

1 WILLOW MEADOWS CIVIC CLUB, INC.
2 BY-LAWS

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4 ARTICLE 1. Organization and Purpose

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6 Section 1. The Willow Meadows Civic Club, Inc., is a Texas non-profit
7 corporation, comprising property owners in the Willow Meadows
8 subdivision as defined in Article I.01(A) of the Restrictions.
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10 Section 2. The purposes of the Willow Meadows Civic Club, Inc. (the
11 “Association”) are to promote the civic and social welfare and well-
12 being of the Members living within the Willow Meadows subdivision
13 in Harris County, Texas; to provide for the maintenance, preservation,
14 and enhancement of the Willow Meadows subdivision; and to promote
15 and engage in activities for the use and benefit of the Members. The
16 Association shall use its powers and rights conferred by the Texas
17 Non-Profit Corporation Act, Texas Property Code Chapter 204, and
18 the Declarations, Covenants, Conditions, and Restrictions, Willow
19 Meadows Subdivision filed and recorded in the real property records
20 of Harris County, Texas, effective January 1, 1999; provided that
21 where such powers and rights are inconsistent with the By-Laws, the
22 By-Laws shall control, except as required by law.
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25 ARTICLE II. Definitions

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27 “Association” means the Willow Meadows Civic Club, Inc., a Texas non-profit
28 corporation.
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30 “Board of Directors” or “Board” means the governing board of the Association.
31 The Board of Directors comprises the Executive Committee and the At-Large
32 Directors, Positions 1, 2, 3 and 4.
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34 “Executive Committee” or “Officers” means the elected officers of the
35 Association, which are the President, Vice President, Treasurer, and Secretary.
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37 “Restrictions” means the Declarations, Covenants, Conditions, and Restrictions
38 filed and recorded in the real property records of Harris County, Texas in 1998.
39 The effective date of the Restrictions was January 1, 1999.
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41 “Member” means every person who is an owner of a lot located in the Willow
42 Meadows subdivision. All such persons are Members of the Association.
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44 “Member in Good Standing” means a Member who has no outstanding balance
45 owed to the Association for non-payment of his or her annual assessment for the
46 prior calendar year(s). A Member is not in Good Standing if:

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(1) the Member has violated any of the Restrictions, as determined by a court of law, or

(2) the Member has admitted the violation in writing to the Board and the deadline for correcting the admitted violation has passed.

Only Members in Good Standing are entitled to hold office and/or vote. For all matters involving a vote of the Association, there is only one vote per lot.

The term “quorum” means the number of Members in Good Standing required for the Association to carry out its business at the General and Special Meetings. Except as provided below, a quorum is the number of Members in Good Standing present at a General or Special Meeting. A quorum for voting on the proposed operating and capital budgets and amendments thereto, and for Board of Directors elections is 25 Members entitled to vote, represented in person or by mailout ballots received by the day of the meeting. A quorum for proposed revisions, changes or amendments to these By-Laws is 82 Members entitled to vote, represented in person or by mail-out ballots received by the day of the meeting, representing ten percent (10%) of the total number of lots in the Willow Meadows subdivision.

“Fiscal Year” means the financial accounting period for the Association. It commences on January 1st each year and closes at the end of December 31st of that same year.

“General Meeting” means a meeting of all Members of the Association held quarterly.

“Special Meeting” means a meeting of all Members of the Association called for a stated purpose in accordance with Article VIII, Section 1 of these By-Laws.

“Publication” means any method of printed communication available and calculated to fairly notify all Members of important events. Unless otherwise stated herein, publication of special notices must be by first class, U.S. mail. In addition, best faith effort shall be made to post all printed Publication(s) to the Willow Meadows website.

ARTICLE III. Annual Assessment and Other Fees

SECTION 1. As required in the Restrictions at Article IV.06, the maximum annual assessment is one hundred and fifty dollars (\$150), subject to amendment as stated in Section 2 below.

