

**LAKWOOD COVE HOMEOWNERS ASSOCIATION, INC.**

**P.O. BOX 62270**

**HOUSTON, TEXAS 77205**

**2008**

**BY-LAWS  
OF  
LAKEWOOD COVE HOMEOWNERS ASSOCIATION, INC.**

**INDEX**

- ARTICLE 1: OFFICES**
- ARTICLE II: PURPOSES**  
**SECTION 1 GENERAL**  
**SECTION 2 ELIGIBILITY AND QUALIFICATION OF MEMBERS**  
**SECTION 3 VOTING RIGHTS**
- ARTICLE IV MEETINGS OF MEMBERS**  
**SECTION 1 ANNUAL MEETINGS**  
**SECTION 2 SPECIAL MEETINGS**  
**SECTION 3 NOTICE AND QUORUM FOR SPECIAL ASSESMENT**  
**SECTION 4 PLACE OF MEETINGS**  
**SECTION 5 NOTICE OF MEETINGS**  
**SECTION 6 QUORUM**  
**SECTION 7 VOTING BY MAIL**
- ARTICLE V BOARD OF DIRECTORS**  
**SECTION 1 GENERAL POWERS**  
**SECTION 2 NUMBER TENURE AND ELECTION**  
**SECTION 3 REGULAR MEETINGS**  
**SECTION 4 SPECIAL MEETINGS**  
**SECTION 5 NOTICE OF MEETINGS**  
**SECTION 6 QUORUM**  
**SECTION 7 MANNER OF ACTING**  
**SECTION 8 VACANCIES**  
**SECTION 9 TELEPHONE MEETINGS**
- ARTICLE VI OFFICERS**  
**SECTION 1 OFFICERS**  
**SECTION 2 ELECTION AND TERM OF OFFICE**  
**SECTION 3 REMOVAL**  
**SECTION 4 VACANCIES**  
**SECTION 5 PRESIDENT**  
**SECTION 6 VICE-PRESIDENT/SECOND VICE PRESIDENT**  
**SECTION 7 TREASURER**  
**SECTION 8 SECRETARY**

**ARTICLE VII        COMMITTEES**  
**SECTION 1    COMMITTEES OF DIRECTORS**  
**SECTION 2    OTHER COMMITTEES**  
**SECTION 3    TERM OF OFFICE**  
**SECTION 4    CHAIRMAN**  
**SECTION 5    VACANCIES**  
**SECTION 6    QUORUM**  
**SECTION 7    RULES**

**ARTICLE III        POWERS AND DUTIES**  
**SECTION 1    POWERS AND DUTIES**  
**SECTION 2    MANAGEMENT AGENT**

**ARTICLE IX        BOOKS AND RECORDS**

**ARTICLE X        SUSPENSION OF BY-LAWS**

**ARTICLE XI        PARLIMENTARY AUTHORITY**

**ARTICLE XII       WAIVER OF NOTICE**

**ARTICLE XIII      AMENDMENTS TO BY-LAWS**

**ARTICLE XIV      RESERVATION OF POWERS**

**ARTICLE XV        FINING PROCEDURE**

**BY-LAWS  
OF  
LAKEWOOD COVE HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE I OFFICES**

The principle office of the Corporation in the State of Texas shall be located in the County of Harris. The Corporation may have such other offices within said County as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

The Corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office, and the address of the registered office may be changed from time to time by the Board of Directors.

**ARTICLE II PURPOSE**

**SECTION 1: (GENERAL)** As broadly stated in the Articles of Incorporation, the purpose of this Corporation is to promote and further the interests of the property owners of Lakewood Cove Subdivision. Within that concept, this Corporation shall undertake all civic measures and functions deemed to be appropriate by the Boards of Directors.

