

**AMENDED AND RESTATED BYLAWS
OF
MARILYN ESTATES ASSOCIATION**

**ARTICLE I
DEFINITIONS**

The following words or phrases shall for purposes of these Amended and Restated Bylaws (these “Bylaws”) have the meanings assigned to them as follows and as further defined in this document. Unless the context otherwise requires, the singular shall include the plural and the plural shall include the singular.

1. “Absentee Ballot” means a written ballot that may be counted as an Owner present and voting at a meeting for purposes of a quorum only as to those items appearing on the ballot.
2. “Architectural Control Committee” shall mean a committee that has the authority and responsibility to interpret and to approve or disapprove the plans and/or specifications for creation, erection, installation, modification, alteration, and/or relocation of any and all structures on all Lots in Marilyn Estates, as further described in Article VIII of these Bylaws.
3. “Articles of Incorporation” means the document that established the Marilyn Estates Association on August 6, 1997.
4. “Association” shall mean the Marilyn Estates Association, a Texas non-profit corporation.
5. “At Large Director” means a member of the Board of Directors who serves on the Executive Committee, elected by, and representing, all blocks in Marilyn Estates.
6. “Block Director” means a member of the Board of Directors elected by, and serving as the representative for, a particular block in Marilyn Estates.
7. “Board”, “Board of Directors” and “Directors” include the Block Directors and the At Large Directors.
8. “Board Members” means a Member duly elected to the Board of Directors of the Association.
9. “Deed Restrictions” means all restrictive covenant documents pertaining to the use of

all Lots and the obligations of all Owners in Marilyn Estates with all amendments thereto and all of which are filed in the property records of Harris County, Texas.

10. "Electronic Means" and "Electronic Ballot" refer to the use of email, online platforms, or other digital communication methods for delivering documents and notices, voting, or conducting business, with the delivery deemed complete upon transmission.
11. "Executive Committee" means all of the Officers on the Board of Directors: President, Vice President, Recording Secretary, Treasurer, Parliamentarian, Corresponding Secretary and the Past President.
12. "Executive Session" means a closed board meeting where the Board can discuss specific matters, such as personnel, litigation, contract negotiations, enforcement actions, or confidential matters, while still maintaining the requirement for open board meetings, as required by Chapter 209 of the Texas Property Code.
13. "Lot" shall mean the individual lots in the Subdivision encumbered by the Marilyn Estates Deed Restrictions.
14. "Marilyn Estates" means the following described real property situated in the County of Harris, State of Texas, and more particularly described as follows:

All of Section One (1), Marilyn Estates, an Addition to the City of Houston, Harris County, Texas, out of the W.J. Brown Survey, according to the plat thereof filed in the Office of the County Clerk of Harris County, Texas, on November 5, 1957, under File No. 1822377, together with any and all other real property which has been or may hereafter, through the operation of conditions, covenants, restrictions, easements, reservations, or charges pertaining to the same, be annexed, placed under, or submitted to the jurisdiction of this Association and be accepted as within the jurisdiction of this Association by resolution of the Board of this Association, including but not limited to Sections 2, 3, 4, 5, 6, 7, 8, 9 AND 10 of the Marilyn Estates Addition (each a "Marilyn Estates Section").

15. "Member" shall refer to the Owner(s) of each Lot within Marilyn Estates.
16. "Owner" means and refers to the record owner (whether one or more persons or entities) of a fee simple title to the surface estate in any Lot that is a part of the Subdivision and that is subject to its Deed Restrictions, but excluding those having such interest merely as security for the performance of an obligation. The term "Owner" shall include all parties and persons owning property in Marilyn Estates and which voluntarily subject

their property to such Deed Restrictions by:

- (a) Recording an appropriate instrument in the Deed Records of Harris County;
- (b) Claiming under or through any other party or person; or
- (c) An Owner may be different from an Occupant. An Occupant who is not an Owner does not have the same rights as an Owner.

17. "Subdivision" means the Marilyn Estates planned development in which all land has been divided into two or more parts and is subject to restrictions that:

- (a) Limit a majority of the land subject to the dedicatory instruments, excluding streets, common areas, and public areas, to residential use for single-family homes only;
- (b) Are recorded in the real property records of the county in which the subdivision is located; and
- (c) Require membership in a property owner's association that has authority to impose regular or special assessments on the property in the subdivision.

ARTICLE II

PURPOSE

PURPOSE. The Association exists for the purposes of maintaining, preserving, and promoting the Marilyn Estates environment in accordance with the Marilyn Estates Deed Restrictions, policies, and decisions of the Board.

ARTICLE III

MEMBER MEETINGS AND VOTING

Section 1. ELIGIBILITY. All property Owners within the Subdivision, as recorded by the Clerk of Harris County, Texas, are members of the Association, hereinafter referred to as "Members". Only Members are eligible to vote during scheduled meetings and on issues pertaining to the operations and rules of the Association. Each Lot is entitled to only one vote per ballot regardless of the number of Owners of that Lot.

Section 2. ANNUAL MEETINGS. A meeting in October of each year shall be designated as the annual meeting of the Association. The annual meeting of the Members shall, among other things, be used for the purpose of electing Directors in accordance with this Article and Article IV, and

conducting other official business of the Association.

- (a) Place and Time of Meetings. All meetings of Members shall be held within Harris County, Texas, at a place and time determined by the Board, in its sole discretion.
- (b) Electronic Meetings. The Board may, in its sole discretion, designate holding any meeting(s) of the Members by Electronic Means. Attendance at any meeting by Electronic Means shall constitute presence at the meeting of the Members for all purposes, including but not limited to quorum purposes, regardless as to whether voting is allowed during such meeting.

Section 3. GENERAL AND SPECIAL MEETINGS OF THE MEMBERS. A general meeting of the membership may be held at least once per quarter. Special meetings of the membership may be called by the President, the majority of the Board of Directors, any four (4) At Large Directors, or upon the written request made by not less than ten percent (10%) of the total membership. When such written request shall be presented to the President, or in his or her absence, the Vice President, such Officer shall immediately schedule such special meeting. Special meeting should take place no later than 21 days after the written request has been received by the President or acting surrogate. Any business to be conducted at a special meeting shall be limited to the matter(s) set forth in the notice of meeting.

