

**RESOLUTION REGARDING
ADOPTION OF AMENDED AND RESTATED BYLAWS
BROOKGLEN COMMUNITY IMPROVEMENT ASSOCIATION**

THE STATE OF TEXAS
COUNTY OF HARRIS

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KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Brookglen Community Improvement Association ("the Association") is charged with administering and enforcing those certain covenants, conditions and restrictions contained in the Association's Bylaws and the restrictive covenants encumbering properties governed by the Association (collectively referred to as "the Declaration"), as well as applicable State and Federal laws; and

WHEREAS, Section 22.102 of the Texas Business Organizations Code, provides that the Bylaws may be amended by the Board of Directors;

WHEREAS, Article IX, of the Association's current Bylaws provide that the Bylaws may be amended by the affirmative vote of a majority of the Board of Directors at any regular or special meeting;

WHEREAS, the Board of Directors of Brookglen Community Improvement Association, desires to adopt the following Amended and Restated Bylaws, on the date indicated hereon, to become effective upon the recording of this document in the office of the County Clerk of Harris County, Texas.

NOW, THEREFORE, BE IT RESOLVED that the following Amended and Restated Bylaws are hereby adopted on behalf of the Association. These Amended and Restated Bylaws shall fully replace and supersede all other Bylaws of the Association.

Adopted on this 8th day of July, 2021.

BROOKGLEN COMMUNITY IMPROVEMENT ASSOCIATION

CERTIFICATION

"The undersigned, being a Director of Brookglen Community Improvement Association, Inc., hereby certify that the foregoing Resolution Regarding Adoption of Amended Bylaws and Restated Bylaws was adopted by the Board of Directors of Brookglen Community Improvement Association, Inc., at a meeting of such Directors at which a quorum was present, or as otherwise authorized by law."

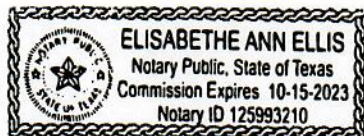
By: [Signature]
Director, Brookglen Community Improvement
Association, Inc.

Print Name: Richard Warren

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared Richard Warren,
President (position) of Brookglen Community Improvement Association, Inc., a Texas non-profit
corporation, known to me to be the person and officer whose name is subscribed to the foregoing instrument
and acknowledged to me that he/she had executed the same as the act of said entity for the purpose and
consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 5 day of August, 2021.



Elisabette Ellis
Notary Public, State of Texas

**BROOKGLEN COMMUNITY IMPROVEMENT ASSOCIATION
AMENDED AND RESTATED BYLAWS**

**ARTICLE I
OFFICES**

SECTION 1. Offices. The Association may have offices at such places as the Board of Directors of the Association (referred to herein as the "Board of Directors" and/or the "Board") may from time to time designate or as the property, affairs or business of the Association may require or make advisable.

**ARTICLE II
DEFINITIONS**

SECTION 1. Association and Corporation. as used herein, shall be interchangeable, and shall mean and refer to Brookglen Community Improvement Association, a Texas Non-Profit Corporation, its successors and assigns.

SECTION 2. Common Area shall mean all real property owned by the Association for the common use and enjoyment of the members.

SECTION 3. Declaration shall mean and refer to the restrictive covenants encumbering Brookglen Sections One, Two, and Three (hereinafter collectively referred to as the "Declaration"), which documents are recorded in the Office of the County Clerk of Harris County, Texas, under County Clerk's File No. C851875, D493846, D769258 and J019707. Said term shall also include all supplements and/or amendments thereto.

SECTION 4. Lot shall mean and refer to each subdivided lot, which is designated in the respective Subdivision Plat, together with all Improvements thereon.

SECTION 5. Member shall mean and refer to those persons entitled to membership in the Association as provided within the Declaration, as well as the owner(s) of any such other property which may hereafter be annexed within the jurisdiction of the Association, and more specifically defined as every owner of a lot and/or residence located within the Brookglen Subdivision. The masculine gender where appearing herein shall include the feminine and neutral gender.

SECTION 6. Owner shall mean and refer to the record owner and/or the spouse of a record owner of property located within the Brookglen subdivision, whether one or more persons or entities, of the fee simple title to any lot which is a part of the Subdivision, including contract sellers, but excluding those holding title merely as security for the performance of an obligation.

SECTION 7. Building Site shall have the same definition as it appears in any Declaration applicable to Brookglen.

