

Bylaws

These Bylaws govern the affairs of **Gattling Creek Owners Association**, a non-profit corporation.

Article 1 Registered Office, Registered Agent, and Mailing Address

The Corporation's registered office is located at 17016 Mustang Creek Road, Millersview, Texas, 76862 and the registered agent is Sue Boyd. The Corporation's mailing address is 14579 Gattling Creek Loop, Millersview, Texas, 76862. The Board may change the location of any office of the Corporation or the registered agent as permitted in the Texas Non-Profit Corporation Act.

Article 2 Purpose

The purpose of the association as outlined in the Declaration of Covenants, Conditions and Restrictions shall be to govern, maintain the common areas, enforce the Declaration of Covenants, Conditions and Restrictions and encourage lot owners to maintain their property so as to promote the value of the land and any improvements thereon.

Article 3 Members

- 3.00 The Corporation will have one class of members. A member is any person who is a whole or part owner of a lot or lots. A "lot" or "lots" shall mean or refer to the recorded platted lots as shown on the platt map and may be a combination of one or more lots or divided lots. Any person or entity upon becoming an owner shall automatically become a member of this association and be subject to these bylaws as well as the other governing documents of this association.
- 3.01 Such membership shall terminate without any formal action by the association whenever such person or entity ceases to be an owner, but such termination shall not relieve or release any former owner from any liability or obligation incurred under or in any way connected with the association during the period of membership in the association.

Membership Assessments

- 3.02 As more fully provided in the Declaration of Covenants, Conditions and Restrictions, Section VII, hereafter referred to as the “CCRs” or “Declaration,” each owner is obligated to pay to the association annual and special assessments. Annual assessments are due and payable January 1st of each year and the delinquent date shall be decided by the Board of Directors or together by the President and Treasurer. Special assessments may be levied in any calendar year according to the CCRs with the assent of two-thirds of the votes of the entire membership. Effects of non-payment are found in Section VII of the CCRs.

Voting Rights

- 3.03 There shall be one vote and only one vote per lot regardless of how many people or entities have an interest in the lot. Cumulative voting is prohibited.
- 3.04 Votes may be cast in person or by proxy. All proxies must be in writing, bear the signature of the member giving the proxy, and must specify the date on which they are executed. No proxy is valid for any other time or meeting except the one that is executed for unless the proxy states otherwise. Proxies shall be mailed to the corporate address or hand delivered to the President or Secretary of the association at or before the appointed time before the meeting. Failure to meet these requirements will invalidate the proxy.
- 3.05 The Board may authorize members to vote by mail on any matter that might lend itself to that type of voting. Matters in which members might need to hear extensive discussion or debate should not be voted on by mail.
- 3.06 The vote of a majority of voting members, present and entitled to vote either in person or by proxy at a meeting at which a quorum is present, is enough to constitute the act of the membership unless the bylaws or CCRs require a greater number.
- 3.07 A quorum for any meeting of the members that is not specified elsewhere in these bylaws or in the CCRs is one-fifth of all the votes of all members. Procedure for a meeting in which a quorum is not present is addressed in Article V of the CCRs.

Membership Meetings

- 3.08 A meeting of the members shall be held at least once a year. The Board of Directors shall decide the date, time and place of the meeting. The members shall elect Board members when their terms of office are expired and transact any other business that may come before the meeting. Special meetings of the members may be called by the President, any two Board members or not less than one-fifth of the voting membership.

Notice of Meetings

- 3.09 Written or printed notice of any members' meeting including the annual meeting will be mailed to each member of record not less than 30 or more than 40 days before the date of the meeting. Notice will be given by or at the direction of the president or secretary, or the officers or persons calling the meeting.

Article 4

Board of Directors/Officers

- 4.00 The Board of Directors shall consist of five members who will manage the corporate affairs. One member of the five shall be the President, one member shall serve as Vice-President, one member shall serve as Secretary-Treasurer and two shall serve as Directors-at-Large.