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1 SECTION 2. Except as provided below in Section 3, the annual assessment may
2 be increased in a given year by an amount not in excess of ten (10)
3 percent of the assessment for the previous year by approval of a
4 simple majority of the Members in Good Standing represented in
5 person at a meeting of the Association or by mail-out ballots
6 received by the day of the meeting. The annual assessment may
7 not be increased cumulatively since the last prior increase. The
8 annual assessment may be increased in a given year by an amount
9 greater than ten (10) percent only by a two-thirds majority of the
10 Members in Good Standing represented in person or by mail-out
11 ballots received by the day of the meeting. Written notice of any
12 increase in the annual assessment, including a mail-out ballot, must
13 be mailed to all Members not less than thirty (30) days, but not
14 more than sixty (60) days, in advance of the meeting.
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16 SECTION 3. Pursuant to the Restrictions at Article IV.10, any Member who is a
17 full time resident of Willow Meadows subdivision may defer the
18 annual assessment for that year on the deferral form provided by
19 the Board in the annual notice of assessment. Upon receipt by the
20 Board of the deferral form from a Member, that Member will be
21 deemed to have deferred the obligation for the year, and shall
22 remain a Member in Good Standing for that year with respect to
23 the annual assessment. The deferral does not eliminate the
24 obligation to pay the annual assessment, but merely postpones
25 payment until (1) such time as the house is sold, or (2), the deferral
26 reason has passed and the Member chooses to make payment for
27 the year in which the deferment is made, or (3), the Member, or
28 surviving spouse of the Member, dies and the house passes
29 ownership in probate trust, at which time the Association may
30 collect all deferred annual assessments, and shall have the right to
31 a lien on the property for the assessments that are due at such time.
32 At no time will the Association collect interest on the deferred
33 annual assessment.
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35 SECTION 4. A senior citizen who owns a lot located in Willow Meadows and
36 resides in the home situated on that lot may request that his or her
37 annual assessment be frozen at the then current assessment level
38 until such time when the lot is sold or title transferred. This annual
39 assessment rate freeze must be annually renewed and may not be
40 used in conjunction with a deferral of the annual assessment as
41 described in Section 3. A senior citizen is someone who is eligible
42 for an Over-65 Homestead Exemption with the Harris County
43 Appraisal District.
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45 SECTION 5. Consistent with the Texas Property Code, the Association may
46 charge a reasonable fee for all property sales or transfers. This fee

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1 covers costs to prepare a Resale Certificate that may be requested
2 by the seller or transferor from the Association.
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5 ARTICLE IV. Board of Directors
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7 SECTION 1. The Board of Directors of the Association (the “Board”) consists
8 of eight directors (each, a “Director”), four of whom must be the
9 President, the Vice President, the Secretary, the Treasurer (each, an
10 Officer, and collectively, the “Executive Committee”). The
11 remaining four Directors are known as the “At-Large Directors,”
12 Positions 1, 2, 3 and 4, respectively. Each Director is elected by
13 the Members in accordance with Article V.
14

15 SECTION 2. The full term for each Director begins on January 1 after the
16 December General Meeting in which that Director was elected and
17 ends on December 31 of that year following the December General
18 Elections.
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20 SECTION 3. The officers shall serve for not more than two (2) consecutive one-
21 year terms or until his or her successor is elected.
22

23 SECTION 4. The Board of Directors must meet in all months in which no
24 General Meeting is scheduled. A quorum for all meetings of the
25 Board of Directors is five (5) Directors, or if one or more positions
26 are temporarily vacant, 50% of the directors plus one director.
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28 SECTION 5. If a vacancy in any of the positions of the Executive Committee
29 occurs, the remaining members of the Executive Committee must
30 appoint a Member in Good Standing to fill the vacancy for the
31 unexpired term.
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33 SECTION 6. If a vacancy in any of the four At-Large Director positions occurs,
34 the Board of Directors must appoint a Member in Good Standing
35 to fill the vacancy for the unexpired term.
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38 ARTICLE V. Elections
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40 SECTION 1. Prior to the General Meeting for the third quarter of the Fiscal Year
41 (the “September General Meeting”), the Board will publish in the
42 Association’s Newsletter an invitation for Members in Good
43 Standing to seek elected positions on the Board. The Association
44 may actively encourage and seek candidates from among all
45 Members in Good Standing. Any Member in Good Standing may
46 be nominated by any other Member or may nominate himself or