Section 4. NOTICE OF MEETINGS. The Corresponding Secretary shall provide written notice containing the agenda and/or purpose of all Member meetings, to be received by the membership of the Association not less than ten (10) nor more than sixty (60) days prior to the date of the meeting, except in the case of a legitimate emergency where action appropriate to the emergency will apply. Notice shall be given by any or all of these means: posting meeting time and date prominently on the Association website, email, hand delivered flyers, or U.S. Mail. Notice by mail shall be given on the date notice is deposited in the United States mail with postage paid, in an envelope addressed to the person's address as it appears on the ownership or membership records of the Association. Notice transmitted by electronic message is given when the electronic message is transmitted to an electronic message address provided by the person, or to which the person consents, for the purpose of receiving notice. All meeting notices posted on the Association website within the date range specified by Texas Property Code are considered to be in compliance with the State code. Association Members must provide to the Association their preferred method of contact.

It is the Member's duty to keep an updated email address, telephone number and mailing address registered with the Association.

Section 5. QUORUM. A quorum shall be as follows:

- (a) There shall be at least fourteen (14) Members present.
- (b) If quorum of Members is not met at any Member meeting, the Board shall have the power to adjourn the meeting without notice other than announcement at the meeting, and the quorum requirement at the subsequent meeting shall be one-half (1/2) of the quorum requirement at the preceding meeting. All matters which were to be considered at the originally scheduled meeting shall be considered and voted upon at the rescheduled meeting at which a quorum is present. Notwithstanding anything contained herein to the contrary, the quorum requirement for a meeting of the Members, as such meeting pertains to the election of Directors, shall be those Members present in person, represented by proxy, remotely, by absentee ballot, or electronic ballot or other method of representative voting authorized by the Board at such meeting.

Section 6. ORGANIZATION. The President of the Association, and in the event of his/her absence, the Vice President of the Association, shall call meetings of the Members to order and shall act as chairperson of such meetings. In the absence of the President and the Vice President of the Association, the Members present may appoint a meeting chairperson. The Recording Secretary of the Association shall act as Recording Secretary of all meetings of the Members but in the absence of the Recording Secretary, the presiding officer of the Association may appoint any person to act as Recording Secretary of the meeting.

Meetings, whether held in person or by Electronic Means, shall be conducted in an orderly manner. In the Board's sole discretion, the most current version of Robert's Rules of Order shall be used to determine the conduct of business in all Member meetings, except where inconsistent with these Bylaws. In the event of such inconsistency, these Bylaws shall control.

The following shall be the general order of business, subject to the discretion of the chair:

- (a) Registration of Members and visitors in attendance;
- (b) Confirmation of a quorum;
- (c) Approve minutes of preceding meeting;
- (d) Introduction of visitors;
- (e) Reports of committees;

- (f) Old business;
- (g) New business; and
- (h) General discussion.

Section 7. METHODS OF VOTING. All Members may attend meetings of the Members in the manner prescribed by the Board, and Members may exercise their vote at such meeting in any of the following methods as authorized by the Board: in person, absentee ballot, electronic ballot, or any other method of representative or delegated voting authorized by the Board. The Board is not required to afford Members with more than one (1) voting method, however, voting by proxy or absentee must be allowed.

Section 8. NOTICE OF ELECTION OR ASSOCIATION VOTE.

- (a) For an election or vote taken at a meeting of the Owners, the Association shall give written notice to all Owners not later than the 10th day or earlier than the 60th day before the date of the election or vote.
- (b) For an election or vote of Owners not taken at a meeting, the Association shall give notice of the election or vote to all Owners on any matter under consideration. The notice shall be given not later than the 20th day before the latest date on which a ballot may be submitted to be counted.

Section 9. BALLOTS.

- (a) Any vote cast in an election or vote by a Member of the Association must be in writing and signed by the Member if the vote cast is outside of a meeting or for:
 - i. Election of Directors, however, written and signed ballots are not required for uncontested races.
 - ii. Adoption or amendment of dedicatory instruments as set forth in Article VII of these Bylaws, Deed Restrictions or other dedicatory instrument.
 - iii. Increases in regular assessments above the limits established in the Deed Restrictions and adoption of a special assessment.
 - iv. Removal of a Board Member.
- (b) In an election, any Member may nominate themselves to be included on the ballot for any position in which they meet the requirements set forth in Article IV, Section 2.

- (c) When a ballot vote is required, the Executive Committee shall be responsible for creating all ballots. The ballots may be paper and/or electronic.
- (d) Electronic Ballots constitute written and signed ballots.
- (e) "Electronic Ballot" means a ballot:
 - i. given by:
 - a. email; or
 - b. posting to an Internet website, with a notice of the posting sent to each Owner that contains instructions on obtaining access to the posting on the website;
 - ii. for which the identity of the property Owner submitting the ballot can be confirmed; and
 - iii. for which the property Owner may receive a receipt of the electronic transmission and receipt of the Owner's ballot.

Section 10. VOTING PROCEDURE. Unless otherwise specified in these Bylaws, Deed Restrictions or other dedicatory instrument, the candidate or proposal receiving the greatest number of votes will be declared the winner. For uncontested elections or when signed ballots are not required, voting will be by a show of hands.

When a ballot vote is required, the following will apply:

- (a) Accurately completed ballots per ballot instructions, as printed on or with the ballot, and any other voting rules within these Bylaws or Deed Restrictions, shall be accepted and compiled by the Association:
 - i. If received by the Association via mail or delivered in person to the President, no later than 10:00 am local time the day the ballots are scheduled to be counted.
 - ii. If submitted electronically no later than 10:00 am local time the day the ballots are scheduled to be counted.
 - iii. If an annual or special meeting is held in person, ballots submitted at the meeting will be accepted until voting has concluded as determined by the chairperson of the meeting.
- (b) Tabulation of Votes
 - i. The President is the custodian of all ballots. If the President is a candidate, a

majority of the Executive Committee shall appoint a new custodian for the election. The custodian shall store all ballots in a secure and sealed manner until tabulation.

- ii. For votes on matters other than elections, the President and at least two (2) other Board Members shall determine the eligibility of all ballots cast and tabulate the votes.
- iii. For elections, at least two (2) members of the Nominating Committee (who are not candidates in an Association election, a person who is otherwise the subject of the vote, or the candidate's relatives) shall determine the eligibility of all ballots cast and tabulate the votes. If any Nominating Committee members are disqualified from serving as tabulators, the attending Members will elect replacements.
- iv. A candidate in an Association election, a person who is otherwise the subject of the vote, and the candidates' relatives cannot count the votes or see the ballots except as part of a recount process authorized by Texas law. Further, access to the ballots is limited to the vote tabulators, except as part of a recount process authorized by Texas law. Lastly, the people who count the votes may not disclose how an individual voted.
- v. Upon completion of the tabulation of ballots, the results shall be certified by the Executive Committee and the ballots shall be sealed and stored by the Parliamentarian, or in a secure folder on the Parliamentarian's computer, for a period of sixty (60) days. Upon completion of the sixty (60) day period, the Parliamentarian may shred or otherwise dispose of the ballots in a safe and secure manner, unless a challenge to the outcome of the elections was initiated within the retention time frame.

(c) Tie Votes. Any vote resulting in a tie shall be decided by coin toss, overseen by the Nominating Committee, or by other such person appointed by the Executive Committee.

(d) Absentee or Electronic Ballots. If properly completed, absentee or electronic ballots may be counted as a Member present and voting for the purpose of establishing a quorum for items appearing on the ballot. Except, absentee or electronic ballots:

- i. may not be counted, even if properly delivered, if the Member attends any meeting to vote in person, so that any votes cast at a meeting by the Member supersedes any votes submitted by absentee or electronic ballot previously submitted for that candidate or proposal; or

- ii. may not be counted on the final vote of a proposal (excluding the election of Directors) if the motion was amended at the meeting to be different from the exact language on the absentee or electronic ballot.

ARTICLE IV
BOARD OF DIRECTORS

Section 1. MANAGEMENT AND POWERS. The business and property of the Association shall be managed and controlled by the Board, and subject to the restrictions imposed by law, by the dedicatory instrument, or by these Bylaws. The Board may exercise all the powers of the Association, including, but not limited to, approving the budget of the Association, and granting and/or denying Deed Restriction variance applications.

Section 2. NUMBER, TERM AND REQUIREMENTS. The Board of Directors of the Association is comprised of twenty-six (26) Directors, which includes twenty (20) Block Directors and six (6) At Large Directors.

- (a) **Block Directors:** For representation purposes, the following areas in Marilyn Estates shall each have one (1) Block Director:

1. 5400 Lymbar
2. 5500 Lymbar
3. 5400 Cheena
4. 5500 Cheena
5. 5400 Wigton
6. 5500 Wigton
7. 5400 Yarwell
8. 5500 Yarwell
9. 5400 Dumfries
10. 5500 Dumfries
11. 5400 Valkeith
12. 5500 Valkeith
13. 5400 Rutherglenn
14. 5500 Rutherglenn
15. 5400 Queensloch
16. 5500 Queensloch
17. Paisley and Chimney Rock

18. Braesmont, Kit, and Oasis
19. Atwell and South Braeswood
20. Burdine and Checkerboard

The Block Directors shall be elected by the Members from the particular street/block in the Subdivision, as outlined above, which such Members are the Owner of a Lot. Block Directors must reside in, as determined by the Board, in their sole discretion, and have their Principal Residence within the particular street/block in the Subdivision from which he or she seeks to be elected. The Block Directors shall be elected for two (2) year terms and there shall be no limit on the number of successive terms of service. The winning candidate shall be considered as a Director and Board Member immediately upon election. Factors to be considered by the Board in determining Principal Residence shall include, but are not be limited to: The address where the candidate is registered to vote, the address which the candidate uses to file federal tax returns, the address listed on the candidate's driver license and car registration, and the address on file with the U.S. Postal Service.

- (b) At Large Directors: In addition to the Block Directors, Six (6) At Large Directors shall be elected to the Board. Candidates for an At Large Director position must be the Owner of a Lot in the Subdivision. All At Large Directors, except the Corresponding Secretary, must reside in the Subdivision. The At Large Directors shall be elected to a two (2) year term and may not serve more than four (4) consecutive years as an At Large Director, however, if no other candidate can be found to fill a term-limited position, a term-limited Director may serve additional terms in any At Large Director position. The winning candidate shall take office immediately after the election. The At Large Directors will be members of the Executive Committee and shall also serve as the Association Officers, to wit: President, Vice President, Treasurer, Parliamentarian, Recording Secretary and Corresponding Secretary.
- (c) Other requirements for all Directors include the following:
 - i. Shall not hold more than one (1) position on the Board at the same time;
 - ii. May not serve on the Board if the person cohabits at the same primary residence with another Director of the Association; and
 - iii. Ineligible to serve on the Board if convicted of a felony or crime involving moral turpitude not more than 20 years before the date the Board is presented with

evidence of the same.

- (d) A Director will cease to be a Director, if applicable, if at any time he or she ceases to have the required eligibility for election to the Board unless due to a change in the Bylaws. If a Director ceases to have the required eligibility for election based on a change in circumstance unrelated to a change in the Bylaws, at that time, the Director will be notified in writing of his or her ineligibility. If after ten (10) days written notice from the Association or its agent to such Director the reason(s) for such or Director becoming ineligible for election has not been cured, he or she will be deemed to have resigned his or her Director position.

Section 3. ELECTION OF DIRECTORS. Directors will be elected at the Association's annual meeting every other year, whether held in person or by Electronic Means. Prior to the election, the President, with the advice and consent of the Executive Committee, shall appoint a Nominating Committee consisting of three (3) members not less than 90 days prior to the annual meeting if an election is to be held during that year.

The Nominating Committee shall have as its composition at least one Member of the Association who is not a member of the Board of Directors. No member of the Executive Committee may be appointed to the Nominating Committee. The Nominating Committee shall call for candidates to submit applications, including biographical information, for Block Directors and At Large Directors. Candidates for the At Large positions shall be interviewed as soon as practicable. The Nominating Committee may offer more than one candidate for any office. The report of the Nominating Committee shall include candidate biographical information and be submitted to the President no later than 45 days prior to the election. Nominations for all Directors may be made from the floor at the annual meeting.

Prior consent shall be required of any prospective nominees for any position on the Board either as a Block Director or At Large Director. Any nominee must certify to the Nominating Committee that they have recently read and become familiar with all documents of the Association, including but not limited to, the Deed Restrictions, these Bylaws and all other dedicatory instruments.

Section 4. VACANCIES, RESIGNATION AND REMOVAL. Any vacancy occurring in the Board due to death, removal, resignation, or documented evidence of a conviction of a felony of any degree whether or not for moral turpitude or any crime of moral turpitude may be filled by appointment by the President and ratified by the majority of the Board. Such person(s) appointed by the President shall meet all the requirements outlined in Article IV, Section 2 and shall hold office for the unexpired

term of his or her predecessor. If by reason of death, resignation, or otherwise, the Association has no Directors in office, a special meeting of Members for the purpose of electing the Board may be called pursuant to Article III Section 3 of these Bylaws.

Any Director may resign at any time by giving written notice of his or her resignation to the Association. Any such resignations shall take effect at the time specified therein, or, if the time when it shall become effective is not specified therein, it shall take effect immediately upon its receipt by the President; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

A Director may be removed:

- (a) With or without cause, by a two-thirds (2/3) affirmative vote of those Directors present at a special Board meeting called for that purpose. In the event of the removal of a Director, such vacancy may be filled by appointment by the President and ratified by a majority vote of the Board of Directors.
- (b) For failure to attend meetings as follows:
 - i. Expectation of Participation: Members of the Board of Directors are expected to attend all regular and special meetings of the Board as well as general membership meetings and to actively participate in the governance of the Association.
 - ii. Unexcused Absences Defined: An absence shall be deemed “unexcused” if the Director fails to attend a duly noticed regular or special Board meeting, or general membership meeting and does not provide notice of such absence to the President or Secretary, prior to the meeting, unless prevented by an emergency. In the event of an emergency, notice must be provided within twenty-four (24) hours after the meeting.
 - iii. Grounds for Removal: Any Director who incurs three (3) unexcused absences from regular or special Board meetings, or general membership meetings within any twelve (12) month period shall be deemed to have failed to fulfill the duties of office and shall be subject to removal.
 - iv. Removal Procedure: Upon the occurrence of three (3) unexcused absences within a twelve (12) month period:
 - a. The matter shall be placed on the agenda of the next Executive Committee meeting; and

- b. The Executive Committee may remove the Director from the Board by an affirmative vote of two-thirds (2/3) of all then-serving members of the Executive Committee.
- v. Notice and Opportunity to Respond: The Director shall be given at least ten (10) days prior written notice of the proposed removal and an opportunity to provide an explanation, either in writing or in person at the meeting at which removal is considered.
- vi. Resulting Vacancy: Upon removal, the position shall be deemed vacant and may be filled in accordance with these Bylaws.

Section 5. NOTICE OF MEETINGS. Members shall be given notice of the date, hour, place, and general subject of a regular or special Board meeting, including a general description of any matter to be brought up for deliberation in Executive Session. The notice shall be:

- (a) Sent to each Owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or
- (b) Provided at least one hundred forty-four (144) hours before the start of a regular Board meeting and at least seventy-two (72) hours before the start of a special Board meeting by:
 - i. posting the notice in a conspicuous manner reasonably designed to provide notice to the Members:
 - a. in a place located on the Association's common property or, with the property Owner's consent, on other conspicuously located privately owned property within the Subdivision; or
 - b. on any Internet website maintained by the Association or other Internet media; and
 - ii. sending the notice by email to each Member who has registered an email address with the Association.

It is the Member's duty to keep an updated email address registered with the Association.

Section 6. CONDUCT AT MEETINGS. Meetings, whether held in person or by Electronic Means, shall be conducted in an orderly manner. In the Board's sole discretion, the most current version

of Robert's Rules of Order shall be used to determine the conduct of business in all meetings of the Board, its governing bodies, and committees, except where inconsistent with these Bylaws. In cases of such inconsistency, these Bylaws shall control.

The following shall be the general order of business, subject to the discretion of the chair:

- (a) Roll call of Officers and of Block Directors;
- (b) Confirmation of a quorum;
- (c) Reading of minutes of preceding meeting;
- (d) Introduction of visitors;
- (e) Reports of committees;
- (f) Old business;
- (g) New business; and
- (h) General discussion.

Section 7. REGULAR MEETINGS. Regular meetings of the Board shall be designated by the President. Regular meetings of the Board may be held in person or via Electronic Means.

If the Board recesses a regular or special Board meeting to continue the following regular business day, the Board is not required to post notice of the continued meeting if the recess is taken in good faith and not to circumvent the notice requirements herein. If a regular or special Board meeting is continued to the following regular business day, and on that following day the Board continues the meeting to another day, the Board shall give notice of the continuation in at least one (1) manner prescribed in Article IV, Section 5 within two (2) hours after adjourning the meeting being continued.

Board meetings shall be open to all Members, subject to the right of the Board to adjourn and reconvene in a closed Executive Session to consider human resource issues, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's attorney, matters involving invasion of the Member's privacy, or matters the Member(s) and the Board have agreed shall remain confidential. The decisions made in the Executive Session must be summarized orally in general terms (without breaching the privacy of the individual Member, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties) and placed in the Association's minutes. This summary shall include a general

explanation of any expenditure approved. The Board shall keep a record of each regular or special Board meeting in the form of taking minutes of the meeting. The Board shall make meeting records, including approved minutes, available to a Member upon the Member's written request to the Association.

Section 8. SPECIAL MEETINGS. Special meetings of the Board shall be held whenever called by the President, Vice President, or a majority of the Directors in office. Notice of each special meeting shall be given by any Officer of the Association in at least one (1) manner prescribed in Article IV, Section 5. Special meetings of the Board may be held in person or via Electronic Means.

Section 9. ACTION TAKEN WITHOUT A MEETING. If a situation exists or a decision is required by the Board at a time when it is not practical to hold a special meeting for the purpose of conducting a vote, the President, or a person acting at his or her direction, may poll the Directors by any method of communication, including Electronic Means, without prior notice to the Members, if each Director is given a reasonable opportunity to express his or her opinion to all other Directors and to vote. Actions approved by a majority of the total number of Directors in office in this manner shall then be summarized orally, including an explanation of any known, actual or estimated expenditures approved and shall be documented in the minutes of the next regular or special Board meeting and formally presented for ratification by a vote of the Board at the next meeting of the Board at which a quorum is present.

The Board may not, unless done in an open meeting for which prior notice was given to the Members, as set forth above, 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 special assessments;
- (g) appeals from a denial of architectural control approval;
- (h) lending or borrowing money;
- (i) the adoption or amendment of a dedicatory instrument;

- (j) the approval of an annual budget or the approval of an amendment of an annual budget;
- (k) the sale or purchase of real property;
- (l) the filling of a vacancy on the Board;
- (m) the construction of capital improvements other than the repair, replacement, or enhancement of existing capital improvements; or
- (n) the election of a Director.

Section 10. QUORUM. A quorum for the transaction of business shall consist of a number of Directors equal to one-half (1/2) of the Directors then in office, minus one (1), provided that at least one-half (1/2) of the Officers then in office are present. Any fractional number resulting from these calculations shall be rounded up to the next whole number. If a quorum is not present at any Board meeting, a majority of the Directors present may adjourn the meeting to another time. Notice of the adjourned meeting is not required other than the announcement made at the meeting.

The act of the majority of the Directors present during a meeting at which a quorum is present shall constitute an act of the full Board, except as otherwise provided by law and/or the Association's Articles of Incorporation, or by these Bylaws. The Directors in attendance at a duly organized Board meeting may continue to transact business until adjournment as long as there is a quorum.

There shall be at least four (4) members of the Executive Committee in attendance, or two-thirds (2/3) of the Executive Committee members then in office, whichever is less, to constitute a quorum of any Executive Committee meeting.

ARTICLE V POWERS AND DUTIES OF THE BOARD

Section 1. POWERS. The Board shall have the power:

- (a) To exercise all powers and rights of a corporation or a property owners' association as set out in Chapter 22, Nonprofit Corporations, of the Texas Business Organizations Code, Chapter 209 of the Texas Property Code, and all powers and duties of the Board referred to in these Bylaws which are not otherwise specifically reserved to the Members;
- (b) To take appropriate action in furtherance of those powers of the Association enumerated

in these Bylaws;

- (c) To remove the Directors of the Association as stated in these Bylaws;
- (d) To establish annually a budget no later than December 31st for the upcoming calendar year;
- (e) To establish and collect fees, fines, assessments for contracted patrol services and other assessments;
- (f) To enter such contracts and agreements relating to the providing of services as the Board may deem advisable. The Board, except as otherwise provided in these Bylaws, may authorize any Officer or Officers, agent or agents, in the name of and on behalf of the Association to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances;
- (g) To open bank accounts on behalf of the Association and designate signatories required;
- (h) To responsibly manage and allocate the Association's monies as set forth in such covenants and Marilyn Estates Deed Restrictions, in the Articles of Incorporation and these Bylaws;
- (i) To enforce by legal means the provisions of the Marilyn Estates Deed Restrictions, these Bylaws and the policies, rules and regulations adopted by it, and bring any proceedings which may be instituted on behalf of or against the Owners concerning the Association or the Marilyn Estates Deed Restrictions;
- (j) To procure and maintain adequate liability and hazard insurance on property owned by the Association and Directors' and Officers' liability insurance covering the Directors, Officers, and agents for the Association;
- (k) To contract for patrol services by law enforcement agencies whose officers are certified by the Texas Commission on Law Enforcement. Companies that are not certified by the Texas Commission on Law Enforcement may not be contracted by the Association;
- (l) To employ independent contractors and/or other employees as deemed necessary; and
- (m) The Executive Committee shall manage and oversee the day-to-day operations of the Association. This Committee shall have full rights and authority to implement policy, conduct business activities, and enter into and execute all necessary agreements and instruments in the name of the Association. The Executive Committee is further authorized to take all necessary steps pursuant to the provisions of Texas Property Code

Chapter 209, including, but not limited to, offering payment plans, serving required notices of lien, and filing such liens on behalf of the Association. With the approval of the Board, the Executive Committee may also initiate, settle, or resolve legal proceedings on behalf of the Association, as needed to carry out its purposes and policies or to enforce – or prevent violations of – the covenants and restrictions that apply to the Subdivision. The Committee may also retain legal counsel in connection with any of these actions. Nothing in this paragraph shall be construed to authorize the Executive Committee to commence a lawsuit without the prior approval of the full Board of Directors.

Section 2. DUTIES OF THE BOARD.

- (a) President. The President is a member of the Executive Committee. He or she shall be an ex-officio (non-voting) member of the Board for the first year following his or her last year of service as President, and of all committees during his or her term of office. The President shall:
- i. Have and exercise general supervision over the business and affairs of the Association;
 - ii. Preside at meetings of the Members and the Directors;
 - iii. Make, sign, and execute all deeds, conveyances, assignments, bonds, contracts, and other obligations, and any and all other instruments and papers of any kind or character in the name of the Association;
 - iv. Have the authority to accept and distribute payments if the Treasurer is unable to; and
 - v. Do and perform such other things as from time to time be assigned to him or her by the Board. He or she shall refrain from voting except as otherwise set forth below:
 - a. If the vote is by confidential ballot, the President may vote along with the rest of the voting members.
 - b. On a vote that is not by confidential ballot:
 - (1) If a majority vote is required and there is a tie, the President may vote in the affirmative to cause the motion to prevail.

- (2) If there is one (1) more vote in the affirmative than in the negative, the President can create a tie by voting in the negative to cause the motion to fail.
- (3) If a two-thirds vote is required, the President may vote either to cause, or to block, attainment of the necessary two-thirds vote.
- (b) Vice President. The Vice President, in the absence of the President, shall perform the duties and exercise the powers of the President and he or she shall do and perform such other duties as may from time to time be assigned to him or her by the President or the Board. The Vice President is a member of the Executive Committee.
- (c) Treasurer. The Treasurer is a member of the Executive Committee. The Treasurer shall:
- i. Have custody of all funds of the Association which may come into his or her hands;
 - ii. Endorse for collection, on behalf of the Association, checks, notes, and other obligations, and shall deposit the same to the credit of the Association in such bank or banks, or depositories, as the Board may designate;
 - iii. Sign receipts and vouchers for payments made to the Association;
 - iv. Jointly with such other Officer or person as may be designated by the Board, or singly if authorized by the Board, he or she shall sign checks made by the Association, and pay out and dispose of the Association's books of account, records, and auditing;
 - v. Whenever required by the Board, he or she shall render a statement of his or her accounts;
 - vi. Enter regularly, in the books of the Association to be kept by him or her for that purpose, full and accurate accounts of all monies received and disbursed by him or her and he or she shall perform all duties incident to the office of Treasurer, subject to the control of the Board;
 - vii. Respond in a timely manner to title company or other entity requests regarding closing, change of title and refinancing of Lots in the Subdivision, and maintaining an accurate record of Lot Owner information including name, mailing address, phone number, and email address in the Association's accounting system; and
 - viii. He or she shall, within five (5) days after retiring from office, deliver to his successor all monies, papers, and other property in his or her possession belonging

to the Association. The Treasurer then in office shall have custody of all current and historical financial records of the Association.

