

**Bylaws of the Arbors of Creekwood
Homeowners Association, Inc.**

**Approved and Adopted
May 19, 1998**

Amended February 24, 2004, February 23, 2006 and February 16, 2012

This document shall serve as the Bylaws for the Arbors of Creekwood Homeowners Association, Incorporated hereinafter referred to as “the Association”.

**Article 1
Membership**

1. Every owner of a residence in the Arbors of Creekwood, not within the Estates of Creekwood, shall automatically be and must remain a member of the Association so long as such person is an owner of property within the Arbors of Creekwood. Voting rights are granted to members with each household entitled to one (1) vote. The membership of a person in the Association shall terminate automatically whenever such person ceases to be an owner, except that such termination shall not release or relieve such person from any liability or obligation arising during such person’s period of ownership. Any transfer of title of land shall operate automatically to transfer membership in the Association appurtenant to such land to the new owner of such land.

2. This Association shall establish a close liaison with the Estates of Creekwood Homeowners Association for the purpose of mutual cooperation in all matters affecting the residents of the Arbors of Creekwood. An officer of the Estates of Creekwood shall be invited as a guest to all Board of Directors meetings for the purpose of maintaining close liaison and communication regarding all matters of common interest.

**Article II
Non-Profit Statement**

1. This Association is a perpetual non-profit corporation as described under the provisions of Chapter 22, Texas Business Organization Code.

2. This Association shall be a non-profit, non-commercial, and non-sectarian as contemplated by Section 501 (c) (7) of the Internal Revenue Code of 1954 (any reference herein to any provision of such code shall be deemed to mean provisions as now or hereafter existing, amended, supplemented, or superseded).

**Article III
Board of Directors and Officers**

1. The Board of Directors of the Association shall be comprised of the five (5) officers of the Association: the President, Vice President, Secretary, Treasurer, At Large Member, and the ex-officio position, the immediate Past President.

2. The officers shall be nominated and elected by the Association membership at the Annual Meeting of the Association. The members of the Board of Directors and Officers shall be elected as follows:

On odd number years the position of Vice-President and Treasurer will be elected to the Board of Directors to serve a period of two years.

On even number years the position of President, Secretary and Member at Large will be elected to the Board of Directors to serve a period of two years.

Each year the new Board of Directors will take office immediately following the annual membership meeting.

Any vacancy in office shall be filled by appointment by the Board of Directors, with the exception of the President who shall be replaced by the Vice President, and shall serve the remaining portion of that office's term.

3. The Board of Directors shall conduct the affairs of the Association and shall provide, and pay for (if applicable), from assessments, the following if and to the extent such have been or are hereafter provided by or contracted for by the Association or the Board of Directors as provisioned by and in accordance with the Articles of Incorporation and these Bylaws:

a) Care, maintenance, repair, and preservation of the common areas, including, without citation, the obligations pursuant to any Maintenance Agreement and the furnishing and upkeep of landscaped islands and the entrance to the subdivision including the building known as the "Guardshack";

b) Insurance and utilities which pertain to the common areas;

c) The services of persons or businesses to service, maintain, repair, build, clear, cut, fertilize, or plant and any other services necessary to accomplish the purpose and objectives of the Association or the membership;

d) Legal, accounting, and other professional services as deemed necessary by the Board of Directors or the membership;

e) Any other materials, supplies, or structural alteration, assessments or dues which the Board of Directors is required to obtain or pay for pursuant to the terms of the Articles of Incorporation and the Bylaws;

f) The collection of assessments and moneys due the Association;

g) To perform any other of the Board of Director's duties under the Articles of Incorporation and Bylaws by contracting third parties to enter into other contracts as provided herein, to maintain one (1) or more bank accounts and generally, to have all the powers necessary or incidental to the operation, function, and management of the Association;

h) To perform such other duties and functions as are necessary to carry out the rights and obligations of the Board of Directors and the Association under the Articles of Incorporation and Bylaws;

i) The Board of Directors shall meet no less than bi-monthly at such time and place as mutually designated in Tarrant County, Texas, unless the meeting is held by electronic or telephonic means as provided herein. All actions of the Board of Directors will be decided by a majority vote;

j) The Board of Directors will present a report of actions and other matters it deems appropriate at each General Membership meeting. Meeting records and minutes shall be available to members for copying and inspecting upon a member's written request.

