

*Lake Hollyhill Owners Association P.O. Box 524 - Plantersville, TX 77363*

THE STATE OF TEXAS )

COUNTY OF Montgomery)

*By-Laws*

This certifies that the foregoing instrument consisting of eight (8) pages is the newly revised BYLAWS of the LAKE HOLLYHILL OWNERS ASSOCIATION, INC. and replaces in its entirety the previous Bylaws document filed in Grimes County on September 9<sup>th</sup>, 1992 and any amendments thereto.

WHEREAS, these revised BYLAWS have been published and distributed to the association members for review, and the members given advance notice of intent to vote approval of this instrument at a regular meeting of the BOARD OF DIRECTORS ,

THEREFORE, said instrument was approved by a majority vote of the Board members at a regular meeting of the BOARD OF DIRECTORS on December 13<sup>th</sup>, 2008, as authorized in accordance with the previous BYLAWS, Article XI.

The BOARD OF DIRECTORS consists of the following members: Grace Sommerville, President; Trent Herrod, Vice-President; Lou Ann Growcock, Secretary; Ron Mueller, Treasurer; Sheri Tietje, Director; Michael Buss, Director; Glenn Morgan, Director.

THE STATE OF TEXAS

COUNTY OF Montgomery

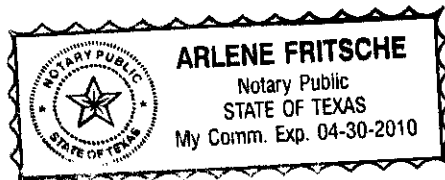
BEFORE ME, the undersigned authority, on this day personally, appeared Grace Sommerville, known to me to be there person whose name is subscribed to foregoing instrument, and acknowledge to me that she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEALL OF OFFICE this 30 day of Jan, 2009

*Grace York Sommerville*

Arlene Fritsche  
Notary Public and for Montgomery County  
The State of Texas.

Arlene Fritsche  
Printed Name of Notary  
My Commission Expires 4/30/2010



**BYLAWS  
OF  
LAKE HOLLYHILL OWNERS' ASSOCIATION INC.**

**ARTICLE I - NAME**

The name of this organization shall be LAKE HOLLYHILL OWNERS' ASSOCIATION, hereinafter referred to as "Association".

**ARTICLE II - PURPOSE**

This Association is incorporated as a non-profit corporation under the provisions of the Texas Non-Profit Corporation Act, Charter #250314, dated August 13, 1968, activated April 25, 1976, for the following purposes:

- (a) to keep, maintain and manage properties owned by the Association in LAKE HOLLYHILL ACRES, a subdivision in Grimes County Texas, consisting of recreational areas by deed conveyances which includes parks, lake, spillways, ditches, and one water well;
- (b) to levy and to collect from the owners of said subdivision such maintenance assessments as might be necessary to defray the expense of keeping managing and maintaining such recreational areas;
- (c) to pay taxes and assessments as may be required of the Association;
- (d) to encourage and enforce the restrictive regulations and covenants of said subdivision conducive of good planning and a sustaining of property values therein;
- (e) to promote the welfare of the community and pride among the owners of Lake Hollyhill Acres Subdivision property;
- (f) to secure desirable improvements and benefits for the subdivision.

**Article III - MEMBERSHIP**

Section 1: Definition. All property owners Association within the Lake Hollyhill Acres Subdivision become members of the Association. Owner shall mean and refer to the owner of record, whether one or more persons or entities, of the title to any lot or aggregate of lots which is part of the subdivision properties.

Section 2: Membership Unit. A membership unit shall consist of a property owner or owners defined and grouped as follows: husband and wife, widow or widower, unmarried persons, or two (2) or more joint owners as per record of title in Grimes County.

Section 3: Voting. Each membership unit shall be entitled to an aggregate of two votes. If two or more persons or entities shall be the owners of record, such persons or entities shall be entitled to cast separately or cumulatively a total of only two votes per member unit. A single person who qualifies as a property owner shall be entitled to cast two votes.

