

BYLAWS OF
THE MEADOWS AT CLEARFORK HOMEOWNERS ASSOCIATION, INC.

PREAMBLE

These bylaws are adopted pursuant to authority contained in the Declaration of Covenants, conditions and Restrictions for the Meadows at Clearfork Subdivision Section 1, Caldwell County, Texas. The Declaration is recorded in Document # 041013 of the Official Public Records of Caldwell County, Texas.

Article I: NAME AND LOCATION

1.01. *Name.* The name of the Association is "The Meadows at Clearfork Homeowners Association, Inc.," hereinafter referred to as the "Association."

Article II: DEFINITIONS

2.01. *Definitions.* The definitions of all terms herein shall be the same as those in the Declaration of Covenants, Conditions and Restrictions for The Meadows at Clearfork Subdivision, Section 1, in Caldwell County, Texas.

Article III: MEETING OF MEMBERS

3.01. *Annual Meetings.* The annual meeting of the members shall be held each year at a time and place designated by the Board.

3.02. *Special Meetings.* Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon the written request of at least 10% of the members.

3.03. *Notice of Meetings.* Written notice of each meeting of the members shall be given by, or at the discretion of the secretary or person authorized to call the meeting, by either (1) mailing a copy of such notice, postage prepaid, at least 14 days before such meeting to each member entitled to vote, addressed to the member's address last appearing on the books of the Association for the purpose of notice, (2) emailing a copy of such notice, at least 14 days before such meeting to each member entitled to vote, addressed to the member's email address last appearing on the books of the Association for the purpose of notice, or (3) posting at least 14 days before such meeting notice of such meeting at a public place in the subdivision. Notices for any meeting may be given by methods (1), (2), and/or (3) above – notice need not be delivered to all members by the same method. Such notice shall specify the place, day, and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting. Such notice shall be deemed to be delivered, if mailed, when deposited in the United States mail addressed to the member at his address as set out above, or if emailed, when sent by electronic mail, or if posted, when posted.

3.04. *Quorum* The presence at the meeting of members entitled to cast, or of proxies entitled to be cast, one-fifth of the eligible votes shall constitute a quorum for any action except as otherwise provided by the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members present shall have power to recess the meeting and reconvene the meeting at a later date without the necessity of further notice, and such reconvened meeting shall be deemed to have a quorum represented.

3.05. *Proxies.* At all meetings of members, each member in good standing may vote in person or by proxy. A member is not in good standing if the member has an uncured violation of the governing documents, including nonpayment of assessments or any other amount due. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

3.06. *Voting.* Secret ballots shall be utilized upon the request of any member.

Article IV: BOARD OF DIRECTORS

4.01. *Number.* The affairs of the Association shall be managed by a Board of three directors, who shall be members of the Association and who are elected annually. Upon majority vote of the board, the number of directors may be increased from three to five or decreased from five to three.

4.02. *Term of office.* The members shall elect all directors for a term of approximately two years, beginning from the date of their election to the date of the election of their successor at the next annual meeting. The terms shall be staggered so that each year only a portion of the Board is elected.

4.03. *Removal; resignations.* Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation, or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

4.04. *Compensation.* No director shall receive compensation for any service he may render to the Association in his capacity as a director. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

4.05. *Action Taken Without a Meeting.* The directors 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 all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

4.06. *Voting.* Secret ballots shall be utilized upon request of any Board member.

4.07. *Limited liability and indemnification.* The directors shall be entitled to the limited liability and indemnification provisions contained in the Articles of Incorporation.

Article V: ELECTION OF DIRECTORS

5.01. *Nomination.* Nominations may be made from the floor at an annual or special meeting of the Association.

5.02. *Election.* Election to the Board of Directors shall be by secret written ballot if requested by any member. At such election the members entitled to vote or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Article VI: MEETINGS OF DIRECTORS

6.01. *Regular Meetings.* Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by the Board. Any member desiring to attend monthly meetings shall contact the President or the Association's management company, who shall, in return, notify such member of the time and place of the next monthly meeting.

6.02. *Special Meetings.* Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three days notice to each director.

6.03. *Quorum.* A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

6.04. *In person or by telephone.* Meetings of the Board may be in person or by telephone. Votes may also be taken by electronic (email) means provided that all Board members are given notice of the vote and the opportunity to vote.

Article VII: POWERS AND DUTIES OF THE BOARD

7.01. *Powers.* The Board of Directors shall have power to exercise for the Association all powers, duties, and authority vested in or delegated to the Association, and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration.

