

# Bylaws

BY-LAWS  
OF  
VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 5858 Westheimer Road, Suite 404, Houston, Texas, 77057, but meeting of members and directors may be hold at such places within the State of Texas, County of Harris, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

SECTION 1. "Association" shall mean and refer to VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., its successor and assigns.

SECTION 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants and Restrictions, and such additions there to as may hereafter be brought within the jurisdiction of the Association.

SECTION 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

SECTION 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties with the exception of the Common Area.

SECTION 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

SECTION 6. "Declarant" shall mean and refer to BERG DEVELOPMENT COMPANY, INC., a Texas corporation, its successors and assigns, if such successors or assigns should acquire more than one developed Lot from the Declarant for the purpose of development.

SECTION 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions applicable to the Properties recorded in the Deed Records of Fort Bend County, Texas.

SECTION 8. "Members" shall mean and refer to those persons entitled to membership as provided in the Declaration.

### ARTICLE III

#### MEETING OF MEMBERS

SECTION 1. ANNUAL MEETING. The first annual meeting of the members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 7:30 o'clock p.m. If the day for the annual meeting of the members is a holiday, or a Saturday or Sunday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

SECTION 2. SPECIAL MEETINGS. Special Meetings of the members may be called at any time by the President or by the Board of Directors or upon written request of the members who are entitled to vote, one-fourth (1/4) of all the class A membership.

SECTION 3. NOTICE of MEETINGS. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each member entitled to vote thereat addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. 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.

SECTION 4. QUORUM. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote

thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

SECTION 5. PROXIES. At all meetings of members, each member may vote in person or by proxy. 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.

#### ARTICLE IV

##### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

SECTION 1. NUMBER. The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association.

SECTION 2. TERM of OFFICE. At the first annual meeting, the members shall elect one third of the directors for a term of one year, one third of the directors for a term of two years and one third of the directors for a term of three years; and at each annual meeting thereafter the members shall elect one third of the directors for a term of three years.

SECTION 3. QUALIFICATION. No person shall be elected as a member of the Board or shall continue to serve as a member of the Board if he is more than sixty days delinquent in his financial obligations to the Association and a lien has been filed against his lot.

SECTION 4. REMOVAL. 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.

SECTION 5. COMPENSATION. No director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

SECTION 6. 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.

## ARTICLE V

### NOMINATION AND ELECTION OF DIRECTORS.

SECTION 1. NOMINATION. Nomination for election to the Board of Directors shall be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

SECTION 2. ELECTION. Election to the Board of Directors shall be by secret written ballot. At such election the members 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

SECTION 1. REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

SECTION 2. SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two (2) directors, after not less than three (3) days notice to each Director.

SECTION 3. 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.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

SECTION 1. POWERS. The Board of Directors shall have the power

to:

(a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such right may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

(e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

SECTION 2. DUTIES. It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;

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

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) cause the Common Area to be maintained.

## ARTICLE VIII

### OFFICERS AND THEIR DUTIES

SECTION 1. ENUMERATION of OFFICERS. The officers of the Association shall be a president and vice president, who shall at all time be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

SECTION 2. ELECTION of OFFICERS. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

SECTION 3. TERM. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

SECTION 4. 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.

SECTION 5. RESIGNATION and REMOVAL. Any officer may be removed from office with or without cause by the Board. 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, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 6. VACANCIES. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

SECTION 7. MULTIPLE OFFICES. The offices of secretary and treasurer may be held by the same person. 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 4 of this Article.

SECTION 8. DUTIES. The duties of the officers are as follows:

P R E S I D E N T

(a) The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deed and other written instruments and shall co-sign all promissory notes.

V I C E P R E S I D E N T

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

S E C R E T A R Y

(c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it in all papers requiring said seal; 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 duties as required by the Board.