k) Board meetings shall be open to the membership subject to the right of the Board to adjourn a Board meeting and reconvene in closed executive session to consider actions on personnel, pending or

threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's attorney, matters involving the invasion of privacy of individual members or matters that are to remain confidential by request of the effected party and the agreement of the Board. Following an executive session, any decision made in executive session must be summarized orally and placed in the minutes in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the effected party.

l) Notice of the date, hour, place and general subject of a regular or special Board meeting, including a general description of any matter to be brought up for deliberation in executive session shall be given to each property owner by mail not later than the 10th day or earlier than the 60th day before the meeting, or at the discretion of the Board, provided at least 72 hours before the start of the meeting by posting the notice in a conspicuous manner at the entrance of the subdivision and on the Association website, and/or by sending the notice by email to each owner who has registered an email address for the Association or as provided in Section 209.0051 of the Texas Property Code.

m) The Board may meet by any method of communication, including electronic and telephonic, without prior notice to the members and if such communications complies with the applicable provisions of the Texas Property Code, regarding matters of a reasonably unforeseen emergency or urgent necessity that requires immediate Board action, subject to the prohibition on such meetings for matters described in Section 209.0051(h) of the Texas Property Code.

4. To be eligible for election, a nominee must be a member.

5. The Board of Directors may establish or dissolve subordinate Boards or Committees, and appoint chairpersons as deemed necessary as well as its name or designation, purpose, the extent and limits of its authority, and the term of existence of the subordinate Boards or Committees.

6. The President will preside at all General and Special Membership and Board of Directors meetings. The President shall retain the right to call another officer to take the chair should the President wish to express a personal opinion or position to the subject matter before the assembly. The President shall act as the Chief Executive Officer of the Association and may perform or direct other duties as are incident to the office or are properly required of the office by the other members of the Board of Directors or by the membership body.

7. The Vice President shall act for the President during his or her absence in accordance with the provisions set forth in the Articles of Incorporation and these Bylaws as well as any other duties assigned to the office by the President, Board of Directors, or the membership body.

8. The Secretary shall be responsible for recording the minutes of the General, Special Membership, and Board of Directors meetings. The Secretary shall maintain the rolls of the Association containing the names, addresses, telephone numbers, and membership status. The Secretary shall maintain the files of the Association including, but not limited to, all correspondence, communications, minutes, contracts, and such other records and files as may come into the possession of this office or as directed by the Board of Directors or membership body. The Secretary shall also give notice of all General, Special Membership and Board of Directors meetings, including time, place and agenda to the membership and Board of Directors, and committee chairpersons, and the President of the Estates of Creekwood as required by these Bylaws and Texas law.

The files of the Association shall be open to any member by written request, by following the procedures described in the Open Records Policy adopted by the Board of Directors and stated in Article XIII hereof.

9. The Treasurer shall act as the custodian, in a fiduciary capacity, of the funds of the Association and administer the finances of the Association. The Treasurer shall serve without bond and shall disburse funds using the Schedule of Authorization in Article XII, subparagraph 3. All checks in excess of \$1,000 require two (2) signatures, one of the Treasurer and the other of the President or Vice President. The Treasurer shall maintain a complete and accurate set of books and accounts and will annually prepare a complete financial statement including detailed balance sheet and income statement, in conformity with generally accepted accounting practices applied on a consistent basis, for presentation at the Annual Membership Meeting. The Treasurer shall present a brief report of the Association's financial condition at each General Membership meeting. The Association shall operate on a cash basis. The fiscal year of the Association shall be from June 1 through May 31. There shall be an annual audit of books, performed by the Audit Committee, in accordance with Article IV, subparagraph 2a. The results of such audit shall be read at the Annual Membership Meeting.

10. The At Large Member shall act as the Board of Directors liaison to the Audit Committee. He or she will recommend three (3) non-officer members for membership on the committee to the Board of Directors for approval. The position shall also carry out any other duties required by the Board of Directors or membership body.

