

Henderson County
Mary Margaret Wright
County Clerk
Athens, TX 75751

Instrument Number: 2015-00005087

As

Recorded On: 04/17/2015 08:24 AM Recordings - Land

Parties: PARADISE BAY POA

To: PUBLIC

Number of Pages: 14 Pages

Comment:

(Parties listed above are for Clerks reference only)

****Examined and Charged as Follows:****

Total Recording: 74.00

File Information:

Document Number: 2015-00005087

Receipt Number: 2015-05662

Recorded Date/Time: 04/17/2015 08:24 AM

Recorded By: Alisha Harris

*****DO NOT REMOVE. THIS PAGE IS PART OF THE INSTRUMENT*****

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.

I hereby certify that this instrument was filed and duly recorded
in the Official Records of Henderson County, Texas



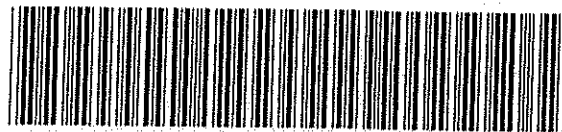
Mary Margaret Wright

County Clerk
Henderson County, Texas

Record and Return To:

PARADISE BAY POA
PO BOX 43207

SEVEN POINTS, TX 75143



BYLAWS
PARADISE BAY PROPERTY OWNERS ASSOCIATION
Tool, TX

Table of Articles

<u>Article I</u>	NAME and MISSION	Page 2
<u>Article II</u>	OBJECTIVES	Page 2
<u>Article III</u>	MEMBERSHIP	Page 2
<u>Article IV</u>	MEETINGS	Page 3
<u>Article V</u>	ELECTIONS	Page 4
<u>Article VI</u>	OFFICERS and DIRECTORS	Page 5
<u>Article VII</u>	COMMITTEES	Page 7
<u>Article VIII</u>	FISCAL and LEGAL	Page 8
<u>Article IX</u>	COMMON AREAS	Page 11
<u>Article X</u>	BYLAWS	Page 12
<u>Article XI</u>	ENTIRE AGREEMENT	Page 12

ARTICLE I
NAME and MISSION

- A. The name of this organization shall be "Paradise Bay Property Owners Association," known to the State of Texas as "Paradise Bay Property Owners Inc.," a non-profit organization. Hereafter referred to in these Bylaws as the "Association" or the "POA".
 - 1. The permanent address of the Association is PO Box 43207 Seven Points, TX 75143.
 - 2. The email address of the Association is paradisebaypoa@yahoo.com
 - 3. The web address of the Association is <http://paradisebaypoa.org>
- B. The overall mission of the Paradise Bay Property Owners Association is, in general, to improve the quality of life in the neighborhood, and in part, to create or enhance a feeling of community in the neighborhood.
- C. This Association was formed in the interest of, and for the protection, promotion and improvement of the Paradise Bay Addition and its property owners.

ARTICLE II
OBJECTIVES

- A. To advise members of issues of relevance to the Paradise Bay Addition through multiple communication channels such as meetings, a newsletter, website or other media.
- B. To offer attractive and useful common property including informational signs and parks with picnic areas, and boat ramps to offer water access for all members of the Paradise Bay POA.
- C. To collect annual dues from each Property Owner of the Paradise Bay Property Owners Association at Cedar Creek Lake, Tool, Texas. Said annual dues shall be used to defray expenses of the association, which may include but is not limited to the expense of street/security lights; to provide for the general maintenance and any minor improvements as may be needed for the POA common property, and as may be in the best interest of the Property Owners and as determined by the Membership.
- D. To support the enforcement of the legal Covenants, Codes and Restrictions (CC&Rs) of the Paradise Bay Addition as recorded in the county records of Henderson County, Athens, Texas.

ARTICLE III
MEMBERSHIP

- A. Eligibility
 - 1. Members
 - a. All Paradise Bay Addition property owners are eligible for voting membership in the Paradise Bay Property Owners Association.
 - b. Property owned jointly, including under the community property statutes of state law, shall entitle each joint owner to voting membership in the Association and a single annual due shall cover both joint owners.

