUE #1