

**SECOND AMENDMENT TO THE BYLAWS OF
P.O.A. OF THE SHORES INC.**

STATE OF TEXAS §
 § KNOW ALL PERSONS BY THESE PRESENTS
COUNTY OF NAVARRO §

This Second Amendment to the By-Laws of P.O.A. of The Shores, Inc. (the "Association") is effective as of the day it is filed with the Office of the Navarro County Clerk:

WITNESSETH:

WHEREAS, Article 8, Section 8.8(c.) of the By-Laws of P.O.A. of The Shores, Inc. (the "By-Laws) provides that the By-Laws may be amended at a meeting of the Members of the Association by the affirmative vote or written consent, or any combination thereof, of Members representing sixty-seven percent (67%) of the total votes in the Association: and

WHEREAS, the amendment to the By-Laws, as set forth hereinafter with specificity, was approved by at least sixty-seven percent (67%) of the total votes in the Association of those members who cast votes via automated means using Simply Voting. Specifically,

Results

Turnout: 364 (77.6%) of 469 electors voted in this ballot.
Note: 401 (76.4%) of 525 weighted votes were cast in this ballot.

Increase Allowable Number of Board Members

Option	Votes
Yes I want to amend the By-Laws to Increase the Allowable Board Members up to Seven.	387 (96.8%)
No I disapprove of any changes to the By-Laws in regard to Board Membership.	13 (3.3%)

VOTER SUMMARY

Total	401
Abstain	1 (0.2%)

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NOW, THEREFORE, the By-Laws of the Association are hereby amended as follows:

(A) – Section 3.2 of Article 3 of the By-Laws is hereby deleted in its entirety and shall

hereafter read as follows:

Section 3.2. Number of Directors.

The affairs of the Association shall be managed by a Board of no less than three (3) and no more than seven (7) directors (herein, the “Board”), all of whom must be Members, or where such a Member is not an individual person, an officer, director, shareholder, partner or representative of the Owner of such Lot. The number of directors may be changed by Board Resolution, but in no event can be increase to more than seven (7) without amendment of these By-Laws. If the number of Directors is decreased by resolution, it shall not become effective until the Term of Office of the affected incumbent has expired (see section 3.5 below).

(B) - Section 3.5 of Article 3 of the By-Laws is hereby deleted in its entirety and shall

Hereinafter read as follows:

Section 3.5 Election of Directors and Terms of Office.

At every annual meeting of the Members of the Association commencing with the 2025 annual meeting of the Members of the Association, directors shall be elected to fill vacant or expiring positions. Vacant positions are those which have been created in accordance with section 3.2 or due to resignation, death, or disability in accordance with section 3.6. Expiring positions are those where the pre-existing term of office (e.g. 3 years) has ended. Each director elected to a newly created or expiring position shall serve a term of three (3) years except as required below.

Dependent on numbers of vacant positions, the elected terms of office may vary. Specifically, no more than two (2) positions shall be elected to a three (3) year term for each election. Should additional vacant positions present itself; the term will be for two (2) years and one (1) year respectively. In the case of position(s) created due to resignation, death, or disability in accordance with section 3.6. each director elected to this vacant position shall serve the remainder of the vacated term. Length of terms assigned will be based on number of votes received, i.e. more votes – longer term.

(C.) – Section 4.1 of Article 4 of the By-Laws is hereby deleted in its entirety and shall

Hereinafter read as follows:

Section 4.1. Officers of the Board of Directors.

The officers of the Board of Directors shall be a President, Vice-President, Secretary, and Treasurer. All officers shall be elected from amongst the members of the board. The Board may appoint such other officers, including one (1) or more assistant secretaries and one (1) or more assistant treasurers, as it shall deem desirable. Such appointed officers to have such authority and perform such duties as the Board prescribes; however, such appointed officers are not entitled to cast votes. Any two (2) or more offices may be held by the same director, except the offices of President and Secretary which is expressly prohibited by Section 22.231 of the Texas Business Organizational Code.

(D) - Section 4.2 of Article 4 of the By-Laws is hereby deleted in its entirety and shall

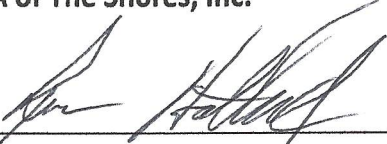
Hereinafter read as follows:


Section 4.2. Term of Office of Officers of The Board of Directors.


The Board shall elect officers at the first meeting of the Board following each election of director(s). Such officers shall serve until their successors are elected. Such meeting shall take place within 30 days after each election of director(s).

SIGNED this 2nd day of November, 2024

POA of The Shores, Inc.

By 
Ron Hathcock, President

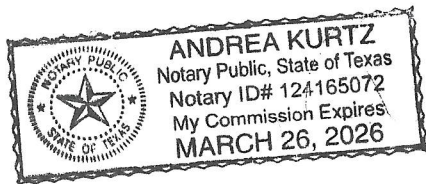
By 
Frank Cassara, Vice President
Treasurer

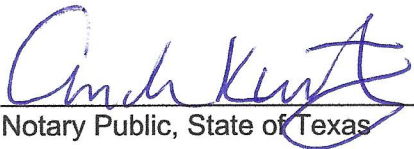
By 
Oren Ross, Secretary

STATE OF TEXAS §
 §
COUNTY OF NAVARRO §

BEFORE ME, the undersigned Notary Public, on this day appeared Ron Hathcock, President, Frank Cassara, Vice-President/Treasurer, Oren Ross, Secretary of The Board of Directors, P.O.A. of The Shores, Inc. known to me to be the person whose name is subscribed on the foregoing instrument and acknowledged to me that he executed the same for the purposes therein expressed and, in the capacity, therein stated.

GIVEN UNDER MY HAND AND AFFIRMED SEAL OF OFFICE on this 2nd day of November 2024.




Notary Public, State of Texas

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