2. Associate Members
 - a. Renters or lessees of property within the Paradise Bay Addition shall be permitted to hold an associate membership upon payment of an annual fee of forty dollars (\$40) as of 2011.
 - b. Associate Members shall have voting rights in the business of the Association if the Property Owner provides a written proxy statement which includes acknowledgement that the Owner will not retain voting rights. Under no circumstances may the Property Owner and the Associate Member both vote on the same matter before the Assembly.
 - c. Associate members are not eligible to hold office; they may serve on committees.
- B. Privileges and Duties of membership
 1. All members, Voting and Associate, shall provide reasonable assistance to the Association Officers and Board of Directors when requested.
 2. All members, Voting and Associate, shall strictly abide by the Bylaws of the Association as set forth herein.
 3. All members, Voting and Associate, shall report to the proper authorities any act thought to be detrimental to the health, safety or welfare of the residents or properties of the Paradise Bay Addition.
 4. All members, Voting and Associate, shall be required to maintain Association facilities and common properties in a neat and orderly manner.
 5. With the payment of the annual dues and fees, the Members and Associate Members, as a consideration of membership, thereby provide a waiver of liability to cover the Association, including its Officers and Directors, both past and present, for all events or occurrence, including but not limited to, theft, accident or acts of bodily injury or property damages, and acts of negligence or omissions caused from or by the use of Association common property including the Association parks and boat ramp areas
 6. All members, Voting and Associate, shall have the right to use the Association boat ramps upon the payment of the annual dues and fees outlined in Article VIII Fiscal and Legal Section G and H.

ARTICLE IV **MEETINGS**

- A. All Meetings
 1. All meetings -- regular annual, monthly Board of Directors, or special/called -- of the Association and Board of Directors shall be open to all Voting and Associate Members subject to the right of the directors to meet in closed executive session to consider certain actions, such as personnel, pending or threatened litigation, contract negotiations, and enforcement actions per Section 209.0051.
 2. Announcement of all meeting times of the Association and Board of Directors shall be provided to all Voting and Associate Members.
 3. All meetings -- regular annual, monthly Board of Directors, or special/called -- of the Association and Board of Directors must have a quorum, as defined in the subsection for the type of meeting, to conduct business.

4. "Robert's Rules of Order Newly Revised" (11th ed.) shall govern all official meetings of the Association including, but not limited to, regular annual, monthly Board of Directors, or special/called.
- B. Special Meeting
1. Held at a time different from a regular Annual or Board meeting, and convened only to consider one or more items of business specified in the call of the meeting.
 2. A special meeting may be called for any purpose or purposes at any time by the President; by any two or more members of the Board of Directors; or by petition of 15 or more members who shall request such special meeting by written notice given to the President or any member of the Board of Directors specifying the purpose(s) of such meeting.
 3. A special meeting may be conducted at a designated physical address or as an online meeting.
 4. A special meeting must meet the requirements for a quorum and have a sign-in sheet, or equivalent, for identification of a member by lot number or physical address
- C. Annual Meeting
1. The Association shall hold an annual meeting on the first Saturday in October at an hour convenient to members who may be required to travel to attend unless it is determined that weather or conflicting events make it impractical. However, in no event shall the annual meeting be delayed more than thirty (30) days from the first Saturday in October
 2. The Board of Directors shall use its best efforts to provide Property Owners with a thirty (30) day advance notice of the date set for the annual meeting.
 3. All members of the Association attending the annual meeting shall be required to sign in with the Association Secretary/Treasurer. The sign-in sheet will include identification of an attending member by lot number or physical address and will be attached to and made a part of the minutes of the annual meeting as recorded by the Secretary/Treasurer of the Association.
 4. Fifteen (15) members of the Association in addition to the Officers and Board of Directors being in attendance at the annual meeting shall constitute a quorum.
- D. Board Meetings
1. The Board shall schedule monthly meetings to conduct the Business Affairs of the Association.
 2. Board meetings as set forth in Section 209.0051(e), allows for, but is not limited to, notice to be posted on an Association's website and other approved communication media (newsletter or entry marquees for example) no later than 72 hours before the meeting.
 3. A quorum for a Board of Directors meeting shall be at least 5 Officers and Directors.
- E. Voting
1. Matters of Association business requiring motion for approval, as set out herein, shall be determined by a simple majority vote, except for Bylaws which will require a 2/3 majority vote, of Association members attending the Annual Meeting or participating in a special called meeting and shall be binding on all members of the Paradise Bay Property Owners Association, both individually and as a whole.
 2. Members entitled to vote may do so by proxy executed in writing by the Member or by his duly authorized attorney for all matters.