1 herself either prior to the September General Meeting or from the
2 floor during the September General Meeting. A Member in Good
3 Standing who would like to be a candidate, but who is unable to
4 attend the September General Meeting, may submit a written
5 request to run for office to a member of the Executive Committee
6 prior to the September General Meeting.
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8 SECTION 2. Notice of the election must be sent via first class U.S. Mail to all
9 Members, as recorded in the latest version of the Association's
10 database, at least fifteen (15) days prior to the last General Meeting
11 of the Fiscal Year (the "December General Meeting"). This notice
12 must include a mail-out ballot listing all the candidates and the
13 respective positions for which the candidates are running. This
14 notice also must include biographical statements submitted by each
15 candidate who chooses to do so.
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17 SECTION 3. All candidates must be Members in Good Standing. To be listed
18 on the mail-out ballot and to be eligible to submit a biographical
19 statement, the candidate must have been nominated in accordance
20 with Article V, Section 1. Ballots must provide space for write-in
21 candidates.
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23 SECTION 4. Each Member in Good Standing may complete the mail-out ballot
24 and return it to the address provided in the notice. A mail-out
25 ballot must have been received at that address by the day of the
26 December General Meeting in order for it to be counted. A
27 separate ballot must be provided at the December General Meeting
28 for each Member in Good Standing who chooses to vote at the
29 meeting instead of by mail. Members in Good Standing must vote
30 for the Board of Directors either by the mail-out ballot or by the
31 ballot provided at the December General Meeting. No other form
32 of ballot or proxy will be accepted.
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34 SECTION 5. The presiding officer must ensure that a quorum of the Members
35 exists before the ballots are counted. Once the ballots have been
36 counted, the presiding officer will announce the results of the vote.
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38 SECTION 6. A majority of the votes cast, inclusive of mail-out ballots received
39 by the day of the meeting and ballots cast at the meeting by
40 Members present entitled to vote, is required to win the election for
41 each office. If more than two candidates run for an office, none of
42 whom receives a majority of the vote, a runoff election between
43 the candidates receiving the most votes will be held. A majority of
44 the votes cast by the Members in Good Standing present in person
45 at the December General Meeting is required to win the runoff
46 election.

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SECTION 7. If the candidate elected is unable to serve, a vacancy will be deemed to have occurred and must be filled in accordance with Article IV, Section 5 or Section 6, as applicable.

SECTION 8. If the December General Meeting cannot be completed for any reason before the ballots are counted, then a Special Meeting must be called as soon as practicable thereafter, but in no event later than February 1 of the next Fiscal Year, in order to count the ballots. The ballots must be counted at the Special Meeting in accordance with the procedures set forth in Article V, Section 5. If any of the results of the election are invalidated for any reason, then a new election with respect to the invalidated results must be held, either at a Special Meeting called for that purpose or at the first General Meeting of the ~~new~~ next Fiscal Year, in accordance with this Article V. The previous office holders will maintain their positions and authority until the new Directors are elected for each position for which a new election is.

SECTION 9. The Board must appoint Members in Good Standing, preferably former Directors, to an Elections Committee that is responsible for preparing and mailing ballots and the accompanying biographical statements and for counting the votes.

ARTICLE ~~V~~VI. Duties of Officers

President

SECTION 1. It is the duty of the President to preside at all meetings of the Association and at all meetings of the Executive Committee, of which body he or she is Chairman. The President is also an *ex-officio* member of all Committees of the Association and serves as Chairman of the Board of Directors.

SECTION 2. The President must call meetings of the Board of Directors when he or she considers it necessary, or when three (3) or more Directors request the President to do so.

SECTION 3. The President, with the advice and consent of the Executive Committee, appoints Chairpersons to all standing Committees.

SECTION 4. The President has the authority to appoint *ad hoc* committees as deemed advisable, provided that either the President or another Officer is an *ex-officio* member of all *ad hoc* committees.

Vice President

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1 SECTION 5. In the absence of the President, the Vice-President has all the
2 power and prerogatives of the President and serves, upon request
3 of the President, as the official representative of the President at all
4 standing Committee meetings.

5 Secretary

6 SECTION 6. The Secretary records all resolutions and proceedings of the
7 meetings of the Association, Executive Committee and Board of
8 Directors in a permanent record retained for that purpose. The
9 Secretary issues all notices of meetings of the Executive
10 Committee and the Board of Directors, and performs all of the
11 customary duties pertaining to the office of Secretary. The
12 Secretary secures the dates and meeting locations for the General
13 Meetings, and ensures that signs are posted in the neighborhood
14 and notice is published in the newsletter reminding the Members of
15 upcoming General Meetings. Further, the Secretary notifies all
16 Board Members of Special Meetings that may be called from time
17 to time.

