

**Denton County
Juli Luke
County Clerk**

Instrument Number: 71948

ERecordings-RP

MEMORANDUM

Recorded On: July 07, 2023 04:18 PM

Number of Pages: 13

" Examined and Charged as Follows: "

Total Recording: \$74.00

******* 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.

File Information:

Document Number: 71948
Receipt Number: 20230707000631
Recorded Date/Time: July 07, 2023 04:18 PM
User: Melissa K
Station: Station 43

Record and Return To:

Corporation Service Company



STATE OF TEXAS
COUNTY OF DENTON

I hereby certify that this Instrument was FILED In the File Number sequence on the date/time
printed hereon, and was duly RECORDED in the Official Records of Denton County, Texas.

Juli Luke
County Clerk
Denton County, TX

AFTER RECORDING, PLEASE RETURN TO:

**Judd A. Austin, Jr.
Henry Oddo Austin & Fletcher, P.C.
1717 Main Street
Suite 4600
Dallas, Texas 75201**

**TENTH SUPPLEMENTAL CERTIFICATE AND MEMORANDUM
OF RECORDING OF DEDICATORY INSTRUMENTS
FOR
PCR COMMUNITY ASSOCIATION, INC.**

STATE OF TEXAS §
 §
COUNTY OF DENTON §

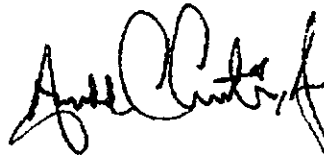
The undersigned, as attorney for PCR Community Association, Inc., for the purpose of complying with Section 202.006 of the Texas Property Code and to provide public notice of the following dedicatory instrument affecting the owners of property described on Exhibit B attached hereto, hereby states that the dedicatory instrument attached hereto is a true and correct copy of the following:

- ***PCR Community Association, Inc. – Policy Resolution of the Board of Directors Regarding Ethical Conduct of Directors, Officers, and Committee Members*** (Exhibit A).

All persons or entities holding an interest in and to any portion of property described on Exhibit B attached hereto are subject to the foregoing dedicatory instrument. The attached dedicatory instrument shall remain in full force and effect until revoked, modified or amended by the Board of Directors.

IN WITNESS WHEREOF, PCR Community Association, Inc. has caused this Tenth Supplemental Certificate and Memorandum of Recording of Dedicatory Instruments to be filed with the office of the Denton County Clerk and serves to supplement those certain dedicatory instruments filed in the Official Public Records of Denton County, Texas, to wit: (i) as Document No. 2011-60750; (ii) as Document No. 2015-30370; (iii) as Instrument No. 2017-105499; (iv) as Instrument No. 2018-53692; (v) as Instrument No. 2018-75576; (vi) as Instrument No. 2020-44003; (vii) as Instrument No. 2021-174959; (viii) as Instrument No. 2021-228869; (ix) as Instrument No. 2022-112640; and (x) Instrument No. 2023-24091.

**PCR COMMUNITY ASSOCIATION, INC.,
A Texas Non-Profit Corporation**

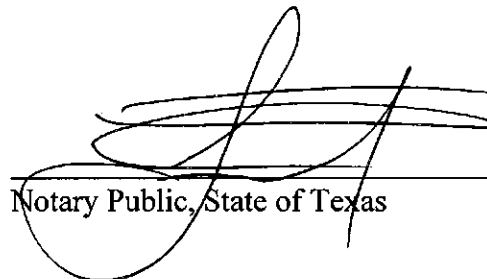
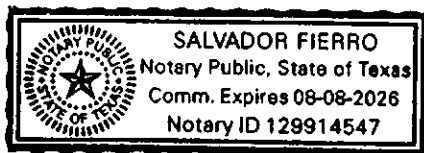


By: _____
Its: Attorney

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Judd A. Austin, Jr., attorney for PCR Community Association, Inc., known to me to be the person whose name is subscribed on the foregoing instrument and acknowledged to me that he executed the same for the purposes therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND AFFIRMED SEAL OF OFFICE on this 7th day of July, 2023.



