RESOLUTION No. 15
Increase Number of GHPOALC Director Positions

GRAND HARBOR PROPERTY OWNERS ASSOCIATION on LAKE CONROE (GHPOALC)
BOARD of DIRECTORS
RESOLUTION

In a meeting of the GHPOALC Board of Directors (BoD), at 11301 Grand Harbor Blvd., Montgomery, TX 77356, duly called (per By-Laws Art. III, Para. B, Sec. 4) and held on May 6, 2008, all directors in attendance, the following resolution was offered and adopted:

"The Grand Harbor/Harbor Side community is very large and diverse in societal background, culture, and business/employment. Acknowledging that fact and wanting commensurate diversity on the GHPOALC Board of Directors, in accordance with By-Laws Article III, Para. A, Sec. 4, it is resolved that the number of board directors to hold active membership at any one time should be increased from the present three (3) to five (5) members. According to By-Laws Article III, Para. A., Sec. 5, the next opportunity to increase board membership is via special election on the anniversary of the initial board's empanelment, which is on or about July 9, 2008."

"It is further resolved that, after the Board of Directors is expanded to 5 members and future elections are held, there should always be three board member positions that are not up for re-election, i.e., no more than two positions becoming vacant and needing special-election filling each year. For the two additional new members to be elected in 2008, one shall be elected to a three (3) year term and the second shall be elected to a two (2) year term."

"It is additionally resolved that the attached "Guidelines/Procedure" should be adhered to in the aforementioned special election."

I certify that the foregoing is a correct representation of the resolution passed by a majority of the Board of Directors of the GHPOALC on the date specified.

GHPOALC Secretary

5.5.08
DATE

APPROVED:

President

Vice President/Treasurer

GRAND HARBOR PROPERTY OWNERS ASSOCIATION on LAKE CONROE

ELECTION OF BOARD MEMBERS

In accordance with Association By-Laws, Article III, the Grand Harbor Property Owners Association on Lake Conroe (GH POA LC) will hold a meeting July 9, 200, for the purpose of electing members to the GHPOALC Board of Directors (BoD).

The following guidelines/procedure will be adhered to in electing the new representative members:

A. A nomination committee will be appointed by the current BoD, consisting of a Chairman (non-voting Facilitator who will be a member of the current BoD), three (3) Members of the Association, and the GHPOALC Manager. The purpose of the nomination committee will be to acquire and verify information from prospective candidates that illustrates individual qualifications and shows all candidates are eligible for serving on the Board of Directors for the Association.

B. The nomination committee will present a slate of candidates to the POA Manager who will certify each candidate is in good standing with the GHPOALC and that name will be approved for inclusion on the ballot.

C. Voting will take place by one of three methods:

1) In person voting at the Property Owner's meeting.
2) Absentee voting at the GHPOALC office to be held for two weeks prior to the scheduled meeting in July.

3) Proxy voting where eligibility to vote by original and proxy voters have both been certified by the POA Manager at least 48 hours prior to the scheduled meeting in July.

D. All voting will take place by secret ballot and results of the election will be certified by the POA CPA immediately following the July 9, 2008, meeting.

Positions to be filled:

Position 3 - 1 year term position
Position 4 - New 3 year position
Position 5 - New 2 year position

Current Board of Directors:

Position 1 - D. Sue Horne – 2 remaining years after July, 2008
Position 2 - Charlie Parada – 1 remaining year after July, 2008
Position 3 - Gene Zetka – expiring one year term in July, 2008

The candidate receiving the most votes in this election will serve the three year term, the candidate receiving the second highest number of votes will serve the two year period and the candidate receiving the third highest number of votes will serve for one year.

After the July, 2008 election, the make- up of the board in terms of years will be as follows:

3 year term - (1 person) – 2008 – 2011
2 year term - (2 persons) – 2008 – 2010
1 year term - (2 persons) – 2008 – 2009

This will allow the Board of Directors to function with no more than 2 member terms expiring in the same year after 2008.

In following years, the positions will be filled in the same manner with the candidate receiving the most votes serving a three year term and the candidate receiving the second highest number of votes serving a two year term.