18 SECTION 7. The Secretary must obtain a register of the Members in Good
19 Standing for General or Special Meetings at which a vote requiring
20 a quorum is to be held.

21 Treasurer

22 SECTION 8. It is the duty of the Treasurer to receive all monies and to keep
23 same on deposit in one or more banking institutions insured by
24 the United States federal government (FDIC or FSLIC) approved
25 by the Board of Directors. The aggregate amount of all funds kept
26 on deposit at such institutions must be less than the maximum
27 amount of insurance provided per customer. Any investments
28 made will be restricted to short term (less than one year)
29 certificates of deposit insured by the United States federal
30 government or direct debt obligations of the federal government or
31 its agencies.

32 SECTION 9. All monies payable by the Association must be paid by checks or
33 wire transfer signed or initiated by any two Officers, one of whom
34 must be the Treasurer or the President. The Treasurer must report
35 the financial status of the Association at all General Meetings of
36 the Association, Board of Directors meetings or whenever
37 requested by the Executive Committee.

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1 ARTICLE VII. Committees

2 Section 1. The Executive Committee meets when called by the President, or,
3 in absence of the President, the Vice President. It consults with the
4 President on matters placed before it, and performs such other
5 duties as it periodically may determine. It is solely responsible for
6 hiring and terminating employees and independent contractors,
7 with the advice and recommendation of the appropriate Committee
8 chairperson. Neither the Willow Meadows Civic Club, nor its
9 Board or its Executive Committee, nor any other standing
10 Committee may employ the services of a management company.
11 A management company is defined as a company, managing agent,
12 agent, employee, or independent contractor, whose responsibility it
13 is to enforce the Restrictions on behalf of the Board.

14 SECTION 2. There are five standing Committees of the Association. Each
15 chairperson of a standing Committee must be a Member in Good
16 Standing and must be appointed by the President with the advice
17 and consent of the Executive Committee. A Committee chair may
18 only be removed by the President with the advice and consent of
19 the Executive Committee. The chairperson of each Committee is
20 responsible for recruiting Members in Good Standing to serve on
21 such Committee and thereafter must report to the Board of
22 Directors as directed by the Executive Committee. The five
23 standing Committees are known as the Security Committee, the
24 Maintenance and Beautification Committee, the Deed Restrictions
25 Committee, the Architectural Control Committee, and the Public
26 Relations Committee.

27 A. The Security Committee acts as liaison to the hired security
28 provider(s), coordinates all matters as needed to maintain
29 and monitor all security issues on behalf of the Association,
30 and reports all security information to the Executive
31 Committee and the Editor of the Newsletter. The Security
32 Committee comprises the chairperson, four (4) Board-
33 appointed residents (one from each geographical area
34 within the subdivision), two members from the Board of
35 Directors, and any other residents who volunteer for the
36 committee. The committee must meet every other month
37 (or more often, if required).

38 B. The Maintenance and Beautification Committee receives
39 and submits all proposals for improvement projects within
40 the Willow Meadows subdivision to the Executive
41 Committee, with its recommendation thereof, for final
42 consideration by the membership. The Maintenance and
43 Beautification Committee maintains the “Yard of the

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1 Month” program, and refers any deed restriction matters to
2 the Deed Restrictions Committee.

3 C. The Deed Restrictions Committee receives and processes
4 all alleged violations of the Restrictions. The Committee
5 patrols the subdivision regularly, reports on observed
6 violations, receives the complaints of alleged violations,
7 investigates and recommends to the Board of Directors
8 such action, including (if appropriate) formal legal action
9 as the Committee may deem necessary in order to enforce
10 the appropriate deed restrictions. The Executive
11 Committee may retain the services of an individual
12 (preferably, a Willow Meadows resident or home owner) as
13 an independent contractor to serve as the Deed Restrictions
14 Delegate. The Deed Restrictions Delegate receives and
15 processes all alleged violations, maintains a database of
16 past and current alleged violations, reports said violations
17 to the Deed Restrictions Committee, and, as instructed,
18 prepares and mails letters to potential violators. The Vice
19 President is an *ex-officio* member of this Committee.