3. An Associate Member who has paid dues may enter a proxy vote for a property owner for Association business and for the election of Officers. Under no circumstances may an Associate Member and the Property Owner both vote on an issue of Association business or for the election of Officers.
4. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise stated in the proxy.

Board meetings as set forth in Section 209.0051(e), allows for, but is not limited to, notice to be posted on an Association's website no later than 72 hours before the meeting.

ARTICLE V

ELECTIONS

- A. Authority for performance of the duties and responsibilities as set forth herein is granted by the Membership at its annual meeting in accordance with the Bylaws in effect which have been approved by majority vote of the Membership and attested to by the Association Secretary/Treasurer.
- B. Officers and a Board of Directors shall be elected, by majority vote, at the annual meeting.
- C. Fifteen (15) members of the Association in addition to the Officers and Board of Directors being in attendance at the annual meeting shall constitute a quorum.
- D. All Members of the Paradise Bay Property Owners Association who are in good standing with the Association shall be eligible to hold office in the Association.
- E. Officers of the Association shall include a President, Vice-President, Secretary/Treasurer and six (6) Directors.
- F. Officers and Directors take office at the conclusion of the Annual Meeting in the year they are elected.
- G. Nominations
 1. The Chairperson of the Nominating Committee shall announce to the Membership, at the annual meeting, the names of the candidates the Committee has selected. When present, the candidates will be recognized by the Chairperson. The candidates' presence at the annual meeting is not a prerequisite.
 2. Nominations may also be made from the floor following the Nominating Committee recommendations.
 3. The election will proceed immediately as follows:
 - A. In the event an Officer or Director is unable to serve the full term of office for any reason, the Board of Directors shall, by majority vote, be empowered to elect a replacement to fill the remainder of the term of said Officer or Director.
- B. Voting
 1. Right to Vote by Proxy and Ballots.
 - a. Pursuant to Section 209.0059, no dedicatory instrument may disqualify a member from voting in person or by proxy in an election of directors or on any matter concerning the rights or responsibilities of such member.

- b. Any vote cast by a member must be in writing and signed by the member per Section 209.0058. Electronic votes shall constitute written and signed ballots. (i.e., no secret ballots).
2. Written and signed ballots are not required for uncontested races.
3. Paradise Bay POA will follow procedures for conducting absentee voting by mail and electronic voting using email, fax or the internet, and to allow votes cast in absentia or electronically to count towards a quorum requirement as established by statute September 1, 2011.
4. Delinquent owners always have the right to vote on amendments to the Declaration of CC&RS.
5. Pursuant to Section 209.0059, no dedicatory instrument may disqualify a member from voting in an election of directors or on any matter concerning the rights or responsibilities of such member.
6. Notice of an election in which members are entitled to vote must be given in person, or by mail, and is not effective if it is only posted on an Association's website.

