

# Baldwin Square Homeowners Association

## NOTICE OF ANNUAL MEETING OF MEMBERS

**DATE:** TUESDAY, NOVEMBER 30, 2021  
**TIME:** 6:30 PM - 8:00 PM  
**SIGN-IN:** 6:00 PM  
**PLACE:** CRIME STOPPERS OF HOUSTON  
3001 MAIN STREET  
HOUSTON, TX 77002  
OR VIA ZOOM (INSTRUCTIONS INCLUDED)

**THIS IS A VERY IMPORTANT MEETING**  
**PLEASE BE SURE TO ATTEND**

The Annual Meeting of Members this year is for the purpose of electing two (2) Directors to the Board each for a two-year term and to review the 2022 Assessment and Expenditure Budget. Additionally, a vote to amend the Bylaws to increase the number of Directors from three (3) to five (5) Directors. The proposed language is below. If the amendment is passed at the Annual meeting, a vote of the Members will immediately be conducted to elect two (2) additional Members to the Board of Directors for a total of four (4) Directors to be elected.

**Proposal: The Bylaws will be amended to read as follows:** the portion in bold will be added.

### IV.

#### Board of Directors; Selection, Term of Office

1. **Number:** The affairs of this Association shall be managed by a Board of **five (5)** Directors, none of whom need be Members of the Association or residents of the Property.
2. **Term of office:** The initial Board of Directors has been designated in the Articles of Incorporation. The initial Board of Directors shall serve until the first Board of Directors is elected by the Members after the Election Date. If a vacancy occurs in the initial Board of Directors, such vacancy shall be filled by the Declarant until the Election Date. If a vacancy occurs on the Board of Directors after the Election Date, the vacancy may be filled by the remaining directors then in office, though less than a quorum. At the first annual meeting of the Members held after the Election Date, the Members shall elect three Directors; one Director for a term of one (1) year and two Directors for a term of two (2) years in the number required to maintain the membership of the Board. **Effective November 30, 2021 the Board of Directors shall consist of five (5) Directors. At the Annual Meeting of the Members held on November 30, 2021, those members present and voting in person or proxy shall elect four (4) members to the Board of Directors. The terms of the elected Directors shall be staggered to ensure that two (2) Director positions are up for election at the 2022 Annual Meeting and three (3) Directors positions are up for election at the 2023 Annual Meeting. At each respective annual meeting following, Director(s) shall be elected to a two (2) year term.**

The meeting location is a controlled access building; therefore, you will need the door code to enter the building: **1130 #**. This code will be effective one hour before and one hour after the start time of the meeting. Parking at the building is free, but limited. There is also paid parking that can be found at the parking garage at 2811 Travis Street. <https://midtownhouston.com/midtown-park/#about> . *The parking lot on the corner of Fannin and Rosalie is NOT available. The property owner will have unauthorized vehicles towed.*

**If you plan to attend in person, please be advised that due to Covid-19, you will be REQUIRED TO WEAR A MASK THIS YEAR.** We will be arranging the seating to accommodate social distancing as much as possible. The Association requires that all residents follow CDC Guidelines, such as if you have traveled out of the county within the past 14 days, have a fever or have tested positive or been in contact with someone who has tested positive or have any

symptoms that could be from the virus, that you do NOT attend the meeting.

A quorum of one-tenth (1/10) of members is required to hold this election of Directors at the Annual Meeting on November 30, 2021. **PLEASE MAKE EVERY EFFORT TO ATTEND THE MEETING EITHER IN PERSON OR VIA ZOOM OR IF UNABLE, PLEASE MAIL THE ENCLOSED PROXY TO:**

Baldwin Square Homeowners Association c/o Midtown Management Corporation 2450 Louisiana, Suite 400-409 Houston, Texas 77006
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**Or give your proxy to a neighbor who plans to attend the meeting or you may fax your proxy to Midtown Management Corporation at 832-900-4939 or email to [info@midtownmgmt.com](mailto:info@midtownmgmt.com) no later than November 29, 2021.**

If you are interested in placing your name on the ballot, please contact Sonya Bradley at 713-489-4901 no later than **November 29, 2021**. Nominations will also be accepted from the floor of the meeting.

Each homeowner is entitled to one (1) ballot per property owned. If there is more than one owner of a property, you must decide amongst yourselves for whom to vote. If one of your neighbors did not receive this notice, please have them contact Sonya Bradley with Midtown Management Corporation, at (713) 489-4901.