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**2019 AMENDED
BY-LAWS OF PINE SHADOWS SUBDIVISION**

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Colabona Hobbs
POLK COUNTY CLERK

ARTICLE ONE -NAME AND LOCATION

1. The name of the organization is PINE SHADOWS CIVIC CLUB, a Texas non-profit organization, hereinafter referred to as the Club and/or the Association. Location of the Club shall be within Polk County, Texas.

2. Purpose of Association. The purpose of the Association shall be to promote the civic, cultural and general welfare of the residents and property owners of Pine Shadows Subdivision in Polk County, Texas, as revised September 16, 1966, in the Plat Records, recorded in Volume 7, Page 8. In addition to the purposes set forth in the Articles of Incorporation for the Association, the purposes for which the Association is organized, subject to any Texas law providing otherwise, are:

(a) To be a property owners association as defined by the Texas Property Code, and shall discharge the duties and obligations of a property owners association in interpreting and enforcing the Restrictions applicable to the Subdivision, according to the plats of said subdivision recorded in the Map Records of the County Clerk; and the entire income and principal of the endowment and assets of this corporation shall be held and distributed solely for such purposes, except for the modest amount needed for the expenses of administration of this corporation in order to effectuate the said purposes; and the making of distributions to organizations having the same purpose qualifying as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law);

(b) To promote the safety, welfare and enjoyment of the residents of and owners of property within the Subdivision;

(c) To the extent authorized by the Restrictions, to compute, assess, collect and enforce the payment of all charges to which the property within the Subdivision is subjected or may be subjected hereby and/or under or by virtue of any reservations, restrictions and covenants applicable to the Subdivision on file in the Official Records of the County Clerk;

(d) To operate, maintain, supervise and protect all areas and facilities owned by or conveyed to the corporation from time to time for the common use of its members, and to install or construct improvements upon such areas and facilities;

(e) To the extent authorized by the Restrictions, to approve or disapprove plans, specifications and elevations for any building, structure or improvement and for any structural alterations or additions, or other alterations or additions affecting exterior appearance, in or to any building, fence, structure or other improvement within the Subdivision, and to establish design and construction criteria and requirements in connection therewith;

(f) To exercise and perform any and all other rights, powers, duties and remedies granted to or imposed upon the corporation by the Restrictions, by any easement granted to the corporation, or by any other instrument granted to or for the benefit of the corporation; and

(g) To do or cause to be done all things and acts permitted by the laws of the State of Texas incident to, necessary, or proper to carry out the purposes for which non-profit corporations may be formed and to have all the powers enumerated in the Texas Property Code for property owners associations and in the Texas Business Organizations Code for non-profit corporations, including but not limited to for any lawful purpose or purposes not expressly prohibited under chapters 2 or 22 of the Texas Business Organizations Code, including any purpose described by section 2.002 of the Code.

3. The mailing address of the Association is: PO Box 1731, Livingston, Texas 77351.

4. Texas Tax Code Statement. Pursuant to Texas Tax Code Section 171.082, and in extension of and not limitation of the purposes set forth in the Certificate of Formation for the Corporation, (1) the corporation is organized and operated primarily to obtain, manage, construct, and maintain the property in or of a residential condominium or residential real estate development; and (2) the owners of individual lots, residences, or residential units control at least 51 percent of the votes of the corporation and that voting control, however acquired, is not held by: (A) a single individual or family; or (B) one or more developers, declarants, banks, investors, or other similar parties.

5. Limitations on Distributions and Activities. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, Directors, Officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article Four hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence Legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law) or (b) by an organization, contributions to which are deductible under Section 170 of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law).

6. Mortgage of Association Properties. The Association shall have power to mortgage its properties with the assent of a majority of the votes of the Members who are voting in person or by proxy at a meeting called for such purpose, written notice of

which shall be mailed to all Members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE TWO -DEFINITIONS

1. Association. "Association" shall mean and refer to PINE SHADOWS CIVIC CLUB, a non profit corporation organized under the laws of Texas, its successors and assigns.
2. Assessment Fees. "Assessment Fees" shall mean the mandatory amount due per lot, as determined by the property owners at the annual meeting of the Association.
3. Board of Directors. "Board of Directors" shall refer to the board of directors elected by the members of the Association.
4. Common Facilities. "Common Facilities" shall mean the roads, street lights, parks, and entrance features of the Subdivision, and landscaped areas established by the Developer for use as Common Facilities.
5. County Clerk. "County Clerk" shall mean the County Clerk of Polk County, Texas.
6. Declarations and/or Restrictions. "Declarations" and/or "Restrictions" shall mean the declarations and restrictions filed of record with the County Clerk for the Subdivision.
7. Dedictory Instrument. "Dedictory Instrument" shall mean each instrument governing the establishment, maintenance, and operation of the PINE SHADOWS CIVIC CLUB, and includes a declaration or similar instrument subjecting real property to restrictive covenants, certificate of formation, bylaws, or similar instruments governing the administration or operation of a property owners association, to properly adopted rules and regulations of the property owners' association, or to all lawful amendments to the covenants, bylaws, instruments, rules, or regulations, including but not limited to those identified above under "Declaration". Dedictory Instrument further shall mean the Articles of Incorporation (now known as Certificate of Formation), Bylaws, and other rules, regulations, and resolutions filed of record with the County Clerk.
8. Directors. "Directors" shall mean and refer to any duly elected or appointed member of the Board of Directors.
9. Electronic ballot. "Electronic ballot" means a ballot: (a) given by: (1) e-mail; (2) facsimile; or (3) posting on an Internet website; (b) for which the identity of the property owner submitting the ballot can be confirmed; and (c) for which the property owner may receive a receipt of the electronic transmission and receipt of the owner's ballot. (Source: Section 209.00592 (d), Texas Property Code).

10. Increase. "Increase", Owners will have the right to increase Assessment Fees by a majority vote of those present at a special called meeting by the President.

11. Lot. "Lot" shall mean any residential lot in the Subdivision, and identified in the documents filed of record, identified herein, and on record with the County Clerk.

