

OMEGA BAY IMPROVEMENT COMMUNITY, INC.
POLICY REGARDING BOARD ACTIONS VIA EMAIL

THE STATE OF TEXAS	X
	X
COUNTY OF GALVESTON	X

WHEREAS, Omega Bay Improvement Community, Inc. (the "Association") is the governing entity for all sections of Omega Bay, an addition in Galveston County, Texas, according to the maps or plats thereof recorded in the Map Records of Galveston County, Texas, along with any amendments, supplements or replats thereto (collectively referred to as the "Subdivision"); and,

WHEREAS, Section 209.0051 (h) of the Texas Property Code was amended to allow the Board of Directors to take action outside of a meeting including voting by electronic means without notice to the members for which action is required before the next scheduled meeting or a special meeting of the Board of Directors and for which email voting is permitted, the managing agent and/or the Association's President shall send and email to the registered email address of each Director; and

WHEREAS, Section 209.0051 of the Texas Property Code specifically does not permit electronic voting on the following matters and requires an open board meeting for which prior notice has been provided, it is therefore, specifically understood that this Policy precludes electronic voting for the following actions as set forth by statute:

- 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 assessment,
- 6) Levying of special assessments,
- 7) Appeals from a denial of architectural control approval,
- 8) 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,
- 9) Lending or borrowing money,
- 10) The adoption or amendment of a dedicatory instrument,
- 11) The approval of an annual budget,
- 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.

WHEREAS, pursuant to Section 290.0051 (h), the Association desires to enact uniform procedures to ensure that for electronic voting, each Director has a reasonable opportunity to express his or her opinion to all other board members and to cast his or her vote; and

WHEREAS, this Dedicatory Instrument represents Restrictive Covenants as those terms are defined by Texas Property Code §202.001, et. seq, and the Association shall have and may exercise discretionary authority with respect to these Restrictive Covenants;

NOW THEREFORE, in accordance with the foregoing and as evidenced by the Certification hereto, the Board of Directors hereby adopts the following:

- 1) Upon election to the Board of Directors, each Director shall register his or her current email address with the Association's managing agent and/or the Association's President, and shall update the email address as it changes.
- 2) When a matter arises for a vote of the Board of Directors, for which email voting is permitted, the managing agent and/or the Association's President shall send an email to the registered email address of each Director. The email will state the proposal being voted on and request that each Director send a reply email to all Directors (for example, by utilizing the "Reply All" feature) casting his or her vote on the proposal.
- 3) Each Director shall be entitled to reply to all other Directors and express his or her opinion on the proposal before casting his or her vote.
- 4) A proposal shall be considered approved upon the following occurrences:
 - a. All Directors reply to all other Directors with their vote and the majority of the Directors vote to approve the proposal, or
 - b. A least a majority of the Directors vote to approve the proposal, and any Directors that have not responded have had 72 hours to respond by voicing their opinion or casting their vote via email; unless the person sending the proposal has reason to believe the email was not delivered or received.
- 5) For clarification, the Association has determined that 72 hours provides each Director with a reasonable opportunity to express an opinion and cast a vote.
- 6) In the event a Director anticipates he or she will not have email access for a period of time lasting more than 72 hours, then that Director shall notify the Association's managing agent or the Association's President of the period of their unavailability. The Director shall indicate his or her desire to abstain from all votes for the duration of his or her absence or shall provide another method by which the Association may contact him (phone or fax) to obtain his or her vote and learn his or her opinion on the subject matter at hand.

CERTIFICATION

"I, the undersigned, being the President of Omega Bay Improvement Community, Inc., hereby certify that the foregoing Policy was adopted by at least a majority of the Omega Bay Improvement Community, Inc.'s Board of Directors."

SIGNED this the _____ day of _____, 2021.

By:

DANIEL C. BARNES, PRESIDENT

ACKNOWLEDGMENT

THE STATE OF TEXAS

X

x

COUNTY OF GALVESTON

X

BEFORE ME, the undersigned authority, on this day personally appeared DANIEL C. BARNES, PRESIDENT of OMEGA BAY IMPROVEMENT COMMUNITY, INC., and known by me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that he is the person who signed the foregoing document in his representative capacity and that the statements contained therein are true and correct.

Given under by hand and seal of office this the 26th day of August, 2021.

Taylor Kelley
NOTARY PUBLIC STATE OF TEXAS

After Recording Return to:
Michael O'Neal
O'Neal Law Firm
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