



STATE OF TEXAS
COUNTY OF GALVESTON
BYLAWS

These bylaws have been amended as was required by Texas Property Code on the 13th Day of December, 2011.

ARTICLE I - NAME AND LOCATION

The name of the corporation is "Kingspark and Whitehall Civic Improvement Association, Inc.", hereinafter referred to as the "Association". The registered office shall be PO Box 655, Friendswood, Texas, 77549, and the meetings of the members and directors shall be at such places within the City of Friendswood as may be designated by the Board of Directors.

ARTICLE II - MEMBERS

The membership shall include all owners of lots within the areas subjected to the jurisdiction of the Association and, who are by virtue of the Residential Covenants, obligated to pay a maintenance fee.

ARTICLE III - DIRECTORS

SECTION 1 - The business and affairs of the Association shall be managed by its Board of Directors, which may delegate such management as it seems advisable. Directors must be members of the Association.

SECTION 2 - The number of Directors of the Association shall be five (5), unless and until such number is changed by amendment to these bylaws. Each Director shall hold office for the term of one (1) year. Directors may not be appointed unless in the case of death, illness, or resignation during a term. In those cases, the remaining Board of Directors may appoint a member to serve in the open position for the remainder of that term. Directors may not be elected by acclamation. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association present at any meeting, annual, regular, or special, of the Association. Any Member convicted of a felony or crime of moral turpitude is ineligible or automatically removed if currently serving. Vacant positions for elected Directors removed by a majority vote of present members at any meeting can only be filled by a special election called for such purpose. \$209.00593

SECTION 3 - A majority of the number of Directors fixed by the bylaws shall constitute a quorum for the transaction of business. The act of the majority of the Directors shall be the act of the Board of Directors.

SECTION 4 - No Director shall receive compensation for any service he or she may render to the Association; however, any Director may be reimbursed for his or her actual expenses incurred in the performance of his or her duties.



Nothing in these bylaws shall be construed to preclude any contract or other transaction between this Association and any other firm or corporation because of the fact that Directors and/or Officers of this Association are Officers of such other firm or corporation. However, significant financial interests in such organizations shall be reported for disposition by the Board action to avoid any basis for criticism or misunderstanding.

ARTICLE IV - OFFICERS

SECTION 1 - The Board of Directors at its first meeting following the annual election, shall designate a President, Vice President, Secretary, Treasurer, and Sergeant at Arms. Any two or more offices may be held by the same person, except the office of President and Secretary. The Board of Directors may elect such other officers it deems advisable. The officers of the Association shall each hold office for the term of one (1) year and until his or her successor shall have been elected and qualified. An elected Director may also hold the position of Officer/Chairman for any one of the other committees, however a Director who is also an Officer must still bring decisions made by the committee to the Board of Directors for final approval.

SECTION 2 - Any Officer or Agent or Member of a committee elected by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Association will be served thereby. Any vacancy occurring in any such office of the Association shall be resolved by action of the Board of Directors.

ARTICLE V - ELECTIONS

SECTION 1 - The annual election shall be held on the third Saturday of October from 8:00am - 5:00pm, at a location to be determined annually by the current Board of Directors. Elections are to be organized and operated by the current Board of Directors. The count of votes is to be done by a non-voting third party or homeowner and must be witnessed and verified by another uninvolved homeowner, when available.

SECTION 2 - No later than the 10th day before or earlier than the 60th day before the date of an election or vote, the Association shall give written notice of the election or vote to:

- a. Each owner of the property in the Association, for purposes of an association-wide election or vote; or
- b. Each owner of a property in the Association entitled under the dedicatory instruments to vote in a particular representative election, for purposes of a vote that involves election of representatives of the Association who are vested under the dedicatory instruments of the Association with the authority to elect or appoint Board members of the Association.
- c. §209.0056

SECTION 3 - No Member shall be disqualified from voting in elections or running for an elected position, regardless of the status of their



assessments, compliance with restrictions, or co-owners of the same lot. There shall be no limitation on an owner's right to vote. §209.0059