12. Member. "Member" or "Members" shall mean and refer to all those Owners who are members of the Association as provided for in the Restrictions and/or in these Bylaws.

13. Owner. "Owner" shall mean and refer to the owner of record, whether one or more persons or entities of the fee simple title to any Lot which is part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation, as shown in the Polk County, Texas records.

14. Plats. "Plats" shall mean the plat of the subdivision recorded in the County Clerk's office.

15. Properties. "Properties" shall mean and refer to the real property described in the recorded Plat of PINE SHADOWS, a subdivision in Polk County, Texas.

16. Proxy Voting. "Proxy Voting" allows an Owner to vote without being present at a meeting. The ballot must be returned to the Board within fifteen (15) days of receipt.

17. Quorum. "Quorum" shall mean and refer to one-fourth (1/4) of the Owners.

18. Record Date. "Record Date" shall be the business date preceding the date on which notice of the meeting is mailed, the date that the notice of any annual or special meeting is mailed.

19. Regular Assessment. "Regular Assessment" and/or "Annual Charge" shall mean the annual amount that each owner of property within a residential subdivision is required to pay to the Association, which is designated for use by the Association for the benefit of the property owners of the Subdivision, as provided by the Restrictions, and include maintenance charges.

20. Special Assessment. "Special Assessment" shall mean any fee and/or due, other than a regular assessment, that each Member is required to pay to the Association, as established by the Members at an annual or special meeting of the members of the Association at which a quorum is present and at which at least thirty (30) days notice is given of the intent to establish a Special Assessment and which action of the Members authorizes the Association to charge for:

(a) Defraying, in whole or in part, the cost, whether incurred before or after the assessment, of any construction or reconstruction, repair, or replacement of a capital improvement in the Common Areas owned by the Association, including the

necessary fixtures and personal property related to such Common Areas, to the extent such expense is not sufficiently provided for with Regular Assessment funds;

(b) Maintenance and improvement of Common Areas owned by the Association; and/or

(c) Such other purposes of the property owners' association as stated in the Association's Certificate of Formation or the dedicatory instrument for the Subdivision.

21. Subdivision. "Subdivision" shall mean the Pine Shadow Subdivision, Sections 1 and 2, Polk County, Texas, as shown on the respective Plats on file with the County Clerk's office.

22. Voting Rights. "Voting Rights" shall mean one (1) vote per Household.

ARTICLE THREE - MEMBERSHIP

1. Membership Qualification. Every person or entity who is an Owner of a Lot shall be a Member of the Association, provided that any such person or entity who holds such interest merely as security for the performance of obligation shall not be a Member.

2. Suspension of Membership Rights. Except as otherwise provided by Texas law, the membership rights of any person whose interest in the Subdivision is subject to assessments under the Restrictions may be suspended by action of the Board of Directors during the period when the assessments remain unpaid; but, upon payment of such assessments, such member's rights and privileges shall be automatically restored.

3. Voting Rights of Members. Each Member gets one vote, regardless of the number of lots owned by that Member. In the event more than one person is shown by recorded deed to be a part owner, then each such person shown shall be entitled to vote the percentage of ownership, provided, however, that in no event would more than one (1) vote be allowed per member.

ARTICLE FOUR - PROPERTY RIGHTS AND RIGHTS OF ENJOYMENT OF COMMON PROPERTY

1. Right to use Common Facilities. Each Member shall be entitled to the use and enjoyment of the Common Facilities, subject to the Restrictions and any rules and regulations governing the use of the Common Facilities.

2. Delegation of Rights of Enjoyment. Any member's right of enjoyment in the Common Facilities may be delegated to the members of his/her family who reside in the Subdivision and such guests as are allowed by any rules and regulations of the Association concerning such rights of enjoyment. Such Member shall notify the Secretary in writing of the name of any such person and of the relationship of the

Member to such person. The rights and privileges of such person are subject to suspension as provided for by these Bylaws, to the same extent as those of the Member.

ARTICLE FIVE -MEETINGS

1. **Annual Meetings.** "Annual Meetings" of the Owners shall be held each year in May on the first available Saturday. Meetings will begin promptly at 10:00 AM.
2. **Special Meetings.** "Special Meetings" of the Owners may be called at any time by the President, or by the Board of Directors, or upon written request of the Members who have a right to vote one-fourth (1/4) of all of the votes of the entire membership.
3. **Notice of Meetings.** Written notice of any meetings shall be given to the Members by the Secretary. Notice may be given to the Members either personally, or by sending a copy of the notice through the mail, postage thereon fully prepaid to his address appearing on the books of the Association, and/or by email, as provided for by these Bylaws. Notice of any meeting, regular or special, shall be mailed not less than ten (10) days nor more than sixty (60) days in advance of the meeting and shall set forth in general the nature of the business to be transacted; provided, however, that if the business of any meeting shall involve any action governed by the Articles of Incorporation or by the Restrictions, notice of such meeting shall be given or sent as therein provided.
4. **"Quorum Required"** The presence at the Meeting of one-fourth (1/4) of the votes entitled to be voted at such meeting, shall constitute a quorum for any action governed by these Bylaws. If a quorum shall not be present, the Owners shall have the power to adjourn the meeting.
5. **Location of Meetings.** Meetings of members shall be held at the office of the Association, if one is established in the Subdivision, or at such other place, within or without the State of Texas, as may be stated in the notice of the meeting or in a duly executed waiver of notice thereof.
6. **Member Contact Information.** Each member shall register his address with the secretary, and notices of meetings, regular or special, shall be mailed to him at such address. It is the responsibility of the Member to provide the Association with current mailing and email addresses, and the Association assumes no responsibility should any notices not be received by the Member provided that the Association forwards such notice to the address provided the Association by the Member.
7. **Notice by e-mail.** Any Member may request that notice be transmitted electronically by providing the Association's Secretary a valid e-mail address. Upon providing such e- mail address the Association may transmit any and all notices to such member at such e- mail address. Members are encouraged to provide an e-mail

address to help reduce the operational cost of postage and mail-out required by these Bylaws and Texas Law.