Notary Public, State of Texas

Exhibit A

STATE OF TEXAS §
 §
COUNTY OF DENTON §

**POLICY RESOLUTION OF THE BOARD OF DIRECTORS
REGARDING ETHICAL CONDUCT OF DIRECTORS,
OFFICERS, AND COMMITTEE MEMBERS**

WHEREAS, the Board of Directors of PCR Community Association, Inc. (the “*Association*”) has the authority and responsibility of making decisions within the PCR Community Association that impact the members of the Association; and

WHEREAS, the Association is governed by a Board of Directors (the “*Board*”) consisting of residents of the Association and Phillips Creek Ranch community who are elected and/or appointed to serve in such position on a volunteer, non-paid basis; and

WHEREAS, the Board is responsible for appointing their officers and committees and persons to serve as members of committees; and

WHEREAS, the Board and their officers and committee members have the duties and responsibilities for setting policies and standards, reviewing confidential and personal information of its member-owners, making decisions and engaging in conduct that fosters the best interests of the members of the Association; and

WHEREAS, the Board wishes to set forth certain rules of conduct, standards of behavior, and ethical considerations regarding the conduct, activities and actions of their directors, officers and committee members on behalf and for the benefit of the Association and its members.

NOW THEREFORE, BE IT RESOLVED, that the Board does hereby adopt the following rules of conduct, standards of behavior, and ethical considerations regarding the conduct, activities and actions of their officers, directors, and committee members on behalf and for the benefit of the Association and its members.

1. Active Participation

Directors are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. These duties and responsibilities, include, but are not limited to:

- a) making attendance at all meetings of the Board of Directors a priority.
- b) being prepared to discuss the issues and business on the agenda, having read all background material relevant to the topics at hand prior to the meeting.
- c) cooperating with and respecting the opinions of fellow Directors, and leaving personal prejudices out of all Board discussions, as well as supporting actions of the Board even when the Director personally did not support the action

taken.

- d) putting the interests of the Association above personal interests.
- e) representing the Association in a positive and supportive manner at all times and in all places.
- f) showing respect and courteous conduct in all Board meetings.
- g) refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with Board policy.
- h) observing established lines of communication and directing requests for information or assistance to the Association's managing agent.
- i) refraining from social media, text, and any outside communications during Board meetings.
- j) using best efforts to reach decisions and take actions which are consistent with the protection and enhancement of property values in PCR Community Association, Inc., and in the best interest of the members of the Association as a whole.

2. **Prohibition Against Private Inurement and Procedures for Managing Conflicts of Interest**

No member of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a member of the Board. Members of the Board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Nevertheless, conflicts may arise from time to time.

When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of the Association and the Director's personal interests, the Director has a duty to immediately disclose the conflict of interest so that the rest of the Board's decision making will be informed about the conflict.

- a) It is every Director's obligation, in accordance with this policy, to ensure that decisions made by the Board reflect independent thinking.
- b) Any conflicts of interest, including, but not limited to financial interests, on the part of any Director, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action, and for all Directors to disclose any known conflicts of interest.
- c) Any Director having a conflict of interest shall recuse themselves and not vote or use his or her personal influence to address the matter.
- d) Should the Board need to discuss the topic in Closed Session, the Director with a conflict shall remove himself or herself from the Closed Session during the portion in which the topic creating a conflict is being discussed.

- e) All conflicts disclosed to the Board will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the Director with a conflict abstained from the vote and was not present for any discussion, as applicable.
- f) Any new Director will be advised of this Code of Conduct during Board orientation and all Directors will be reminded of this Code of Conduct and of the procedures for disclosure of conflicts and for managing conflicts on a regular basis.
- g) This policy shall also apply to any Director's immediate family.

Any officer or Director who obtains information that may adversely impact or affect the Association or Board has an obligation to promptly and fully disclose such information to the Board.

3. **Media and Communications**

The Board and its Directors, officers, and committee members shall refrain from engaging in social media, including messaging platforms, with regard to any Association matter. The President of the Board is the official spokesperson for the Board of Directors. The preceding does not preclude Directors from the opportunity to engage in social media as a "member" of the Association so long as the following disclaimer is included with each post, reply, or interaction on social media:

"I, [insert name], am communicating as a homeowner in the Association and not in my capacity as a [insert position on Board or committee]".

All official communications for the Board will be delivered and distributed by the President of the Board, unless otherwise designated. The President may delegate communications to be delivered and distributed by the Association's community manager or other members of the management team.