7.02. *Duties.* It shall be the duty of the Board:

(a) to cause to be kept a complete record of all its acts and corporate affairs and to present a report thereof to the members at the annual meeting of the members, or at any special meeting when such report is requested in writing by one-fourth of the members;

(b) to supervise all officers, agents and employees of this Association, and to ensure that their duties are properly performed;

(c) to: (1) fix the amount of the regular Assessment for each Lot pursuant to the procedure in the Declaration; (2) send written notice of assessments to every Owner on a frequency determined by the board of directors; and (3) collect assessments and enforce assessments, all pursuant to procedures and limitations as set forth in the Declaration;

(d) to issue resale certificates, loan eligibility certificates, and verification certificates setting forth whether or not any Assessment has been paid. The Board may make a reasonable charge for the issuance of these certificates and other written documents provided by the Association. If a certificate states an Assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) to procure and maintain adequate liability and hazard insurance on Common Area Facilities and on property owned by the Association; cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate or necessary;

(f) to cause the Common Areas to be maintained as per the Declaration; and

(g) to carry out all other duties of the Association or Board under the Declaration.

(h) To adopt rules governing the Property (as such term is defined in the Declaration.)

(i) To assess fines for violations of the Declaration, Bylaws, rules or other governing documents.

(j) To assess attorneys fees, collection fees, and other enforcement costs against a violating owner and/or his lot for violations(s) of the Declaration, Bylaws or rules.

Article VIII: OFFICERS AND THEIR DUTIES

8.01. *Officers.* The Officers of the Association shall be a president, a vice president, a secretary, and a treasurer, all of whom shall at all times be members of the Board of Directors.

8.02. *Election.* The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

8.03. *Term.* Each officer of the Association shall be elected annually by the Board and each shall hold office for approximately two years until the election of his successor, unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. The terms shall be staggered so that only a portion of the Board is elected each year.

8.04. *Special Appointments.* The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

8.05. *Resignation and Removal.* The Board may remove any officer from office with or without cause. Any officer may resign at any time giving written notice to the Board, the president, or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, the acceptance of such resignation shall not be necessary to make it effective.

8.06. *Vacancies.* A vacancy in any office must be filled by appointment by the Board if reasonably possible. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

8.07. *Multiple Offices.* The same person may hold the offices of secretary and treasurer. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 8.04 of this Article.

8.08. *Duties.* The duties of the officers are as follows:

(a) *President:* The president shall preside at all meetings of the Board of Directors; shall ensure that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other legal instruments. These duties, with approval of the Board, may be delegated to the Association management company.

(b) *Vice-President:* The vice-president shall act in the place and stead of the president in the event of absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the Board.

(c) *Secretary:* The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the Board. These duties, with approval of the Board, may be delegated to the Association management company.

(d) *Treasurer:* The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit or review by a third-party accountant or bookkeeper of the Association books to be made at the completion of each fiscal year; and shall prepare an annual budget for the forthcoming year and a statement of income and expenditures for the previous year, to be presented to the membership at its regular annual meeting. The Treasurer shall also be responsible for supervising billings. These duties, with approval of the Board, may be delegated to the Association management company.

(e) *Temporary Chair:* In the absence of the president and vice-president, the Board members attending a Board meeting may elect, by majority vote, a temporary chair for that meeting.

Article IX: COMMITTEES

The Association shall appoint any committees required by the Declaration or these Bylaws. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out the purposes of the Association.

Article X: BOOKS AND RECORDS

The financial books, financial records, and financial papers of the Association shall at all times be subject to inspection by any member during reasonable business hours. The Declaration, the Articles of Incorporation, and

the Bylaws of the Association shall be available for inspection by any member at the principle office of the Association, where copies may be purchased at reasonable cost.

Article XI: ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association regular and special Assessments which are secured to the full extent provided by law, by a continuing lien upon the Lot against which the Assessment is made (See Declaration, Article V). The collection and enforcement procedures shall be as set forth in the Declaration, Bylaws, and any rules adopted by the board.

Article XII: CORPORATE SEAL

The issuance of a corporate seal shall be unnecessary and is not required under Texas law.

Article XIII: AMENDMENTS

These Bylaws may be amended, at a regular or special meeting of the members, by a vote of at least 50% of members who are entitled to vote and who are present in person or by proxy at a regular or special association meeting.

Article XIV: MISCELLANEOUS

The fiscal year of the Association shall be the calendar year.

