AFFIDAVIT IN COMPLIANCE WITH TEX. PROP. CODE § 202.006

THE STATE OF TEXAS	§	
	§	
COUNTY OF BEXAR	§	

BEFORE ME, the undersigned authority, on this day personally appeared JUAN M. GARCIA, who, being by me duly sworn according to law, stated the following under oath:

"My name is JUAN M. GARCIA. I am fully competent to make this Affidavit. I have personal knowledge of the facts stated herein, and they are all true and correct.

Spectrum Association Management, L.P. is the Managing Agent for Cresta Bella Homeowners Association, Inc. (the "Association"). Spectrum Association Management, L.P. is the custodian of the records for the Association and I have been authorized by the Association's Board of Directors to sign this Affidavit.

The Association is a "property owners' association" as that term is defined in *TEX. PROP. CODE* § *202.001*. The Association's jurisdiction includes, but may not be limited to, the property subject to the Fourth Amended and Restated Residential Declaration of Covenants, Conditions, Restrictions and Easements, recorded in Volume 17794, Page 342 *et seq.* of the Official Public Records of Bexar County, Texas, and all supplements, amendments or annexations thereto; subject to that Amended and Restated Master Declaration and Agreement of Protective Covenants, Conditions, Restrictions and Easements, recorded in Volume 15277, Page 466 *et seq.* of the Official Public Records of Bexar County, Texas (collectively, the "Declaration"); and the Bylaws of the Association recorded in Volume 16668, Page 739 *et seq.* of the Official Public Records of Bexar County, Texas.

Attached hereto are the originals of, or true and correct copies of, the following dedicatory instruments, including known amendments or supplements thereto, governing the Association, which instruments have not previously been recorded:

Cresta Bella Homeowners Association, Inc.
Resolution Adopting First Amendment to Bylaws

The document attached hereto is subject to being supplemented, amended or changed by the Association. Any questions regarding the dedicatory instruments of the Association may be directed to the Association at:

Spectrum Association Management, L.P.
17319 San Pedro Avenue, Suite 318
San Antonio, Texas 78232
Telephone number: (210) 494-0659
Telefax number: (210) 494-0887
contact@spectrumam.com

SIGNED on this the 17 day of November, 2020.

CRESTA BELLA HOMEOWNERS ASSOCIATION, INC.

By: Juan M. Garcia
JUAN M. GARCIA, Legal Support Services,
Spectrum Association Management, L.P.,
Managing Agent

VERIFICATION

THE STATE OF TEXAS §
§
COUNTY OF BEXAR §

BEFORE ME, the undersigned authority, on this day personally appeared JUAN M. GARCIA, Legal Support Services, of Spectrum Association Management, L.P., the Managing Agent of CRESTA BELLA HOMEOWNERS ASSOCIATION, INC., who, after being duly sworn, acknowledged and stated under oath that he has read the above and foregoing Affidavit and that every factual statement contained therein is within his personal knowledge and is true and correct.

ACKNOWLEDGED, SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public, on this the 17 day of November 2020.

NOTARY PUBLIC, STATE OF TEXAS

AMANDA SALAZAR
Notary ID #125465209
My Commission Expires
January 26, 2022

After Recording, Return To:
Michael B. Thurman
THURMAN & PHILLIPS, P.C.
4093 De Zavala Road
Shavano Park, Texas 78249
Phone: 210-341-2020

CRESTA BELLA HOMEOWNERS ASSOCIATION, INC.
RESOLUTION
ADOPTING FIRST AMENDMENT TO THE BYLAWS

STATE OF TEXAS	§	
	§	**KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF BEXAR	§	

WHEREAS, the Board of Directors of Cresta Bella Homeowners Association, Inc. ("Association") is the established governing body of the properties ("Cresta Bella") identified and referenced in the Fourth Amended and Restated Residential Declaration of Covenants, Conditions, Restrictions and Easements, recorded in Volume 17794, Page 342 *et seq.* of the Official Public Records of Bexar County, Texas, and all supplements, amendments or annexations thereto; subject to that Amended and Restated Master Declaration and Agreement of Protective Covenants, Conditions, Restrictions and Easements, recorded in Volume 15277, Page 466 of the Official Public Records of Bexar County, Texas (collectively, the "Declaration"); and the Bylaws of the Association recorded in Volume 16668, Page 739 *et seq.* of the Official Public Records of Bexar County, Texas ("Bylaws"); and