The books and complete financial statement shall at all times be open to inspection of the President and the Board or any other Members of the Association.

- (d) Recording Secretary. The Recording Secretary shall record and finalize the minutes of all meetings of the Members, the Executive Committee and the Board. Upon final approval, they will be submitted to the Parliamentarian for inclusion in the Association's historical records. The Recording Secretary is a member of the Executive Committee. In the absence of the Recording Secretary, minutes of any meetings may be kept by a Director appointed for that purpose by the presiding officer.
- (e) Parliamentarian. The Parliamentarian is expected to advise the rules of order and the proper procedures for the conduct of meetings. He or she shall be impartial and assist the President to manage meetings and advise on parliamentary procedure. The Parliamentarian shall record the attendance of Members and Directors at all meetings, provide this attendance information to the Recording Secretary, and confirm the presence of a quorum. He or she shall also maintain the historical and other records of the Association, except those in the custody of the Treasurer. The Parliamentarian is a member of the Executive Committee.
- (f) Corresponding Secretary. The Corresponding Secretary shall create, review and receive all correspondence and communications related to the business and operations of the Association, and shall print, mail and/or arrange delivery of all reports, bulletins, flyers, and notices, keeping a record of such documents and coordinating with the Parliamentarian on keeping of such documentation for permanent records. The Corresponding Secretary shall serve as a liaison to the Communications Committee, and shall assist with duties related to the Association's website and communications. The Corresponding Secretary shall keep and revise all contact information and/or other homeowner data for the Association. He or she shall assist with mailings and letters to homeowners, as well as communications to specific homeowners for various matters such as dues collections. He or she shall perform such other duties as may, from time to time, be assigned by the President. The Corresponding Secretary is a member of the Executive Committee.
- (g) Block Directors. Block Directors are Board Members. They:
 - i. Are liaisons to, and representatives for, the Owners on their respective blocks;

- ii. Are the first person that is requested to talk to a neighbor on their block about a Deed Restriction violation that is noted by the Deed Restriction Enforcement Committee;
- iii. Hand out flyers to inform their block residents about an upcoming Association meeting, event or other written or electronic communications; and
- iv. Are required to attend regular and special Board meetings, and Member meetings.

ARTICLE VI
FINANCIAL MANAGEMENT

Section 1. FISCAL YEAR. The fiscal year of the Association shall begin at 12:01 a.m. on January 1 and end at midnight on December 31 of each calendar year.

Section 2. THE BUDGET. The Executive Committee shall meet as soon as practical after October 1 to prepare a budget for the following year and to establish the amount of the contingency fund in accordance with Article VI, Section 3. The budget will include funding for the Committees, annual expenditures that can be reasonably anticipated, the President's discretionary funds, any community donations not to exceed \$250, building up contingency funds, and, together with the security service assessment, will determine the Regular Assessment to be equally apportioned amongst the Lots in the Subdivision. All items on the budget must be for the benefit of the Association as a whole. The budget, shall be submitted to the Board for approval, and thereafter presented to the membership of the Association for informational purposes at the first general meeting of the year. Outgoing Executive Committee members shall provide any help required to meet this objective.

All regular and/or predictable expenses that have been delineated in the annual budget, said budget having been approved by the Board, may be paid by the Treasurer without further authorization from the Board. Any unbudgeted expenses or payments from contingency funds are expressly prohibited unless they have been authorized by the Board. Bids shall be solicited for any contracted items exceeding Ten Thousand Dollars (\$10,000.00) in cost which are authorized in the annual budget, excluding security, legal and insurance items, at the discretion of the Executive Committee.

Section 3. CONTINGENCY FUND. The Association may establish and maintain a contingency fund to which interest, income, and any excess of dues over expenses may be collected and which may be used for any lawful purpose which is only to maintain the interest of the Subdivision as a whole. The Board shall determine the amount of the contingency fund during the annual budgeting process. The

minimum contingency fund shall be 125% of the annual budgeted expenses. After the contingency fund is reached, the Board may use the additional funds to defray in whole or in part any Regular or Special Assessment.

Section 4. BORROWING. The Association, the Board of Directors, or any Board Member is NOT authorized to borrow funds or to make loans on behalf of the Association, except by an affirmative vote of the members voting, either in person or by proxy, at an annual meeting or special meeting called for that purpose.

Section 5. DEPOSITORIES. All funds of the Association not otherwise employed shall be deposited to the credit of the Association in such banks or other depositories as the President and Treasurer may select, and for the purpose of such deposit, the President, Vice President, Treasurer, or any other Officer or agent of the Association to whom such power may be delegated by the Board, may endorse, assign and deliver checks, drafts and other orders for the payment of money which are payable to the order of the Association.

Section 6. ACCOUNTS. The funds of the Association shall be maintained in the following accounts:

- (a) Operating Account: The Operating Account shall be the account by which the Association transacts its business, including but not limited to:
 - i. Paying its creditors;
 - ii. Funding any projects or other business of the Association; and
 - iii. Making any gifts or donations.

The Operating Account will be funded by any monies received from any source in the normal operation of the Association, including but not limited to:

- i. All funds received from the Regular or Special Assessment on the Lots;
- ii. Fees charged to Members;
- iii. Reimbursement of contracted security services paid on behalf of other organizations; and
- iv. Any gifts or donations to the Association.

Any withdrawal or debit from the Operating Account shall require the signature of at least one (1) member of the Executive Committee (President, Vice President, Treasurer) or other individual(s) as appointed by the Board and authorized to access this account, unless otherwise stated in these Bylaws. The Board shall establish a policy that specifies when two signatures are required.