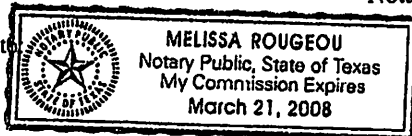
MAY 11, 2004
Date of Adoption
[Signature]
Secretary, The Meadows at Clearfork Homeowners
Association, Inc.

State of Texas §
County of Calaveras §
§

This instrument was acknowledged before me on the 12 day of May, 2004 by Dave Braun, in the capacity stated above.

Melissa Rougeau
Notary Public in and for the State of Texas

After recording, please return to
Niemann & Niemann, L.L.P.
1122 Colorado St., Suite 313
Austin, Texas 78701



After recording, please return to:
Niemann & Niemann, L.L.P.
Attorneys At Law
Westgate Building, Suite 313
1122 Colorado Street
Austin, Texas 78701

Fileserver:CLIENTS:Meadows at Clearfork:RulesAmendment3-08.doc

FILED this 2nd day of April 2008
9:45 A M

NINA S. SELLS
COUNTY CLERK CALDWELL COUNTY, TEXAS

By Teresa Rodriguez Deputy

Any provisions herein which restricts the sale, rental or use of the described property because of color or race is invalid and unenforceable under Federal Law
STATE OF TEXAS
COUNTY OF CALDWELL
I hereby certify that this instrument was FILED in File Number Sequence on the date and time stamped hereon by me and was duly RECORDED in Official Public records of Real Property of Caldwell County Texas on

APR 02 2008



Nina S. Sells
COUNTY CLERK
CALDWELL COUNTY, TEXAS

STATE OF TEXAS §

COUNTY OF CALDWELL §

081585

**NOTICE OF BYLAWS AND AMENDMENT TO RULES
FOR
THE MEADOWS AT CLEARFORK HOMEOWNERS ASSOCIATION, INC.**

WHEREAS that certain Declaration of Covenants, Conditions and Restrictions for The Meadows at Clearfork Subdivision, Section 1 is filed at Volume 370, Page 387 (and as Document No. 041013) in the Official Public Records of Caldwell County, Texas (together with all subsequent amendments, the "Declaration").

WHEREAS the Declaration provides that owners of residential lots subject to the Declaration are automatically made members of The Meadows at Clearfork Homeowners Association, Inc. (the "Association");

WHEREAS the bylaws of the Association (the "Bylaws") are attached hereto as Exhibit "A";

WHEREAS Section 7.02 (h) & (i) of the Bylaws authorize the Association's board of directors (the "Board") to adopt and amend rules governing the properties subject to the Declaration and to impose fines for violations of the Declaration, the Bylaws or the rules;

WHEREAS the Board has previously adopted rules (the "Rules") as specified in that certain Resolution of the Board of Directors filed at Volume 499, Page 567 (and as Document No. 073207) of the Official Public Records of Caldwell County, Texas; and

WHEREAS the Board desires to amend the Rules, and has voted at a properly noticed and attended meeting to approve the amendment contained herein;

THEREFORE the Rules have been, and by these presents are, amended as follows:

By DELETING the current Rules and REPLACING same with the following:

"The Board retains the sole discretion to determine, on a case-by-case basis, when it is appropriate to levy a fine for a violation of the Declaration or the Association's bylaws or rules, and the amount of such fine(s). Subject to such discretionary authority, the Board hereby provides notice to Owners that it has approved the following general schedule for violation notices and fines:

General Schedule for Violations Notices and Fines

FIRST Violation Notice:	Courtesy letter
SECOND Violation Notice:	Notice of violation and \$25.00 fine
THIRD Violation Notice:	Notice of violation and \$50.00 fine
FOURTH Violation Notice:	Notice of violation and \$100.00 fine
ADDITIONAL Violation Notices:	Notice of legal action and >\$100.00 fine"

[SIGNATURE AND NOPTARY BLOCKS ON FOLLOWING PAGE]

EXECUTED and EFFECTIVE this 28 day of March, 2008.

THE MEADOWS AT CLEARFORK HOMEOWNERS ASSOCIATION, INC.
Acting by and through its Board of Directors

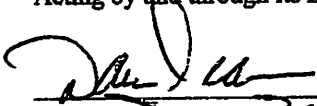

By: DAVE BRAUN
Title: PRESIDENT

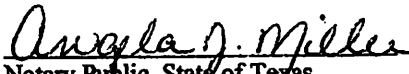
Exhibit "A: Bylaws

Acknowledgement

STATE OF TEXAS §

COUNTY OF Hays §

This instrument was executed before me on the 28 day of March, 2008, by DAVE BRAUN in the capacity stated above.


Notary Public, State of Texas

