

**Second Amended
Bylaws
Of
Cripple Creek Farms North Civic Club, Inc.**

As per Article XIII of the First Amendment of the Bylaws of Cripple Creek Farms North Civic Club, Inc., the bylaws have been revised and adopted, as follows, at a regular Board Meeting by two-thirds (2/3) vote of the members present who are in good standing. The following Second Amended Bylaws shall wholly substitute and amend the Original and First Amended Bylaws of Cripple Creek Farms North Civic Club, Inc.

Article I. Name

- 1.01 For the purposes of Cripple Creek Farms North Subdivision (hereinafter, sometimes referred to as "CCFN Subdivision") the Homeowners Association and the Civic Club are synonymous and are the same entity. The legal name of this organization shall be Cripple Creek Farms North Civic Club, Inc. (hereinafter referred to as "the Organization").

Article II. Purpose

- 2.01 The Organization shall be a non-profit organization for the purpose of promoting the civic and community welfare and pride among the owners of Cripple Creek North Subdivision property represented by the membership of said subdivision (encouraging and enforcing the restrictive regulations and covenants) conducive to good planning and the sustaining of property values therein, of securing desirable improvements and benefits for said subdivision, and to foster and assist in the general civic and social enterprises and activities which may be beneficial to the community.

Article III. Membership

- 3.01 Ownership of each lot in CCFN Subdivision shall entitle the owner thereof to one "membership", per lot owned, in the Organization. Members of the Organization shall include all those persons or entities who are voting members or non-voting members of the Organization as provided below.
- 3.02 For purposes of these provisions, those persons who have purchased any of the lots in CCFN Subdivision shall be considered as "members" of the Organization. In the case of any lot owned by two or more persons or entities other than one individual, the owner or owners thereof may designate one person in writing as the person eligible for membership.
- 3.03 A person shall be considered as an owner of a lot in CCFN Subdivision only after such person has received legal title to such lot.
- 3.04 VOTING MEMBERS: All those persons or entities owning a lot or lots in the CCFN Subdivision who are (a) current in the payment of any and all assessments due to CCFN Civic Club, Inc.; (b) not otherwise in default under any of the subdivision restrictions affecting such lot or lots in the CCFN Subdivision; and (c) are current in all other dues (see Article IV below) or other obligations to the Organization.
- 3.05 NON-VOTING MEMBERS: Non-Voting members of the Organization shall be those members who are in arrears for more than (30) days in the payment of any assessments, dues, or accounts owed to the Organization, or in default in the performance of any obligation contained in any of the subdivision restrictions affecting CCFN Subdivision. However, no member shall be considered to be in default in the payment of any dues or accounts or obligations unless such

member has been notified of such default by a written statement for at least thirty days. A non-voting member may not hold office or participate in the affairs of the Organization.

Article IV. Dues

- 4.01 Regular annual maintenance dues per membership shall be payable by January 31st of each year. The Board of Directors shall determine the amount of the dues for each year prior to the end of the preceding year as described in the Restrictions of CCFN Subdivision.
- 4.02 Until such date as the Second Amendment of the Restrictions of Cripple Creek Farms North Subdivision is adopted by those Owners owning not less than seventy-five percent (75%) of the Lots within Cripple Creek Farms North, **annual civic club dues in the amount of \$10.00 will be assessed per member (not per lot owned) to qualify as a Voting Member of the Organization.** These dues are in addition to the regular annual maintenance dues.
- 4.03 Upon the adoption of the Second Amendment of the Restrictions of CCFN Subdivision and thereafter, there will be no separate or additional civic club dues to qualify as a Voting Member of the Organization. See Article III above for definition of Voting Member.

Article V. Fiscal Year

- 5.01 The fiscal year of the Organization shall begin on January 1 of each calendar year and extend to January 1 of the following year.

Article VI. Officers

- 6.01 The officers of this Organization shall consist of a President, Vice-President, Secretary, and Treasurer.
- 6.02 The Officers shall not receive any compensation for their services. To encourage participation in the Organization, the Board and Officers may elect to waive the regular annual maintenance dues of no more than one lot for any voting member who is elected to a position as an Officer or Board of Director in the following year's election of Officer's and Board of Directors.
- 6.03 The Officers may receive reimbursement for actual expenses incurred only upon the submission of appropriate written evidence of such expenses incurred.
- 6.04 The term of office of each officer shall be for a period of one year, and until his successor is elected and qualified; except however, that the terms of the first permanent officers elected shall extend for the date of their election to June 1, 1974, and until their successors are elected and qualified.
- 6.05 No member shall hold more than one office at any one time.
- 6.06 In the case that a vacancy occurs among the officers, the voting-membership present at a General Meeting shall elect, with a majority vote, a successor to serve during the unexpired term of the office vacated, except in a vacancy of the office of President, the Vice-President shall succeed the President.
- 6.07 In the event an Officer misses three consecutive meetings, he or she is subject to removal from office. Such action to be taken by the Board of Directors.