ARTICLE III FUNCTIONS OF THE CORPORATION

SECTION 1. Purposes. The purposes for which the Association is formed are civic and social, for the benefit and betterment of the residents and property owners of Brookglen, a residential development in Harris County, Texas. To carry out such purposes properly, the Association may, at the discretion of its Board of Directors, perform the following functions and the exercise of such functions shall be deemed to be within the scope of activities contemplated by the corporate charter:

- (a) The Association may care for vacant, unimproved and unkept lots in said development, remove and destroy grass, weeds and rodents therefrom and do any other things, and perform any labor necessary or desirable in the judgment of this Association to keep the property, and the land contiguous and adjacent thereto, neat and in good order.
- (b) The Association may enforce charges, restrictions, conditions and covenants existing upon and created for the benefit of said property over which this Association has jurisdiction; the Association may pay all expenses incidental thereto; the Association may enforce the decisions and rulings of the Association having the jurisdiction over any of said property; the Association may pay all of the expenses in connection therewith.
- (c) The Association may perform any and all lawful things and acts which this Association at any time and from time to time, shall, in its discretion, deem to be in the best interests of said property and the owners of the building sites thereon, and shall pay all costs and expenses in connection therewith.
- (d) Any powers and duties exercised by said Association relating to maintenance, operation, construction or reconstruction of any facilities provided for herein may be contracted for with any qualified contractor as agent.
- (e) The Association may expend the funds collected by it from assessments, maintenance charges and all other moneys received by the Association for the payment and discharge of all proper costs, expenses and obligations incurred by the Association in carrying out any or all of the purposes for which the Association is formed.
- (f) The Association shall be entitled to, and may seek by all reasonable means, reimbursement from such responsible parties as deemed necessary, in order to recover funds expended in connection with the aforementioned functions.

ARTICLE IV MEETINGS OF MEMBERS

SECTION 1. Place of Meetings. Each meeting of the members of the Association shall be held within Harris County, Texas or an adjacent county. The place of the annual meeting shall be designated from time to time by the Board, and stated within the notice of each meeting.

SECTION 2. Annual Meetings. Unless otherwise provided by the Board, the annual meeting of the members shall be held within the same month of each year. At such meeting, the members shall elect the number of Directors whose terms expire at such time, and transact any other business which may properly be brought before the meeting. Following such election, the Directors shall, at their first meeting of Directors, decide amongst themselves which Directors shall hold which office, including President, Vice President, Secretary, and Treasurer.

If the election of Directors shall not be held as provided above, the Board shall cause the election to be held at a special meeting of the members as soon thereafter as convenient. At such meeting, the members may elect Directors and may transact only such other business as specified within the notification to the members, with the same force and effect as at an annual meeting duly called and held.

SECTION 3. Special Meetings. Unless otherwise provided by law, special meetings of the members, for any purpose or purposes, may be called by the President, or by the written request of a majority of the Board of Directors, or by the written request of ten (10) percent of the members of the Association at the time of the request. Such request shall state the purpose or purposes of the proposed meeting.

SECTION 4. Notice of Meetings. Unless otherwise provided by applicable law, including but not limited to the Texas Property Code, a written or printed notice of each meeting of the members shall be provided to the members not less than ten (10) nor more than sixty (60) days before the date of such meeting, which notification shall be sent to each member of record entitled to vote, personally or by mail to the address as it appears on the records of the Association, therein stating the place, date and hour of the meeting.

SECTION 5. Business to be Transacted; Statement of Purpose. At each meeting of the members, such business may be transacted as may properly be brought before such meeting. Each purpose for which the annual or a special meeting of the members is called shall be stated in the notice of the meeting.

SECTION 6. Quorum; Adjournment. Unless otherwise provided by law or the Declaration, members holding ten percent (10%) of the votes entitled to be cast, and present in person or represented by proxy, shall constitute a quorum at each meeting of the member for the transaction of business. If, however, a quorum shall not be present or represented at any meeting of the Members, the Members present in person and/or represented by proxy shall have power to adjourn and/or reschedule the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned / rescheduled meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. If the required quorum is not forthcoming at such a meeting, the meeting may be adjourned and/or rescheduled to a new time or date, not less than five (5) minutes, nor later than seven (7) days from the date of that adjourned / rescheduled meeting, and the required quorum at such meeting shall be one-half (1/2) of the required quorum at the immediately preceding meeting. This procedure shall be continued until such time as a quorum has been obtained; provided however, that such reduced quorum

requirement shall not be applicable at a subsequent meeting held more than sixty (60) days following the originally scheduled meeting.