8. Waiver of Notice. Notice may be waived in writing signed by the person or persons entitled to such notice. Such waiver may be executed at any time before or after the holding of such meeting. Attendance at a meeting shall constitute a waiver of notice, except where the person attends for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

ARTICLE SIX - MEMBERSHIP AND VOTING RIGHTS

1. One Class of Members. The Association shall have only one class of voting members.

2. Ballots.

(a) Any vote cast in an election or vote by a member of a property owners' association must be in writing and signed by the member or by the member's proxy.

(b) Electronic votes cast as provided by these Bylaws (required under Section 209.00593, Texas Property Code), constitute written and signed ballots.

(c) In an association-wide election, written and signed ballots are not required for uncontested races. (Source: Section 209.0058, Texas Property Code).

3. Number of Votes. Every member shall have the right to cast one (1) vote regardless of the number of lots owned. The Owner may cast the vote(s) to which the Member is entitled to vote. Proxy votes may be cast pursuant to the provisions concerning same delineated in these Bylaws.

4. Eligibility to Vote. Subject to the provisions of Section 209.0059, Texas Property Code, to be entitled to vote, a member must be current in payment of all maintenance fees due by the Record Date.

5. Record Date. For the purpose of determining members entitled to notice or to vote at any meeting of the members or any adjournment thereof, the Record Date shall be the business date preceding the date on which notice of the meeting is mailed. (Source: Section 6.101, Texas Business Organizations Code).

6. Voting in Person or by Proxy. Subject to the provisions of Section 209.00592, Texas Property Code, the voting rights of a member may be cast or given:

(a) in person or by proxy at a meeting of the property owners' association;

(b) by absentee ballot in accordance with these Bylaws;

(c) by electronic ballot in accordance with these Bylaws; or

(d) by any method of representative or delegated voting provided by a dedicatory instrument. (Source: Section 209.00592 (a), Texas Property Code).

7. Absentee or electronic ballot. An absentee or electronic ballot:

(a) may be counted as an owner present and voting for the purpose of establishing a quorum only for items appearing on the ballot;

(b) may not be counted, even if properly delivered, if the owner attends any meeting to vote in person, so that any vote cast at a meeting by a property owner supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal; and

(c) may not be counted on the final vote of a proposal if the motion was amended at the meeting to be different from the exact language on the absentee or electronic ballot. (Source: Section 209.00592 (b), Texas Property Code).

8. Solicitation for votes by absentee ballot. A solicitation for votes by absentee ballot must include:

(a) an absentee ballot that contains each proposed action and provides an opportunity to vote for or against each proposed action;

(b) instructions for delivery of the completed absentee ballot, including the delivery location; and

(c) the following language: "By casting your vote via absentee ballot you will forgo the opportunity to consider and vote on any action from the floor on these proposals, if a meeting is held. This means that if there are amendments to these proposals your votes will not be counted on the final vote on these measures. If you desire to retain this ability, please attend any meeting in person. You may submit an absentee ballot and later choose to attend any meeting in person, in which case any in-person vote will prevail." (Source: Section 209.00592 (c), Texas Property Code).

9. If an electronic ballot is posted on an official Internet website of the Association, a notice of the posting shall be sent to each owner that contains instructions on obtaining access to the posting on the website. (Source: Section 209.00592 (e), Texas Property Code).

10. Proxies. If a member elects to vote by proxy, the proxy must be executed in writing by the member or the member's attorney-in-fact, setting forth such member's designation of his attorney and proxy to act in his behalf at any meeting designated therein. Each such proxy shall be filed with the secretary prior to or at the commencement of the meeting at which said proxy is to be used. Unless otherwise provided by the proxy, a proxy is revocable and expires 11 months after the date of its execution. A proxy may not be irrevocable for longer than 11 months.

11. Voting by Facsimile Transmission. If authorized by resolution of the Board of Directors for any specific matter that can be voted on, a member vote on any matter may be conducted by facsimile transmission.

12. Tabulation of and Access to Ballots.

(a) A person who is a candidate in a property owners' association election or who is otherwise the subject of an association vote, or a person related to that person

within the third degree by consanguinity or affinity, as determined under Chapter 573. Government Code, may not tabulate or otherwise be given access to the ballots cast in that election or vote except as provided by this section;

(b) A person other than a person described by Subsection (a) may tabulate votes in an association election or vote but may not disclose to any other person how an individual voted.

(c) Notwithstanding any other provision of this chapter or any other law, a person other than a person who tabulates votes under Subsection (b), including a person described by Subsection (a), may be given access to the ballots case in the election or vote only as part of a recount process authorized by law. (Source: Section 209.00594, Texas Property Code).

13. Notice of Election of Association Vote.

(a) Not later than the 101h day or earlier than the 60th day before the date of an election or vote, a property owners' association shall give written notice of the election or vote to:

(1) each owner of property in the property owners' association, for purposes of an association-wide election or vote; or

(2) each owner of property in the property owners' association entitled under the dedicatory instruments to vote in a particular representative election, for purposes of a vote in a particular representative election, for purposes of a vote that involves election of representatives of the association who are vested under the dedicatory instruments of the property owners' association with the authority to elect or appoint board members of the property owners' association. (Source: Section 209.0056, Texas Property Code).

ARTICLE SEVEN -BOARD OF DIRECTORS

1. Management of Association. "Board of Directors" The business of this Association shall be managed by seven (7) Board Members consisting of the President, Vice President, Secretary, Treasurer, three (3) Directors and Architectural Committee. The Board of Directors constitutes the Architectural Committee. No two persons in the same household may serve on the Board at the same time. All directors shall be members of the Association.

2. Powers of the Board of Directors. Notwithstanding anything seemingly to the contrary contained in any provision of these Bylaws, the Association shall act through its Board of Directors, which shall manage the affairs of the Association. By way of illustration, but not in limitation, the Board of Directors shall have the power, subject to any Texas law providing otherwise, to:

a. Adopt and publish rules and regulations governing use of the common area and facilities, including but not limited to solar panels, roofing, architectural control matters, and the personal conduct of the members and their guests thereon, and to establish penalties for infraction thereof;

b. Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association, as hereinbefore stated. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

c. Exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws or the Articles of Incorporation, or the Restrictions;

d. Declare the office of a member of the Board of Directors to be vacant in the event each such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

e. Employ a manager, secretary, attorneys, independent contractors, and/or such other employees as they deem necessary, and to prescribe and oversee their duties.