20 D. The Architectural Control Committee, in compliance with
21 Article II of the Restrictions, is in charge of reviewing all
22 required plan submissions given to it or to any officer and
23 must communicate as required to the residential applicant
24 approval or denial of the submitted plan.

25 E. The Public Relations Committee is responsible for
26 promoting the good public image of Association and shall
27 be Co-Chaired by the Editor of the Willow Meadows
28 Newsletter and the Willow Meadows Web Page
29 Webmaster. The Committee is responsible for managing
30 the publication of the Willow Meadows Newsletter,
31 overseeing the Willow Meadows web page internet site,
32 and securing and monitoring advertising. The Committee
33 receives and reviews all submissions for publication in any
34 and all publications published by the Association.

35 SECTION 3. The term for each Committee chair begins on January 1 of the next
36 Fiscal Year beginning after the December General Meeting and
37 ends on December 31 of that Fiscal Year or at the time a new
38 Committee chair is appointed in accordance with Article VII,
39 Section 2.

40 SECTION 4. If a vacancy of any chair of a standing Committee occurs, the
41 President, with the advice and consent of the Executive
42 Committee, must appoint a Member in Good Standing to fill such
43 vacancy for the unexpired term.

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ARTICLE VIII. Meetings

SECTION 1. The President may call Special Meetings of the Members at his or her discretion, and must call Special Meetings of the Members (i) upon written request of fifteen (15) Members in Good Standing, (ii) at the request of a majority of the Board or, (iii) whenever in the judgment of the President, the welfare of the Association requires it. The agenda of the Special Meeting must be specific to the purpose stated in the call for the Special Meeting.

SECTION 2. The Secretary must give notice of each General Meeting by publication in the newsletter and on the Willow Meadows web page to every Member. Notice of a Special Meeting must be mailed out via first class, U.S. Mail at least ten (10) calendar days prior to the meeting and must state the purpose for which such Special Meeting is called.

SECTION 3. The order of business at each General Meeting must include, but is not limited to, the following:

- (a) Reading of the minutes of the last meeting,
- (b) Treasurer's Report,
- (c) Committee Reports,
- (d) Unfinished Business,
- (e) New Business,
- (f) Program or Miscellaneous,
- (g) Notification of next regular meeting, and
- (h) Adjournment.

The President may alter the order of Business at the General meeting at his or her discretion in order to accommodate special guests or speakers or to address specific topics of importance to the members.

ARTICLE IX. Rules of Order

SECTION 1. Robert's Rules of Order, Revised, determines the conduct of business at all meetings of the Association, its governing bodies and Committees, except where inconsistent with these By-Laws.

SECTION 2. The President may appoint a Member in Good Standing to serve as Parliamentarian, who will advise on all questions of procedure and

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1 will see that the Association's meetings are conducted according to
2 these By-Laws.

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5 ARTICLE X. Amendments to the By-Laws

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7 SECTION 1. These By-Laws may be amended at any General or Special
8 Meeting.

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10 SECTION 2. A copy of the proposed (s), accompanied by a mail-out ballot,
11 must be sent via first class, U. S. Mail to all Members, as recorded
12 in the latest version of the Association's database, at least 30 days
13 prior to the General or Special Meeting at which the amendment is
14 submitted for a vote. Discussion of the proposed amendment(s)
15 must be held at a General or Special Meeting prior to the mailing
16 of the proposed amendment(s) and ballots to the Members.

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18 SECTION 3. Each Member in Good Standing may complete the mail-out ballot
19 and return it to the address provided with the mail-out ballot. A
20 mail-out ballot must have been received at that address by the day
21 of the General or Special Meeting in order for it to be counted. A
22 separate ballot must be provided at the meeting for each Member
23 in Good Standing who chooses to vote at the meeting instead of by
24 mail. Members in Good Standing must vote on the proposed
25 amendment(s) either by the mail-out ballot or by the ballot
26 provided at the meeting. No other form of ballot or proxy will be
27 accepted.

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29 SECTION 4. An amendment must be approved by a two-thirds majority of the
30 votes cast, inclusive of mailout ballots received by the day of the
31 meeting and ballots cast at the meeting by Members present
32 entitled to vote.