ARTICLE VI
OFFICERS and DIRECTORS

- A. The Officers and Directors, hereinafter known as the Board, shall have general charge and management of the affairs and funds of the POA. It shall be the Board's duty to carry out the mission of the Association and to enforce the Bylaws and Restrictions of the Association in order that the best interests of the Association are served.
- B. Officers shall use their best efforts and in good faith strive to protect the dignity of the Association and the offices which they hold as fiduciaries of the Association.
- C. The term of office for the President, Vice-President, and Secretary/Treasurer shall be for a period of twelve (12) months from the date of their election or from one (1) annual meeting to the next, whichever shall occur first.
- D. The term of office for Directors shall be for a period of twenty-four (24) months from the date of their election or from one annual meeting to the third (3rd) annual meeting, whichever shall occur first.
- E. Officers may serve no more than three (3) consecutive terms in any elected office or no more than six (6) years in a ten (10) year period.
- F. Officers shall receive no salary for efforts in the performance of their duties and responsibilities as set forth herein.
- G. An Officer is not eligible to contract for, nor receive any payment for, services to the Association during his/her term of office as this constitutes a conflict of interest.
- H. Duties of Officers and Directors
 1. Office of President
 - a. Preside as Chairperson at all meetings of the Association
 - b. Serve as Chairperson of the Board of Directors. The Board of Directors shall include all current Officers and Directors of the Association
 - c. Call all formal meetings of the Association including, but not limited to, the annual meeting and monthly meetings of the Board of Directors, as herein required.

- d. Call all meetings of the Board of Directors for the purpose of conducting the business affairs of the Association.
 - e. Appoint all committees except the Nominating Committee, according to Robert's Rules of Order, who will report findings or information to the Board of Directors.
 - f. Appoint a special Audit Committee following the annual meeting for the purpose of auditing the Association's Financial Records and the contents and elements of the Secretary/Treasurer's report presented at the annual meeting.
2. Office of Vice-President
 - a. Perform the duties of the President in his or her absence.
 - b. Appoint a Nominating Committee each year prior to the annual meeting Appoint a Nominating Committee each year prior to the annual meeting to select candidates for nomination to office of Board of Directors.
 - c. Serve on any committee, as appointed by the President.
 - d. Assist the President as may be required in the execution of that office.
 - e. Reviews bylaws and initiates amendments as necessary for legal compliance or at the request of the Board or members.
3. Office of Secretary/Treasurer
 - a. Record and distribute all minutes of the Annual and Board of Directors meetings.
 - b. Provide a written annual and monthly financial report at the Annual meeting and Board of Directors meetings respectively.
 - c. Provide a projected annual Budget to the membership at the Annual Meeting.
 - d. Serve as custodian of all official records and papers of the Association.
 - e. Assist the President in the preparation of data and the agenda for all meetings.
 - f. Prepare and maintain file copies of all official correspondence of the Association.
 - g. Maintain a current and accurate list of all Paradise Bay Addition Property Owners. The list shall indicate the status of annual dues to be paid by all Property Owners as Members of the Paradise Bay Property Owners Association, and which Members have made deposits for keys and placards to the boat ramp areas.
 - h. Maintain a current and accurate list of all Paradise Bay Associate Members. The list shall indicate which Members have made deposits for keys and placards to the boat ramp areas.
 - i. Be custodian of all Association funds. Receive all funds and deposit these funds into the Paradise Bay Property Owners Association designated bank account.
 - j. Disburse funds as directed by the Members and Board of Directors.
 - k. Disbursement of funds shall be made by check requiring the signature of the Association Secretary/Treasurer and one (1) other Officer of the Association.
 - l. Maintain a record of all receipts of funds and disbursements of the Association.
 - m. Provide the President, within thirty (30) days following the annual meeting, with the report from the Audit Committee of all financial and administrative transactions of the Association for the preceding year.
4. Board of Directors
 - a. The Board of Directors shall include the Association president, Vice-President, Secretary/Treasurer and six (6) Directors.
 - b. Duties and Responsibilities of the Board of Directors