**SECTION 2: (MAINTENANCE FUNDS)** The restrictive covenants of the subdivision of Lakewood Cove provide for the annual maintenance charge for the purpose of creating funds for the use and benefit of Lakewood Cove Homeowners Association, Inc. This Corporation shall receive, collect, administer, apply and disburse such funds and any other funds received in accordance with the restrictive covenants.

**SECTION 3: (MAXIMUM ANNUAL ASSESMENT)** The maximum annual assessment shall be \$250.00 for 2008. The maximum annual assessment may be increased by 10% per year above the previous years' maximum assessment by the Board of Directors. Any greater increase or special assessment will require a 2/3 majority of each class of members.

## ARTICLE III MEMBERS

**SECTION 1: (MEMBERSHIP)** Every Owner of Lot which is subjected to assessment shall be a member of the Association. Membership shall be appurtenant to any and may not be separate from ownership of any lot, which is subject to assessment.

**SECTION 2: (CLASS OF MEMBERS)** The Association shall have one class of members: Class A: Class A members shall all be owners and shall be entitled to one vote for each lot owned.

**SECTION 3: (VOTING RIGHTS)** Each member whose account(s) are not delinquent shall be entitled to one vote on each matter submitted to a vote of the members.

## ARTICLE IV MEETINGS OF MEMBERS

**SECTION 1: (ANNUAL MEETING)** An annual meeting of members shall be held at a time and place as directed by the Board of Directors. The purpose of this meeting receiving reports of all officers and committees, and electing Directors and for the transaction of such business as may come before the meeting.

**SECTION 2: (SPECIAL MEETING)** Special meetings of the members may be called by the President, the Board of Directors, or by petition to the President containing names not less than 10% of the members of the Corporation.

**SECTION 3: (NOTICE AND QUORUM FOR SPECIAL ASSESMENT)** Written notice must be given not more than 60 days or less than 30 days before a special meeting called to either increase the annual assessment above the maximum or a special assessment. At the first called meeting a maximum of 60% of members must be present to constitute a quorum. If a quorum is not present than a second meeting must be called within 60 days and the required quorum will be ½ of the previous requirement.

**SECTION 4: (PLACE OF MEETING)** The Broad of Directors may designate any place within or near the said Lakewood Cove Subdivision as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors.

**SECTION 5: (NOTICE OF MEETING)** Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail to each member, not less than 10 days nor more than 30 days before the date of such meeting, by or at the direction of the President, or the S

Secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or by these by-laws, the purpose, or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the Corporation with postage thereon paid.

**SECTION 6: (QUORUM)** Those persons who are members of the Corporation and who are present at the annual or any special meeting of the membership of the Corporation other than a special meeting to increase the annual assessment as described in Section 3, above, shall constitute a quorum for the conduct of business.

**SECTION 7: (VOTING BY MAIL)** Where directors or officers are to be elected by members, such election may be conducted by mail and in such manner as the Board of Directors shall determine.

## **ARTICLE V BOARD OF DIRECTORS**

**SECTION 1: (GENERAL POWERS)** The affairs of the Corporation shall be managed by its Board of Directors.

**SECTION 2: (NUMBER, TENURE AND ELECTION)** The number of the Board of Directors shall be five, one of who shall be elected each year for a term of 5 years. The President shall appoint a Nominations Committee to prepare a list of nominees. Additional nomination may be made from the floor at the annual meeting.

**SECTION 3: (REGULAR MEETINGS)** A regular meeting of the Board of Directors shall be held without other notice than this by-law, immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place within or near the Lakewood Cove Subdivision for the holding of additional regular meetings of the Board without other notice than such resolution.

**SECTION 4: (SPECIAL MEETINGS)** Special meetings of the Board of Directors may be called by, or at the request of, the President or any two directors. The person or persons authorized to call special meetings of the Board may fix any place within or near the Lakewood Cove Subdivision at the place for holding any special meeting of the Board called by them.