3. Term of Office. "Term of Office" is two (2) years with elections held at the Annual Meeting by Owners.

4. Expenditures. "Expenditures" The Board of Directors, by a majority vote of the Board, has the right to utilize the monies of the Association in the best interest of Pine Shadows Subdivision. Further to this, should any one Board Member authorize an expenditure that was not approved by a majority vote of the Board, then that Board Member shall be liable personally for the expenditure.

5. Removal of Director. "Removal of Director" A member of the Board of Directors may be removed from the Board, either for or without cause, at any special meeting of the Members of the Association by the affirmative vote of a majority in number of votes present in person or by proxy at such meeting and entitled to vote for the election of Directors, if notice of the intention to act upon such matter shall have been given in the notice calling such meeting. Further, if the Board of Directors is presented with written, documented evidence from a database or other record maintained by a governmental law enforcement authority that a board member has been convicted of a felony or crime involving moral turpitude, the board member is immediately ineligible to serve on the board of the Association, automatically considered removed from the board, and prohibited from future service on the board. (Source: Section 209.00591, Texas Property Code).

6. Vacancies on Board of Directors. Notwithstanding any provision in a dedicatory instrument, any board member whose term has expired must be elected by owners who are members of the association. Any Directorship to be filled by reason of any increase in the number of Directors shall be filled by election at an annual meeting of Members or at a special meeting called for that purpose. In the event of death, resignation or removal of a Director, the successor shall be selected by the remaining members of the Board and, so long as that person is an Owner, as previously defined, shall serve for the unexpired term of vacancy. (Source: Section 209.00593 (a), Texas Property Code, as amended 2013)

7. No Compensation for Directors. "Compensation" No Board member shall receive compensation for services; however, a Board member may be reimbursed for actual expenses incurred in the performance of duties. The Director to whom such reimbursement is to be made shall recuse himself or herself and abstain from any vote on such reimbursement of out of pocket expenses.

8. "Meetings of Board of Directors" shall be held quarterly at a time and place designated by the President.

ARTICLE EIGHT -DUTIES OF THE BOARD OF DIRECTORS

1. President. "President" The President shall be the Chief Executive Officer of the Association, and shall in general, supervise and control all of the business and affairs of the Association. The President shall preside at the Annual Meeting of the Owners and all meetings of the Board of Directors; shall see that all matters are carried out; and shall sign all written instruments as may be approved by the Board of Directors. The President is not entitled to vote, except at the election of officers, or in case of a tie vote. The President is also an ex-officio of all committees of the organization. The President shall provide a written Agenda to all Board Members prior to each meeting, shall have general and active management of the business and affairs of the Association, shall see that all orders and resolutions of the Board of Directors are carried into effect, and shall perform such other duties as the Board of Directors shall from time to time prescribe. The President may sign, with the Secretary, or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, checks drawn against the Association, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, or by these Bylaws, or by statute to some other officer or agent of the Association.

2. Vice-President. "Vice-President" In the absence of the President or in the event of the President's inability or refusal to act, the Vice-President shall act in the place and stead of the President, and when so acting, shall have all of the power of, and be subject to all the restrictions upon the President. Each Vice President shall have such powers and perform such duties as the Board of Directors may from time to time prescribe or as the President may from time to time delegate to the Vice-President.

3. Secretary. "Secretary" The Secretary shall attend all sessions of the Board of Directors and all meetings of the Members and record all votes and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for any committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Members and special meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or the President, under whose supervision the Secretary shall be.

Each Assistant Secretary shall have such powers and perform such duties as the Board of Directors may from time to time prescribe or as the President may from time to time delegate to the Secretary. The Secretary shall maintain all correspondence with Owners, including upkeep of addresses, records and documents of the Association.

4. Treasurer. "Treasurer" The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements and shall deposit all moneys and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the Association as may be ordered by the Board of Directors, taking proper vouchers for such disbursement, and shall render to the President and Directors, at the regular meetings of the Board of Directors, or whenever they may require it, an account of all transactions as Treasurer and of the financial condition of the Association, and shall perform such other duties as the Board of Directors may prescribe. If required by the Board of Directors, the Treasurer shall give the Association a bond in such form, in such sum, and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the Treasures' office and for the restoration to the Association, in case of the Treasures' death, resignation, retirement or removal from office, of all books, paper, vouchers, money and other property of whatever kind in the Treasurer's possession or under the Treasurer's control belonging to the Association. Each Assistant Treasurer shall have such powers and perform such duties as the Board of Directors may from time to time prescribe. The Treasurer shall inform the Board of any ownership changes, as well as address changes. These records will be available at all times for audit and review by the Board and Owners.

5. "Directors". It shall be the duty of the Directors(s) to serve on the Board in an advisory capacity, with full voting rights; to serve on committees and generally avail themselves for any duty requested by the other members of the Board.

6. "Architectural Committee" consists of the existing Board of Directors who will review all new construction for approval prior to construction. Approval will be based on Deed Restrictions.

7. Additional Officers and Agents. The Board of Directors may appoint such other officers and agents as it shall deem necessary, who shall be appointed for such terms and shall exercise powers and perform such duties as shall be determined from time to time by the Board of Directors.

8. Term of Office. Each officer of the Association shall hold office until the annual meeting of the Board of Directors next following his election and thereafter until his successor is chosen and qualified in his stead or until his death or until his resignation or removal from office.

9. Removal. Any officer or agent elected or appointed by the Board of Directors may be removed from office at any time by the affirmative vote of a majority of the entire Board of Directors whenever in their judgment the best interests of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

10. Vacancies. If the office of any officer becomes vacant for any reason, the vacancy may be filled by the Board of Directors so long as that person is an owner of record, as previously defined, shall serve out the unexpired portion of the term.