11. The Past President position shall be filled by the Immediate Past President. If the Immediate Past President cannot or will not serve in this capacity, the position shall be filled by another person appointed by the existing Board of Directors, from persons not currently holding a position in the following order: Past Vice President, Secretary, Treasurer, or Member at Large. This position will serve in a consulting capacity to ease transition of the Board of Directors.

12. Any member or group of members can notify the President in writing of a charge against an officer or appointed chairperson or file such charge by making a motion at a Membership Meeting. The Association shall follow the procedures in Section 69, "Trials of Members of Societies", in Robert's Rules of Order to bring the matter before the membership. Removal shall require a seventy five percent (75%) vote of the membership, a quorum being present.

Article IV Committees

1. There will be two types of committees, Select Committees and Standing Committees. Each Committee will elect from among its members a Chairperson and Vice Chairperson. The Standing Committees' purpose, scope, and authority will vary from time to time due to changing circumstances. The Board of Directors reserves the right to remove any member from a committee with a four-fifths (4/5) vote of the Board of Directors. A Select Committee will be established by majority vote of the Board of Directors where a quorum is present to respond to a special problem or event not covered by a standing committee or officer. The record of the Board of Directors meeting shall indicate the purpose, name, designation, and scope of authority, start date, and date of dissolution. Additional standing committees shall be approved by majority vote of the membership a quorum being present.

2. The following shall be Standing Committees:

a) The Audit Committee, whose members shall serve for one (1) year, will conduct an annual audit of the Association's financial condition, including examination of all financial books, accounts, and records, and prepare a report for presentation at the Annual Membership Meeting. The audit and report shall be conducted and produced completely independent of the Treasurer. If the Audit Committee's findings concur with the Treasurer's records, it shall not be necessary to duplicate the detailed information in the Treasurer's report. The Audit Committee shall perform other audits as directed by the Board of Directors or the membership body.

- b) The Block Representative Committee will be composed of all block representatives. The committee will communicate matters of interest to the membership, distribute written materials, and assure that complaints are properly directed and answers received. The representatives shall act as the liaison between the membership and the Board of Directors and other committees.
 - c) The Grounds and Maintenance Committee shall oversee the maintenance of the common areas including contracts and contractors pertaining to the repair, maintenance, or improvement of common areas. The committee shall make recommendation to repair, maintain, or improve the common areas to the Board of Directors.
 - d) The Neighborhood Watch Committee will maintain a relationship with the Mansfield Police Department and other public services in order to bring about proper coordination of activities whenever crimes or safety issues impact the area. In matters of security and traffic safety, the committee shall pursue remedies with the City and police department and will keep the membership informed.
 - e) The Newsletter and Directory Committee shall maintain and publish the Association newsletter, the *Grapevine* and the annual directory. Additions and corrections will be printed and distributed as deemed necessary by the committee.
 - f) The Social Committee shall plan and coordinate social activities for the association.
 - g) The Architectural Control Committee shall be composed of three (3) members and is appointed by the Board of Directors. The committee shall evaluate, and if appropriate, approve any plan submitted by a homeowner in accordance with the Declaration of Covenants, Conditions, and Restrictions for the Arbors of Creekwood. The members of the committee shall not be entitled to any compensation for services performed.
3. Any standing committee shall be empowered to create subcommittees to handle specific tasks with the scope to fall within the responsibilities of the standing committee as defined herein. The purpose, name, designation, start date, and date of dissolution will be reported to the Board of Directors and recorded in the Board of Director minutes.
4. The chairpersons of each committee shall maintain close liaison with the Board of Directors and keep them informed of matters under consideration. It is the responsibility of committee chairpersons to bring to the attention of the Board of Directors any considerable deviation from the basic purpose and scope of a standing or select committee.