## TREASURER

(d) The Treasurer may receive and deposit in appropriate bank accounts all monies of the Association and may disburse such funds as directed by resolution of the Board of Directors; shall sign all promissory notes of the Association and may disburse such funds as directed by resolution of the Board of Directors; shall sign all promissory notes of the Association; may keep proper books of account; shall cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures and deliver a copy of each to the members at least thirty days before the beginning of the fiscal year. The treasurer may delegate the accounting activities to a management company or paid employee.

## ARTICLE IX

### COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

## ARTICLE X

### BOOKS AND RECORDS

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

The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

## ARTICLE XI

### CORPORATE SEAL

The Association may have a seal in circular for having within its circumference the words: VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC.

ARTICLE XII

AMENDMENTS

SECTION 1. These By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is Class B membership.

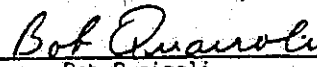
SECTION 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declarations and these By-Laws, the Declaration shall control; and in the case of any conflict between the Declaration and the Articles, the Declaration shall control.

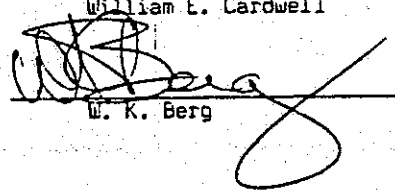
ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the day of Incorporation.

IN WITNESS WHEREOF, we, being all of the Directors of VILLAGE OF DAK LAKE HOMEOWNERS ASSOCIATION, INC., have hereunto set out hand this \_\_\_ day of \_\_\_\_\_, 1985.

  
\_\_\_\_\_  
Bob Quairol

William E. Cardwell  
  
\_\_\_\_\_  
W. K. Berg

THE STATE OF TEXAS     ()  
                                  ()  
COUNTY OF HARRIS     ()

BEFORE ME, the undersigned authority, on this day personally appeared Bob Quairoli, William E. Cardwell, and W. K. Berg, known to me to be the persons whose names are subscribed to the foregoing instrument as Directors of VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., a corporation, and acknowledged to me that they executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 11<sup>th</sup> day of January, 1985.

Paula Siepert Phelps  
Notary Public in and for  
Harris County Texas  
PAULA SIEPERT-PHELPS  
Notary Public, State of Texas  
My Commission Expires October 11, 1987  
Bonded by Lovett Agency, Lawyers Surety Corp.

CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of the VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., a Texas Corporation; and

That the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the \_\_\_ day of \_\_\_\_\_, 1985.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association, this \_\_\_ day of \_\_\_\_\_, 1985.

Melba Gallott  
Secretary

# Bylaw Amendment



**ADDITIONAL DEDICATORY INSTRUMENTS**  
**FOR**  
**VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC.**

THE STATE OF TEXAS           §  
  §  
COUNTY OF FORT BEND       §

BEFORE ME, the undersigned authority, on this day personally appeared LeJean Griffith, who, being by me first duly sworn, states on oath the following:


"My name is LEJEAN GRIFFITH, I am over twenty-one (21) years of age, of sound mind, capable of making this affidavit, authorized to make this affidavit, and personally acquainted with the facts herein stated:

"I am the Manager of VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC. Pursuant with Section 202.006 of the Texas Property Code, the following documents, in addition to the previously recorded Declarations, Covenants and Conditions for Village of Oak Lake Homeowners Association, Inc., are copies of the original official documents from the Association's files:

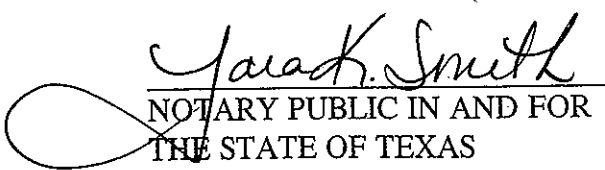
**First Amendment to Bylaws**

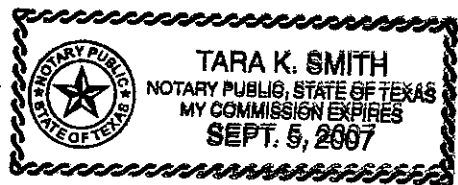
DATED this 8<sup>th</sup> day of March, 2004.