WHEREAS, in accordance with the duties and responsibilities imposed by the Declaration, the Bylaws and the policies, rules and regulations duly adopted by the Association (collectively, "Governing Documents"), the Board of Directors of the Association is charged with the duty of making, establishing and promulgating, in its discretion, policies, rules and regulations for the interpretation and enforcement of the Governing Documents for the use and enjoyment of properties in Cresta Bella, including but not limited to, the common areas owned by the Association; and

WHEREAS, the Board of Directors has the authority to amend the Bylaws from time to time pursuant to Section 22.102 of the Texas Business Organizations Code; and

WHEREAS, the Board of Directors has determined that it is in the best interests of the Association to amend the Bylaws of the Association to better define the provisions in the First Amendment to the Bylaws of Cresta Bella Homeowners Association, Inc. attached hereto as Exhibit "A".

THEREFORE, BE IT RESOLVED:

The First Amendment to the Bylaws of Cresta Bella Homeowners Association, Inc., in the form attached hereto as Exhibit "A", has been approved and adopted by the Board of Directors of the Association.

This Resolution regarding First Amendment to the Bylaws is adopted this 10th day of November, 2020, by the Board of Directors of Cresta Homeowners Association, Inc. and shall be effective as of the date hereof.

CRESTA BELLA HOMEOWNERS ASSOCIATION, INC.

By: ______________________
David Parkerson, Secretary

EXHIBIT "A"

FIRST AMENDMENT TO THE BYLAWS
OF
CRESTA BELLA HOMEOWNERS ASSOCIATION, INC.

STATE OF TEXAS	§	
	§	**KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF BEXAR	§	

THIS FIRST AMENDMENT TO THE BYLAWS OF CRESTA BELLA HOMEOWNERS ASSOCIATION, INC., (this "First Amendment") is made to be effective as of the 10th day of November 2020, by the Board of Directors of Cresta Bella Homeowners Association, Inc., a Texas non-profit corporation (the "Association").

W I T N E S S E T H:

WHEREAS, the By-Laws of Cresta Bella Homeowners Association, Inc. (the "Bylaws"), recorded in Volume 16668, Page 739 of the Official Public Records of Bexar County, Texas, serve as one of the governing documents for the Association; and

WHEREAS, the Board of Directors of the Association has the legal authority to amend the Bylaws of Cresta Bella Homeowners Association, Inc. pursuant to Section 22.102 of the Texas Business Organizations Code; and

WHEREAS, the following amendment to the Bylaws was approved by a majority of a quorum of the Board of Directors at its meeting duly called and held on the 10th day of November, 2020 and in accordance with the Bylaws.

NOW, THEREFORE, the Bylaws are hereby amended as follows:

A. ARTICLE III. MEMBERSHIP, VOTING, QUORUM, PROXIES shall be amended by deleting Sections 2 and 6 in their entirety and substituting the following therefor:

2. Annual Meetings.

(a) The annual meeting of the Members of the Association shall be held on the 1st day of September each year at such place, date and time as may be determined by the Board of Directors, except such meeting may not be held on a Sunday or a national holiday. At the discretion of the Board of Directors, the annual meeting of the Members of the Association, whether in-person or remote, may be held at such other reasonable time (not more than thirty (30) days prior to or subsequent to the aforesaid date, except in the case of a catastrophic event as described below) as may be designated by written notice of the Board of Directors delivered to the Members not less than ten (10) nor more than sixty (60) days before the date fixed for such meeting. Further, the Board of Directors, at its discretion, may conduct any regular or special meeting of the Members by means of electronic, telephonic conference or similar communications equipment, including videoconferencing technology or the Internet, or any combination of audio and video equipment, if the telephone or other equipment or system permits each person participating in the meeting to communicate with all other persons participating in the meeting (a "Remote Meeting"). Participation in such a Remote Meeting shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the Remote Meeting is not lawfully called or convened. A right to attend a Remote Meeting is not the same as a right to participate.