- 1) To be the governing body of the Association and to adhere to the objectives of the Association as set forth in Article II of this document.
 - 2) To oversee the management of the business affairs of the Association and to approve, by motion, the disbursement of funds in the best interest of the Association as herein authorized.
 - 3) To have a joint informal meeting of the retiring and incoming Board of Directors, within ten (10) days following the annual meeting, to insure an orderly transition of records and responsibilities.
 - 4) At least one member of the Board shall have the technical expertise to maintain the Association membership database and electronic communication channels.
- c. Five (5) members of the Board being in attendance at regular or called Board meetings shall constitute a quorum.
 - d. Board Members may sign a proxy for voting purposes at Board meetings.
 - e. The Board authorized to approve a maximum expenditure up to \$2000 for a one-time extraordinary expense.
 - f. The Board of Directors may not approve more than two (2) extraordinary expenses in an operating year.
 - g. The Board may not approve a capital improvement project in excess of \$2000. All capital improvement projects must be approved by a simple majority of the Members at an Annual Meeting.
 - h. For all Association services and projects, the Board must create a specific statement of work citing the scope of work, qualifications of the service provider, project start and end dates, liability requirements; a minimum of three signed bids; and approved by a majority of the Directors at a regular or special meeting of the Board.

ARTICLE VII COMMITTEES

A. Nominating

1. Appointed by the Vice-President.
2. Appointed to select the most qualified candidate for nomination to an office or to the Board of Directors.
3. Nominating Committee members may be nominated for office.
4. The Committee is composed of a minimum of three (3) Members with at least one member who is not an Officer or Director.
5. No one shall be nominated without his or her consent.
6. A candidate does not have to be present to be nominated or elected but all nominees must provide evidence of acceptance of the nomination.
7. Committee members must review the eligibility of each nominee.
8. Nominee eligibility may be challenged prior to the time the candidate takes office.

B. Audit

1. Appointed by the President
2. There shall be an Audit Committee consisting of at least one Officer (not including the current Treasurer) and Director, as well as, the newly elected Treasurer, if applicable.

3. This committee shall:
 - a. Audit the financial accounts of the Association after the Annual meeting or at any time a new Treasurer is elected or appointed
 - b. Immediately report any audit discrepancies to the Board and notify the outgoing Treasurer.
 - c. After completing a final audit, prepare a written report for review, which may include any necessary corrections or restatements. The report shall be immediately provided to the Board and upon Board approval shall be reported to the Membership at the next general meeting. This report should include any suggestions for changes or improvements in the handling of Association funds.
 - d. If no discrepancies are found, a written notification of such shall be sent to the Board and the outgoing Treasurer if applicable.

Article VIII

FISCAL and LEGAL

- A. The fiscal year of the Association is October 1 – September 30.
- B. The bank of the Association is Prosperity Bank in Seven Points, TX.
- C. The Association maintains a safety deposit box at Prosperity Bank in Seven Points, TX to insure the safety of business records of the Association including Warranty Deeds for common property and financial records including the Certificate of Deposit.
- D. The Association shall have ready access to legal counsel with knowledge of current Texas POA/HOA laws and who must provide a statement of no conflict of interest as a legal representative for any individual Voting or Associate Member of the Association.
- E. Records Production and Copying Policy (Section 209.005(j)).
 1. The POA recognizes the rights of any member to request print copies of dedicatory documents, personal dues payment history, etc.
 2. The POA policy establishes a minimum cost of \$2.00 plus a \$.10 per page charge for more than 15 pages for the compilation, production and reproduction of information requested by a member.
 3. The POA policy establishes the responsibility of the member to pay for the postage for the delivery of any requested document copying.
(Failure to adopt the policy prevents the Association from charging an owner for the compilation, production or reproduction of information requested.)
- F. Records Retention Policy (Section 209.005(m)). An Association **must** adopt and comply with a document retention policy
 1. Following is a general guideline for how long records should be kept. The guideline does not cover all records or situations.
 - a. **Permanent**
 - 1) Governing Documents
 - a) CC&Rs
 - b) Bylaws
 - c) Articles of Incorporation
 - 2) Minutes
 - a) board and membership meetings. (Civ. Code §1365.2(i)(2).)
 - b) Committees with decision-making authority.
 - 3) Deeds to Property Owned by the Association