SECTION 4 - BALLOTS

- a. Any vote cast in an election or vote by a member of the Association must be in writing and signed by the member, unless an election is uncontested. Secret ballots are prohibited by law. §209.0058
- b. The Association must allow voting in the following forms of voting: §209.0058
 - i. In Person - If an owner appears in person at the meeting or voting place, his/her vote in person supersedes any other manner of voting for that owner.
 - ii. By Proxy - An owner may assign his right to vote to any person via proxy that either instructs the proxy-holder on how to vote or allows the proxy-holder to vote in his own discretion. All proxies must be signed and dated by the Owner entitled to vote.
 - iii. By Electronic Ballot - An owner may cast his/her vote electronically through e-mail, facsimile, or posting on an internet website, so long as the identity of the owner can be confirmed and the owner is able to receive a receipt of his electronic transmission and receive a ballot. Electronic ballots may be used by posting to a website, so long as the Association provides instructions on how to participate on the website with its notice of meeting.
 - iv. By Absentee Ballot - An owner may cast his/her vote through an Absentee Ballot. The Absentee Ballot must list all the proposed items to be considered as well as a space to vote for or against each proposed item. The absentee ballot also must contain instructions on how to return the ballot and must contain a disclaimer provided by the legislature.
- c. A person who is a candidate in an Association election or who is otherwise the subject of an association vote, or a person related to that person within the third degree by consanguinity or affinity, may not tabulate or otherwise be given access to the ballots cast in that election or vote. §209.00594
 - i. A person other than a person described above may tabulate votes in an Association election or vote, but may not disclose to any other person how an individual voted.
 - ii. A person other than a person who tabulates votes may be given access to the ballots cast in the election or vote only as part of a recount process authorized by law.
- d. Owners are entitled to call for a recount of the elections of Directors. §209.0057



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- i. The requesting owner must pay up front for the cost of the recount, but if the recount results in a different outcome, the Association must reimburse the requesting owner.
- ii. In order to obtain a recount and owner must, within 15 days of the election, make a request for a recount in person or in writing sent by certified mail to the address on the Association's most recent Management Certificate.
- iii. For purposes of a recount, the Association must enter into a contract for the services of a person who:
 1. Is not a member of the Association or related to a member of the Association Board within the third degree by consanguinity or affinity, And
 2. Is a current or former: county judge, county elections administrator, just of the peace, or county voter registrar, or a person agreed on by the Board of Directors and the persons requesting the recount.
- iv. Any recount must be performed on or before the 30th day after the date the request for recount is received AND the payment for the recount is paid. If the recount changes the results of the election, the Association shall reimburse the requesting owner for the cost of the recount.
- v. The Association shall provide the results of the recount to each owner who requested the recount. Any action taken by the Board in the period between the initial election vote tally and the completion of the recount is not affected by any recount.

ARTICLE VI - MEETINGS

SECTION 1 - All Member meetings must be noticed at least 10 days and no more than 60 days before the scheduled date of the meeting. §209.0056
The Association must call an annual meeting each year and the Owners have recourse if the Association fails to do so. §209.014

SECTION 2 - Associations may hold Board, Executive or Special Meetings
§209.0051

- a. Association must provide notice of its regular and special Board meetings to all owners. The notice must contain the date, hour, place and general subject of the meeting. It must also generally list the matters planned to be discussed in executive session. The required notice may be provided in one of three ways: §209.0051(e)



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- i. Sending notice of the meeting no later than 10 days and no sooner than 60 days prior to the date of the meeting
OR
 - ii. Posting the notice in a conspicuous place designed to provide notice to the owners either on Association common area or other property in the subdivision with permission. This notice must be posted 72 hours before the meeting time AND notice must also be emailed to all owners who have a registered their e-mail address with the Association for the purpose of receiving notices OR
 - iii. Posting the notice on an internet website maintained by the Association AND e-mailing it to all owners who have registered their email address for the purpose of receiving notices.
 - iv. It is the Owners responsibility to keep an updated physical and e-mail address registered with the Association. §209.0051(e)(2)(B)
- b. All meetings of the Members or Board, except where indicated below, are open to members; however Owners are not entitled to address the Board or speak at a Board meeting unless invited to do so by the Board. §209.0051
- c. The Association may still exclude all members from executive session to discuss certain items. Items that may be discussed in executive session may include: §209.0051(c)
- i. Actions involving personnel of the Association
 - ii. Pending or threatened litigation
 - iii. Contract negotiations
 - iv. Enforcement actions
 - v. Confidential communications with the Association Attorney
 - vi. Matters involving invasion of privacy of owners, and other matters that may be confidential by request of an affected party and by agreement of the Board.
- d. The Board is permitted to meet by any method of communication, including electronic and telephonic, without prior notice to owners if each director may hear and be heard by every other Director, or the Board may take action by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate board action. §209.0051(h)
- e. The Board may not, without prior notice to owners, consider or vote on:
- i. Fines
 - ii. Damage Assessments
 - iii. Initiation of foreclosure actions
 - iv. Initiation of enforcement actions, excluding temporary restraining orders or violations involving an immediate threat to health or safety
 - v. Increases in Assessments
 - vi. Levying of special assessments
 - vii. Appeals from a denial of architectural control approval



