NOTICE

20140200925

SUPPLEMENTAL NOTICE OF DEDICATORY INSTRUMENTS for WOODLAKE FOREST IV HOMEOWNERS ASSOCIATION, INC.

THE STATE OF TEXAS

ş

COUNTY OF HARRIS

9 5

The undersigned, being the President of Woodlake Forest IV Homeowners Association, Inc., a property owner's association as defined in Section 202.001 of the Texas Property Code ("Association"), hereby supplements the "Notice of Dedicatory Instrument for Woodlake Forest IV Homeowners Association, Inc.", "Supplemental Notice of Dedicatory Instrument for Woodlake Forest IV Homeowners Association, Inc.", "Supplemental Notice of Dedicatory Instrument for Woodlake Forest IV Homeowners Association, Inc.", "Supplemental Notice of Dedicatory Instrument for Woodlake Forest IV Homeowners Association, Inc." and "Supplemental Notice of Dedicatory Instrument for Woodlake Forest IV Homeowners Association, Inc." respectively filed of record in the Official Public Records of Real Property of Harris County, Texas under County Clerk's File Nos. 20070053194, 20070706508, 20090399152, 20120020524 and 20120318528 ("Notice"), which Notice was filed of record for the purpose of complying with Section 202.006 of the Texas Property Code.

<u>Additional Dedicatory Instrument</u>. In addition to the Dedicatory Instruments identified in the Notice, the following document is a Dedicatory Instrument governing the Association:

Woodlake Forest IV Homeowners Association, Inc. Conflict of Interest Policy.

A true and correct copy of such Dedicatory Instrument is attached to this Supplemental Notice.

This Supplemental Notice is being recorded in the Official Public Records of Real Property of Harris County, Texas for the purpose of complying with Section 202.006 of the Texas Property Code. I hereby certify that the information set forth in this Supplemental Notice is true and correct and that copy of the Dedicatory Instrument attached to this Notice is a true and correct copy of the original.

Executed on this 6 day of May , 2014.

WOODLAKE FOREST IV HOMEOWNERS

-ASSOCIATION, INC.

Printed: HARIN M. GRIFFIN

Its:

President

ER 056 - 73 - 1477

10R

1EE

THE STATE OF TEXAS §
\$
COUNTY OF HARRIS §

personally appeared Hold H. Graff President of Woodlake Forest IV Homeowners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same for the purpose and in the capacity therein expressed.

Notary Public in and for the State of Texas





Article I Purpose

The purpose of the conflict of interest policy is to protect Woodlake Forest IV Homeowners Association, Inc. a tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family (being a person related within the third degree of consanguinity or affinity, as determined by Chapter 573 of the Government Code):

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- **b.** A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement (collectively "interested person") (being a person related within the third degree of consanguinity or affinity, as determined by Chapter 573 of the Government Code).

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest. The term "interested person" also may not be given access to any other bids for the contract in question as required by law.
- **b.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. Regardless of the outcome of the determination made under c. above, the Organization must receive at least two other bids from persons who are not interested persons.
- e. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine in good faith and with ordinary care by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.



- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
- c. If the governing board votes to award a contract to an interested person, the governing board must certify by resolution that all the requirements of this policy have been satisfied, which resolution must be approved by the affirmative vote of a majority of the members of the governing board that are not interested persons.

Article V Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy.
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

CERTIFICATE OF SECRETARY

I, LEA Ellis, Secretary of Woodlake Forest IV Homeowners Association, Inc. (the "Association"), do hereby certify that at a meeting of the Board of Directors of the Association (the "Board") duly called and held on the Maday of March, 2014, with at least a quorum of the members of the Board being present and being duly authorized to transact business, the foregoing Conflict of Interest Policy was duly made and approved by a majority vote of the members of the Board.

TO CERTIFY WHICH WITNESS my hand on this <u>Gat</u> day of <u>May</u>, 2014.

WOODLAKE FOREST IV HOMEOWNERS ASSOCIATION, INC.

By Lea Ellis

Printed: LRA Ellis

Its:

Secretary

STATE OF TEXAS

ט נס נס

COUNTY OF HARRIS

BEFORE ME, the undersigned notary public, on this 6 day of MAY, 2014 personally appeared ELLIS LEA GRIMES. Secretary of Woodlake Forest IV Homeowners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same for the purpose and in the capacity therein expressed.

Notary Public in and for the State of Texas



20140200925 # Pages 6 05/13/2014 12:07:59 PM e-Filed & e-Recorded in the Official Public Records of HARRIS COUNTY STAN STANART COUNTY CLERK Fees 32.00

RECORDERS MEMORANDUM
This instrument was received and recorded electronically
and any blackouts, additions or changes were present
at the time the instrument was filed and recorded.

Any provision herein which restricts the sale, rental, or use of the described real property because of color or race is invalid and unenforceable under federal law. THE STATE OF TEXAS COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas.

