

**HUNTER'S CHASE  
PROPERTY OWNERS ASSOCIATION, INC**

**By-Laws**

BYLAWS  
OF  
HUNTER'S CHASE PROPERTY  
OWNERS ASSOCIATION, INC.

ARTICLE ONE  
NAME AND LOCATION

Section 1.01. The name of the corporation is Hunter's Chase Property Owners Association, Inc., hereinafter referred to as the "Association".

Section 1.02. The initial registered office of the corporation shall be located at 4412 Spicewood Springs Road, Suite 1000, Austin, Texas, but meetings of members and directors may be held at such places within the State of Texas as may be designated by the Board of Directors.

ARTICLE TWO  
DEFINITIONS

Section 2.01. "Association" shall mean and refer to Hunter's Chase Property Owners Association, Inc., its successors and assigns.

Section 2.02. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 2.03. "Lot" shall mean any portion of the Property designated as a lot by the placement of a lot number therein on the Preliminary Plan, HUNTER'S CHASE, on file with and having been approved by the Planning Commission of the City of Austin, Texas, on January 27, 1981, file No. C8-80-79, as the same has been and as it may be amended by the filing of subdivision plats with the County Clerk of Williamson County, save and except those tracts of land subdivided as Lot 17, Block D, and Lot 17, Block K, HUNTER'S CHASE SECTION THREE, as recorded in Cabinet E, Slides 243-245, Plat Records of Williamson County, Texas.

Section 2.04. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of fee simple title to any Lot which is a part of the Property. The term does not include those having in interest in a Lot merely as security for the performance of an obligation.

Section 2.05. "Property" or "Properties" shall mean and refer to that certain real property defined as such in the Declaration.

Section 2.06. "Declarant" shall mean and refer to C.G.C. Development, Ltd., and its successors and assigns as described in the Declaration.

Section 2.07. "Declaration" shall mean and refer to the Declaration of Covenants for Common Areas, Hunter's Chase Subdivision.

Section 2.08. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

### ARTICLE THREE MEETING OF MEMBERS

Section 3.01. Annual Meetings. The annual meeting of the members shall be held on the first Monday in April of each year. Provided, however, that should said date in any year fall upon a legal holiday, then the annual meeting for that particular year shall be held on the next succeeding day which is not a holiday.

Section 3.02. Special Meetings. Special meetings of the members may be called at any time by the president, by the Board of Directors, or upon written request of the members who are entitled to vote one-tenth (1/10) of all the votes of the membership.

Section 3.03. 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 15 days, but not more than 30 days, before such meeting to each member entitled to vote thereat as shown by the records of the Association on the fifth (5th) day preceding the mailing of such notice, 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, and shall be deemed delivered when deposited in the United States Mail addressed to the member at his address as set out above.

Section 3.04. Quorum. The presence of the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. 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 3.05. 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, and shall

ARTICLE FOUR  
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 4.01. 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 4.02. Term of Office. At the first annual, the members shall elect three directors for a term of one year, and to serve thereafter until their successors shall have been elected and qualified.

Section 4.03. Removal. Any director may be removed from the Board with or without cause, by a majority vote of the members of the Association.

Section 4.04. Vacancies. In the event a vacancy occurs on the Board by virtue of death, resignation or removal of a director, or for any other reason, the remaining members of the Board shall appoint a successor who shall serve until the next annual members meeting, at which time the members shall elect a successor who shall fill out the unexpired term of his predecessor.

Section 4.05. 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 in performance of his duties.

Section 4.06. 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 FIVE  
NOMINATION AND ELECTION OF DIRECTORS

Section 5.01. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting subject to procedural rules adopted by the Board. Such rules shall not be established so as to exclude any member desiring to be a candidate or desiring to submit the name of a candidate from so doing. 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, to serve from the close of such annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board 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 5.02. 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 SIX MEETINGS OF DIRECTORS

Section 6.01. 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 6.02. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association or by any two directors, after not less than three (3) days' notice to each director.

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

#### ARTICLE SEVEN POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 7.01. Powers. The Board of Directors shall have 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 of the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 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 Bylaws, the Articles of Incorporation, or the Declaration, 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 7.02. 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 members at 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 monthly assessments against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within fifteen (15) days after due date and/or 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 of Directors for the issuance of these certificates. If a certificate states an assessment has been paid, such 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 EIGHT  
OFFICERS AND THEIR DUTIES**

Section 8.01. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who at all times be members of the Board of Directors, a secretary and a treasurer, and such other officers as the Board of Directors may from time to time by resolution create.

Section 8.02. 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 8.03. Term. The officers of this Association shall be elected annually by the Board of Directors and each shall hold office for one (1) year, or until his successor shall be elected and qualify to replace him, unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

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

Section 8.5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign any time by 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 8.06. 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 8.07. 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 8.04 of this Article.