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34 SECTION 5. The Elections Committee is responsible for counting the votes on
35 the proposed amendment(s).

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39 ARTICLE XI. Removal

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41 SECTION 1. Any elected Director or Officer of the Association may be
42 removed for cause from office by a two-thirds vote of the
43 Members in Good Standing present at a General or Special
44 Meeting, provided that notice of the proposed removal has been
45 given pursuant to Article VIII, Section 2.

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ARTICLE XII. Expenditures

SECTION 1. All expenditures of funds of the Association for operations in accordance with the approved budget must be authorized by the Board, which may direct the Treasurer, in advance, to pay all bills incurred or to be incurred by the Association; provided, however, that the Board may, at the beginning of its term, authorize the Treasurer to pay for the necessary stationery, stamps, and the cost of holding meetings and no further authorization therefore will be necessary during the remaining term of such Board.

SECTION 2 The Treasurer must present a proposed operating budget for the coming Fiscal Year to the Board for approval at the November Board meeting and then to the Members at the December General Meeting. The proposed operating budget, accompanied by a mailout ballot, must be sent via first class U. S. Mail to all Members at least fifteen (15) days before the December General Meeting. Each Member in Good Standing may complete the mail-out ballot and return it to the address provided with the mail-out ballot. A mail- out ballot must have been received-at that address by the day of the General or Special Meeting in order for it to be counted. A separate ballot must be provided at the meeting for each Member in Good Standing who chooses to vote at the meeting instead of by mail. Members in Good Standing must vote on the proposed operating budget either by the mail- out ballot or by the ballot provided at the meeting. No other form of ballot or proxy will be accepted. The operating budget must be approved by a majority of the votes cast, inclusive of mail-out ballots received by the day of the meeting and ballots cast at the meeting by Members present entitled to vote.

SECTION 3. If the December General Meeting cannot be completed for any reason before the ballots are counted, then a Special Meeting must be called as soon as practicable thereafter, but in no event later than February 1 of the next Fiscal Year, in order to count the ballots. If the vote is invalidated for any reason, then a new vote must be held, either at a Special Meeting called for that purpose or at the first General Meeting of the next Fiscal Year. The previous operating budget will continue until the new vote is held.

SECTION 4. The Treasurer must present a proposed capital budget for the coming Fiscal Year to the Board for approval at the November Board meeting and then to the Members at the December General Meeting. The proposed capital budget, accompanied by a mail-out ballot, must be sent via first class U.S. Mail to all Members at least

1 fifteen (15) days before the December General Meeting. Each
2 Member in Good Standing may complete the mail-out ballot and
3 return it to the address provided with the mail-out ballot. A mail-
4 out ballot must have been received at that address by the day of the
5 December General Meeting in order for it to be counted. A
6 separate ballot must be provided at the meeting for each Member
7 in Good Standing who chooses to vote at the meeting instead of by
8 mail. Members in Good Standing must vote on the proposed
9 capital budget either by the mail-out ballot or by the ballot
10 provided at the meeting. No other form of ballot or proxy will be
11 accepted. The capital budget must be approved by a majority of
12 the votes cast, inclusive of mailout ballots received by the day of
13 the meeting and ballots cast at the meeting by Members present
14 entitled to vote.
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16 SECTION 5. The Executive Committee may authorize emergency expenditures
17 deemed necessary to protect the welfare of the Association. All
18 such expenditures must be disclosed to the Members at the next
19 General or Special Meeting following the expenditure, if they have
20 not previously been disclosed by Publication. The Executive
21 Committee may not authorize an emergency expenditure greater
22 than the amount existing in the Association's cash reserve.
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24 SECTION 6. A budget, operating or capital, may be amended by a vote of the
25 Members in Good Standing. A copy of the proposed amendment,
26 accompanied by a ballot, must be sent via first class U.S. Mail to
27 all Members, as recorded in the latest version of the Association's
28 database, at least fifteen (15) days prior to the General or Special
29 Meeting at which the amendment is submitted. Each Member in
30 Good Standing may complete the mail-out ballot and return it to
31 the address provided with the mail-out ballot. A mail-out ballot
32 must have been received at that address by the day of the General
33 or Special Meeting in order for it to be counted. A separate ballot
34 must be provided at the meeting for each Member in Good
35 Standing who chooses to attend the meeting and to cast his or her
36 ballot at the meeting instead of by mail. Members in Good
37 Standing must vote on the proposed amendment either by the mail-
38 out ballot or by the ballot provided at the meeting. No other form
39 of ballot or proxy will be accepted. The amendment must be
40 approved by a majority vote of the votes cast, inclusive of mail -
41 out ballots (received by the time of the meeting) and ballots cast at
42 the meeting by Members present entitled to vote.
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44 SECTION 7. The Board may approve charitable, non-political donations to be
45 made to non-profit organizations in a reasonable amount for any