Qualifications, Term of Office and Election

- 4.01 Directors must be members of the corporation. Each director will serve for a term of two years. A director, if elected may serve more than one term, but no more than two consecutive terms in the same position.
- 4.02 A person who meets the qualifications for a director and who has been duly nominated may be elected a director. Directors will be elected in this order: President, Vice-President, Secretary-Treasurer, and Directors-at-Large. Each director will be elected by the membership at an annual meeting in which a quorum is present according to Article V, Section 3 of the CCRs. Nominations for each office may be made by a nominating committee appointed by the Board or by the membership at an annual meeting or by both.
- 4.03 Vote for Directors shall be by ballot. A nominee is elected by a majority of the votes cast.
- 4.04 In the case of more than two nominees for an office, balloting will be repeated for that office as many times as necessary to obtain a majority vote for a single candidate. When repeated balloting is necessary, the names of all nominees are kept on the ballot. In the election of a multiple position office, if less than the proper number receives a majority vote, those who do have a majority are elected and all other candidates remain on the ballot for the necessary repeated balloting. If more than the prescribed number receives a majority vote, the places are filled by the proper number receiving the largest number of votes.
- 4.05 If there is only one nominee for an office, the candidate may be elected by unanimous consent, unless any member objects and then the vote must be taken by ballot.
- 4.06 Write-in votes are allowed in any election by ballot.
- 4.07 An officer-elect takes possession of the office immediately after the adjournment of the meeting at which the officer is elected.
- 4.08 Each office shall be filled before moving on to nominations for the next office.

Vacancies

- 4.09 The membership will fill any vacancy in the board by the affirmative vote of a majority of the entire membership. A director selected to fill a vacancy will serve for the unexpired term of his or her predecessor in office.

Quorum

- 4.10 A majority of directors constitutes a quorum for transacting business at any Board meeting. Actions will be approved by a majority of the members present in which there is a quorum.

Regular and Special Meetings

- 4.11 At least one annual meeting of the Board shall be held as agreed upon by members of the board. Special meetings may be called by the President or any two members of the Board. Notice of at least one week shall be given for any meeting of the board unless the Board agrees otherwise. Notice may be in writing, by telephone, by email or in person. Board members must be present to vote unless one member has a written proxy to vote for another Board member; however, a quorum must still be present in order to conduct business.

Powers and Duties of Directors

- 4.12 The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the association. The Board may perform all acts that are not by these bylaws, the Articles of Incorporation, or the Declaration of Covenants, Conditions, and Restrictions directed to be done by the membership. In addition the Board shall have all the powers and authority granted to boards of directors of non-profit corporations organized as homeowners associations under the laws of the State of Texas.

Removal of Directors

- 4.13 The members may vote to remove a director at any time, with or without cause. A meeting to consider removing a director may be called and noticed following the procedures provided in these Bylaws for a special meeting of the members of the association. The notice of the meeting will state that the issue of possibly removing the director will be on the agenda and the notice may state the proposed cause for removal, if appropriate. A director may be removed by the affirmative vote of the majority of members who attend the meeting in person or by proxy at which a quorum is present.

Duties of Board Members Who are Officers

- 4.14 **President:** The president is the Corporation's chief executive officer. He or she will supervise all of the corporation's business and affairs and will preside at all meetings of the membership and of the Board. The president may execute any contracts or other instruments that the Board authorizes to be executed. The president shall see that all orders and resolutions of the Board are carried out. However, the president may not execute instruments on the Corporation's behalf if this power is expressly delegated to another officer or agent of the Corporation or the Board, these Bylaws, the Articles of Incorporation, or state statutes. The president will perform other duties prescribed by the Board and all duties incident to the office of president. The president will cosign all checks and promissory notes along with the Secretary-Treasurer.
- 4.15 **Vice President:** The vice president shall have the power and authority to perform all the functions and duties of the president, in the absence of the president, or his inability, for any reason, to exercise such powers and functions. The vice president shall also perform any duties delegated to him/her by the president or the board of directors.
- 4.16 **Secretary/Treasurer:** The secretary / treasurer shall
- (a) keep all of the minutes of all the meetings
 - (b) be the custodian of all the records and books of the association
 - (c) keep a register of names and addresses of all lot owners of the association
 - (d) have the responsibility for association funds and be responsible for keeping a full and accurate account of all receipts and disbursements
 - (e) have the power to make disbursements of the association in the ordinary course of business in the amounts not to exceed two hundred dollars (\$200) without a resolution of the board
 - (f) deposit all moneys in the Corporations' name in the association's bank account
 - (g) prepare and give a financial report to members annually or upon request by any member of the association or board member with reasonable notice
 - (h) perform other duties assigned by the president or any duties incident to the office of secretary/treasurer
 - (i) shall cosign all checks and promissory notes with the President