**SECTION 5: (NOTICE)** Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto by notice delivered

personally or sent by mail or telegram or telephone to each director at his/her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except when a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

**SECTION 6: (QUORUM)** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time with further notice.

**SECTION 7: (MANNER OF ACTING)** The act of a majority of the Directors present at a meeting at which 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 by-laws.

**SECTION 8: (VACANCIES)** Any vacancy occurring in the Board of Directors shall be filled by the election by the Board of Directors of a Director to serve until the next annual meeting of the members, at which time a Director for the remaining unexpired term, if any, shall be elected by vote of the members.

**SECTION 9: (TELEPHONE MEETINGS)** The Board of Directors may participate in and hold a meeting of such directors by means of a conference telephone call or other similar communication equipment by means of which all persons participating in the meeting shall constitute presence of the meeting except where a person is only participating to object that the meeting was not legally called.

## **ARTICLE VI OFFICERS**

**SECTION 1: (OFFICERS)** The officers of the Corporation shall be a President, Vice-President, Second Vice-President, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one (1) or more assistant secretaries and one (1) or more assistant treasurers, as it shall deem

desirable, such offices to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two (2) or more offices may be held by the same person except the office of President.

**SECTION 2: (ELECTION AND TERM OF OFFICE)** The officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

**SECTION 3: (REMOVAL)** Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby.

**SECTION 4: (VACANCIES)** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

**SECTION 5: (PRESIDENT)** The President shall be the principal executive office of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation. He/She shall preside at all meetings of the members and the Board of Directors. He/She may, sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing any execution thereof shall be expressly delegated by the Board of Directors or by these by-laws or statute to some other officer or agent of the Corporation; and in general he/she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

**SECTION 6: (VICE PRESIDENT/SECOND VICE PRESIDENT)** In the absence of the President or in event of his/her inability or refusal to act, the Vice President or Second Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

**SECTION 7: (TREASURER)** If required by the Board of Directors, the Treasurer, shall give a bond for the faithful discharge of his/her duties, in such sum and with such surety or sureties as the Board of Directors shall determine. He/She shall have charge and custody of and be responsible for all funds and securities of

the Corporation, receive and give receipts, when requested, for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of ARTICLE 111 of these by-laws; and in general perform all the duties incident to the office of Treasurer and such duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

**SECTION 8: (SECRETARY)** The Secretary shall keep the minutes of the members and of the Board of Directors in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these by-laws or as required by law, be custodian of the corporate records, file all tax returns or reports as may be required, keep a register of the post office addresses of each member which shall be furnished to the Secretary by such member, and in general perform all duties incident to the office of Secretary and such other duties as time to time may be assigned to him/her by the President or by the Board of Directors.

**SECTION 9: (ASSISTANT TREASURERS AND ASSISTANT SECRETARIES)** If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or the President or the Board of Directors.

## ARTICLE VII COMMITTEES

**SECTION 1: (COMMITTEES OF DIRECTORS)** The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of two (2) or more Directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation; provided, however, that no such committee shall have the authority of the Board of Directors in reference to electing, appointing or removing any member of any such committee or any Director or Officer of the Corporation; amending the articles of incorporation; adopting a plan of merger or adopting a plan of consolidation with another Corporation; authorizing the sale, lease, exchange or mortgage of all, or substantially all, of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; or amending, altering or repealing any resolution of the Board of Directors. The

designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him by law.

**SECTION 2: (OTHER COMMITTEES)** Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution; members of each such committee shall be members of the Corporation, and the President of the Corporation, with the consent of the Board of Directors, shall appoint the members thereof. Any members thereof may be removed by the Board of Directors whenever in its judgment the best interest of the Corporation shall be served by such removal.