ARTICLE NINE - MEETINGS OF THE BOARD OF DIRECTORS

1. Place of Meeting. The Directors of the Association shall hold their meetings, both regular and special, within the State of Texas.

2. Regular Meetings of Directors. Regular meetings of the Board of Directors may be held without notice at such time and place as shall from time to time be determined by the Board of Directors, provided in compliance with Section 6 hereof, entitled "Open Board Members".

3. Special Meetings of Directors. Special meetings of the Board of Directors may be called by the President on three (3) days' notice to each Director, either personally or by mail, electronic message (i.e. e-mail), or by telegram; special meetings shall be called by the President or Secretary in like manner and on like notices on the written request of two (2) Directors. Except as may be otherwise expressly provided by Texas law, the Articles of Incorporation (and/or Certificate of Formation), these Bylaws or the Restrictions, neither the business to be transacted at, nor the purpose of, any special meeting need be specified in a notice or waiver of notice.

4. Quorum. At all meetings of the Board of Directors, the presence of a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Directors, when present at any meeting at which there is a quorum, shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute, the Restrictions, Articles of Incorporation (and/or Certificate of Formation) or these Bylaws. If a quorum shall not be present at any meeting of the Board of Directors, the Directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

5. Manner of Acting. The act of a majority of directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

6. Open Board Meetings.

(a) "Board Meeting" (1) means a deliberation between a quorum of the voting board of the Association, or between a quorum of the voting Board of Directors and another person, during which the Association's business is considered and the Board of Directors takes formal action; and (2) does not include the gathering of a quorum of the Board of Directors at a social function unrelated to the business of the Association or attendance by a quorum of the Board of Directors at a regional, state, or national convention, ceremonial event, or press conference, if formal action is not taken and any discussion of association business is incidental to the social function, convention, ceremonial event, or press conference.

(b) Regular and special meetings of the Board of Directors must be open to owners, subject to the right of the Board of Directors to adjourn a Board of Directors meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the property owners' association's attorney, matters that are to remain confidential by request of the affected parties and agreement of the Board of Directors. Following an executive session, any decision made in the executive session must be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary must include a general explanation of expenditures approved in executive session.

(c) Except for a meeting held by electronic or telephonic means under Subsection (h), a Board of Directors meeting must be held in a county in which all or part of the property in the subdivision is located or in a county adjacent to that county.

(d) The Board of Directors shall keep a record of each regular or special Board of Directors meeting in the form of written minutes of the meeting. The Board of Directors shall make meeting records, including approved minutes, available to a member for inspection and copying on the member's written request to the property owners' association's managing agent at the address appearing on the most recently filed management certificate or, if there is not a managing agent, to the Board of Directors.

(e) Members shall be given notice of the date, hour, place, and general subject of a regular or special Board of Directors meeting, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be:

(1) mailed to each property owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or

(2) provided at least 72 hours before the start of the meeting by:
(A) posting the notice in a conspicuous manner reasonably designed to provide notice to property owners' association members:

(i) in a place located on the association's common property or, with the property owner's consent, on other conspicuously located privately owned property within the subdivision; or

(ii) on any Internet website maintained by the association or other Internet media; and

(B) sending the notice by e-mail to each owner who has registered an e-mail address with the association.

(f) It is an owner's duty to keep an updated e-mail address registered with the property owners' association under Subsection (e) (2) (B).

(g) If the Board of Directors recesses a regular or special Board of Directors meeting to continue the following regular business day, the Board of Directors is not required to post notice of the continued meeting if the recess is taken in good faith and not to circumvent this section. If a regular or special Board of Directors meeting is continued to the following regular business day, and on that following day the Board of Directors continues the meeting to another day, the Board of Directors shall give notice of the continuation in at least one manner prescribed by Subsection (e) (2) (A) within two hours after adjourning the meeting being continued.

(h) A Board of Directors may meet by any method of communication, including electronic and telephonic, without prior notice to owners under Subsection (e), if each director may hear and be heard by every other director, or the Board of Directors may take action by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate Board of Directors action. Any action taken without notice to owners under Subsection (e) must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special Board of Directors meeting. The Board of Directors may not, without prior notice to owners under Subsection (e), consider or vote on:

- (1) fines;
- (2) damage assessments;
- (3) initiation of foreclosure actions;
- (4) initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety;
- (5) increases in assessments;
- (6) levying of special assessments;
- (7) appeals from a denial of architectural control approval; or
- (8) a suspension of a right of a particular owner before the owner has an opportunity to attend a Board of Directors meeting to present the owner's position, including any defense, on the issue.

(Source: Section 209.0051, Texas Property Code).

ARTICLE TEN - COMMITTEES AND MANAGING AGENTS

1. Appointment of Committees Consisting of Directors. The Board of Directors may, by resolution passed by a majority of the entire board, designate one or more committees, to consist of two or more of the Directors of the Association. Any such committee, to the extent provided in said resolution, shall have and may exercise all of the authority of the Board of Directors in the management of the business and affairs of the Association, except where action of the full Board of Directors is required by Texas law, the Restrictions or by the Articles of Incorporation.

2. Appointment of Committees Not Limited to Directors or Members. Other committees not having and exercising the authority of the Board of Directors in the management of the affairs of the Association may be designated and appointed by a resolution adopted by a majority of the Directors at a meeting at which a quorum is present, or by like resolution of the Board of Directors. Membership on such committee, may, but need not be, limited to Directors or members of the Association.
3. Minutes of Committee Proceeding All committees shall keep regular minutes of their proceedings and shall report the same to the Board of Directors when required.
4. Employment of Management Agent. The Board of Directors may employ for the Association a management agent at a compensation established by the Board of Directors and such management agents shall perform such duties and services as the Board of Directors shall authorize. The Board of Directors may employ as management agent the Developer, its subsidiaries or affiliates, provided that the compensation to the Developer, its subsidiaries or affiliates shall not exceed the fair market rate for such services.