(b) However, notwithstanding any other provision to the contrary, should the annual meeting be delayed as a result of a catastrophic event caused by an act of God (e.g., floods, fires, earthquakes) or other causes, such as: war; an act of terrorism; an epidemic, pandemic, or public health crisis; a mandated quarantine, shelter in place or similar order from any applicable state, county or local governmental authority or agency; or, any other cause or event which poses a material risk to adversely impact the health, safety and welfare of the Members of the Board of Directors or the Association that is beyond the control of the Board of Directors ("Catastrophic Event"), the then seated Directors shall hold office until their successors have been elected and hold their first meeting, except as is otherwise provided herein. In such event, the Board of Directors shall schedule the annual meeting as soon as practical following the scheduled date of the annual meeting or the date required by the Bylaws of the Association.

6. <u>Methods of Voting; Proxies</u>.

(a) All Members of the Association may attend meetings of the Association and all voting Members may exercise their vote or votes at such meetings in person, by proxy if a vote is held at an in-person meeting, by absentee ballot and/or by electronic methods as described in TEX. PROP. CODE § 209.00592, if offered by the Association. All proxies shall (i) be in writing, signed and dated by the Member granting the proxy; (ii) contain Member's contact information (e.g., telephone, email address, or facsimile number) for verification purposes; and, (iii) be filed with the Secretary of the Association by the date designated by the Board of Directors. At any time after a Member executes a proxy, but prior to the voting deadline established by subsection (d) herein, the Member may revoke the proxy by submitting a post-dated absentee ballot or delivering a notice of cancellation of the proxy to the Secretary of the Association. Every proxy shall be valid for a period of eleven (11) months, unless stated otherwise, and shall automatically cease upon conveyance by the Member of his Lot(s). Additionally, at the discretion of the Board of Directors, an election or vote of Members on matters requiring a membership vote may be conducted without a meeting by conducting an Association wide vote by electronic and/or absentee ballots. Any vote cast in an election or vote by a Member must be in writing, signed and dated by the Member. In an Association wide election, written, signed and dated ballots are not required for uncontested races. Fractional votes and split votes will not be permitted. The decision of the Board of Directors as to the number of votes a Member is entitled to cast, based upon the number of Lots owned by the Member, shall be final.

(b) An electronic vote (i) given by email, facsimile, or posting on an internet website established by the Association for voting, if available, (ii) for which the identity of the Member submitting the ballot can be confirmed, and (iii) for which the Member may receive a receipt of the electronic transmission and receipt of the Member's ballot shall constitute a written, signed and dated ballot.

(c) An absentee or electronic ballot (i) may be counted as an Owner present and voting and for the purpose of establishing a quorum only for items appearing on the ballot; (ii) may not be counted, even if properly delivered, if the Owner attends the meeting to vote in person, so that any vote cast at a meeting by an Owner supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal; and (iii) may not be counted on the final vote of a proposal if the motion amended at the meeting is different from the exact language on the absentee or electronic ballot.

(d) In the event of a Catastrophic Event that prevents the Association from conducting an in-person meeting, a Remote Meeting (as defined in Article III, Section 2(a) of these Bylaws) may be conducted and all voting Members may exercise their vote or votes at the Remote Meeting by proxy, by absentee ballot and if offered by the Association, by electronic methods as described in TEX. PROP. CODE § 209.00592. If a Member elects to appoint an individual to vote on the Member's behalf by proxy, the proxy will be used in conjunction with an absentee ballot by attaching the proxy to the absentee ballot and submitting the absentee ballot to the Election Officer or such other person or entity designated by the Board of Directors. For a Remote Meeting, the Board of Directors shall extend the voting period beyond adjournment to allow Members to listen to candidates' presentations as to their qualifications and the reasons the candidates desire to be a member of the Board of Directors. The deadline for the receipt of proxies, absentee ballots and, if offered, electronic ballots shall be published in the Notice of Annual Meeting. In such event, votes received during the extended voting period shall be considered a vote taken at the Remote Meeting.

B. ARTICLE IV. <u>BOARD OF DIRECTORS: SELECTON: TERM OF OFFICE</u> shall be amended by deleting Sections 1, 2, and 3 in their entirety and substituting the following therefor, and deleting Section 5 in its entirety:

1. <u>Number</u>. The current number of Directors is three (3). The number of Directors may be increased or decreased from time to time by resolution of the Board of Directors, but no decrease shall have the effect of shortening the term of any incumbent Director and the Board of Directors may never consist of less than three (3) nor more than seven (7) Directors. An amendment of the By-Laws shall not be required to increase or decrease the number of Directors. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by an election at an annual meeting or special called meeting of Members called for that purpose.