**SECTION 3: (TERM OF OFFICE)** Each member of a committee shall continue as such until the next annual meeting of the members of the Corporation and until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

**SECTION 4: (CHAIRMAN)** One member of each committee shall be appointed chairman by the President.

**SECTION 5: (VACANCIES)** Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

**SECTION 6: (QUORUM)** Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

## **ARTICLE VIII POWERS AND DUTIES**

**SECTION 1: (POWERS AND DUTIES)** The Board of Directors shall be responsible for the affairs of the Association and shall have the powers and duties necessary for the administration of the Association's affairs and as provided by law, may do all acts and things as are not by the Declaration, Articles, or these By-Laws directed to be done and exercised exclusively by the members. In addition to the duties imposed by these By-Laws or by an resolution of the Association that may

hereafter be adopted, the Board of Directors shall have the power to and be responsible for the following in way of explanation, but not limitation:

- a. preparation and adoption of an annual budget in which there shall be established the contribution of each Owner to the common expense, which annual budget shall take into account the different assessments against the Lots and the Units;
- b. making assessments to defray the common expenses, establishing the means and methods of collecting such assessments, and establishing the period of the installment payments of the annual assessment;
- c. providing for the operation, care, upkeep, and maintenance of all areas which are the maintenance responsibility of the Association;
- d. designating, hiring and dismissing the personnel necessary for the operation of the Association and, where appropriate, providing for the compensation of such personnel and for the purchase of equipment, supplies, and material to be used by such personnel in the performance of their duties;
- e. collecting the assessments, depositing the proceeds thereof in a bank depository which it shall approve, and using the proceeds to administer the Association;
- f. making and amending use restrictions and rules and regulations;
- g. opening of bank accounts on behalf of the Association and designating the signatories required;
- h. enforcing by legal means the provisions of the Declaration, these By-Laws, and the rules and regulations adopted by it, and bringing any proceedings which may be instituted on behalf or against the Owners concerning the Association;
- i. obtaining and carrying insurance against casualties and liabilities, as provided in the Declaration, and paying the premium cost thereof;

- j. paying the cost of all services rendered to the Association or its members which are not directly chargeable to Owners;
- k. contracting with any Person for the performance of various duties and functions. The Board shall have the power to enter into common management agreements with trusts, condominiums, or other associations. Any and all functions of the Association shall be transferable by the Board, in whole or in part, to any other entity.

**SECTION 2: (MANAGEMENT AGENT)** The Board of Directors may employ for the Association a professional management agent or agents at a compensation established by the Board of Directors to perform such duties and services as the Board of Directors shall authorize. The Declarant or any affiliate of the Declarant may be employed as managing agent or Manager. The term of any management agreement shall not exceed one (1) year and shall be subject to termination by either party without cause and without penalty, upon ninety (90) days' written notice.

### **ARTICLE IX BOOKS AND RECORDS**

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member, or his/her agent or attorney for any proper purpose at any reasonable time.

### **ARTICLE X SUSPENSION OF BY-LAWS**

A particular section of these by-laws may be suspended by unanimous consent of the all the Board Members at any regular meeting for a single given purpose.

### **ARTICLE XL PARLIAMENTARY AUTHORITY**

The Rules of Order contained in Roberts Rules of Order shall govern all meetings of this Corporation, and its Board of Directors and Committees, in all cases to which

such rules are applicable and in which they are not inconsistent with these by-laws, the Articles of Incorporation, or the applicable laws of the State of Texas.

## **ARTICLE XII WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or by by-laws of the Corporation, a waiver thereof in writing signed by the persons or persons entitled to such notice, whether before or after the time states therein, shall be deemed equivalent to the giving of such notice.

## **ARTICLE VIII AMENDMENTS TO THE BY-LAWS**

These by-laws may be altered, amended or repealed and new by-laws may be adopted by a majority of the members present at any regular meeting or at any special meeting, if at least two (2) days written notice is given of intention to alter, amend or repeal or to adopt new by-laws at such meeting.

## **ARTICLE XIV RESERVATION OF POWERS**

All other rights and powers shall be vested in the members, who may act by the written assent of a majority of the members who are qualified to vote, without a meeting, or by a majority of such members at a regular meeting or at a special meeting after proper notice.

