

These are the changes to the updated Bylaws

Attached is the 2nd Amendment to the Bylaws I have prepared per your request. Here is a brief summary of the amendments:

1. Annual meetings can be held any day in January and are no longer required to be held at 7pm.
2. Quorum has been reduced to 10%.
3. If the 10% quorum is not reached, the meeting can be adjourned and immediately reconvened and the quorum requirement reduces to 5%.
4. The notice requirements for Board meetings violated state law. This is now corrected.
5. There are 15 items that must be considered and voted on in an open Board meeting. The current Bylaws only referenced 8 items. This is now corrected.

**SECOND AMENDMENT TO THE BYLAWS
OF
ORGANIZATION OF TIFFANY PARK HOMEOWNERS**

THE STATE OF TEXAS §
 §
COUNTY OF BRAZOS §

I, _____, Secretary of Organization of Tiffany Park Homeowners (the “**Association**”), do hereby certify that at a meeting of the Members of the Association duly called and held on the ___ day of _____, 2026, with at least a quorum of the Members being present in person or by proxy, and being duly authorized to transact business, the following Second Amendment to the Bylaws (the “**Amendment**”) of the Association was duly approved by the approval of at least three-fourths (3/4) of the Members of the Association.

RECITALS:

1. WHEREAS, the Bylaws of the Organization of Tiffany Park Homeowners, Inc. (the “**Bylaws**”), were previously recorded under Document No. 01120320 in the Brazos County Real Property Records.
2. WHEREAS, the Bylaws were amended by an instrument titled “Amendment to the Bylaws of the Organization of Tiffany Park Homeowners, Inc.” (the “**Amended Bylaws**”) that was filed of record under Document No. 01120320 in the Brazos County Real Property Records.
3. WHEREAS, the Association desires to amend the Bylaws of the Association to address issues relating to quorum and to comply with current state law.
4. WHEREAS, Article XV of the Bylaws states that the Bylaws may be altered, amended or repealed with the approval of three-fourths (3/4) of the Members of the Association.

AMENDMENTS:

Article IV, Section 1 is hereby amended and restated to read as follows:

SECTION 1. ANNUAL MEETINGS OF THE MEMBERS. The annual meeting of the Association will be held each year on a date, at a time, and at a place designated by the Board. The annual meeting of the Association will be held in January each year on a date, at a time, and at a place designated by the Board. No business will be transacted at the annual meeting except as stated in the annual meeting notice.

Article IV, Section 4 is hereby amended and restated to read as follows:

SECTION 4. QUORUM OF MEMBERSHIP. Except as otherwise provided in these Bylaws or in the Declaration, the presence in person or by proxy of at least ten percent (10%) of the total votes of the Members as of the time of the meeting will constitute a quorum at all meetings of the Association. Once quorum is established at a meeting, all properly noticed business may be conducted even if the number of Members present in person or by proxy falls below quorum during the meeting. Notwithstanding any language to the contrary in these Bylaws, the quorum required to approve annual meeting minutes will be the number of Members attending the annual meeting in person and approval of the annual meeting minutes requires the approval of a simple majority of those Members present in person at the annual meeting.

Article IV, Section 4.1 is hereby added to read as follows:

SECTION 4.1 ADJOURNMENT OF MEMBER MEETINGS. If any meeting of the Association cannot be held because a quorum is not present, either in person or by proxy, the presiding officer may adjourn the meeting and reconvene at a time not more than thirty (30) days from the time the original meeting was called. The reconvened meeting may take place on the same date as the originally called meeting. If the date, time and place for reconvening the meeting is fixed by the presiding officer at the time of adjournment, further notice of the time and place for reconvening the meeting is not required to be given to the Members. If the date, time and place for reconvening the meeting is not fixed by the presiding officer at the time of adjournment, notice of the date, time and place for reconvening the meeting will be given to Members in the manner prescribed herein for a first called meeting. At such reconvened meeting, any business which might have been transacted at the meeting originally called may be transacted without further notice provided that: (i) at least five percent (5%) of the total votes of the Members as of the date of the meeting is present in person and/or by proxy; and, (ii) with the exception of the election of Directors, any action taken must be approved by at least a majority of the Members present, in person and/or by proxy, at such reconvened meeting, unless otherwise provided in these Bylaws or in the Declaration.

Section 1(C) of the Amended Bylaws titled "*Notice of Board Meetings*" is hereby amended and restated to read as follows:

C. NOTICE OF BOARD MEETINGS. The Board will give Members notice of regular Board meetings, including the date, hour, place, and general subject of the Board meeting, including a general description of any matter to be brought up for deliberation in closed executive session. A notice of meeting will be:

- a. mailed to all Members at least ten (10) days before the date of the meeting; or
- b. provided at least 144 hours before the meeting by:
 - i. being posted in a conspicuous location, either in or on a Common Area or, with the owner's consent, on conspicuously located privately owned property within the Association, or on the Association's website; and
 - ii. being emailed to all Members who have registered their email addresses with the Association.

For special Board meetings, the same notice requirements set forth in this Section 12 shall apply; however, notice of the meeting shall be provided to the Members at least 72 hours before the special meeting rather than 144 hours.

It is a Member's responsibility to register and keep an updated email address with the Association.

Section 1(E) of the Amended Bylaws titled "*Board Meetings Without Notice*" is hereby amended and restated to read as follows

E. BOARD MEETINGS WITHOUT NOTICE. The Board may take action outside of a meeting, including voting by electronic or telephonic means, without prior notice to Members, if each Board member is given a reasonable opportunity to express the Board member's opinion to all other Board members and to vote. The reasonable opportunity for a Board member to express an opinion and vote will be not less than twenty-four (24) hours or more than seventy-two (72) hours. The President will determine the time period for the Board members to express an opinion and vote in accordance with the time frame described above. If the Board President is unwilling or unable to determine such time period, a majority of the Directors then in office will determine the time period. Any action taken without notice to Members under this section must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes

of the next regular or special Board meeting. The Board may not, unless done in an open meeting for which prior notice was given to all Members in accordance with Section 1(C) of this, consider or vote on:

- a. fines;
- b. damage assessments;
- c. initiation of foreclosure actions;
- d. initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety;
- e. increases in Assessments;
- f. levying of special assessments;
- g. appeals from a denial of architectural control approval;
- h. 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;
- i. lending or borrowing money;
- j. the adoption or amendment of a dedicatory instrument;
- k. the approval of an annual budget or the approval of an amendment of an annual budget;
- l. the sale or purchase of real property;
- m. the filling of a vacancy on the Board;
- n. the construction of capital improvements other than the repair, replacement or enhancement of existing capital improvements; or
- o. the election of an officer

If any provision of this Amendment is found to be in conflict with the Bylaws of the Association, this Amendment shall control.

All other provisions of the Bylaws of the Association shall remain in full force and effect.

I hereby certify that I am the duly elected, qualified and acting Secretary of the Association and that the foregoing Amendment was approved by at least three-fourths (3/4) of the Members of the Association as set forth above and now appears in the books and records of the Association.

TO CERTIFY which witness my hand this the ____ day of _____, 2026.

Organization of Tiffany Park Homeowners

By: _____

Printed: _____

Title: Secretary

THE STATE OF TEXAS §
 §
COUNTY OF BRAZOS §

BEFORE ME, the undersigned notary public, on this ___ day of _____, 2026, personally appeared _____, Secretary of Organization of Tiffany Park Homeowners, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same for the purpose and in the capacity therein expressed.

Notary Public in and for the State of Texas