Article VII. Duties of Officers

- 7.01 The President shall preside at all meetings of the Organization, preserve order, enforce the By-laws and exercise supervision of the Organization's affairs generally. He shall, with the advice and consent of the Board of Directors decide all questions of procedure and order for the Organization, appoint all committees, unless otherwise provided for in these by-laws, and he shall be an ex-officio member of all such committees; and further, he shall perform such other

and additional duties as are customarily performed by such officers. In addition to the Treasurer the President also has authority to sign checks.

- 7.02 The Vice-President shall assist the President in the discharge of his duties, and in the absence of the President, shall preside at all meetings of the Organization and the Board of Directors, and shall perform the duties of the President during the latter's absence. Further, the Vice-President shall perform any and all additional duties which may be delegated to him by the President or the Board of Directors.
- 7.03 The Secretary shall keep a full and correct record of all proceedings of this Organization and the Board of Directors, and shall have charge of all records of the Organization. The Secretary shall receive all communications, conduct the correspondence, and shall mail all reports, bulletins, and notices, keeping a correct record of the foregoing.
- 7.04 The Treasurer shall receive all dues and funds belonging to the Organization, giving his receipt therefore, and shall deposit all such funds in the bank designated by the Board of Directors; he shall draw all checks on the Organization's funds, any checks exceeding \$1,000 shall be counter-signed by the President. The Treasurer shall keep a full, true and correct record of all funds and of all financial transactions of the Organization, and shall render a complete report thereof to the Organization at its meetings, or often as required by the President and Board of Directors.

Article VIII. Board of Directors

- 8.01 The Board of Directors shall consist of seven (7) positions/directors, selected as hereinafter set out, and the four (4) elected officers of the Organization, such officers each occupying the same office on the Board of Directors.
- 8.02 The Board of Directors shall be the governing body of the Organization with full rights and authority to determine policy, outline, plan and carry into execution all business, activities, and policy; to enter into and execute all necessary agreements and instruments incident thereto in the name of the Organization, and shall constitute the representatives of the Organization. In addition to the foregoing powers, the Board of Directors, shall be authorized to institute, as well as settle or compromise, in the name of the Organization or otherwise, any necessary legal proceedings to carry into effect the purposes and policies of the Organization, or to enforce or prevent violations of the covenants or restrictions applicable to the Subdivision; and to employ legal counsel in connection with any of the foregoing.
- 8.03 The Directors and members of the committee shall not receive any compensation for their services. To encourage participation in the Organization, the Board and Officers may elect to waive the regular annual maintenance dues of no more than one lot for any voting member who is elected to a position as an Officer or Board of Director in the following year's election of Officer's and Board of Directors.
- 8.04 The Board of Directors and members of the committees may receive reimbursement for actual expenses incurred only upon the submission of appropriate written evidence of such expenses incurred.
- 8.05 The term of office of each member of the Board of Directors shall be for a period of two (2) years, and until his successor is elected and qualified; except, however, that the terms of the first permanent directors shall extend from the date of their election to June 1, 1974, and until their successors are elected. Members of the Board of Directors may succeed themselves.
- 8.06 Elections of the Board of Directors will be as follows: (a) Even numbered positions (positions 2, 4, and 6) will be elected in even numbered years; (b) Odd numbered positions (positions 1, 3, 5, and 7) will be elected in odd numbered years.

- 8.07 In case a vacancy occurs among the directors, the remaining directors shall select a successor to serve during the unexpired term of the position vacated.
- 8.08 In the event a member of the Board of Directors misses three consecutive meetings, he or she is subject to removal from office. Such action to be taken by the Board of Directors.