Article 5

Committees, Indemnification, Miscellaneous

Committees

- 5.00 The Board may establish one or more committees as needed, delegating specified authority to a committee, and appointing or removing its members upon the approval of membership. Although it is desirable to include as many members as possible to do the work of the association, board members may serve on one or more committees. Time of service of the committee shall be decided by the entity that created the committee.

- 5.01 Committees will try to act by consensus. However, if a consensus is not available, the vote of a majority of committee members present and voting at a meeting at which a quorum is present is enough to constitute the act of the committee. A quorum of a committee shall be a majority of its appointed members.
- 5.02 The Architectural Control Committee, its duties and powers shall be a permanent committee of the association as outlined in Article IV of the CCRs.

Indemnification

- 5.03 The association acting through the board of directors shall procure and maintain liability and hazard insurance on all property owned by the corporation and more specifically the common properties.

Fiscal Year

- 5.04 The Corporations's fiscal year will begin on the first day of January and end on the last day in December of each year.

Amending Bylaws

- 5.05 These Bylaws may be altered, amended, or repealed and new bylaws may be adopted by the membership. The notice of any meeting at which these Bylaws are altered, amended, or repealed, or at which new bylaws are adopted will include the text of the proposed bylaw provisions as well as the text of any existing provisions proposed to be altered, amended, or repealed. Alternatively, the notice may include a fair summary of those provisions. The vote shall be by a majority of all the votes entitled to be cast in person or by proxy.

Conflicts

- 5.06 In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles of Incorporation shall control. In the case of any conflict between the Declaration of Covenants, Conditions, and Restrictions and these Bylaws, the Declarations shall control.

Legal Construction

- 5.07 To the greatest extent possible, these Bylaws shall be construed to conform to all legal requirements and all requirements for obtaining and maintaining all tax exemptions that may be available to nonprofit corporations. If any bylaw provision is held invalid, illegal, or unenforceable by a court of law, the invalidity, illegality, or unenforceability will not effect any other provision, and the bylaws will be construed as if they had not included the invalid, illegal, or unenforceable provision.

Parliamentary Authority

- 5.08 The rules contained in the current edition of Robert's Rules of Order shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws or any other governing documents of the association.

CERTIFICATE

I HEREBY CERTIFY that the foregoing is a true, complete, and correct copy of the Bylaws of Gattling Creek Owners Association, a Texas nonprofit corporation, as adopted by the original membership and Members of the Board of Directors on the 24th day of April, 2004.

ATTEST:

GATTLING CREEK OWNERS ASSOCIATION

Laura Beeson

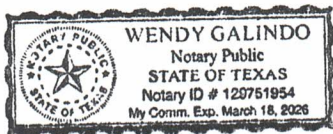
Laura Beeson, Secretary/Treasurer

By: Chanston Woods

Chanston Woods, President

STATE OF TEXAS §
COUNTY OF CONCHO §

BEFORE ME, the undersigned authority, on this 25th day of July, 2023, personally appeared, Chanston Woods, President of Gattling Creek Owners Association, and Laura Beeson, Secretary/Treasurer of Gattling Creek Owners Association, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same on behalf of the Association.



Wendy Galindo
Notary Public in and for the State of Texas

Printed Name: Wendy Galindo

Commission Expires: March 18, 2026