

**WALDEN ON LAKE CONROE  
COMMUNITY IMPROVEMENT ASSOCIATION, INC.  
POLICY RE: COALITIONS OUTSIDE FORMAL BOARD MEETINGS**

**Adopted August 24, 2006  
Effective January 27, 2007**

**I. General:**

The Board of Trustees is to conduct meetings and make decisions guided by the By-Laws of Walden on Lake Conroe C. I. A. In Article VI, Section 3 of the By-Laws, it states: “[a] majority of the Trustee members shall constitute a quorum for the transaction of business. Every act or decision performed or made by a majority of the Trustees present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board of Trustees.” This policy is in response to the concern of some homeowners that coalitions of Trustees of the Boards may make decisions outside formal meetings of the Board.

**II. Purpose:**

To provide guidance to Trustees to limit the possibility of coalitions forming among Trustees, inhibiting the free and open discussion of issues by the entire Board.

**III. Policy:**

A. There should never be more than three (3) members of the Board of Trustees serving on any one committee of Walden on Lake Conroe Community Improvement Association, Inc. (“WCIA”).

B. No Trustee or Trustees should circumvent the By-Laws by meeting in numbers of a quorum or more at any time for the purpose of secret deliberations or for making binding decisions regarding the affairs of WCIA.

C. Decisions made in a regular or special Board meeting because of such secret deliberations, straw votes, or commitments to vote a certain way, made outside of regular or special Board meetings, where there is a quorum of Trustees present, may not be valid.

D. Any Trustee found by the Board to be in violation of this policy may be removed by the Board or the President, as the By-Laws allow, as an officer, committee chair, or committee member.

E. Before a Trustee votes on a matter, the Trustee should exercise independent judgment concerning that matter. After seeking advice from others, the Trustee should decide how to vote independently based on his or her own understanding of the situation. A Trustee should not vote one way or the other based solely on some other Trustee’s vote. A Trustee should not vote for something he or she does not understand.

162-11-1881

FILED FOR RECORD

06 AUG 28 PM 3:23

*Mark Imball*  
COUNTY CLERK  
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS  
COUNTY OF MONTGOMERY  
I hereby certify this instrument was filed in  
File Number Sequence on the date and at the time  
stamped herein by me and was duly RECORDED in  
the Official Public Records of Real Property at  
Montgomery County, Texas.

AUG 28 2006



*Mark Imball*  
County Clerk  
Montgomery County, Texas