- b. **Seven Years.** To ensure that all statutes of limitations have passed, the following records should be kept for seven years before disposing of them.
- 1) Financial Records
 - budgets
 - general ledgers, journals and charts of account
 - year-end financial statements
 - accounts payable
 - accounts receivable ledgers, trial balances and billing records
 - canceled checks and bank statements
 - expense analysis and expense distribution schedules
 - invoices from vendors
 - deposit slips
 - reconciliations
 - petty cash vouchers
 - purchase orders
 - 2) Expired Contracts
 - 3) Personnel Records (payroll records and employee records after termination)
 - 4) Insurance Records
 - accident reports
 - settled claims
 - expired policies
 - fidelity bonds
 - certificates of insurance
 - 5) General Correspondence
 - 6) Closed Litigation Files
 - 7) Newsletters
 - 8) Expired Warranties
 - 9) Tax Returns
- c. **One Year.** Ballots must be stored by associations in a secure place for no less than one year after the date of the election. (Civ. Code §1363.03(i).)
- d. **Secure Destruction.** Whenever an association disposes of records, it must ensure that the records are completely destroyed, preferably by shredding or incineration. Simply throwing them into the trash can result in potential liability if confidential records end up in the wrong hands.
- e. **Litigation Hold.** Records should not be destroyed if the association has notice of or reasonably believes it will be involved in a lawsuit. Based on various California cases, the destruction of records could result in sanctions as summarized below:
- 1) Unless justified by the responsible party, the intentional or negligent destruction, concealment, alteration or failure to preserve documents, data, information, or other evidence, reasonably known, at the time when it is eliminated, to be relevant to the issues or subject matter of reasonably knowable, pending or probable litigation, shall be subject to appropriate sanctions imposed in the pending action against a party if and to the extent such elimination of potential evidence is a reasonably certain cause of the substantial impairment of or significant prejudice to the ability to prove or disprove an element of the cause of action or defense.
 - 2) Intentional, grossly negligent or other culpable conduct, done for the purpose of destroying or preventing the use of evidence or without

reasonable concern for preserving evidence, and proximately causing the destruction or unavailability of relevant evidence in known pending or reasonably imminent litigation, may result in exemplary or punitive sanctions in order to adequately compensate the victim of such conduct or to deter future culpable conduct.

G. Dues

1. Annual dues shall be forty dollars (\$40) as of 2011 for up to and including four (4) lots.
2. Each additional lot will be an additional ten dollars (\$10) per lot, up to a maximum of seventy dollars (\$70) per year.

H. Fees

1. No initiation fee shall be required.
2. A charge of ten dollars (\$10) shall be required from each Member for the issuance of one (1) key for the locks to the entrances of the fenced boat ramp area and two (2) placards. Boat ramp area keys and placards will be reissued for a charge of ten dollars (\$10) each. Key and placard maintenance and records are the responsibility of the Association Secretary/Treasurer, who may be assisted by an Association Officer or Director. Keys and placards remain the property of the Association. Keys and placards are not transferable and it is unlawful to duplicate keys; therefore, keys shall not be duplicated or transferred

I. Payment

1. Annual dues are mandatory for all Property Owners in the Paradise Bay Subdivision.
 2. Dues shall be payable in advance of the last day of January in each fiscal year.
 3. Dues of a new member shall not be prorated by the Association. As full dues are paid on an Annual basis during the first month of the year, the decision as to how dues will be allocated will be determined between the previous owner and the new member.
 4. Timely payment of the annual dues is a prerequisite for voting privileges, as set forth above.
 5. According to the Payment Plan Policy (Section 209.0062) the POA must establish a reasonable alternative payment schedule for delinquent assessments.
- J. In the absence of a clear obligation for adherence to the most stringent requirement, the following order of precedence is established when an inconsistency appears to exist between any official document mentioned herein:**
1. Laws of the State of Texas
 2. Laws and ordinances of Henderson County.
 3. Laws and ordinances of the City of Tool.
 4. Restrictions of the Paradise Bay Addition
 5. Bylaws of the Paradise Bay Property Owners Association
 6. "Robert's Rules of Order Newly revised" (11th Ed.)

ARTICLE IX
COMMON AREAS

- A. Common Area is a commonly-used term which refers to real property in a Subdivision Development that is owned by the Subdivision Association for the benefit of the Lot Owners.
- B. The POA currently provides parks, boat ramps, and additional entry way space as common areas.
- C. Park facilities are to be used by Members and Associate Members of the Paradise Bay Addition and their accompanied guests only.