Article V Meetings

1. General Membership meetings shall be held at the discretion of the Board of Directors with the date, time, and place published no less than 10 and no more than 60 days prior to such meeting. A membership meeting shall be held in February of each year and shall be designated as the Annual Meeting for the purpose of electing officers, presenting the annual report of the Treasurer and audit results, fixing the amount of annual assessment, and such other business as may properly come before the membership. Special meetings of the membership may be called by the Board of Directors or by petition signed by not less than twenty percent (20%) of the members. All membership meetings shall be conducted in accordance with Robert's Rules of Order. The usual order of business will be:

- a) Call the meeting to order
- b) Reading and approval of the minutes from the last Annual Meeting
 - i) Objections and corrections
- c) Committee Reports
 - i) Standing Committees
 - ii) Select Committees
- d) Officer Reports
 - i) At Large Member
 - ii) Treasurer
 - iii) Secretary
 - iv) Vice President
 - v) President
- e) Old Business
- f) New Business
- g) Adjournment

2. Nothing herein prohibits the presentation of a negative report except for the Treasurer's report and those reports mandated for presentation at the Annual Meeting.

3. All motions shall require a majority vote of the members, a quorum being present, with the exception of the following which require two-thirds (2/3) vote for adoption:

- a) To suspend the rules
- b) To make a special order
- c) To take up a question out of proper order
- d) An objection to the consideration of a question
- e) To extend the limits of a debate
- f) To close or limit a debate
- g) The previous question: a motion used to bring the assembly to an immediate vote on one or more pending questions

4. In any instance where a quorum is not present at a General or Special Membership meeting, the Board of Directors may submit any item on the meeting agenda they deem sufficiently important and necessary to an absentee or electronic ballot to insure the uninterrupted business of the Association. In such case the return deadline shall be determined by the Board of Directors and be clearly stated on the ballot, and all ballots shall be returned to the Secretary to gather and be delivered to the Board of Directors, unopened, to tally.

5. If an amendment to the Bylaws is to be placed before the membership at any General or Special Membership meeting in accordance with Article VIII, paragraph 2 of the Bylaws, the member intending to make such motion to adopt, amend, or rescind any part or parts of these Bylaws must provide the Secretary with written notice of that fact and the exact wording of the proposed adoption, amendment, or rescission in sufficient time for such notice to be included in the meeting notice required in Paragraph 1 of this Article VI.

Article VI Voting

1. Voting Members

Notice of any election or Association vote by members shall be given not later than the tenth (10th) day before nor earlier than the sixtieth (60th) day before the date of the election or vote to each member. One member per household may vote in person, by proxy executed in writing by the member or by his duly authorized attorney-in-fact or by absentee or electronic ballot. No proxy shall be valid after six (6) months from the date of its execution unless otherwise provided in the proxy. The member must obtain the proxy or absentee ballot or access instruction for an electronic ballot form from the Secretary prior to the date of the meeting. Any proxy vote, absentee ballot or electronic ballot shall be counted toward a quorum at any meeting. Any contested vote must be by written ballot signed by the member in accordance with the procedures established by Chapter 209 of the Texas Property Code. Absentee ballots and electronic ballots are considered written ballots. Tabulation of ballots and recounts of votes shall be accomplished in accordance with the Chapter 209 of the Texas Property Code.

2. Voting of Members of Board of Directors

An officer may vote in person or by proxy executed in writing by the officer. No proxy shall be valid after three (3) months from the date of its execution.

Article VII Quorum

1. The quorum for a Board of Directors meeting shall be sixty percent (60%) of the voting members of the Board of Directors of this Association.

2. The quorum for a General or Special Membership meeting shall be ten percent (10%) of the voting members present or voting by proxy, absentee ballot or electronic ballot.

Article VIII Amendments

1. The membership shall have the power to adopt, amend, and rescind these bylaws as allowed by the laws of the State of Texas

2. The Bylaws of the Association may be adopted, amended, or rescinded by presenting a motion, moved and seconded, and passed by a majority of the membership, a quorum being present. Any member making such a motion must first have complied with the notice requirements contained in Article V, Paragraph 5 of these Bylaws.

Article IX Use of the Association or Officers' Names

1. The name of the Association or names of any of the Officers of the Association in their official capacities shall not be used in connection with any commercial enterprise or any partisan interest or for any purpose not directly related to the promotion of the objectives of the Association.