SECTION 7. Manner of Voting. At each meeting of the members, each member may vote in person, by mail ballot duly signed by the member and submitted to the Association or its Managing Agent, or by proxy appointed by an instrument in writing subscribed by such member and bearing a date not more than eleven (11) months prior to such meeting.

At each meeting of the members, members shall be entitled to one (1) vote for each lot owned for each matter submitted to a vote at a meeting of members. When more than one person holds such interest in any lot, the vote for such lot shall be exercised as the owners among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

Voting for election of Directors, on a proposed modification to a dedicatory instrument, on the proposed removal of a Board member, on a proposed increase in the amount of a regular assessment (sufficient to necessitate a vote of the members) and/or the proposed adoption of a special assessment, shall be done by written ballot which must be signed by the member. All other voting may be conducted via voice or show of hands except that, upon determination of the presiding officer or a majority vote of the members present or represented by proxy at such meeting, such voting shall be by written ballot. Each election shall be determined by a majority vote of such members who are present in person and/or by proxy and voting at such meeting.

SECTION 8. Election Procedures. Elections shall be presided over by the President or a representative of the designated management agency of the Association, if any, at the time of the election. Presiding over the meeting shall include, but not necessarily be limited to, such activities as verifying members' status and proxies; conducting the election; supervising the tabulations, and announcing the results.

SECTION 9. Written Consent. Whenever the vote of members at a meeting thereof is required or permitted to be taken for or in connection with any corporate action, the meeting and vote of members may be dispensed with if a consent in writing to such corporate action being taken shall be signed by the members entitled to vote, having at least the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to vote thereon were present and voted; provided that prompt notice shall be given to all members of the taking of corporate action without a meeting.

SECTION 10. Eligibility. The membership of the Association shall be limited to persons owning a lot within the Brookglen subdivision in Harris County, Texas, and any additional properties which may be brought within the jurisdiction of this Association. Only members may participate in the affairs of this Association.

ARTICLE V BOARD OF DIRECTORS

SECTION 1. General Powers. Unless otherwise provided by law, the property, affairs and business of the Association shall be managed under the direction of the Board of Directors

and the Board may exercise all the powers of the Association and conduct all lawful acts and actions as may be done by the Association, which are not expressly reserved and otherwise required to be exercised or done by the members.

SECTION 2. Number; Qualifications; Term of Office. The number of Directors of the Board shall be three (3). The number of Directors may be increased to five (5) or seven (7) upon adoption of a written resolution by the Board of Directors. The elected Directors shall, among themselves, elect and/or appoint officers, who shall also be Directors. Only members of the Association shall serve on the Board of Directors. The Directors shall be elected annually for a one (1) year term. The terms of the Directors shall be for one year. Each director, whether elected at an annual meeting of the members or appointed to fill a vacancy, shall continue to serve in such capacity until the expiration of his/her term, unless such Director shall resign, be removed from the Board or otherwise cease to qualify to serve on the Board. In the event of a delay or postponement of an election, seated Directors shall continue to serve until successor(s) shall have been elected and qualified.

SECTION 3. Organization. At each meeting of the Board, the President or in his absence, the Vice President, or in the absence of both, the Secretary, shall preside over the meeting. The Secretary or, in his absence, another Director shall be appointed by the presiding officer to make such records as are necessary, prepare minutes of the meetings, and otherwise perform the duties of secretary of the meeting.

SECTION 4. Resignations. Any director of the Association may resign at any time upon oral or written notice to the Board, and such resignation shall be effective upon receipt by any member of the Board. Such resignations shall be reflected in the minutes of the next regular meeting of the Board.

SECTION 5. Removal. Any director may be removed from the Board, with or without cause, at any time by a majority vote the members present and/or represented by proxy and/or mail ballot at a special meeting of the members called for that purpose.

A director who has three (3) consecutive absences from Board meetings may be removed by a majority of the Directors present at a regular or special meeting of the Board at which a quorum is present.

If, at any time, it is determined that a member of the Board has been convicted of a felony or crime involving moral turpitude, such conviction occurring not more than 20 years before the date the Board is presented with the evidence of such conviction, said Board member is immediately ineligible to serve on the Board, and automatically removed therefrom.