Section 4: Qualification. No one shall be entitled to participate in the affairs of the Association or hold office therein except members in good standing as to the payment of all maintenance fee assessments. Neither shall two or more members of the same membership unit serve at the same time as director or officer.

#### **ARTICLE IV - BOARD OF DIRECTORS: Selection and Terms of Office**

Section 1: Board Membership. The Board of Directors shall consist of a President, a Vice President, a Secretary, a Treasurer and three (3) Directors.

Section 2: Terms of Office. The terms of office on the Board of Directors will be as follows. The President, Vice President, Secretary and Treasurer are to be elected annually. Each Director shall serve a term of two years. Two (2) Directors will be elected for terms beginning in even-numbered years, and one Director will be elected in odd-numbered years. Board members shall begin their term of office at the beginning of the new fiscal year, June 1<sup>st</sup>. Members of the Board of Directors may succeed themselves.

Section 3: Vacancies. In case a vacancy occurs among the Board of Directors by reason of death, resignation, illness or otherwise, the remaining Board members shall select a successor to serve during the unexpired term of the position vacated.

Section 4: Resignations. Any member of the Board of Directors may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time is specified at the time of its receipt by the Board President, formal action on the resignation shall take place at the next meeting of the Board of Directors.

Section 5. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the owners present at a special meeting called for this purpose.

## **ARTICLE V - NOMINATION AND ELECTION OF BOARD**

SECTION 1: Nominations. A slate of candidates will be prepared by a nominating committee, but in addition to this method of nominations, nomination may be made from the floor at the annual meeting or by write-in on the annual ballot.

SECTION 2: Nominating Committee. The Board of Directors shall appoint a nominating committee consisting of three (3) members in good standing. The nominating committee shall recruit a slate of candidates for the annual election ballot. The Nominating Committee shall make as many nominations for election for each position to the Board of Directors as it shall in its discretion determine. The finalized slate of candidates with a brief resume shall be presented to the Board of Directors for review and approval. Candidates should be considered on the basis of their interest to serve, personal qualifications, experience and a desire to improve the general environment for all residents.

Section 3: Election. Election of the Board shall be by secret written ballot at the Annual Membership Meeting in April. At such meeting all ballots shall be counted in a private session by the members of the Nominating Committee, and the results shall then be read to the members in attendance by the Nominating Committee Chairman. The nominee in each position receiving the greater number of votes shall be declared elected.

### Section 4: Ballots.

(a) Distribution of Ballots. An absentee ballot shall be mailed to each member unit not less than 20 days prior to the date of the Annual Membership Meeting. Ballots will also be available on request prior to and at the annual meeting.

(b) Return of Ballots. All ballots are to be signed and returned to the Secretary who shall secure same until time that they are to be counted by the nominating committee. At the annual meeting, the presiding officer shall announce a final call for ballots and subsequently declare the balloting closed.

Section 5: Installation of Officers. Newly elected officers shall be installed, following the election, by the presiding officer. New officers not in attendance shall be installed prior to the beginning of the new fiscal year.

## **ARTICLE VI - DUTIES OF OFFICERS**

Section 1: President. Shall preside at all Board of Director meetings, preserve order, enforce the Bylaws and exercise supervision of the Association affairs generally; shall decide all questions of procedure and order for the Association; shall with advice and consent of the Board of Directors appoint all committees, unless otherwise provided for in these Bylaws; and shall be ex-officio member of all such committees, and further shall perform such other duties as are customarily performed by such officer and shall co-sign, with the Treasurer, all disbursement checks.

Section 2: Vice-President. Shall assist the President in the discharge of duties, and in the absence of the President, shall preside at all meetings of the Association 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 all duties which may be delegated by the President of the Board of Directors.

Section 3: Secretary. The Secretary shall keep a full and correct record of all proceedings of the Association and of the Board of Directors. Shall receive all correspondence and distribute promptly and appropriately; shall conduct the correspondence and shall mail all reports, bulletins and notices; shall arrange for duplication of printed materials as needed.

