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AMENDMENT OF THE BYLAWS
of
VILLAGE OF DIAMOND BAY HOMEOWNERS ASSOCIATION, INC.

WHEREAS, the Board of Directors (the "Board") of Village of Diamond Bay Homeowners Association, Inc. (the "Association") held a Board of Directors meeting and/or vote on the 24 day of July 2024; and

WHEREAS, on July 28, 2005, the Association recorded the original Bylaws of Village of Diamond Bay Homeowners Association, Inc. under Doc. No. 2005090047 in the Official Public Records of Ft. Bend County, Texas; and

WHEREAS, on April 16, 2019, the Association recorded an Amendment to the Bylaws of Village of Diamond Bay Homeowners Association, Inc. under Doc. No. 2019037803 in the Official Public Records of Ft. Bend County, Texas; and

WHEREAS, on October 5, 2021, the Association recorded an Amendment to the Bylaws of Village of Diamond Bay Homeowners Association, Inc. under Doc. No. 2021167047 in the Official Public Records of Ft. Bend County, Texas; and

WHEREAS, Article XV, Amendments, Section 15.1 of the Bylaws, states, in part, "...these Bylaws may be amended by a vote of a majority of the Board of Directors..."; and

WHEREAS, the Board desires to clarify Article VII, Section 7.4, Vacancies on the Board, of the Bylaws, to explicitly state that any director chosen to fill a vacant position on the Board shall serve for the unexpired term of his/her predecessor. This ensures the terms of the Directors on the Board remain staggered as intended by the Bylaws; and

WHEREAS, during the course of business, a vote of the Board was taken to amend the Association's Bylaws pursuant to Article XV, Section 15.1 of the Bylaws.

NOW THEREFORE, BE IT RESOLVED THAT Article VII, Section 7.4, Vacancies on the Board, of the Bylaws shall be amended to read as follows:

ARTICLE VII
NOMINATION AND ELECTION OF DIRECTORS; RESIGNATIONS OR VACANCIES

Section 7.4. Vacancies on the Board.

(a) Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of the majority of the remaining directors though less than a quorum or by a sole remaining director, and any director so chosen shall serve for the unexpired term of his/her predecessor. Any newly created

directorship shall be deemed a vacancy. When one (1) or more directors resigns from the Board, effective at a future time, a majority of the directors then in office, including those who have so resigned, may fill such vacancy via a vote on replacement to the vacancy to take effect when such resignation becomes effective. If by reason of death, resignation, or otherwise, the Association has no directors in office, any officer or Member may call a special meeting of Members for the purpose of electing the Board of Directors.

(b) Should an elected director fail to assume office by reason of death, disability, declination prior to the beginning date of the term to which elected, then the unsuccessful candidate in such election receiving the next highest number of votes shall be deemed elected in his or her stead.

IN WITNESS WHEREOF, the undersigned, being an Officer of the Association, hereby executed this document acknowledging that the forgoing Amendment to the Bylaws was approved by a majority of a quorum of the Board of Directors.

Executed on this the 31 day of July 2024.

Signed by:
Elizabeth Byrd
491FCAF98853405... Elizabeth Byrd, President of Village of Diamond Bay Homeowners Association, Inc.

STATE OF TEXAS §
COUNTY OF BRAZORIA §

This instrument was acknowledged before me on the 31 day of July 2024, by Elizabeth Byrd, President of Village of Diamond Bay Homeowners Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

Cherish Dunford
Notary Public, State of Texas

RECORDED BY:

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