- (b) Additional Accounts: The Association may maintain additional savings accounts, certificates of deposits, money market accounts, brokered certificate of deposits, insured sweep accounts, brokerage accounts, and other interest-bearing or non-interest-bearing accounts as the Board may see fit. Any withdrawal or debit from the additional accounts shall require the signature of one (1) member of the Executive Committee (President, Vice President, Treasurer) or other individual(s) as appointed by the Board as authorized to access these accounts.
- (c) At the inception of a newly elected Board, a new signature card and corporate resolution shall be completed for each financial institution.
- (d) All monies are required to be held in FDIC or SIPC insured institutions.
- (e) Account Review and Auditing: The Executive Committee may, but is not obligated to, appoint an independent reviewer to inspect and audit the Account records and financial statements of the Association. This person may be a Member that has financial accounting experience.

ARTICLE VII AMENDMENTS

Section 1. BOARD APPROVAL. These Bylaws may be supplemented, altered, amended, or repealed by the affirmative vote of a majority of the Board at a special Board meeting called for that purpose, however, Member approval is required for amendments related only to those specific items listed in Section 2 of this Article VII below.

Section 2. MEMBER APPROVAL. Areas of the Bylaws that may only be amended with approval of the Members include:

- (a) The composition or structure of the Board; and
- (b) The term and term limits of the Board Members.

Section 3. MEMBER BALLOT PROCESS. When Member approval is required, these Bylaws may be amended by a simple majority vote of the property Owners responding within a specified time to a mailed-out ballot. The Executive Committee, with approval from the Board, will determine the precise language and format of the ballots, and define the procedures to distribute and receive ballots and accurately tally the votes.

Ballots shall be considered delivered when deposited in the United States mail with postage paid in an envelope addressed to the person at the person's address as it appears on the ownership or membership records of the Association. The ballots may be returned by mail to the permanent mailing address of the Association or may be delivered to any member of the Executive Committee. The deadline to return the ballots shall not be less than 30 days from the date of mailing. All ballots received within the specified time limit will be counted and a simple majority vote will prevail.

ARTICLE VIII COMMITTEES

Section 1. STANDING COMMITTEES. There may be, in addition to such committees as the Executive Committee shall determine, the following standing committees, with such duties as the Executive Committee may designate, which may include, but are not limited to the following:

- (a) Architectural Control Committee (ACC).
 - i. Reviews and approves or disapproves the applications for building, remodeling, and improving Marilyn Estates homes and Lots in conformity with the Association's policies and Deed Restrictions. Power to grant waivers or variances is vested solely in the Board who shall act after recommendation by the Architectural Control Committee.
 - ii. Annually, provide the records of its activities to the Parliamentarian for inclusion in the Association's historical records.
 - iii. Requirements for Architectural Control Committee members.
 - a. Except as provided by Subsection (a) iii c, a person may not be appointed or elected to serve on the Architectural Control Committee unless the person timely notifies the President of the person's interest in serving on the ACC in accordance with the requirements set forth below.
 - b. Except as provided by Subsection (a) iii c, a person may not be appointed or

elected to serve on the ACC if the person is:

- (1) a current Board Member;
- (2) a current Board Member's spouse; or
- (3) a person residing in a current Board Member's household.

c. If a vacancy remains on the ACC after each person eligible under Subsection (a) iii b who timely notifies the President in accordance with Subsection (a) iii d is appointed or elected to the ACC, the Executive Committee may appoint any person to fill the vacancy, including a person not otherwise eligible under Subsection (a) iii b.

d. Solicitation of candidates for the Architectural Control Committee.

(1) Not later than the 10th day before the date the Executive Committee takes action to elect or appoint or meets to elect or appoint a person to serve on the ACC, the Association must provide notice to the Association Members soliciting persons interested in serving on the ACC.

(2) This notice must:

(a) be provided by:

(i) posting the notice in a conspicuous manner reasonably designed to provide notice to Association Members, including the Internet website maintained by the Association or other Internet media; and:

(ii) sending the notice by e-mail to each Owner who has registered an e-mail address with the Association; and

(b) contain instructions for a person to notify the President of the person's interest in serving on the ACC, including the date by which the person's notification must be received by the Association. This date may not be earlier than the 10th day after the date the Association provides the notice described above.

(b) Communications Committee. Creates and distributes newsletters, emails, website updates, and other communication materials to keep residents informed. Coordinates updating the Association's website, social media pages, and other communication platforms.

- (c) Deed Restriction Enforcement Committee. Works to enforce the Deed Restrictions of the Subdivision by monitoring compliance, investigating complaints, working with property Owners to resolve violations, issuing violation notices, recommending actions to the Board, maintaining records of its activities and ensuring consistent enforcement. Annually, provide the records of its activities to the Parliamentarian for inclusion in the Association's historical records.
- (d) Finance Committee. Assists the Treasurer with their duties.
- (e) Maintenance and Beautification Committee. Manages the contract for landscaping services, provides recommendations for projects, and creates and monitors a budget. Any contract for landscaping services shall be signed by the President of the Association.
- (f) Security Committee. Manages the contract for security services, acts as liaison between the Association and the security patrol, and provides residents with information on security activities and crime prevention. Any contract for security services shall be signed by the President of the Association.
- (g) Welcoming Committee. Responsible for greeting and orienting new residents by providing community information, introducing them to neighborhood resources, and helping foster a friendly, connected environment.
- (h) Yard of the Quarter Committee. Responsible for promoting neighborhood pride by selecting and recognizing a residence each quarter for outstanding landscaping, maintenance, and curb appeal, based on established criteria.

Section 2. MEMBERSHIP. The members and chair of each committee shall be recommended by the President and installed with the advice and approval of the Executive Committee. All committee members must reside in, as determined by the Board, in their sole discretion, and have their Principal Residence within the Subdivision.

Section 3. AD HOC COMMITTEES. Ad Hoc Committees may be recommended by the President and approved by the Executive Committee.

ARTICLE IX MISCELLANEOUS

Section 1. NO WAIVER OF RIGHTS. The failure of the Marilyn Estates Architectural Control

Committee, the Association, or any Owner in Marilyn Estates to enforce any covenants, restrictions, or any other provisions of the Marilyn Estates Deed Restrictions, the Marilyn Estates Articles of Incorporation, these Bylaws, or the policies, rules and regulations adopted pursuant thereto, shall not constitute a waiver of the right to do so thereafter regardless of the number of breaches or violations thereof which may have occurred.