## **ARTICLE XV FINING PROCEDURE**

**SECTION 1:** (FINING PROCEDURE) The Board shall not impose a fine (a late charge shall not constitute a fine) unless and until the following procedure is followed:

- a. Demand**      **Written demand to cease and desist from an alleged violation shall be served upon the alleged violator specifying;**
- 1. The alleged violation;**
  - 2. The action required to abate the violation; and**
  - 3. A time period, not less than ten (10) days, during which the violation must be abated to avoid further sanctions. if such violation is a continuing one then sanctions may be applied without further notice.**
- b. Notice**      **Within twelve (12) months of such demand, if the violation continues past the period allowed in the demand for abatement without penalty, or if the same rule is subsequently violated, the Board, may upon notice, impose a fine. The notice shall state;**
- 1. The nature of the alleged violation;**
  - 2. That the alleged violator may, within ten (10) days from the date of the notice, requesting a hearing regarding the fine**
  - 3. That all rights to have the fine reconsidered are waived if the hearing is not requested within ten (10) days of the date of the notice**
  - 4. The amount of the fine.**

**SECTION 2: (SANCTION/FINES) The Board of Directors shall be charged with fining Owners for violations in the amount of Twenty Five (\$25.00) dollars. The Owner or Occupant, as the case may be, agrees by the purchase or occupation of the Property to pay such statement immediately upon receipt thereof. The Association may bring action at law against the Owner or Occupant as the case may be, who is personally obligated to pay the fine and the costs of all collection processes including attorney's fees.**

**FIRST AMENDMENT**  
**TO**  
**BY-LAWS**  
**OF**  
**LAKWOOD COVE HOMEOWNERS ASSOCIATION, INC.**

WHEREAS, reference is made to that certain By-Laws of Lakewood Cove Homeowners Association, Inc. pursuant to the applicable provisions of the By-Laws the undersigned do hereby amend the By-Laws as follows; all of which amendments shall constitute By-Laws running with the real property and shall be binding upon all parties having any right, title, or interest in the properties described in the By-Laws, or any part thereof, their heirs, successor and assigns, and shall inure to the benefit of each owner thereof.

**AMENDMENT ONE**

No more than two (2) garage sales may be conducted per property, per year. All advertisements of such garage sales shall be removed at the end of day two

**AMENDMENT TWO**

No basketball goals of any kind shall be permitted nearer to street than the front building setback line (front of the house), nor on corner lots nearer to the street than the side building setback line (side of house) when not in use/or in play. When not in use or in play goals must be stored so as not to be seen from the street.

**AMENDMENT THREE**

No business vehicles displaying commercial signage or advertising shall be permitted to be parked within public view within the Subdivision, other than service vehicles contracted by Owners or Occupants to perform specific services. No vehicles with more than two (2) axles shall be permitted to be parked or stored for a period of time in excess of twelve (12) hours per week within the Subdivision without prior written permission of the Board of Directors, whose approval will be issued at its sole and absolute discretion.

**AMENDMENT FOUR**

No vehicle shall be allowed to block mail boxes of other property owners.

## AMENDMENT FIVE

### **Maintenance:**

- a. Prompt removal of all litter, trash, refuse and wastes.**
- b. Prompt removal of toys, swings, scooters, bicycles and any other items which are not a part of the approved landscaping of exterior improvements.**
- c. Keeping lawn and garden areas alive, free of weeds, edged and attractive**
- d. Keeping parking areas, sidewalks and driveways in good repair**

**THESE BY-LAWS WERE APPROVED BY VOTE OF MEMBERS AT MEETING  
ON \_\_\_\_\_ Day of \_\_\_\_\_ Month, 2008.**

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**Secretary, Gunther Rasch**

**This instrument was acknowledged directly before me on the \_\_\_\_\_ Day of  
\_\_\_\_\_ Month, 2008**

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**Notary Public**

**My commission expires \_\_\_\_\_**

**State of Texas**

**County of Harris**