ARTICLE ELEVEN - BOOKS AND RECORDS

1. The Association adopts this Article Eleven of these Bylaws to comply with Section 209.005, Texas Property Code. In the event of a conflict between this Article XIV and Section 209.005, Section 209.005 shall control.
2. The Association shall make the books and records of the Association, including financial records, open to and reasonably available for examination by an owner, or a person designated in writing signed by the owner or the owner's agent, attorney, or certified public accountant, in accordance with this section. An owner is entitled to obtain from the Association copies of information contained in the books and records, except as provided herein.
3. An attorney's files and records relating to the Property Owner's Association, excluding invoices requested by an owner under Section 209.008 (d) of the Texas Property Code, are not records of the Association and are not subject to inspection by the owner; or production in a legal proceeding. If a document in an attorney's files and records relating to the Association would be responsive to a legally authorized request to inspect or copy Association documents, the document shall be produced by using the copy from the attorney's files and records if the Association has not maintained a separate copy of the document. This Bylaw does not require production of a document that constitutes attorney work product or that is privileged as an attorney-client communication.
4. An owner or the owner's authorized representative described by Section 2 of this Bylaw must submit a written request for access or information under Section 2 by certified mail, with sufficient detail describing the property owners' Association's books

and records requested, to the mailing address of the Association or authorized representative as reflected on the most current management certificate filed with the County Clerk. The request must contain an election either to inspect the books and records before obtaining copies or have the property owners' Association forward copies of the requested books and records. If an inspection is requested, the Association, on or before the 10 business day after the date the Association receives the request, shall send written notice of dates during normal business hours that the owner may inspect the requested books and records to the extent those books and records are in the possession, custody, or control of the Association. If copies of identified books and record are requested, the Association shall, to the extent those books and records are in the possession, custody, or control of the Association, produce the requested books and records for the requesting party on or before the 10th business day after the date the association receives the request, except as otherwise provided by Section 209.005 of the Texas Property Code.

5. If the Association is unable to produce the books or records requested under Article XIV, Section 4 on or before the 10th business day after the date the Association receives the request, the Association will provide to the requestor written notice that:

(a) informs the requestor that the Association is unable to produce the information on or before the 10th business day after the date the Association received the request; and

(b) states a date by which the information will be sent or made available for inspection to the requesting party that is not later than the 15th business day after the date notice under this subsection is given.

6. If an inspection is requested or required, the inspection shall take place at a mutually agreed on time during normal business hours, and the requesting party shall identify the books and records for the Property Owners' Association to copy and forward to the requesting party.

7. The Association may produce books and records requested under this section in hard copy, electronic, or other format reasonably available to the Association.

8. The Board of Directors shall adopt a records production and copying policy that prescribes the costs the Association will charge for the compilation, production, and reproduction of information requested under this section. The prescribed charges may include all reasonable costs of materials, labor, and overhead but may not exceed costs that would be applicable for an item under 1 T.A.C. Section 70.3. The policy required by this subsection shall be recorded as a dedicatory instrument in accordance with Section 202.006, Texas Property Code. The Association may not charge an owner for the compilation, production, or reproduction of information requested under this section unless the policy prescribing those costs has been recorded as required by the Association's Records Policy filed with the County Clerk. An owner is responsible for costs related to the compilation, production, and reproduction of the requested information in the amounts prescribed by the policy adopted under this Bylaw. The Association may require advance payment of the estimated costs of compilation,

production, and reproduction of the requested information. If the estimated costs are lesser or greater than the actual costs, the Association shall submit a final invoice to the owner on or before the 30th business day after the date the information is delivered. If the final invoice includes additional amounts due from the owner, the additional amounts, if not reimbursed to the Association before the 30th business day after the date the invoice is sent to the owner, may be added to the owner's account as an assessment. If the estimated costs exceeded the final invoice amount, the owner is entitled to a refund, and the refund shall be issued to the owner not later than the 30th business day after the date the invoice is sent to the owner.

9. A Property Owners' Association must estimate costs under this section using amounts prescribed by the policy adopted under Section 8 of this Article XIV.

10. Except as provided by this Article XIV, and to the extent the information is provided in the meeting minutes, the Association is not required to release or allow inspection of any books or records that identify the dedicatory instrument violation history of an individual owner of an association, an owner's personal financial information, including records of payment or nonpayment of amounts due to the Association, an owner's contact information, other than the owner's address, or information related to an employee of the Association, including personnel files. Information may be released in an aggregate or summary manner that would not identify an individual property owner.

11. The books and records described by Section 10 of this Article XIV shall be released or made available for inspection if:

- (a) the express written approval of the owner whose records are the subject of the request for inspection is provided to the property owners' Association; or
- (b) a court orders the release of the books and records or orders that the books and records be made available for inspection.

12. The Board shall adopt and comply with a document retention policy that includes, at a minimum, the following requirements:

- (a) certificates of formation, bylaws, restrictive covenants, and all amendments to the certificates of formation, bylaws, and covenants shall be retained permanently;
- (b) financial books and records shall be retained for seven years;
- (c) account records of current owners shall be retained for five years;
- (d) contracts with a term of one year or more shall be retained for four years after the expiration of the contract term;
- (e) minutes of meetings of the owners and the board shall be retained for seven years; and
- (f) tax returns and audit records shall be retained for seven years.

13. A member of the Association who is denied access to or copies of Association books or records to which the member is entitled under this Article XIV of these Bylaws may file a petition with the justice of the peace of a justice precinct in which all or part of

the property that is governed by the Association is located requesting relief in accordance with Article XIV of these Bylaws. If the justice of the peace finds that the member is entitled to access to or copies of the records, the justice of the peace may grant one or more of the following remedies:

- (a) a judgment ordering the Property Owners' Association to release or allow access to the books or records;
- (b) a judgment against the Property Owners' Association for court costs and attorney's fees incurred in connection with seeking a remedy under this section; or
- (c) a judgment authorizing the owner or the owner's assignee to deduct the amounts awarded under Subdivision (2) from any future regular or special assessments payable to the Property Owners' Association.

14. If the Property Owners' Association prevails in an action under Section 13 of this Article XIV of the Bylaws, the Association is entitled to a judgment for court costs and attorney's fees incurred by the Association in connection with the action.