4. **Professional Conduct**

Directors are obligated to act with proper decorum. Although they may disagree with the opinions of others on the Board, they must act with respect and dignity and not make personal attacks on others. Accordingly, Directors must focus on issues, not personalities and conduct themselves with courtesy toward each other and toward employees, managing agents, vendors, and members of the Association. Directors shall act in accordance with Board decisions and shall not act unilaterally or contrary to the decisions of a majority of the Board.

In general, Directors must conduct all dealings with vendors and employees with honesty and fairness, and safeguard information that belongs to the Association. Self-dealing occurs when Directors make decisions that materially benefit themselves or their relatives at the expense of the Association. The term "relatives" means and includes a person's spouse, parents, siblings, children, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law and anyone who shares the person's residence. Benefits include money, privileges, special benefits, gifts or other item of

value. Accordingly, no Director may:

- a) solicit or receive any compensation from the Association for serving on the Board.
- b) make promises to vendors unless with prior approval of the majority of the Board and communicated through the community manager.
- c) solicit or receive, any gift, gratuity, favor, entertainment, loan, or any other thing of value for themselves or their relatives from a person or company who is seeking a business or financial relationship with the Association.
- d) seek preferential treatment for themselves or their relatives.
- e) use Association property, services, equipment or business for the gain or benefit of themselves or their relatives, except as is provided for all members of the Association.
- f) engage in any writing, publication, or speech making that includes content defaming or criticizing the Association, members of the Board, committee members, the Association's managing agent and staff, or any Association member or resident.

All Directors shall observe professional conduct and language at Board meetings, and at all times shall seek to phrase and communicate all writings, publications, and speeches in a professional and constructive manner. Derogatory comments concerning individuals within the Association or individuals with a vendor shall be deemed unprofessional conduct and shall be prohibited as inconsistent with the best interests of PCR Community Association, Inc. It is understood that differences of opinion may occur and are in fact encouraged for full consideration – however, they should be expressed in a clear and concise business fashion based on reason – with an understanding that the best interests of the entire Association and its members are the paramount consideration.

Any Director, officer of the Board, or committee member who is under investigation for a felony offense or a crime involving moral turpitude shall request a leave of absence from the Board or committee on which he or she serves for the duration of the investigation.

5. **Confidentiality**

Directors are reminded that confidential financial, personnel and other matters concerning the Association, staff or members may be included in Board materials or discussed from time to time. Directors shall not disclose such Confidential Information to anyone. "Confidential Information" is all non-public information entrusted to or obtained by a Director by reason of his or her position as a member of the Board of the Association. "Confidential Information" means and includes, without limitation:

- a) private personal information of members of the Association, Directors, and committee members.

- b) emails, voice messages, printed materials or any other items used in Board communications.
- c) private personnel information of the Association's employees.
- d) enforcement actions against members of the Association.
- e) assessment collection actions against members of the Association.
- f) legal disputes, challenges, or financial matters in which the Association is or may be involved.
- g) any and all matters discussed in the Executive Session by the Board.

Directors may not discuss Confidential Information with persons not on the Board without the prior approval by majority vote of the Association's Board. Failure to follow these restrictions could also constitute a breach of the attorney-client privilege and result in the loss of confidential information. The Directors' responsibilities for Confidential Information obtained while a Director shall survive their term of office, and Directors shall continue to maintain confidentiality about such matters after expiration of a term, resignation, or other termination of service.

Should any Director, officer, or committee member have a question as to whether any information or communication is considered confidential, such inquiry shall be presented to the Board for a decision. The Board shall have final authority in determining whether a matter is deemed confidential.

6. **Compliance with laws, restrictions, rules and regulations, and dedicatory instruments**

The Association requires strict compliance by all its Directors with applicable laws, restrictions, rules and regulations, and dedicatory instruments of the Association.

7. **Accountability**

The Code of Conduct referred to herein is mandatory and applies to all Directors, who are accountable for compliance with this Code of Conduct. Directors should communicate any suspected violations of this Code of Conduct promptly to the President of the Board in writing. Suspected violations will be investigated by or at the direction of the Board, and appropriate action will be taken in the event that a violation is confirmed.

8. **Interaction with Management and Owners/Members of the Association**

To ensure efficient management operations, avoid conflicting instructions from the Board to management and avoid potential liability, Directors shall observe the following guidelines:

- a) the President of the Board shall serve as liaison between the Board and management and provide direction on day-to-day matters.
- b) except for the President or as authorized by a majority vote of the Directors,

Directors may not give direction to management, owners, or vendors.