SECTION 6. Vacancies. In case any vacancy shall occur in the Board because of death, resignation, disqualification or removal, the Board may, at any regular or special meeting thereof, by vote of a majority of the Directors present at such meeting, though less than a quorum, appoint a director to fill such vacancy for the unexpired portion of the term. The appointed replacement Director shall serve out the remaining term of the Director whose position is being filled.

SECTION 7. Meetings. The Board may hold meetings, regular or special, at such place within Harris County, Texas or an adjacent County as shall be stated within the meeting notice. Regular meetings of the Board shall be held quarterly, or more often if determined necessary by the Board, and at such other intervals as may be established by the Board, from time to time, and may be conducted at such time(s) and place(s) as shall be determined by the Board. The Board must give notice of upcoming Board meetings (regular and/or special), including the date, hour, place and general subject of the issues to be brought up in executive sessions. The Board's notice of all meetings must comply with state law.

Board meetings (regular and special) must be open to members. Notwithstanding the foregoing, the Board has the right to adjourn an open board meeting and convene in a closed / executive session for certain issues as follows: actions involving personnel; pending or threatened litigation; contract negotiations; enforcement actions; confidential attorney communications and/or consultation with counsel; matters involving the invasion of an owners' privacy; and/or matters that are to remain confidential by request of the affected parties and agreement of the Board. After executive session, decisions made in executive session must be summarized orally, in open meeting, in general terms, without breaching any confidentiality, including any expenditures approved, and recorded in the minutes of the open meeting. The Board must keep written minutes as record of each regular and special meeting and allow owners access to approved minutes. Any notes, minutes, recordings or other memorialization of items discussed in executive session shall remain confidential, and shall not be subject to inspection by persons not present during executive session.

Special meetings of the Board shall be called with notice on the request of the President, the Vice President or any two (2) other directors. Any special meeting shall be subject to all notice provisions stated herein.

SECTION 8. Quorum; Manner of Acting. At any meeting of the Board, a majority of the total number of directors shall constitute a quorum for the transaction of business at such meeting. The vote of a majority of the Directors present at a meeting at which a quorum is present shall be considered the act of the Board.

Directors may participate in a meeting of the Board by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other and be heard by all other members, and provided that owners are allowed to listen using any electronic or telephonic communication method used or expected to be used by a board member to participate, and such participation shall constitute presence in person at such meeting.

In the absence of a quorum, a majority of the Directors present may, without notice other than announcement at the meeting, adjourn the meeting from time to time until a quorum is present. Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if all members of the Board consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board.

SECTION 9. Remuneration. No Director shall receive compensation for acting in his/her capacity as Director. However, any Director may be reimbursed for actual expenses

incurred in the performance of his/her duties to the extent that supporting receipts are provided to the other Board Members, and provided the remaining Board Members approve such reimbursement. Records of such reimbursements shall be retained for a minimum of three (3) years.

SECTION 10. Open Meetings. All meetings of the Board of Directors shall be open to the general membership. The Board may, at its discretion, allow "open forum" or similar open discussion amongst persons present, subject to reasonable limitations adopted by the Board from time to time, and in the Board's sole discretion. The making of Motions, the "seconding" of Motions, debate on Motions and voting on Motions shall be conducted exclusively by members of the Board. Motions "from the floor" shall not be entertained.

ARTICLE VI COMMITTEES

SECTION 1. How Constituted. The Board of Directors may, by resolution, establish such Committees as the Board deems necessary, and the Board shall appoint the members thereto, for the general purpose of making recommendations to the Board. Committees shall have no power to act independently, and shall not be authorized to bind or obligate the Association to any contract or other obligation whatsoever. Committees shall serve only for the purpose of making recommendations to the Board.

SECTION 2. Term of Office; Vacancies. Each member of a committee shall serve a one (1) year term, which shall continue until the next annual meeting of the members, or one year from the initial appointment, whichever period is longer. In case any vacancy shall occur in any committee resulting from any cause whatsoever, such vacancy may be filled by the Board.

SECTION 3. Meetings. Meetings of a committee may be held at such times and at such places as shall be determined by the Committee and specified in a notice by the Chairman, or Secretary.

SECTION 4. Quorum; Manner of Acting; Procedure. A majority of the members of a committee shall constitute a quorum for the transaction of business at any meeting thereof. The vote of a majority of the committee members present at any meeting at which a quorum is present shall be the act of the committee. In the absence of a quorum, a majority of the members present may, without notice other than announcement at the meeting, adjourn the meeting from time to time until a quorum be obtained. The committee shall elect from among its members a Chairman who shall act as Chairman of the meetings of the committee. In his/her absence at meetings of the committee, a member of the committee chosen by the other members thereof present shall act as Chairman of the meeting.