- D. Boat ramp facilities are to be used by Members and Associate Members of the Paradise Bay Addition and their accompanied guests only.
- E. All members, Voting and Associate, shall have the right to use the Association boat ramps upon the payment of the annual dues and fees outlined in Article VIII Fiscal and Legal Section G and H.
- F. Locks for fenced and gated areas may be re-keyed at the discretion of the Board. New keys will be issued only after the Secretary/Treasurer has possession of the old key and has verified that the account is current and in good standing.
- G. All parties upon entrance and exit of the facilities shall lock the fenced boat ramp areas to insure usage by authorized persons, to protect the rights and privileges of Voting and Associate Members, as well as provide for the safety of the property.
- H. Members and Associate Members shall be responsible for the conduct and behavior of their families and guests. This includes the responsibility for care and maintenance of the Association facilities during and after use. The using Member or Associate Member shall remove all garbage and matters of waste, or place it in receptacles provided at these sites.
- I. Dirt bikes and off-road vehicles shall not be driven in the parks and boat ramp areas.
- J. No automotive vehicles, boats or trailers shall remain in the park or boat ramp areas for more than twenty-four (24) hours.
- K. Boats shall not be anchored or moored in the boat ramp area and boats or other water-going vehicles shall not be tied or docked to the boat ramp piers for more than one (1) hour. Parking in the boat launch area is prohibited. Any violation of this restriction will result in having the vehicle towed.

The Paradise Bay Property Owners Association, it's Officers and Directors, both past and present, shall not be liable for theft, accident or bodily injury of any occurrence at the Association parks and boat ramp areas, including acts caused by negligence or omissions. With the payment of the annual membership dues and/or fee, the Members and Associate Members, as a consideration of membership, thereby provide a waiver for such liability.

ARTICLE X BYLAWS

- A. Purpose and Amendments
 - 1. The Association By-laws shall include all the rules that are of such importance that they cannot be changed in any way without previous notice to the Members of the POA.
 - 2. The Paradise Bay POA By-laws may not be amended without a 30 day notice to all Members.
 - 3. By-laws amendments require a two-thirds (2/3) majority of the Members or their proxy attending the Annual Meeting or participating in a special called meeting with a quorum present.
 - 4. By-laws amendments will be announced to all Voting and Associate members within two weeks of Membership approval as defined above and will be in effect within 30 days of approval.

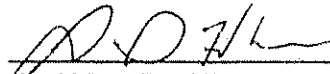
B. Availability

1. Bylaws will be made available to any Voting or Associate Member of the Association upon request. Cost of postage and photocopy will be assessed at a minimum rate of \$2.00 or as applicable to the individual request.
2. A fully executed copy of the current Bylaws will be made available on the Association website when both are available.

ARTICLE XI
ENTIRE AGREEMENT

- A. The foregoing articles contain the entire agreement between Members of the Paradise Bay Property Owners Association, who have by majority vote approved said articles, and shall supersede any prior oral or written agreements, commitments, understandings or communications with respect to the subject matter of this agreement.
- B. If any part, term or provision of this agreement shall be held void, illegal, unenforceable or in conflict with any law of the federal, state, or local government having jurisdiction over this Agreement, the validity of the remaining portions shall not be affected thereby.
- C. Paragraph and article headings of this Agreement are for reference purposes only and shall not affect the interpretation or meaning of this Agreement.
- D. Effective as of January 1, 2012, all dedicatory instruments of the POA which may include the declaration, bylaws, rules and regulations, **must** be recorded in the real property records of each county in which the property is located per Section 202.006. **An instrument will have no effect until it is recorded.** In addition, all dedicatory instruments relating to the subdivision or POA must be posted on the website per Section 207.006.

Executed this 17 day of April, 2015



David Lee, President

Paradise Bay Property Owners Association

ATTEST Sharon Woods
Sharon Woods, Secretary/Treasurer

Deborah K. Carter
Deborah K. Carter