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1 purpose that the Board deems to be in the best interest of Members
2 of the Association.

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5 ARTICLE XIII. Bonding

6 SECTION 1. The Board must procure Fidelity Bonding on behalf of the
7 Association for the faithful accounting of such funds, with surety
8 or sureties satisfactory to the Board. The Fidelity Bonding must be
9 specifically on the behalf of all Directors and/or employees that
10 have financial signature authority or who handle WMCC's
11 receivables or payables.

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13 ARTICLE XIV. Insurance

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15 SECTION 1. The Board must budget for and maintain a policy of insurance, the
16 premium of which must be paid for by the Association, that
17 indemnifies each Board member for any liability resulting from the
18 exercise and performance of duties of that Board member's office.
19 The Board may procure other insurance for the benefit of the
20 Association as deemed necessary.

21
22 ARTICLE XV. Enforcement of Deed Restrictions

23
24 SECTION 1. It is the duty and obligation of the Board, by and through its
25 authority under the Restrictions, to enforce, fairly and consistently,
26 alleged violations of the Restrictions.

27
28 SECTION 2. All alleged violations of the Restrictions, except instances when
29 the only violation is non-payment of the annual assessment, must
30 be processed in a timely and efficient manner with the order of
31 enforcement being as follows: (1) contact, or attempt to contact,
32 the alleged violator in person or by phone requesting that they cure
33 the violation and send follow-up letter by first class US Mail; (2) if
34 no response within seven days, mail letter by first class U.S. Mail
35 and by certified U.S. mail, return receipt requested; (3) if the
36 homeowner fails to respond within the time period established in
37 the Deed Restrictions, mail letter again by same means stating that
38 no satisfactory and immediate response will result in handing
39 matter over to retained counsel for prosecution upon approval by
40 the Board of Directors; (4) once referred to retained counsel,
41 counsel sends letter requesting compliance; and (5) if still no
42 satisfactory response, counsel will file claim in State District court.
43 Each member, in accordance with the Texas Property Code, is
44 entitled to a hearing regarding an alleged violation of the

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1 Restrictions by the Member. Under no circumstances may the
2 Board retain counsel on a contingency fee basis.

3
4 SECTION 3. If a Member has failed to pay his or her annual assessment as of
5 the due dates established in the Restrictions and has not turned in a
6 deferral form as established in these By-Laws at Article III,
7 Section 3, the Board must seek to secure payment in the following
8 manner: (1) mail letter to the Member with past due statement by
9 first class U.S. Mail and by certified U.S. mail, return receipt
10 requested; (2) if still no response from the member, mail letter to
11 the Member again by same means stating that no response will
12 result in handing matter over to retained counsel for prosecution;
13 (3) once referred to retained counsel, counsel sends letter to the
14 Member requesting compliance; (4) if still no response, counsel
15 will timely file a claim in a Harris County Justice of the Peace
16 Court; (5) upon a favorable judgment from the Court, the Board
17 shall then request an "Abstract of Judgment" from the court clerk,
18 which document evidences the judgment; (6) the Board will
19 request the sheriff to serve a "Writ of Execution" on the Member;
20 (7) if no payment, the Abstract of Judgment will then be filed of
21 record in the Official Public Records of Real Property for Harris
22 County and shall be paid upon transfer of title of the property. As
23 necessary, the Board shall extend the lien period in order to
24 prevent the lien from lapsing. Under no event may the Board retain
25 counsel on a contingency fee basis and any fees recovered from the
26 Member may not exceed one hundred (100) percent of the amount
27 owed to the Association, including court costs and interest. The
28 Board is prohibited from seeking a non-judicial or judicial
29 foreclosure of any lot solely for non-payment of the annual
30 assessment.

