

**Circle C Homeowners Association
2005 March 23 Annual Meeting
Kiker Elementary Cafeteria
Minutes**

1. The Annual Meeting of the Circle C Homeowners Association was held on March 23, 2005 at 6:30pm at Kiker Elementary. The first item on the agenda was the establishment of a quorum. The meeting was called to order at 6:30pm by CCHOA President, Quentin Fennessy.
2. The second item on the agenda was the approval of the 2004 Annual Meeting minutes. There was motion to approve the minutes that was seconded and the minutes were approved.
3. The third item on the agenda was the election of two new directors to the Board of Directors. Parliamentarian Louise Hall introduced the five candidates: Marty Gibbs, Bill Gammon, Mike Price, Matt Cano and Scott Dorf was represented by Jonathan Klein. Each candidate spoke for 5 minutes.
4. The fourth item on the agenda was the introduction of guest speaker Mayor Will Wynn by Steve Urban and the introduction of Gerald Daugherty by AE Martin.
5. The fifth item on the agenda was the vote on proposed bylaw changes. The proposed changes are as follows:

1. ARTICLE I

Current Language: NAME AND LOCATION. The name of the corporation is Circle C Homeowners Association, Inc., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 1111 West 11th Street, Austin, Texas 78703 but meetings of the members and directors may be held at such places within the State of Texas, County of Travis, as may be designated by the Board of Directors.

Proposed Amendment: (changes are italicized) NAME AND LOCATION. The name of the corporation is Circle C Homeowners Association, Inc., hereinafter referred to as the "Association." The principal office of the Association shall be located in Travis County, Texas at a location established by the Board of Directors. Meetings of members and directors may be held at such places within the State of Texas, County of Travis, as may be designated by the Board of Directors.

2. ARTICLE II, SECTION 6

Current Language: "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the County Recorder of Travis County, Texas.

Proposed Amendment: "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the County Clerk of Travis County, Texas.

3. ARTICLE III, SECTION 1

Current Language: Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of six o'clock, P.M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Proposed Amendment: Annual Meetings. The annual meeting of the members shall be held within the first quarter of the year. The place, date, and time of meeting shall be established by the Board of Directors.

4. ARTICLE III, SECTION 4

Current Language: Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

Proposed Amendment: Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the eligible votes of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

5. ARTICLE IV, SECTION 1

Current Language: Number. The affairs of the Association shall be managed by a Board of seven Directors.

Proposed Amendment: Number. The affairs of the Association shall be managed by a Board of seven Directors, each of whom shall be a member of the Association.

6. ARTICLE IV, SECTION 3

Current Language: Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board, and shall serve for the unexpired term of his predecessor.

Proposed Amendment: Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by a majority of the remaining members of the Board, and shall serve for the unexpired term of his predecessor.

7. ARTICLE V, SECTION 1

Current Language: Nomination. ... Such nominations may be made from among members or nonmembers.

Proposed Amendment: Nomination. ... Such nominations may only be made from among members of the Association.

8. ARTICLE V, SECTION 2

Current Language: Election. Election to the Board of Directors shall be by secret written ballot. At such election, the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Proposed Amendment: Election. Election to the Board of Directors shall be by secret written and/or electronic ballot. Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

9. ARTICLE VI, SECTION 2

Current Language: Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days notice to each director.

Proposed Amendment: Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by a majority of directors, after not less than three (3) days notice to each director.

10. ARTICLE VII, SECTION 2a

Current Language: cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;

Proposed Amendment: cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;

11. ARTICLE X – To now include a second paragraph

Proposed Amendment: The Association may maintain an email list for the purpose of communicating with its members. The contents of this list shall be confidential, shall not be filed among the records of the Association, and shall not be disclosed to any member and/or third party unless required by Court order. The email list will be used for official Association communications only.

12. ARTICLE XIII – To now include a second paragraph

Proposed Amendment: Throughout these Bylaws, words importing the masculine gender shall be read as also importing the feminine gender.

6. The sixth item on the agenda was the announcement of the 2006 Nominating Committee: AE Martin, Grady Bible, Annegret Pfeifer and Carol Montgomery.
7. The seventh item on the agenda was the announcement of the Counting Committee: Ed Scruggs, Annegret Pfeifer and Mary Lynn Gibbs.
8. The eighth item on the agenda was an update on community activities including highlights for 2004, prop 2 presentation and financial summary given by Quentin Fennessy.
9. The ninth item on the agenda was a development update given by Ed Scruggs which included an update on Stratus and residential development as well as an update on amenities planning.
10. Quentin called for an open forum. Residents had the opportunity to ask questions.
11. The meeting was adjourned at 9:30pm.