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- viii. A suspension of a right of a particular owner before the owner has an opportunity to attend a board meeting to present the owner's position, including any defense, on the issue.
- f. Except for a meeting held by electronic or telephonic means, a Board meeting must be held in a county in which all or part of the subdivision is located or in a county adjacent to that county.
- g. Regular and Special Board Meetings must be 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, and any other matter that may violate attorney-client confidentiality, or the privacy and privilege of individual owners, or matters that are to remain confidential by request of the affected parties.
- h. A special meeting may be called by any two (2) Directors or ten (10) Members. Notice of the time, date and place of any special meeting of the Association shall be given at least 72 hours before such meeting and in a manner in accordance with Texas Property Code 209.0051(e).

SECTION 3 - MINUTES/ SUMMARIES §209.0051

- a. Minutes of the meetings held by the Board of Directors must be made available to owners as part of the Books and Records.
- b. Board Minutes - Detailed account of issues or expenditures discussed, approved, or denied.
- c. Special Meetings - Summary of meeting purpose, decisions and expenditures discussed, approved or denied.
- d. Member Meetings - Detailed account of issues discussed, decisions and expenditures discussed, approved or denied. Appointment of any Officers at such time, shall be recorded in the minutes.
- e. Executive Meetings - Summarized account, in general terms, without violating privacy or privilege requirements, including a general explanation of expenditures approved or denied within that session.

ARTICLE VII - GENERAL PROVISIONS

SECTION 1 - Kingspark and Whitehall Civic Improvement Association, Inc. is a mandatory Association and as such is subject to a mandatory maintenance fee and special assessments. Such obligated maintenance fee is subject to change at any meeting of the Board of Directors and/or Members, by a majority vote of Directors and Members present at such meeting. Special assessments may be imposed for specific cause by a majority vote of Directors and Members present at such meeting. §204.010



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SECTION 2 - The Association shall keep correct and complete books and records of accounts and shall keep minutes of the proceedings of its Board of Directors. See Section 3 and TPC§209.005

SECTION 3 - The fiscal year of the Association shall end the 31st day of December in each year.

SECTION 4 - These bylaws may be altered, amended, replaced or new bylaws may be adopted at any meeting, annual, regular, or special, of the Association by a majority vote of the members present at such meeting, or as any alterations be required by law. §209.005

SECTION 5 - Unless otherwise noted, all section references within these bylaws refer to the State of Texas Property Code.

Dated this December day of 20th, 2011.

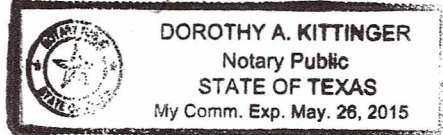
Vivian Martin
Kingspark & Whitehall Civic
Improvement Association, Inc.
Vivian Martin - President

STATE OF TEXAS §
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COUNTY OF GALVESTON

BEFORE ME, the undersigned authority on the 20th day of DECEMBER, 2011 personally appeared VIVIAN MARTIN, who, being by me, first duly sworn upon oath, declared that they are the persons who executed the foregoing instrument for the purposes and consideration therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the day and year written above.

Dorothy A. Kittinger
NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS



FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

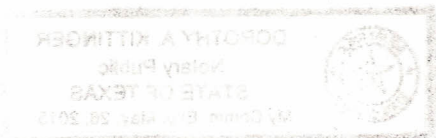


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Dwight D. Sullivan, County Clerk
Galveston County, TEXAS



BY: AWS