SECTION 5. Removal and Resignation. Any member of a Committee may be removed from the committee at any time, with or without cause, by a vote of a majority of the Board. Any member of a Committee may resign from the committee at any time upon oral or written notice to the Chairman of the Committee or to the Board of Directors and such resignation shall be effective immediately, unless otherwise agreed, upon receipt by the Chairman of the Committee or the

Board of Directors. Such resignation shall be reflected in the minutes of the next scheduled meeting of the Board.

ARTICLE VII OFFICERS

SECTION 1. Number. The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer. In addition, there may be one or more additional or other officers as may be determined or deemed necessary by the Board, at the Board's discretion, elected or appointed in accordance with the provisions of Section 3 of this Article VI. No person may hold more than one office at a time.

SECTION 2. Election; Term of Office; Vacancies. The officers of the Association shall be determined annually by the members of the Board, following the annual meeting of the members. Each officer shall continue in office until his/her successor shall have been duly elected or appointed or until s/he shall have been removed from such office by a majority of the Board.

SECTION 3. Additional or Other Officers. The Board members may elect or otherwise designate additional or other officers, each of whom shall have such powers, authority and duties as may from time to time be determined by the Board.

SECTION 4. Removal; Resignation. Any Officer may be removed, with or without cause, by a majority of the other members of the Board, at any meeting thereof. If any officer ceases to be a member of the Association during his/her term of office, his/her office shall be automatically vacated.

SECTION 5. Duties and Authority of the President. The President shall be in general charge of the affairs of the Association in the ordinary course of its business; s/he shall preside at all meetings of the members and the Board of Directors. S/he may make, sign, and execute all deeds, conveyances, assignments, bonds, contracts and other obligations and any and all other instruments and papers of any kind or character in the name of the Association after such action has been approved by the Board of Directors. S/he shall enforce the Articles of Incorporation, Bylaws, and the Declaration and decide all questions of procedure and order for the Association with the advice and counsel of the Secretary and/or other Board members when such advice is required. S/he shall do and perform such other duties as may from time to time be assigned by the Board of Directors.

SECTION 6. Vice President. The Vice President shall assist the President in the discharge of his/her duties together with such other duties as may be assigned to him/her by the Board of Directors. S/he shall have and exercise the powers and duties of the President during the President's absence or inability to act.

SECTION 7. The Secretary. The Secretary shall keep the minutes of all meetings of the Board of Directors and membership meetings in books provided for that purpose. The Secretary, or the designated management company, shall issue or cause to be issued all notices of annual or special meetings of the members or regular or special meetings of the Board. S/he shall perform

all of the duties incident to the office of Secretary and such other duties as may from time to time be prescribed by the Board, the President or the Board of Directors.

SECTION 8. The Treasurer. The Treasurer, acting in conjunction with the designated management company, if any, shall receive and account for the dues from the members, and otherwise shall receive and account for all other money due the Association. S/he shall perform all acts incident to the position of Treasurer subject to the control of the Board of Directors, and shall oversee the expenditure of funds by the Association. S/he shall be responsible for the filing of the Association income tax returns and payment of the franchise tax. S/he shall be responsible for all duties assigned to him/her by the President or the Board of Directors.

ARTICLE VIII FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January of each year.

ARTICLE IX CHECKS, DRAFTS, OR ORDERS FOR PAYMENT

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by: (a) at least two (2) Directors; or, (b) one Director plus the managing agent of the Association. Under no circumstance shall a Director be permitted to obtain or carry a credit or debit card in the name of the Association. The transfer of funds from the Association's bank account, via wire transfer, shall be prohibited, unless expressly approved by a vote of the Board of Directors.

ARTICLE X ORDER OF PRECEDENCE

With regard to any conflicts which might occur between the Association's governing documents, except as to the number of Directors, the order of precedence shall be: (1) the Declaration; (2) the Articles of Incorporation; (3) these Bylaws of the Association; then (4) all other Rules, Regulations, and other Resolutions of the Association, consistent with State law. With regard to the number of Directors, the provisions of the Bylaws shall control.

ARTICLE XI AMENDMENTS

These Amended and Restated Bylaws may be supplemented, altered, amended or repealed either by the affirmative vote of a majority of the members of the Association at any annual or special meeting, or by the affirmative vote of a majority of the Board of Directors at any regular or special meeting.