

BYLAWS OF UNION CREEK MEADOWS PROPERTY OWNERS ASSOCIATION (MAY 21, 1995)

ARTICLE I — Name, purpose and location

We, the people of Onion Creek Meadows, establish the Onion Creek Meadows Property Owners Association, hereinafter referred to as the "Association", to further the quality of life through the betterment of our civic condition, environment, health, safety and general welfare. The principal office of the Association shall be located at the residence of the elected secretary and treasurer of said Association, but meetings of members and directors may be held at such places within the State of Texas, County of Travis, as may be designated by the Board of Directors.

ARTICLE II — Definitions

Section 1

"Association" shall mean and refer to Onion Creek Meadows Property Owners Association, its successors and assigns.

Section 2

"Properties" shall mean and refer to any real property owned, purchased, dedicated, donated, etc., with the conditions of the declarations and such additions thereto 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 seller but excluding those having such interest merely as security for the performance of an obligation.

Section 6

"Declarant" shall mean and refer to any lot owner of Onion Creek Meadows, its successors and assigns.

Section 7

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

Section 8

"Member" shall mean and refer to any lot owner entitled to membership as provided in these Bylaws and whose dues are currently paid.

Section 9

"Duplex" shall mean any multifamily dwelling.

ARTICLE III — Membership and Voting Eligibility

Section 1 (Membership)

Each person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenant of record to dues by the Association, including contract sellers, shall be eligible for membership in the Association.

Section 2 (Voting)

Each Association member is eligible for one vote per lot owned, provided he is a member in good standing. When multiple owners of a lot exist, they shall collectively cast no more than one vote for that lot.

ARTICLE IV — Meetings

Section 1

The regular annual meeting of the members shall be held on or within ten days of May 7 (the anniversary date of the Association) each year.

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 one-fourth (1/4) of all of the members who are entitled to vote.

Section 3 (Notice of Meeting)

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 vote of the members shall constitute a quorum for any action except as otherwise provided in 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 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 V -- Board of DirectorsSection 1 (Number)

The affairs of this Association shall be managed by a Board of Directors consisting of nine members.

Section 2 (Term of Office)

At the first meeting of the Association, the members shall elect three directors for a term of one year, three directors for a term of two years, and three directors for a term of three years. At each annual meeting thereafter, the members shall elect three directors for a term of three years,.

Section 3 (Removal from Office)

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 Directors of the Board and shall serve for the unexpired term of his predecessor.

Section 4 (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 5 (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 VI -- Nomination and election of directorsSection 1 (Nominations)

Nominations for election to the Board of Directors may be made by an appointed Nominating Committee of three members. In addition to the nominees by the Committee, nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a chairperson, who shall be a member of the Board of Directors and two 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 until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee may make as many nominations for election to the Board of Directors as it may in its discretion determine but not less than the number of vacancies that are to be filled.

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 Article III of these Bylaws. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VII -- Meetings of DirectorsSection 1 (Regular Meetings)

Regular meetings of the Board of Directors shall be held quarterly at such place and hour as may be fixed by resolution of the Board.

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 directors, after not less than three 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 VIII -- Powers and Duties of the Board of DirectorsSection 1 (Powers)

- (A) Adopt and publish rules and regulations governing the use of any Common Area and facilities, the personal conduct of the members and their guests thereon and to establish penalties for the infraction thereof.
- (B) 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 or the Declaration.
- (C) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three consecutive regular meetings of the Board of Directors, and
- (D) Employ an independent contractor or such other persons as they deem necessary, and to prescribe their duties with the assent of two-thirds (2/3) of the members entitled to cast a vote.

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 members at the annual meeting of the members, or any special meeting when such statement is requested in writing by one-fourth (1/4) of the 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) Fix the amount of the annual dues for each lot at least thirty (30) days in advance of each annual meeting, and send written notice of dues to every owner subject thereto at least thirty (30) days in advance of each annual meeting.
- (D) Issue, or to cause an appropriate officer to issue, upon receipt of dues paid by a member, a certificate of evidence of such payment.
- (E) Procure and maintain adequate liability and hazard insurance on property owned by the Association.
- (F) Cause all officers having fiscal responsibilities to be bonded as it may deem appropriate
- (G) Cause the Common Area to be maintained.

ARTICLE IX -- Officers and Their Duties

Section 1 (Enumeration of Officers)

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

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 year unless he shall sooner resign, or shall be removed, or otherwise shall be disqualified to serve.

Section 4 (Multiple Officers)

The office 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.

Section 5 (Duties)

The duties of the officers are as follows:

PRESIDENT -- 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 checks and promissory notes.

VICE-PRESIDENT -- The vice president shall act in the absence of the president or if the president is unable to act. He/she shall discharge such other duties as may be required by the board.

SECRETARY -- The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members, 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.

TREASURER-- The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association disburse such funds as directed by resolution of the Board of Directors, shall co-sign all checks and promissory notes of the Association, keep proper books of accounts, cause an annual audit of the Association books to be made at the completion of each fiscal year, and shall prepare an annual budget and statement of income and expenditures to be represented to the membership at its regular annual meeting and deliver a copy of each to the members.

ARTICLE X -- 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 for carrying out the purposes of the Association.

ARTICLE XI -- Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours and by appointment only, be subject or available to inspection by any member. The Declaration 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 XII -- Amendments

Section 1

These Bylaws may be amended at a regular or special meeting of the members by a vote of a majority of a quorum of the members present in person or by proxy.

Section 2

In the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XIII -- Miscellaneous

The fiscal year of the Association shall begin on the first day of July and end on the 30 day of June each year.

WITNESSING that amendments to the Association's Bylaws properly adopted at the annual meetings of members on May 8, 1986, May 17, 1992, May 15, 1994, and May 21, 1995, are reflected in this version, we, being all of the directors of the Onion Creek Meadows Property Owners Association, have hereunto set our hands this 25th day of May, 1995.

NAME

ADDRESS

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William Hamilton 12903 Ben Milam Dr.

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Donald W. Riley 107 Bermuda Dr

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