Section 2. SERVICES. No Director or Officer of the Association shall be required to devote his or her time or render services exclusively to the Association. Each Director and Officer of the Association shall be free to engage in any and all other businesses and activities, either similar or dissimilar to the business of this Association without breach of duty to this Association and without liability to this Association. Likewise, each and every Director and Officer of this Association shall be entirely free to act for and serve any other corporation or corporations, entity or entities, in any capacity or capacities and become a Director or Officer of any other corporation or corporations, entity or entities, whether or not the purposes, business and activities thereof be similar or dissimilar to the purposes, business or activities of the Association, without breach of duty to this Association or its Members and without liability of any character or description to the Association or its Members. No contract or other transaction of this Association shall ever be affected by the fact that any Director or Officer of the Association is interested in, or connected with any party to such contract or transaction, or is a party to such contract or transaction, provided that such contract or transaction shall be approved by a majority of the Directors present at a meeting of the Board at which such contract or transaction shall be authorized or confirmed, which majority shall consist of Directors not so interested or connected.

In the event that any Director has any relationship or other connection with any other entity or entities with which the Board shall consider doing business, it shall be the obligation of such Director to disclose his or her relationship to the Board and abstain from voting on such issue. After such disclosure, if approved by a vote of the majority of the Board, not including the interested Board Member, the Board may contract with the entity with which the interested Board Member is affiliated.

Section 3. COMPENSATION. All Officers and Directors serve in a volunteer capacity and are therefore not eligible for compensation either by monies or services paid by the Association or its contracted vendors. Employees hired, or whose appointment is authorized by the Board, may receive compensation in reasonable amounts, commensurate with the duties of their respective positions, as may be determined by the Board. Employees cannot serve as Board Members.

Section 4. OFFICES. The principal office of the Association shall be in the city of Houston, Harris County, Texas. Until changed or replaced, the permanent address will be: P.O. Box 35144 Houston, Texas 77235.

Section 5. NOTICE AND WAIVER OF NOTICE. Whenever any notice is required to be given under the provisions of these Bylaws except where expressly stated otherwise, said Notice shall be deemed to be sufficient if it is deposited with the United States Postal Service in a sealed, postpaid wrapper addressed to the person entitled thereto at his or her address as it appears on the books of the Association, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to notice.

Section 6. COMPLIANCE WITH APPLICABLE LAWS. Notwithstanding any other provision of these Bylaws, no Director, Officer, employee or agent of the Association shall take any action or carry on any activity by or on behalf of the Association not permitted to be taken or carried on by an organization exempt under Section 501(c)(4) of the United States Internal Revenue Code and its regulations or pursuant to other applicable State or Federal laws; as each now exists or as each may hereafter be amended.

Section 7. ATTORNEYS' FEES AND COSTS. If any Owner or resident in Marilyn Estates fails to comply with the terms of the Marilyn Estates Deed Restrictions and/or policies, rules and regulations of the Association and the Association finds it necessary to enforce the terms and provisions of the Marilyn Estates Deed Restrictions and/or policies, rules and regulations of the Association by way of any civil proceeding or judicial action, the party against whom such proceeding is brought (should it be judicially determined that said party has failed to comply with the terms and provisions of the Marilyn Estates Deed Restrictions and/or policies) shall pay in full, the reasonable attorneys' fees, expenses and costs of court which are approved by the applicable Court and are incurred by the party seeking the enforcement of the terms and provisions of the Marilyn Estates Deed Restrictions and/or policies, rules and regulations of the Association.

Section 8. SEVERABILITY. If any provision of these Bylaws conflicts with any applicable law of the State of Texas, the conflicting Bylaws provision is null and void. Whenever possible, each provision of these Bylaws will be interpreted in a manner as to be effective and valid. Invalidation of any provision of these Bylaws, by judgment or court order, does not affect any other provision which remains in full force and effect.

Section 9. RECORDS. The Board of Directors will establish and maintain a safe repository for all Association records that must be maintained. These will include minutes of meetings, financial records, and revisions to Deed Restrictions or Bylaws, and/or any records that the Board shall determine that should be retained. Control of access and an annual inventory shall be the responsibility of the Parliamentarian, except those records in the custody of the Treasurer.

The Board will adopt a records production and copying policy that prescribes the costs the Association will charge for the compilation, production, and reproduction of information requested by an Owner. This policy will be recorded as a dedicatory instrument in accordance with Section 202.006 of the Texas Property Code.

Section 10. CYBERSECURITY. The Executive Committee may approve and implement cybersecurity measures, including contracts and expenditures not to exceed \$500 per fiscal year, without further Board action. Any policy or contract involving expenditures in excess of this threshold shall require prior approval by the Board of Directors. All Executive Committee actions under this section shall be reported to the Board at its next regular meeting.

ARTICLE X INDEMNIFICATION AND INSURANCE

The Association has the obligation to indemnify the Officers, Directors and agents of the Association. The Association shall indemnify its Officers and Directors to the maximum extent allowable pursuant to Texas Business Organizations Code Section 8.101 et seq., as the same now exists or may be hereafter amended.

Additionally, the Association shall procure and maintain insurance coverage to indemnify and hold harmless the Directors and Officers against any liability asserted against and incurred by any such person in that capacity or arising out of the person's status in that capacity, as described in Section 8.151 of the Texas Business Organizations Code, as the same now exists or may be hereafter amended.

In addition to the insurance required above, the Board of Directors shall have the authority, in its discretion, to purchase such other insurance as it deems necessary or appropriate to protect the Association, its assets, or its Members, including, but not limited to, general liability, property, fidelity bond, or umbrella coverage.

ARTICLE XI
DISSOLUTION

In the event that the Marilyn Estates Association is to be dissolved, this will require a written ballot as specified elsewhere in these Bylaws and a three-fourths (75%) supermajority vote of approval of the Owners. After all legitimate obligations and claims have been paid, the Board of Directors may disburse any remaining funds by any one of the following procedures:

- (a) Convey to a successor organization of like objectives for the benefit of the Owners of the Marilyn Estates Subdivision; or
- (b) Convey to a non-profit entity constituted for the general benefit of a large group of citizens of the City of Houston or the County of Harris. Within the context of this requirement, entities such as the following illustrate the acceptable intent: City of Houston, Houston Independent School District, Harris County Hospital District, American Red Cross, United Fund, Food Bank, Jewish Community Center, etc.

Other than as specified above, in no event and under no circumstances can any funds be disbursed in any other manner.