

## Comparison of Keller Saddlebrook Estates HOA Bylaws

This document provides a side-by-side comparison of substantive differences between the 1999 Bylaws and the 2025 Draft (Second Amended) Bylaws. Unchanged or minor formatting updates have been omitted.

### 1999 Bylaws (Original)

Board of Directors: 3 members initially, expanding to 5 members; terms were 1–2 years staggered.

No detailed standards of conduct for directors; only general duties.

Meetings required to be in person; no electronic participation mentioned.

Special meetings could be called by 25% of membership.

Quorum for membership meetings set at 25%.

Voting: in-person or by proxy; no mention of electronic ballots.

ARC (Architectural Review Committee) referenced only briefly, with minimal detail.

No reference to Texas Property Code compliance or electronic communication laws.

Bylaws could be amended by majority vote of a quorum at any meeting.

No mention of an HOA Manual of

### 2025 Draft Bylaws (Second Amended)

Board of Directors: fixed at 5 members; all serve two-year terms, with eligibility and conduct standards defined.

Explicit fiduciary, care, confidentiality, and loyalty duties added for all directors.

Allows electronic and hybrid meetings (video, teleconference, or internet-based). Specifies requirements for transparency and recordkeeping.

Special meetings can now be called by 10% of members — reduces threshold for member engagement.

Quorum reduced to 10%, with fallback provision if quorum not met.

Adds proxy, absentee, and electronic ballot voting, including defined rules for email and website submissions.

Completely rewritten ARC section defining structure (3 members), appointment process, eligibility, and detailed duties and conduct requirements.

Updated to reflect Texas Property Code 209 provisions for notice, electronic communication, and remote participation.

Amendment procedures retained but clarified that it applies to annual or special meetings with a quorum present.

Introduces 'Manual of Operations' for guidance, with explicit hierarchy: Articles >

Operations or policy hierarchy.

Declaration > Bylaws > Manual.

Fiscal year: January 1–December 31 (same).

Retained; no substantive change.

No detailed officer duties beyond general corporate norms.

Adds detailed duties for President, VP, Secretary, and Treasurer, including communication, compliance, and budget oversight roles.

No conflict of interest or moral turpitude restrictions for directors.

Adds eligibility restrictions: directors must be free of crimes involving moral turpitude within past 20 years.

Committees: general authority to appoint recreation, landscape, finance, etc.

Expands standing committees and specifies quorum, reporting, and appointment requirements; ties into Manual of Operations.

Indemnification clause for officers and directors per 1999 statute.

Removed from Bylaws (relocated to Articles or state statute reference).