VILLAGE OF OAK LAKE  
HOMEOWNERS ASSOCIATION, INC.

BY:   
LEJEAN GRIFFITH, Manager

SUBSCRIBED AND SWORN TO BEFORE ME by the said LEJEAN GRIFFITH, on this the 8<sup>th</sup> day of March, 2004.

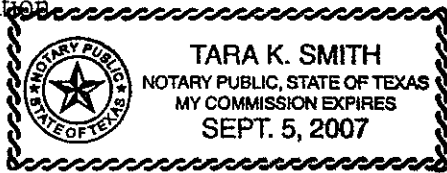
  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS

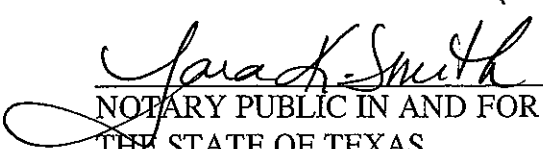


THE STATE OF TEXAS §

COUNTY OF FORT BEND §

THIS INSTRUMENT was acknowledged before me on this the 8<sup>th</sup> day of March, 2004, by LEJEAN GRIFFITH, Manager of VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., a Texas non-profit corporation, on behalf of said corporation



  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS

After recording return to:

DAUGHTRY & JORDAN, P.C.  
17044 El Camino Real  
Houston, Texas 77058

**AMENDMENT TO  
BY-LAWS**

**OF**

**VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC.  
A TEXAS NON-PROFIT CORPORATION**

WHEREAS, the Bylaws of Village of Oak Lake Homeowners Association, Inc. were executed on January 16, 1985 and recorded in the Official Records of Real Property of Fort Bend County, Texas under County Clerk's File Number 2001105244;

WHEREAS, Article XII, Section 1 of the Bylaws of Village of Oak Lake Homeowners Association, Inc. (hereinafter "Bylaws") provides that the Bylaws can be amended at a regular or special meeting of the Members by a vote of a majority of a quorum of members present in person or by proxy; and

WHEREAS, at a meeting of the membership, the Members voted to amend Article IV, Section 1 of the Bylaws;

NOW THEREFORE, Article IV, Section 1 is hereby amended to read as follows:

Section 1. Number. The affairs of this Association shall be governed by a Board of five (5) Directors, all of whom must be resident owners of a lot under the jurisdiction of the Village of Oak Lake Homeowners Association, Inc., and further, must reside on said lot.

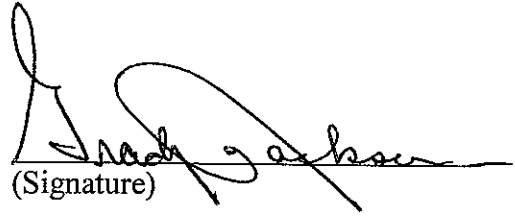
Nothing herein is intended to alter, modify or amend the Bylaws except as specifically provided hereinabove.

**CERTIFICATION**

I, the undersigned, am the duly elected and acting Secretary of VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., a non-profit corporation, and I do hereby certify:

That the within and foregoing Amendment to Bylaws of Village of Oak Lake Homeowners Association, Inc. was properly adopted as of the 9<sup>th</sup> day of Feb, 2004, that same, in addition to the original Bylaws, do now constitute the Bylaws of said corporation.

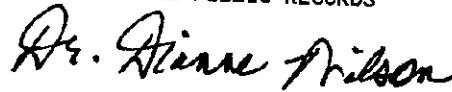
IN WITNESS WHEREOF, I have executed this Amendment to Bylaws to be effective as of  
the 8 day of March, 2004.

  
(Signature)

GRADY A. JACKSON  
(Print Name)  
Secretary, Village of Oak Lake  
Homeowners Association, Inc.

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS



2004 Mar 18 03:25 PM

2004031850

RM \$13.00

Dianne Wilson, Ph.D. COUNTY CLERK  
FT BEND COUNTY TEXAS