

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED BYLAWS
DATED NOVEMBER, 2015
OF THE
EASTWOOD NEIGHBORHOOD ASSOCIATION, INC.,
a Texas non-profit corporation**

May 2016

WHEREAS, Section 9.1 of these By-Laws optimistically and quite arbitrarily states that "Voting Members in attendance at a General Meeting or a Special Meeting of the Association from at least twenty percent (20%) of the Member Residences shall constitute a quorum"; and

WHEREAS, with the growth of the Association the said "twenty percent (20%) of the Member Residences" can reach the magnitude of five (5) or six (6) dozen Voting Members required to be in attendance; and

WHEREAS, it is rare that the Association's General Meetings, and especially the Special Meetings, are ever attended by that high a percentage of the Member Residences; and

WHEREAS, it is in the best interests of the Association that the required quorum be reduced to a manageable number of Member Residences; and

WHEREAS, the Board of Directors of the Association are in agreement that the said quorum requirement be reduced;

BE IT, AND IT HEREBY IS RESOLVED AS FOLLOWS:

Article IX, Association Meetings, Section 9.1 is hereby amended to read as follows:

9.1 Regular General Meetings of the Association will be held in the Spring and Fall of the year, on dates designated by the Board. The election of officers will be held at the Fall meeting. Voting Members in attendance at a general meeting or a Special Meeting of the Association from at least twenty (20) of the Member Residences shall constitute a quorum. Meetings may be held at any convenient address located inside the Neighborhood or in any suitable building immediately adjacent to or otherwise convenient to the Neighborhood and the Members.

WHEREAS, it is in the best interests of the Association that there be a Law Committee comprised of Members of the Association who are licensed attorneys who can donate their time, if and when available; and

WHEREAS, the Board of Directors is in agreement that the Chair of the Law Committee will be a Board member and be identified as the Association's General Counsel; and

WHEREAS, the General Counsel can also be an elected officer of this Association;

BE IT, AND IT HEREBY IS RESOLVED AS FOLLOWS:

Article VIII, Committees, is hereby amended by the addition of Subsection M, as follows:

M. Law Committee

- a. Shall consist solely of Texas licensed attorneys and will advise the Board and the Association with respect to legal matters requiring an attorney's input or opinion, and shall prepare or assist in the preparation of documents, contracts, and/or corporate records as necessary.
- b. Shall perform such other duties and responsibilities as the Board may from time-to-time request or direct and as are permitted by the rules of the State Bar of Texas.
- c. The chair of the Law Committee shall be denominated as the General Counsel, who may be appointed by the President or elected by the membership if added to the annual slate of officers.

CERTIFICATION

I hereby certify that these revised and restated Bylaws were adopted by the general membership of the Association at its General Meeting held in May, 2016.

Anne O'Kelly
Secretary

SEAL