2. <u>Term of Office</u>. At the annual meeting of Members held November 2020, or any reconvened meeting thereof, Members shall (in accordance with Article V, Sections 1 and 2 herein) vote to elect three (3) Directors who shall be seated on January 31, 2021. The candidate receiving the most votes will be elected for a three (3) year term; the candidate receiving the next most votes will be elected for a two (2) year term; and, the candidate receiving the next most votes will be elected for a one (1) year term. After the expiration of the initial term of office of each respective Director, his successor shall be elected to serve a term of three (3) years.

3. <u>Removal and Vacancies</u>. Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. Any Director whose removal is sought shall be given notice of the proposed removal. In the event a Director's position becomes vacant due to death, incapacity, resignation, or removal, his successor shall be selected by the remaining members of the Board of Directors and shall serve for the unexpired term of his predecessor.

C. ARTICLE V. <u>NOMINATION AND ELECTION OF DIRECTORS</u> shall be amended by deleting Sections 1 and 2 in their entirety and substituting the following therefor:

1. <u>Nomination Committee and Solicitation of Candidates</u>.

(a) Not less than one hundred twenty (120) days prior to the next scheduled annual meeting of the Association, the Board of Directors shall appoint a Nomination Committee comprised of three (3) Board Members not standing for re-election. The Nomination Committee shall be responsible for receiving solicited nominee requests, confirming nominees' eligibility, and presenting the names of eligible nominees to the Board of Directors for inclusion on the ballot. The Nomination Committee shall present the names of eligible nominees to the Secretary of the Association at least seven (7) days prior to the date the notice of the annual meeting, ballots, and proxies, if applicable, are to be mailed. The names of the nominees shall be included in the notice of the annual meeting. Nominations from Members of the Association may also be accepted from the floor at the annual meeting prior to the casting of ballots.

(b) At least thirty (30) days before the date the Association disseminates ballots to the Members for purposes of voting in a Board Member election, the Association must provide notice to the Members soliciting candidates interested in running for a position on the Board of Directors. The notice must contain instructions for an eligible candidate to notify the Association of the candidate's request to be placed on the ballot and the deadline to submit the candidate's request. The deadline may not be earlier than the tenth (10th) day after the date the Association provides the notice required by this subsection.

(c) The notice required by subsection (b) must be:

(1) mailed to each Member; or

(2) provided by:

(i) posting the notice in a conspicuous manner reasonably designed to provide notice to Association Members:

(ii) in a place located on the Association's Common Areas or, with the Property Owner's consent, on other conspicuously located privately owned property within the Subdivision; or

(iii) on any Internet website maintained by the Association or other Internet media; and

(3) sending the notice by email to each Member who has registered an email address with the Association.

(d) The Association shall include on each absentee ballot or other ballot for a Board Member election the name of each eligible candidate from whom the Association received a request to be placed on the ballot in accordance with this Section 1.

2. Election. At each annual meeting, the Members shall elect the Board of Directors in accordance with these Bylaws. For each respective Director, the Director's successor shall be elected to a term of three (3) years or until their successors have been elected and hold their first meeting.

D. ARTICLE VI. MEETING OF DIRECTORS shall be amended by deleting Section 3 in its entirety and substituting the following therefor:

3. Notice.

(a) Members shall be provided notice of the place, date, time, general subject of the regular or special Board of Directors meeting and matters to potentially be deliberated in executive session. Notice shall be provided in one (1) of the following manners:

(i) Mailed to each Member not later than the tenth (10th) calendar day or earlier than the sixtieth (60th) calendar day before the date of the meeting; or

(ii) Provided at least seventy-two (72) hours prior to the start of the meeting by:

(A) Posting notice in a conspicuous manner reasonably designed to provide notice to the Association, which includes posting notice on the Association's Common Areas, posting notice on a conspicuously located Member's Property with that Member's consent, or posting notice on an Internet website maintained by the Association; and

(B) Emailing notice to each Member who has a registered email address with the Association. It is the duty of a Member to provide the Association with an updated email address.

(b) Any Director may waive notice of any meeting. Attendance at a meeting shall constitute a waiver of notice of such meeting, except where a person attends for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

E. ARTICLE VI. MEETING OF DIRECTORS shall be supplemented by adding the following after Section 4, Quorum:

5. Action Without Meeting and Notice. The Board of Directors shall be permitted to take action without a formal meeting and without notice as follows:

(a) Subject to the limitations of the TEX. PROP. CODE § 209.0051, any action required or permitted to be taken without a meeting or vote may be taken if a consent in writing, setting forth the action so taken, is signed by all the members of the Board of Directors. Such consent shall have the same force and effect as a unanimous vote at a meeting. The signed consent, or a signed copy, shall be placed in the minutes book. The consent may be in more than one counterpart so long as each Director signs one of the counterparts.