Article IX. Meetings

9.01 Membership Meetings

- 9.01.1 A regular meeting of the membership shall be held at least four (4) times each year. Date, time, and place to be announced in writing to each member.
- 9.01.2 Special meetings of the membership may be called by the President, the Board of Directors, or upon the written request made by not less than ten percent (10%) of the total membership, and when such written request shall be presented to the President, or in his absence, the Vice-President, such officer shall immediately call such special meeting.
- 9.01.3 The Secretary shall give, or cause to be given to all members, written notice of special meetings of the membership not less than three (3) days prior to the date of the meeting.
- 9.01.4 Social meetings or events of the membership are desirable and shall be held from time to time as may be determined upon by the Board of Directors, or the membership.
- 9.01.5 Quorum. Ten percent (10%) of the voting membership constitutes a quorum for transaction of business at membership meetings. Once the presence of a quorum has been confirmed, business may continue despite any failure to maintain a quorum during the remainder of the meeting.

9.02 Board of Director Meetings

- 9.02.1 An annual meeting of the Board of Directors shall be held at the time and place designated by the Board of Directors.
- 9.02.2 Special meetings of the Board of Directors may be called by the President; such special meetings to be held at the time and place designated in the call and notice thereof, which notice shall be given to the Directors not less than two (2) days prior to the date of such meeting.
- 9.02.3 A majority of the members then constituting the Board of Directors shall constitute a quorum for any meeting of the Board of Directors.

Article X. Elections

- 10.01 The four (4) elected officers of the Organization shall appoint a nominating committee of no less than two (2) members not less than thirty (30) days prior to the regular meeting of the membership each year. No elected officers shall be appointed to such nominating committee. The nominating committee so appointed shall select a slate of nominees for the elective offices of the Organization, and members of the Board of Directors. The nominating committee shall present their slate of nominees to the general membership during the month of March. Elections will be held during the month of April.
- 10.02 The written notice of the regular meeting as elsewhere provided in these by-laws, shall include the slate of nominees recommended by the nominating committee.
- 10.03 Nominations for any or all offices in the Organization, and members of the Board of Directors, may be made from the floor at the regular meeting by any voting member.
- 10.04 The election of officers shall be held at the regular meeting of the membership during the month of April, and shall be by written ballot. The nominee receiving a majority of the voted cast at the meeting shall be declared elected.
- 10.05 Any voting member present at the regular meeting may cast the vote of any other voting member who is not present by presenting a written proxy from said member. Any proxy shall

be revocable unless otherwise specified therein and shall not be valid for more than eleven (11) months from its date.

10.06 In case of tie in a run-off election the President shall cast the deciding vote.

Article XI. Committees

11.01 Such committees as may be considered necessary by the Board of Directors may be appointed from time to time by the President, the number of members and duties of such committees being within the discretion of the President.

Article XII. Procedure

12.01 The Revised Edition of Robert's Rules of Order shall be authority for procedure in conducting all meetings of the Organization and its Board of Directors, when not in conflict with the provisions of these by-laws.

12.02 The following shall be the order of business for all meetings:

- a) Roll call of members in attendance.
- b) Roll call of Directors at meetings of the Board of Directors.
- c) Reading of Minutes of preceding meeting.
- d) Introduction of visitors and new members.
- e) Reports of correspondence.
- f) Old business.
- g) New business.

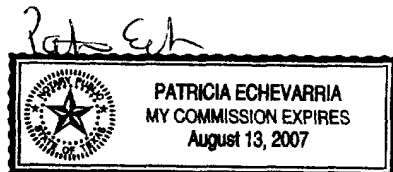
Article XIII. Miscellaneous

13.01 These By-laws may be revised, changed or amended at any meeting (regular, Board, or special) by a majority vote of the voting members present. However, notification of the time and place of the meeting at which the amendment is to be considered, shall be delivered or mailed to the residence of each voting member at least (7) days before the date of such meeting. At a voting member's request, the Secretary will provide a copy of the proposed amendment to the voting member.

This Second Amendment to the By-laws for Cripple Creek Farms North Civic Club, Inc. is approved by two-thirds (2/3) votes of the members present who are in good standing with Cripple Creek Farms-North Civic Club, Inc., and the President of Cripple Creek Farms-North is hereby authorized to execute this instrument on behalf of the Board of Directors.

EXECUTED this the 7 day of December, 2006.

CRIPPLE CREEK FARMS NORTH
CIVIC CLUB, INC.



By: Tanya Tamborello
Name: Tanya Tamborello
Title: President

After filing return to:
CCFNCC Inc
P O Box 662
Pinehurst, TX 77362

282-11-2496

FILED FOR RECORD

07 FEB 15 PM 12:03

Mark Turnbull
COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

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

FEB 15 2007



Mark Turnbull
County Clerk
Montgomery County, Texas