- c) if Directors are contacted by vendors or owners with complaints, the Director shall instruct them to contact management or the Board as a whole.
- d) no Director may threaten or retaliate against an owner who brings information to the Board regarding improper actions of a Director.
- e) Directors are prohibited from harassing or threatening owners, vendors, other Directors, and management, whether verbally, electronically, written, physically or otherwise.
- f) no Director shall interfere with the system of management established by the Board of Directors of the Association.
- g) no one (1) Director will assume or is vested with any authority to direct an owner/member of the Association, vendor, contractor, agent, or employee of the Association. The authority of a Director is limited to the majority vote upon policies and rules of the Association and participation in meetings of the Board.

9. **When Conflicts Arise**

Situations may arise that are not expressly covered by this policy or where the proper course of action is unclear. Directors should immediately raise such situations with the Board. If appropriate, the Board will seek guidance from the Association's legal counsel. Directors who violate this Code of Conduct are deemed to be acting outside the course and scope of their authority. Anyone in violation of this Code of Conduct may be subject to, without limitation, the following actions:

- a) removal as an officer of the Board by a majority vote of the Board.
- b) request for resignation from the Board.
- c) removal from the Board by a vote of the members in accordance with the Association's dedicatory instruments.
- d) legal proceedings, if deemed appropriate by a majority vote of the Board.
- e) Prior to taking any of the actions described above, the Board shall endeavor to meet with the Director in Executive Session to discuss the violations of this Code of Conduct.

The above and foregoing policy is hereby adopted by the majority vote of the Directors, on the ____ day of ____ 2023, to be effective immediately.

Exhibit B

Exhibit B

All real property subject to the Declaration of Covenants, Conditions and Restrictions, Easements, Charges and Liens on and for Phillips Creek Ranch Addition, filed of record on December 3, 2010 as Document Number 2010-121029 in the Official Public Records of Denton County, Texas, including, but not limited to, the following:

- Sheridan Addition
Filed in Denton County, Texas on November 30, 2012
Document No. 2012-272
- Phillips Creek Ranch Lonstar Ranch Parkway Entry
Filed in Denton County, Texas on July 2, 2012
Document No. 2012-148, Code SF0333A
- Phillips Creek Ranch Stonebrook Parkway Entry
Filed in Denton County, Texas on July 2, 2012
Document No. 2012-149, Code SF0334A
- Waterton - Phillips Creek Ranch Phase 2
Filed in Denton County, Texas on December 14, 2012
Document No. 2012-295, Code SF0347A
- Riverton - Phillips Creek Ranch Phase 1
Filed in Denton County, Texas on December 14, 2012
Document No. 2012-296, Code SF0348A
- Riverton - Phillips Creek Ranch Phase 1
Filed in Denton County, Texas on October 25, 2013
Document No. 2013-300, Code SF0348A
- Riverton - Phillips Creek Ranch Phase 3
Filed in Denton County, Texas on April 29, 2013
Document No. 2013-125, Code SF0360A
- Village At Phillips Creek Ranch
Filed in Denton County, Texas on July 29, 2013
Document No. 2013-223, Code SF0362A
- Windrose At Phillips Creek Ranch
Filed in Denton County, Texas on July 29, 2013
Document No. 2013-220, Code SF0363A

- Mainvue At Phillips Creek Ranch Phase One
Filed in Denton County, Texas on May 16, 2014
Document No. 2014-168, Code SF0387A
- Layton - Phillips Creek Ranch Phase 4a
Filed in Denton County, Texas on July 11, 2014
Document No. 2014-260, Code SF0393A
- Layton - Phillips Creek Ranch Phase 4b
Filed in Denton County, Texas on July 25, 2014
Document No. 2014-274, Code SF0394A
- Phillips Creek Ranch Waterton Phase 3
Filed in Denton County, Texas on August 29, 2014
Document No. 2014-307, Code SF0398A
- Phillips Creek Ranch Waterton Phase 2
Filed in Denton County, Texas on August 29, 2014
Document No. 2014-304, Code SF0399A
- Phillips Creek Ranch Weston Phase 2
Filed in Denton County, Texas on February 13, 2015
Document No. 2015-59, Code SF0407A