Article X
Association Assessments

1. Each household within the Arbors of Creekwood shall pay the annual assessment and any special assessments in order to provide the Association with the necessary finances to comply with the requirements of the Covenants and Restrictions in an amount to be determined by the membership at the Annual Meeting. The Board of Directors shall present a recommendation to the membership as to the amount of such assessments based on the anticipated costs of meeting the Association's obligations and on the Association's financial condition. Assessments shall be due and payable no later than thirty (30) days after the mailing of assessment notices prior to the start of the new fiscal year, except in the event a member has entered into a payment plan agreement with the Association pursuant to the Alternative Payment Schedule Guidelines adopted by the Board of Directors described in Paragraph 2 of this Article. However, the Association shall only disburse funds for the administration of the Association or for projects in the common areas of the Arbors of Creekwood outside the gates of that area known as the Estates of Creekwood due to its private and restricted access.

2. The following is the Alternative Payment Schedule Guideline of the Association:

A. The Association shall, upon a Member's request, enter into a payment plan agreement with an Member in the Association for the payment of any assessment, whether current or past due, according to the following schedule:

1. Assessments less than or equal to \$100.00, a payment plan term up to four (4) months;
2. Assessments greater than \$100.00 up to \$250.00, a payment plan term up to six (6) months;
3. Assessments greater than \$250.00 up to \$500.00, a payment plan term of up to twelve (12);
4. Assessments greater than \$500.00, a payment plan term up to eighteen (18) months.

If any Member has failed to honor the terms of a previous payment plan at anytime during the two years following the Member's default under a previous payment plan, the Association is not required to enter into a payment plan with such Member. As long as the Member complies with the terms of the payment plan established hereunder, the Member shall not accrue any monetary penalties. The Member shall pay a fee of \$25.00 for the administration of such payment plan .

B. Each Member who participates in a payment plan shall sign a payment plan agreement on a form provided by the Association prior to the Association's acceptance of any such payment plan.

Article XI
Finances and Indebtedness

1. Any indebtedness shall be first authorized using the Schedule of Authorization as spelled out in Article XII, Paragraph 3.

2. The private property of the Officers and the membership of the Association shall be forever exempt from the Association's debts and obligations.

3. No individual member of the Association is authorized to incur any debt against the Association except as authorized by the Articles of Incorporation and these Bylaws.

Article XII Finances

1. The Association shall maintain a contingency fund in an amount to be recommended to the membership by the Treasurer at the Annual Membership Meeting and shall be reported in the Treasurer's Report. The Board of Directors shall regularly review the amount in the contingency fund to assure it is sufficient to meet the emergency needs of the Association. If it is determined the contingency fund is not sufficient to meet the needs of the Association, the Board of Directors may adjust the funds amount and report all such adjustments to the membership at the next Annual Membership Meeting.
2. The Association shall maintain a Liability Insurance Policy in an amount to be determined by the Board of Directors.
3. Schedule of Authorization for disbursement of Association funds, in every case a Disbursement Authorization shall be completed for:
 - a) Any purchase or work with a cost up to and including three thousand (\$3,000.00), requires one bid and shall be approved by a majority of the Board of Directors.
 - b) Any purchase or work with a cost in excess of three thousand dollars (\$3,000.00) up to and including ten thousand dollars (\$10,000.00), requires three (3) bids shall be approved by majority vote of the Board of Directors.
 - c. Any purchase or work with a cost in excess of ten thousand dollars (\$10,000) requires three (3) bids and shall be submitted to the membership for approval, determined by a simple majority vote.

Article XIII Open Records Policy

The following is the Open Records Policy of the Association:

A. Procedure. In order to inspect or obtain copies of the Association records, a Member in the Subdivision (or the Member's attorney, CPA or agent designated in writing by a document signed by the Member and delivered to the Association prior to or contemporaneously with a request) shall send a written request addressed to the Secretary of the HOA at P. O. Box 1110, Mansfield, Texas 76063 by certified mail, return receipt requested and in such request must elect either to inspect records or have copies of records provided to the requestor. Such written request must contain sufficient detail describing the books and records requested.