Section 4: Treasurer. The Treasurer shall receive all funds belonging to the Association, giving receipts as requested and shall deposit such funds in the bank designated by the Board of Directors; shall draw all checks on the Associations' funds, co-signing with the President. The Treasurer shall keep a full, true and correct record of all funds and all business transactions of the Association, and shall render a complete report thereof to the Board of Directors at its meeting, or as often as is required by the President and the Board of Directors. At the end of the term of office the Treasurer shall render a formal statement of the account of this Association and inscribe thereon, under oath before a notary public in the State of Texas, that this foregoing statement is a true and correct account of the financial condition of the Lake Hollyhill Owners' Association.

## **ARTICLE VII - AUTHORITY OF THE BOARD**

The Board of Directors shall be the governing body of the Association 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 Association and constitute the representatives of the Association. 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 Association or otherwise, any necessary legal proceedings with the exception of the sale, lease or dedication of the lake and parks without a majority vote of the property owners.

#### **ARTICLE VIII - MEMBERSHIP MEETINGS**

Section 1: Annual Meeting. A regular meeting of the membership shall be held in April of each year and shall be held at the time and place designated in the notice thereof.

Section 2: Special Meetings. Special meetings of the membership shall be called by the President of the Board of Directors, or any three (3) Board members or upon written request made by not less than ten percent (10%) of the total members in good standing, 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.

Section 3: Notice of Meetings. The Secretary shall give, or cause to be given to all members in good standing written notice of all regular and special meetings of the membership not less than seven (7) days prior to the date of the meeting. Notices which are mailed shall be addressed to the owner's address last appearing on the books of the Association or supplied by such owner to the Association for the purpose of notice. Such notice shall specify the place, date, hour and purpose of the meeting. In the event a meeting must be changed after notice is given, any changes will be posted at the stated meeting place.

Section 4: Quorum. The number of members present or represented by proxy at a meeting to which required notice has been duly made shall constitute a quorum for any actions, except as otherwise provided in these Bylaws, Articles of Incorporation, or restrictive covenants.

Section 5: Voting. Voting rights of members shall be exercised in the election of Directors and for changes in annual maintenance assessment. Each member unit shall be entitled to cast two votes per member unit, provided however, that the owner qualifies as a member in good standing. The vote of the majority of the votes entitled to be cast shall be the act of the membership meeting, unless the vote of a greater number is required by law.

The Board of Directors may, at their discretion, conduct opinion polls on any matter concerning the affairs of the Association, but the Board shall not be bound by these polls. The Board of Directors may gather the opinion polls of the owners at any time without a meeting of the owners. The Board of Directors may, at their discretion, submit any matter concerning the affairs of the Association to a binding vote of the owners.

Section 6: Proxies. Votes may be cast in person or by absentee ballot. Absentee ballots shall be mailed or delivered at least 20 days prior to the date that ballot is to be returned for counting. Returned ballots must be signed by the owner and delivered to the Secretary by the specified deadline.

#### **ARTICLE IX - BOARD OF DIRECTOR MEETINGS**

Section 1. Regular Board Meetings. A regular meeting of the Board of Directors shall be held quarterly at the time and place designated by the Board of Directors, and any and all members of the Association shall be permitted to attend. Notice of such regular quarterly meetings shall be posted on the bulletin board near the front entrance of the subdivision seven (7) days prior to the date of the meeting.

Section 2: Special Board Meetings. Special Board of Director meetings may be called by the President, or in his absence, by the Vice President, or by any three Board members. Such special meetings will be held at the time and place designated in the call and notice thereof, which shall be given to the Board members not less than two (2) days before the date of such meeting.

Section 3: Attendance. Officers and Directors are expected to participate in the activities of the Association. In the event that, at the discretion of the Board of Directors, any officer or Director, without good cause, shall have two (2) consecutive unexcused absences from the meetings of the Board of Directors; a vacancy shall be declared to exist by a simple majority of the Board of Directors.

