

MINUTES OF THE QUARTERLY HOMEOWNER MEETING OF THE NOTTINGHAM WEST CIVIC CLUB, INC., WHICH WAS HELD ON APRIL 13, 2016 AT THE NOTTINGHAM PARK MEETING ROOM LOCATED AT 926 COUNTRY PLACE DRIVE, HOUSTON, TEXAS 77079.

DIRECTORS AND OFFICERS PRESENT: Rosanna Hinde, Angie Lootens, Pam Ziegenbein and Reed Brown (past President).

DIRECTORS AND OFFICERS ABSENT: Mark Dessens (past President).

IN ATTENDANCE: Hayley Harkins, Bridgett Cummings and Melanie Kennedy, representing Crest Management Company, as managing agent and Luke Tollett, representing Holt and Young, P.C.

CALL TO ORDER: The meeting was called to order at 7:30 p.m. with 53 lots represented in person and 54 lots represented by proxy.

ADOPTION OF AGENDA: Motion was made, seconded and carried to approve the Agenda as presented.

ADOPTION OF MINUTES: Minutes of the Board meeting held on January 20, 2016 were approved, with revisions.

OFFICER REPORTS:

a) President – Rosanna Hinde

Director Hinde advised that, in an effort to ensure ample time to discuss and address questions on the proposed ByLaw amendment, this item of business would be discussed first and the remaining items on the agenda would be discussed if time permitted. Director Hinde provided a brief report on the Memorial Dr. reconstruction project and its effects on traffic within the community, noted a school board vote scheduled for April 14th and addressed outstanding assessments. Director Hinde advised that the park project is nearing completion, with a pavilion and shade structure pending. The grand opening of the park is scheduled for May 28th.

NEW BUSINESS:

a) Vote on ByLaw Amendment

Mr. Tollett provided an explanation of recent legislative changes to Texas Property Code that effect Homeowners' Associations and advised that an amendment has been proposed to ensure that the governing document is in line with these laws. Homeowners made motions from the floor to table the vote and to amend the agenda. Mr. Tollett advised that the agenda calls for a vote on the amendment, which must be taken, and that notice is required for action taken at a meeting, so the agenda could not be amended. Mr. Tollett took questions from the floor and addressed concerns on Board positions, the separation of Directors and Officers, declining quorum, Board approved expenditures, transparency, etc. Mr. Tollett noted that the amendment to the ByLaws would allow owners the convenience of reviewing one document instead of needing to review Property Code and the existing ByLaws in order to ensure compliance with new laws that supersede sections of the existing ByLaws.

Director Hinde called for a vote on the proposed ByLaw amendment, which was provided in written format. Ballots were cast and votes tallied. Based on the votes cast, the amendment did not pass.

FLOOR MOTIONS: A homeowner made a motion to appoint an audit committee per Article 6, Section 8.4 of the ByLaws.

A homeowner made a motion to seek a third party to audit the financials in order to avoid any conflicts of interest.

A homeowner made a motion for the President to appoint a committee to propose a new ByLaw amendment that will be in compliance with all state laws and acceptable to the Members, based on concerns expressed at the meeting.

ADJOURNMENT: There being no further business to come before the Board, the meeting was adjourned at 8:48 p.m.

APPROVAL:

Authorized Officer

Date