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

(a) President: The president shall preside at all meetings of the Board of Directors; shall see that the orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all promissory notes, and promissory checks from such accounts as the Board may from time to time determine.

(b) **Vice-President:** 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.

(c) **Secretary:** 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 on 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 other duties as required by the Board.

(d) **Treasurer:** The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall cause the disbursements of such funds as directed by resolution of the Board of Directors; shall co-sign all promissory notes and checks from such accounts as the Board may from time to time determine; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall be the chief officer responsible for the preparation of an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the member.

#### **ARTICLE NINE COMMITTEES**

The Association shall appoint a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

#### **ARTICLE TEN 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 Bylaws 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 ELEVEN ASSESSMENTS**

As more fully provided in the Declaration, each member is obligated to



pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of interest to be set by the Board of Directors at the time the assessment is made, and the Association may bring an action at law against the Owner personally obligated to pay the same or may foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of his Lot.

**ARTICLE TWELVE  
AMENDMENTS**

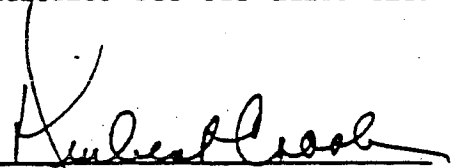

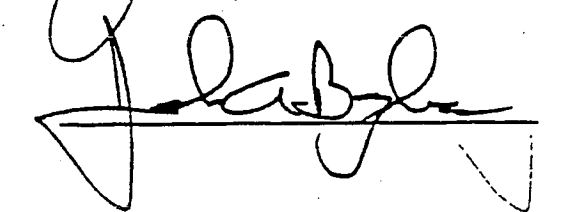
Section 12.01. The power to alter, amend or repeal these Bylaws or to adopt new Bylaws, subject to repeal or change by action of a majority of vote of the members, shall be vested in the Board of Directors.

Section 12.02. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

**ARTICLE THIRTEEN  
MISCELLANEOUS**

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

IN WITNESS WHEREOF, we, being all of the Directors of the Hunter's Chase Property Owners Association, Inc., have hereunto set our hands this 23rd day of April, 1984.

  
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STATE OF TEXAS

COUNTY OF WILLIAMSON

AMENDMENT TO BYLAWS OF  
HUNTER'S CHASE PROPERTY OWNERS ASSOCIATION, INC.

Whereas the Bylaws of Hunter's Chase Property Owners Association, Inc. were recorded in Document #199982657 of the Official Public Records of Williamson County, Texas, and whereas those Bylaws govern a property owners association referenced in the Declaration of Covenants for Common Areas, filed of record in Volume 1017, Page 4-7, of the Official Public Records of Williamson County, Texas;

Whereas the Bylaws for the Association provide that the Board of Directors of the Association may amend the Bylaws, and the Board of Directors in a meeting September 19, 2005, approved by at least a majority vote the following amendments to the Bylaws, the Bylaws are hereby amended as follows:

Article 3, Section 3.01, is amended to read in its entirety:

"Section 3.01. Annual meetings: The annual meeting of the members shall be held on the first Monday in April of each year, or on such other date as the Board of Directors in its discretion may determine."

Article 3, Section 3.04, is amended to read in its entirety:

"Section 3.04. Quorum: The presence at the meeting of members entitled to cast, in person or by proxy, one-tenth of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have the power, by majority vote, to adjourn the meeting from time to time, without notice other than announcement at the meeting, and reconvene the meeting at any time, at which time the persons entitled to vote represented in person or by proxy at the reconvened meeting shall be deemed to constitute a quorum."

Article 7, Section 7.01(a) is hereby amended to read in its entirety:

"Section 7.01(a). Adopt and publish rules and regulations governing the use of the Property, including the personal conduct of the members and their guests thereon, and to establish penalties for the infraction of the Declaration, Bylaws, Rules, or any other governing documents."

Hunter's Chase Property Owners Association, Inc.

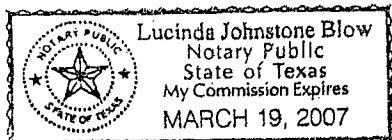
By Debbie Hunt

Title President

STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on the 7th day of October, 2005, by Debbie Hunt in the capacity stated above.



[Signature]  
Notary Public, State of Texas

After recording, please return to:

Niemann & Niemann, L.L.P.

Attorneys At Law

Westgate Building, Suite 313

1122 Colorado Street

Austin, Texas 78701

FileServer:CLIENTS:HuntersChase(NOTtheEstates):BylawsAmend92005.doc

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS 2005083805

Nancy E. Rister

10/20/2005 09:50 AM

CARRILLO \$20.00

NANCY E. RISTER, COUNTY CLERK

WILLIAMSON COUNTY, TEXAS