Section 4: Quorum. A simple majority of the members then constituting the Board of Directors shall constitute a quorum for any meeting of the Board of Directors.

Section 5: Voting. Each member of the Board of Directors shall be entitled to one (1) vote on any issue presented. A simple majority vote shall constitute a majority vote.

Section 6: Action Taken Without A Meeting. The Board shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of the consent of all the Board members. Any action so approved shall have the same effect as if taken at a meeting of the Directors.

#### **ARTICLE X - COMMITTEES**

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 and the Board of Directors. All committees will conform to the terms set forth by a non profit corporation, and must be for a beneficial purpose for the community as a whole. The committees, in their planning for social functions and fund raising projects, must confirm that their planning is for a beneficial purpose, whereas the assessment fees will not be used for any other purpose than so stated in the Articles of Incorporation.

#### **ARTICLE XI - AGENDA**

Section 1: Procedure. Matters requiring the investigation, the deliberation and recommendation by the Board of Directors will first be presented to the President. If the President concurs that the matter in question should be placed on the agenda, then the President shall so advise the Secretary, and the subject will be placed on the agenda for the next scheduled meeting. Individual concerns of members may also be presented to the Board of Directors under the heading of new business without being placed on the agenda.

Section 2: Format.

- A. Call Meeting to Order
- B. Roll Call
- C. Reading of Minutes of Preceding Meeting
- D. Committee Reports
- E. Old Business
- F. New Business
- G. Adjournment

#### **ARTICLE XII - FISCAL MATTERS**

Section 1: Fiscal Year. The fiscal year of the Association shall begin on June 1st of each calendar year and shall extend through May 31<sup>st</sup> of the following year.



Section 2: Assessments. An annual maintenance fee, as determined by the Board, shall be assessed for each member unit whether it be for one lot or for more than one lot; except, where a property owner may own more than one residential structure, then there shall be a separate assessment for each residential structure. Renters or other occupants of a second residential structure shall receive benefits through dues paid by the property owner and shall enjoy the same privileges as members in good standing. However, only the owner of said property may vote or hold office. Assessment of owner for an additional residential structure does not qualify as an additional member unit for voting purposes. Any change of assessment fees amount must be approved by majority vote of qualified members at a special meeting called for that purpose.

Section 3: Assessment Notices. Annual assessment notices will be mailed by January 1st for the upcoming calendar year. Members must remit assessment for the current calendar year to qualify as members in good standing. Any account unpaid by May 1st shall be declared "delinquent". A late fee of ten percent (10%) per annum shall be assessed after May 1st and every year thereafter that the assessment continues to be delinquent.

Section 4: Records. The Board of Directors shall keep accurate and complete records of all funds received, all funds expended, and all donations of either cash or materials accepted.

#### **ARTICLE XIII - AMENDMENTS**

These Bylaws may be revised, changed or amended at any regular or special meeting of the Board of Directors by a majority vote. A copy of the proposed revision, change or amendment, together with notification of the time and place of the meeting shall be delivered or mailed to the each member in good standing no less than twenty (20) days before the date of the meeting.

Adopted: 4/25/76    Filed: Grimes County Clerk Vol 701, pages 293-297  
Amended: 7/16/77  
          4/30/76  
          1/9/82  
          1/29/84  
Revised: 4/25/92

Revision Approved: 12/13/08  
Revision Filed: Grimes County Clerk \_\_\_\_\_

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Grimes County  
On: Jan 30, 2009 at 11:53A  
As a RECORDINGS

Document Number: 00227696  
Amount 47.00  
Receipt Number - 27324  
By: Kristie Johnson

STATE OF TEXAS COUNTY OF GRIMES  
I hereby certify that this instrument was  
filed on the date and time stamped hereon by me  
and was duly recorded in the volume and page  
of the named records of:  
Grimes County  
as stamped hereon by me.  
Jan 30, 2009

David Pasket, County Clerk  
Grimes County