



CERTIFICATE OF CORPORATE RESOLUTION

I, the undersigned, do hereby certify:

That I am the duly elected and authorized Secretary of the Grand Harbor Property Owner's Association, Inc., A Texas Non-Profit Corporation, and,

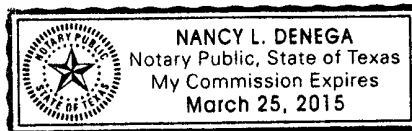
That the foregoing Resolution was duly adopted by formal action of the Board of Directors on the 19 day of April , 2011

By: *Teresa Braymen*
Teresa Braymen, Secretary

THE STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

THIS INSTRUMENT was acknowledged before me on the 16 day of June , 2011 by Teresa Braymen , the Secretary of GRAND HARBOR PROPERTY OWNER'S ASSOCIATION, a Texas non-profit corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes therein expressed and in the capacity therein expressed.

Nancy L. Denega
Notary Public - State of Texas



After filing, mail to:

Grand Harbor POA
18956 Freeport Drive, Suite A
Montgomery, TX 77356

Attn: Grand Harbor POA



GRAND HARBOR

Property Owner's Association

INFRASTRUCTURE COMMITTEE POLICY AND PROCEDURE

POLICY

The GH POA Board of Directors (BoD) recognizes the need for and continued use of committees; those essential, resident-staffed organizational groups formed with specialized functionality and assigned duties and activities directed toward the betterment of the Grand Harbor Subdivision. It follows then that all "Infrastructure" issues and activities affecting properties within the Grand Harbor/Harbor Side Subdivision are to be overseen by an Infrastructure Committee (IC) enabled through Grand Harbor Property Owner's Association (GHPOA) Resolution. Subdivision Infrastructure generally covers most physical assets of the Association, including: Subdivision Roads and adjacent Right-of-Way Drainage Areas, Drainage Spillways, Parks, Ponds and Impoundments, and Canals.** The IC shall execute its duties and activities as assigned by the GH POA BoD, covering all subdivision sections of various origination dates .

Committee member candidate(s) are to be property owners of record currently in good standing in volunteering to serve on the IC. When placed on an official BoD meeting's agenda, after Board affirmation, the members' name(s) are recorded in the proceedings' minutes. In order to remain functional over time, the IC is to be composed of not less than three (3), or more than seven (7) members. The conduct of IC business shall be in orderly/organized fashion and shall always be in accordance with the GH POA Code of Ethics and Confidentiality Agreements.

The IC will designate a Chairman from its members, who will be the principal IC spokesperson to the BoD, e.g., present monthly status or completed projects' reports to the BoD. There will also be a Director-designee assigned to function as Committee Facilitator and Board Interface, thereby ensuring the Committee is not hindered by delay in needing direct contact with the Board.

*(**Canal bulkheads and waterfront slopes are the responsibility of the property owner, while canal and lake bottom belongs to the San Jacinto River Authority. The extent of any GH POA involvement is determined on a case-by-case basis.)*

GRAND HARBOR

Property Owner's Association

PROCEDURE

The following procedural steps generally cover individual BoD-requested projects in Grand Harbor and Harbor Side :

I. New Project Charge from BoD to IC

The GH POA Board will request the Infrastructure Committee take on new studies, investigations, or issue resolution roles, through direct contact of Board-to-Chair, or through the Committee Director liaison. Assignments in writing should contain the fundamental objectives and timeframe for completion.

II. Assignments to Committee Actionees

With fundamentals from the Board in hand, the Committee Chairman will consult with members and determine assignments, along with outlining the activity, products, special considerations and circumstances, and timeline.

III. Periodic Reporting

As various projects progress, involved committee members and the chair report status as necessary, usually on a monthly basis at a minimum.

IV. Preliminary Project Completion Reporting

When a project or study activity has matured to the point a draft Committee product has been produced, the IC should bring a preliminary report to the BoD, if there is the possibility of further direction and work likely to be requested. When that product is first available, the Chairman can request a face-to-face presentation to the Board.

V. Project/Activity Closure

If a significant amount of time has elapsed between preliminary and final products, a second report to the Board can be requested. Hardcopy Project final reports will be delivered to GH POA Directors and the POA Manager.

GRAND HARBOR

Property Owner's Association

GRAND HARBOR PROPERTY OWNER'S ASSOCIATION (GH POA) BOARD of DIRECTORS RESOLUTION

APRIL 19 03. JW

In a meeting of the GH POA Board of Directors, duly called (per By-Laws: Art. III, Para. B, Sec. 4) and held on APRIL 19, 2010, the following resolution was offered, and adopted:

"Whereas, the GHPOA Board of Directors (BoD) recognizes the need for and continued use of committees; those essential, resident-staffed organizational entities formed with specialized functionality and assigned duties and activities directed toward the betterment of the Grand Harbor Subdivision,

Therefore, it is resolved, in accordance with Article V, 'Committees' of the GHPOA By-Laws dated 3-13-2006, the Infrastructure Committee (IC) shall be formed and tasked to carry out all functions and responsibilities specifically delineated in the attached Policy/Procedure.

Furthermore, in order to remain functional over time, the IC shall be composed of not less than three (3), or more than seven (7) members, all being current property owners of record. The conduct of IC business shall be in orderly/organized fashion, with all assigned projects, investigations, and task promptly addressed and reported out of the Committee. Committee member shall be appointed to serve open-terms, by being individually nominated to and approved by the Board, with their names recorded in the minutes of the officially-convened GHPOA BoD meeting.

And Furthermore, it is resolved the conduct of all IC members and the execution of their assignments shall be in accordance with the GH POA Code of Ethics and Confidentiality Agreements.

In Conclusion, the GHPOA shall fully defend, protect, and indemnify all Committee members, properly appointed and remaining in good standing, in accordance with By-Laws Article VI, Section G, 'Indemnity,' through suitable, comprehensive insurance policies continuously maintained in effect, with all policy premiums paid by the GHPOA."

I certify that the foregoing is a correct representation of the resolution passed by a majority of the Board of Directors of the GHPOA on the date specified. This Resolution supersedes all prior resolutions defining/enabling the GH POA IC.

Verna Braymer
GH POA Secretary

4-19-11
Date

APPROVED:

[Signature]
President

Charles Smith
Vice President

Charles A. Parada
Treasurer

Verna Braymer
Secretary

[Signature]
Director

FILED FOR RECORD

06/16/2011 2:49PM



COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

RECORDER'S MEMORANDUM:

At the time of recordation, this instrument was found to be inadequate for the best photographic reproduction because of illegibility, carbon or photo copy, discolored paper, etc. All black-outs, additions and changes were present at the time the instrument was filed and recorded.

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 Montgomery County, Texas.

06/16/2011



County Clerk
Montgomery County, Texas