(b) The Board of Directors may meet by any method of communication, including electronic and telephonic meetings, without prior notice to the Members. The Board of Directors may take action either pursuant to a verbal or electronic vote during such meeting, provided each Director may hear and be heard by every other Director, or by unanimous written consent. Any action taken by the Board of Directors without notice to the Members must be summarized orally, including, but not limited to, actual or estimated expenditures approved, and documented in the written minutes of the next regular or special Board of Directors meeting. The Board of Directors may not, unless done in an open meeting for which prior notice was given to the Members, consider or vote on any of the following matters:

(1) fines;

(2) damage assessments;

(3) initiation of foreclosure actions;

(4) initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety;

(5) increases in assessments;

(6) levying of special assessments;

(7) appeals from a denial of Architectural Control Committee approval; or

(8) suspension of a right of a particular Member before the Member has an opportunity to attend a regular or special meeting of the Board of Directors to present the Member's position, including any defense, on the issue.

(9) lending or borrowing of money;

(10) the adoption or amendment of a dedicatory instrument;

(11) the approval of an annual budget or the approval of an amendment of an annual budget that increases the budget by more than 10 percent;

(12) the sale or purchase of real property;

(13) the filling of a vacancy on the Board;

(14) the construction of capital improvements other than the repair, replacement or enhancement of existing capital improvements; or

(15) the election of an officer.

F. ARTICLE XV. AMENDMENTS shall be amended by deleting Section 1 in its entirety and substituting the following therefor:

1. Amendment of Bylaws.

(a) During the Development Period, these Bylaws may be altered, amended, or repealed at any meeting of the Board of Directors at which a quorum is present, by the affirmative vote of all of the Directors present at such meeting, provided notice of the proposed alteration, amendment, or repeal is contained in the notice of the meeting and such action does not specifically require the action of the Members by virtue of the Certificate of Formation or these Bylaws.

(b) From and after Declarant turnover, these Bylaws may be altered, amended or repealed only at a meeting of the Members at which a quorum is present or represented, by the affirmative vote of a majority of the total eligible votes of the membership of the Association present or represented at the meeting and entitled to vote there at, provided notice of the proposed alteration, amendment or repeal is contained in the notice of the meeting. The alteration, amendment or repeal of these Bylaws is reserved to the membership and the Board of Directors is specifically prohibited from altering, amending, or repealing these Bylaws.

G. Except as modified by this First Amendment, the Bylaws shall remain in full force and effect.

CERTIFICATE OF OFFICER

The undersigned certifies that the foregoing First Amendment to the Bylaws was duly approved and adopted on the date first above written by approval of a majority of a quorum of the Board of Directors of Cresta Bella Homeowners Association, Inc., at the meeting conducted on the 10th day of November 2020 and that the undersigned has been authorized by the Board of Directors to execute and record this instrument. The undersigned further certifies that the foregoing First Amendment to the Bylaws constitutes a dedicatory instrument under TEX. PROP. CODE § 202.006 which applies to the operation of Cresta Bella, a subdivision located in Bexar County, Texas, as hereinabove described.

Signed this 10th day of NOVEMBER, 2020.

CRESTA BELLA HOMEOWNERS ASSOCIATION, INC.

By: ______________________
Name: DAVID PARKERSON
Its: SECRETARY

File Information

eFILED IN THE OFFICIAL PUBLIC eRECORDS OF BEXAR COUNTY
LUCY ADAME-CLARK, BEXAR COUNTY CLERK

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Any provision herein which restricts the sale or use of the described real property because of race is invalid and unenforceable under Federal law

STATE OF TEXAS, COUNTY OF BEXAR

I hereby Certify that this instrument was eFILED in File Number Sequence on this date and at the time stamped hereon by me and was duly eRECORDED in the Official Public Record of Bexar County, Texas on: 11/17/2020 3:20 PM

COUNTY CLERK · TEXAS · BEXAR COUNTY, TEXAS

Lucy Adame-Clark

Lucy Adame-Clark
Bexar County Clerk