15. On or before the 10th business day before the date a person brings an action against the Association under this section, the person must send written notice to the Association of the person's intent to bring the action. The notice must:

- (a) be sent certified mail, return receipt requested, or delivered by the United States Postal Service with signature confirmation service to the mailing address of the Association or authorized representative as reflected on the most current management certificate filed under Section 209.004; and
- (b) describe with sufficient detail the books and records being requested.

16. For the purposes of this Article XIV of these Bylaws, "business day" means a day other than Saturday, Sunday, or a state or federal holiday. (Source: Section 209.005, Texas Property Code).

ARTICLE TWELVE - CONTRACTS

1. These Bylaws are intended to comply with Section 209.0052 of the Texas Property Code.

2. Except as otherwise provided by these Bylaws, the Board of Directors may authorize any other Director or Directors, Officer or Officers, agent or agents of the Association, in addition to the Officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association. Such authority may be general or confined to specific instances.

3. The following conditions control any transactions between the Association and any of these: (a) a current director (b) a person related to a current director by consanguinity or affinity within three degrees (c) a company in which a current director has a 51% share of the profits (d) a company in which a director's third degree relative has a 51% share of the profits.

4. The Association may enter into an enforceable contract with a current association board member, a person related to a current association board member within the third degree by consanguinity or affinity, as determined under Chapter 573, Government Code, a company in which a current association board member has a financial interest in at least 51 percent of profits, or a company in which a person related to a current association board member within the third degree by consanguinity or affinity, as determined under Chapter 573, Government Code, has a financial interest in at least 51 percent of profits only if the following conditions are satisfied: (1) the board must receive at least 2 other bids from disinterested bidders for the contract from persons not associated with the board member, relative, or company, (if reasonably available in that market); (2) the interested director does not have access to the other bids and does not participate in discussion or voting; (3) the material facts regarding the relationship or interest with respect to the proposed contract are disclosed to or known by the association board; (4) the board, in good faith and with ordinary care, authorizes the contract by an affirmative vote of the majority of the board members who do not have an interest governed by this subsection; and (5) a resolution certifying that the conditions required by Section 209.0052 have been fulfilled is approved by a majority of disinterested directors.

5. The following is a summary regarding what the degrees of consanguinity (blood) and affinity (marriage) mean:

First Degree by consanguinity: parents; children;

First Degree by affinity: Spouses of relatives listed above; spouse; spouse's parents; spouse's children; stepparents; stepchildren;

Second Degree by consanguinity: Grandparents; grandchildren; brothers & sisters;

Second Degree by affinity: Spouses of relatives listed above; spouse's grandparents; spouse's grandchildren; spouse's brothers & sisters;

Third Degree by consanguinity: Great grandparents; great grandchildren; nieces

& nephews; aunts & uncles; and

Third Degree by affinity: Spouses of relatives listed above; spouse's great grandparents; spouse's great grandchildren; spouse's nieces & nephews; spouse's aunts & uncles.

ARTICLE THIRTEEN - USE OF ADJACENT LOTS

1. This Article is intended to comply with Section 209.015, Texas Property Code, and the Board of Directors is authorized to adopt such rules, regulations and resolutions to effect the intent of this Article.

2. As used in this Bylaws, "Adjacent lot" means: (A) a lot that is contiguous to another lot that fronts on the same street; (B) with respect to a corner lot, a lot that is contiguous to the corner lot by either a side property line or a back property line; (C) if permitted by the dedicatory instrument, any lot that is contiguous to another lot at the

back property line; and/or (D) a lot across the street from the Owner's residence, upon approval by the Board of Directors.

3. As used in these Bylaws, "Residential purpose" with respect to the use of a lot:

(A) means the location on the lot of any building, structure, or other improvement customarily appurtenant to a residence, as opposed to use for a business or commercial purpose; and (B) includes the location on the lot of a garage, sidewalk, driveway, parking area, children's swing or playscape, fence, septic system, swimming pool, utility line, or water well and, if otherwise specifically permitted by the dedicatory instrument, the parking or storage of a recreational vehicle.

4. An owner must obtain the approval of the Architectural Control Committee, based on criteria prescribed by the dedicatory instruments specific to the use of a lot for residential purposes, including reasonable restrictions regarding size, location, shielding, and aesthetics of the residential purpose, before the owner begins the construction, placement, or erection of a building, structure, or other improvement for the residential purpose on an adjacent lot.

5. An owner who elects to use an adjacent lot for residential purposes under this section shall, on the sale or transfer of the lot containing the residence: (a) include the adjacent lot in the sales agreement and transfer the lot to the new owner under the same dedicatory conditions; or (b) restore the adjacent lot to the original condition before the addition of the improvements allowed under this section to the extent that the lot would again be suitable for the construction of a separate residence as originally platted and provided for in the conveyance to the owner.

6. An owner may sell the adjacent lot separately only for the purpose of the construction of a new residence that complies with existing requirements in the dedicatory instrument unless the lot has been restored as described by Subsection (5)(b) of this Article.

7. The Association may not adopt or enforce a provision in a dedicatory instrument that prohibits or restricts the owner of a lot on which a residence is located from using for residential purposes an adjacent lot owned by the property owner.

ARTICLE FOURTEEN - MISCELLANEOUS; FISCAL MATTERS

1. Charges. The Board of Directors shall compute, assess, collect and enforce the payment of all charges to which the Subdivision is subjected or may be subjected under or by virtue of the Restrictions and Bylaws.

2. Dividends. No dividends shall be paid and no part of the income of the Association shall be disbursed to its Members, Directors, or Officers. The Association may pay compensation in a reasonable amount to its Members or Officers for services rendered, but only as permitted by the applicable statutes.

3. Checks. All checks or demands for money and notes of the Association shall be signed by such officer or officers or such other person or persons as the Board of Directors may from time to time designate.