B. Inspection. If the requestor desires to inspect the records prior to copying, the Secretary shall, on or before the 10th business day after the date the Association receives the request, send the Member or Member's representative written notice of three dates during normal business hours during which the Member may inspect the requested books and records to the extent that the books and records are in the possession, custody, or control of the Association. The inspection shall occur at a mutually agreed time during normal business hours, and at such inspection the requestor shall identify the books and records for the Association to copy and forward to the requestor, and the preferred method of delivery.

C. Copies Requested. If copies of specifically identified books and records are requested, the Secretary shall, to the extent those books and records in possession, custody or control of the Association, and subject to any exceptions described herein or provided by law, determine the estimated cost of compilation, copying and reproduction of the requested information, and deliver such estimate in writing to the requestor within five (5) business days after receipt of the request and notify the requestor that advance payment of the estimated costs of compilation, production and reproduction is required. The

Secretary shall deliver to the requestor the requested copies in paper copy format or diskette format, or by email, to the requestor within five (5) business days after receipt of the advanced payment by the requestor.

D. Unable to Produce. If the Association is unable to produce the books or records requested on or before the 10th business after the date the Association receives the request, the Association shall provide to the requestor written notice that informs the requestor that the Association is unable to produce the information on or before the 10th business after the date the Association receives the request and state the date by which the information will be sent or made available for inspection to the requestor that is not later than the 15th business day after the date such notice is given.

E. Costs. The costs of compilation, production and reproduction of requested books and records shall be as follows:

1. Standard paper copies are .10 per page or part of a page. Each side that contains recorded information is considered a page.
2. Diskettes are \$1.00 per disk.
3. Compilation and production costs shall include, for any request for more than 50 pages of paper records, a charge for labor in the amount of \$15.00 per hour.

If the estimated costs of compilation, production and reproduction is less or greater than the actual cost, the Association shall submit a final invoice to the requestor on or before thirty (30) business days after the date the information is delivered. If such final invoice includes amounts due from the requestor, the additional amount shall be paid to the Association on or before the 30th business day after the date the invoice is sent to requestor, and if not paid shall be added to the Owner's account as an assessment. If the advanced payment of estimated costs is greater than the final invoice amount, the Association shall deliver a refund of the over payment amount to the requestor not later than the 30th business day after the date the invoice is sent to requestor.

F. Exceptions to Production. The following categories of books and records are not available for copying or inspection:

1. Any document that identifies the violation history of any individual Member in the Subdivision or any Member's personal financial information, including records of payment or non-payment amounts due the Association, and any Member's contact information other than the Member's address;
2. Information related to an employee of the Association, including personnel files.
3. Attorney files and records relating to the Association, except invoices for attorney's fees and other costs relating to a matter for which the Association seeks reimbursement of fees and costs from the Member.

Books and records of the Association that are exempt from production shall be released or be made available for inspection if the Member whose records are subject of the request provides the Member's express written approval to the Association or a Court orders a release of the books and records or orders the books and records be made available for inspection.

Article XIV
Document Retention Policy

The following is the Document Retention Policy of the Association:

- A. The Certificate of Formation, Bylaws, Covenants, Conditions and Restrictions and all amendments thereto shall be retained permanently.
- B. The financial books and records of the Association shall be retained for seven (7) years after the calendared year to which such records relate.
- C. Account records of Members, including payment history and violations shall be retained for five (5) years following the year in which payment was made or violation determined.
- D. Contracts with any vendor or contractor shall be retained for four (4) years following the
- E. Minutes of meetings of Members and minutes of meetings of Board of Directors shall be retained for seven (7) years following the year in which such meeting was conducted.
- F. Tax returns and audit records of the Association shall be retained for seven (7) years following the year to which the tax return or audit relates.

This is to certify that these Bylaws were adopted by the Members of the Arbors of Creekwood Homeowners Association on February 16, 2012 with a quorum present and the meeting conducted in accordance with the Bylaws and applicable law.

Linda Bruskie
Linda Bruskie, HOA Secretary