4. Fiscal Year. The fiscal year of the Association shall be fixed by resolution of the Board of Directors.

5. Seal. The corporate seal, if any, shall be in such form as may be determined by the Board of Directors. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

6. Indemnification. Except as may otherwise be provided by Article 1396-2.22A, Texas Non-Profit Corporations Act, and/or Section 8.051, Texas Business Organizations Code, or as may be ordered by a court pursuant to Section 8.052, Texas Business Organizations Code, or by Article 1396-2.22A, Texas Non-Profit Corporations Act, the Association shall indemnify any Director, Officer, or employee of the Association, against expenses actually and necessarily incurred by him and any amount paid in satisfaction of judgements in connection with any action, suit or proceedings, whether civil or criminal in nature, in which he is made a party by reason of being or having been such a Director, Officer, or employee (whether or not a Director, Officer, or employee at the time such costs or expenses are incurred by or imposed upon him) except in relation to matters as to which he shall be judged in such action, suit, or proceedings to be liable for gross negligence or willful misconduct in the performance of duty. The Association may also reimburse to any Director, Officer or employee the reasonable costs of settlement of any such action, suit or proceedings, if it shall be found by a majority of a committee of the Directors not involved in the matter in controversy, whether or not a quorum, that it was in the interest of the Association that such settlement be made and that such Director, Officer or employee was not guilty of gross negligence or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director, Officer, or employee may be entitled by law or under any Bylaw, agreement, vote of Members or otherwise. Nothing in this Section shall prevent permissive indemnification as authorized by Section 8.01 through 8.152, Texas Business Organizations Code, or by Article 1396-2.22A, Texas Non-Profit Corporations Act.

7. Online Subdivision Information. The Association shall make dedicatory instruments relating to the association or subdivision and filed with the County Clerk records available on a website if the association has, or a management company on behalf of the association maintains, a publicly accessible website. (Source: Section 207.006, Texas Property Code).

8. Roberts Rules of Order. "Roberts Rules of Order, Revised" shall determine the conduct of business in all meetings of the Association, its governing bodies and committees.

9. The order of business at each meeting must include, but is not limited to the following:

- Call Meeting to Order
- Recognition of Visitors
- Reading of Minutes of the Previous Meeting
- Treasurer's Report
- Committee Reports
- Unfinished Business
- New Business
- Other Miscellaneous Business
- Notification of next regular meeting
- Adjournment of Meeting

10. Texas Property Code Controls. To the extent that any of these Bylaws conflict with the provisions of the Texas Property Code and/or the Texas Non-Profit Corporations Act and/or the Texas Business Organizations Code, as may be amended from time to time by the Texas Legislature, the Texas Property Code and/or the Texas Non-Profit Corporations Act and/or the Texas Business Organizations Code shall control.

ARTICLE FIFTEEN - SPECIAL ASSESSMENTS

1. Establishment of Special Assessment. In addition to any Maintenance Charge assessment set forth in the Restrictions, the members of the Association may adopt a special assessment for Association purposes, in such amount as may be established by the Association at a special or annual meeting at which notice for an election for the assessment of said Special Assessment is given. Should the special assessment be approved by a majority vote of the members, represented in person or by proxy, of the Property Owners Association at the annual meeting of the Property Owners Association, then the Special Assessment shall become effective on the date noticed, with the proceeds from such special assessment being ear-marked for the specific purpose set forth in the notice of such election. Said Special Assessment shall be secured by a lien against said lot, and failure to pay said Special Assessment shall constitute a foreclosure lien against said lot. This lien is in the form of an assessment to run with the ownership of said lots. The Special Assessment shall be deemed delinquent if not paid within thirty (30) days of the date set forth in the notice as being the date the Special Assessment is due.

2. Purpose of Special Assessment. The Special Assessment shall be used for only the following purposes:

(a) To defray, in whole or in part, the cost, whether incurred before or after the assessment, of any construction or reconstruction, repair, or replacement of a capital improvement in the Common Areas, including but not limited to the streets and roads in

the Subdivision, owned by the Association, including the necessary fixtures and personal property related to such Common Areas, to the extent such expense is not sufficiently provided for with Regular Assessment funds;

(b) For maintenance and improvement of Common Areas owned by the Association; and/or

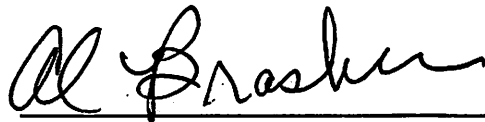
(c) For such other purposes of the property owners' association as stated in the Association's Certificate of Formation or the dedicatory instrument for the Subdivision. If for any other purpose other than provided for by (a) and/or (b) of this Section, the notice for the vote on such special assessment shall state the purpose for the special assessment.

ARTICLE SIXTEEN - AMENDMENT OF BYLAWS

1. These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted (a) by a majority of the Directors present at any meeting or special meeting of the Directors, where a quorum is present, if at least ten (10) days written notice is given of the intent to alter, amend, repeal, or adopt at such meeting, and/or (b) by a majority of the members entitled to vote, present at any annual meeting or any special meeting called for that purpose, where a quorum is present, if at least ten (10) days written notice is given on the intent to alter, amend, or repeal, or adopt new Bylaws at such meeting.

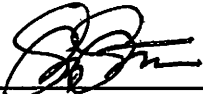
ARTICLE SEVENTEEN-EFFECTIVE DATE

THESE BYLAWS have been voted on and adopted by a majority vote at which a quorum was had by the Members of the Association at the annual meeting of the Association held on May 4, 2019, shall become effective upon filing with the County Clerk of Polk County, Texas.



Al Brasher – President

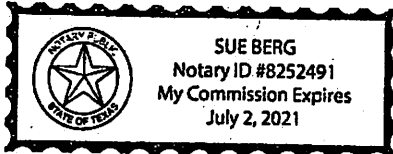
ATTEST:

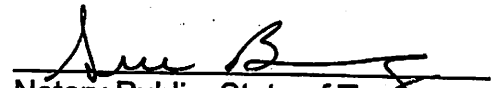


Skip Straus - Secretary

STATE OF TEXAS *
COUNTY OF POLK *

This instrument was acknowledged before me on the 29th day of October, 2019, by Al Brasher, President, Pine Shadow Civic Club, a Texas non-profit corporation on behalf of said corporation.




Notary Public, State of Texas

After filing return to:

Pine Shadows Civic Club
P.O. Box 1731
Livingston, Texas 77351