

**RESTATED BYLAWS
OF
HOPES LANDING PROPERTY OWNERS ASSOCIATION, INC.
A TEXAS NON-PROFIT CORPORATION**

**ARTICLE I
NAME AND LOCATION**

The name of the corporation is Hopes Landing Property Owners Association, Inc., hereinafter referred to as "the Association". The Association's Certificate of Incorporation's File Number is 800057544, dated February 21, 2002. The office for service is 302 County Road 2938 N, Pittsburg, Texas 75686 and the local mailing address is 699 County Road 2930, Pittsburg, Texas 75686. Meetings of the Directors/Officers may be held at such places within the State of Texas as may be designated by the Board of Directors.

**ARTICLE II
MEMBERS**

Section 2.1 The members of the Association shall include all lot owners in Hopes Landing, a subdivision in Titus County, Texas.

Section 2.2 Any person on becoming a lot owner shall automatically become a Member of the Association and be subject to these Bylaws and the Deed Restrictions.

Section 2.3 All members shall be obligated to pay the annual maintenance charge as set out in the Deed Restrictions. Said maintenance charge shall be collected by the Association to meet the expenses of the Association.

Section 2.4 In the event a member leases their property, the member/lot owner still holds the responsibility of payment of the annual maintenance charge. And, the owner/lessor shall inform the lessee of Hopes Landing Property Owners Association's Restrictions and Bylaws and that they must abide by these documents the same as any lot owner in Hopes Landing Subdivision.

Section 2.5 Membership will not be denied to anyone on the basis of race, sex, age, religion or national origin.

**ARTICLE III
PURPOSE OF THE ASSOCIATION**

The purpose or purposes for which the corporation is organized are:

Section 3.1 Non-Profit Purposes: The Corporation is organized exclusively for non-profit purposes. No business or other activities of the Corporation shall be for the purposes of generating a profit.

Section 3.2 Non-Profit Homeowners Association: The organization is organized exclusively as a Non-profit Homeowners Association, and the net earnings of which are devoted exclusively for the maintenance of Homeowners Association properties as permitted to qualify this organization under Section 501(c) (4) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLES IV
DEFINITIONS**

The following words when used in these Bylaws, unless a different meaning or intent clearly appears from the context, shall have the following meanings:

Section 4.1 "Architectural Control Committee" shall mean a committee responsible receiving, investigating, and making recommendations to the Board of Directors concerning architectural building plans, as well as any violations of the Deed Restrictions in accordance with Section 9.1 of these By-Laws.

20144345 BYLAWEX Total Pages: 9 Fee: 54.00
10/28/2014 09:58:52 AM
Dianne Norris, County Clerk - Titus County, Texas

Section 4.2 "Association" shall mean and refer to Hopes Landing Property Owners Association, Inc., its successors and assigns. (The spelling of Hope's Landing in the Deed Restrictions has been changed to **Hopes** Landing in these Bylaws.)

Section 4.3 "Common Areas" and "Reserved Areas" shall mean and refer to the real property and appurtenant rights within the subdivision owned by the Association as referred to by the Developers of Hopes Landing on the recorded plat of the subdivision, as well as those designated by the Board as Common Areas and Reserved Areas as described in the Plat of Hope's Landing recorded in Vol. 3, Pages 68, 69 and 70 and any amended Plats pertaining to Hope's Landing as recorded in the Plat Records of Titus County, Texas.

Section 4.4 "Dedicator" shall mean and refer to Hope's Landing, Inc., its Developers and such successors or assigns to whom rights and powers originally held were transferred as specified in Hope's Landing Inc.'s Certificate of Corporate Resolution, dated June 19, 1997 and filed under Titus County file No. 002714, Vol. 1038, Pages 260 and 261 wherein Joe G. Redfearn, President of Hope's Landing, Inc. is authorized to convey the real property of Hope's Landing, Inc. The Dedicator conveyed the real property known as the common areas and reserved areas in Hope's Landing to Hopes Landing Property Owners Association, Inc. on July 15, 2002, and was recorded in Titus County Deed Records on July 16, 2002, File No. 003681, Vol. 1425, Page 105.

Section 4.5 "Deed Restrictions" shall mean and refer to those certain "Declaration of Restrictions Pertaining to Hope's Landing" recorded under Titus County Clerk's File No. 4769 on October 9, 1985, Vol. 490, Pg. 546; and amended under File No. 1696 on April 19, 1988, Vol. 526, Pg. 196; and amended under File No. 0799 on February 22, 1990, Vol. 597, Pg. 303; and amended under File No. 3403 on April 2, 1990, Vol. 620, Pg. 169; and amended under File No. 2351 on May 16, 1996, Vol. 969, Pages 166, 167 and 168; and amended on Sept 13, 2003, Vol. 1559, Pg. 115; and restated on Sept. 8 2007, Vol. 1975, Pg. 243-251; and restated on Sept, 13, 2014, File No 20144258; and any subsequent restatement or amendment.

Section 4.6 "Lot" shall mean and refer to each parcel of land located within the subdivision recorded in Vol. 3, Pages 68, 69 and 70 and any amendments thereto in the Plat Records of Titus County, Texas and referenced in the Deed Restrictions pertaining to Hope's Landing.

Section 4.7 "Lot Owner" shall mean and refer to the record owner/owners of fee simple title to a lot in Hopes Landing Subdivision. (Any lot owned by two or more people shall be considered as one lot owner.)

Section 4.8 "Quorum" shall mean and refer to no less than seventeen (17) lot owners with the exception of the Quorum of the Board of Directors.

ARTICLE V **ADMINISTRATION**

Section 5.1 Place of Meetings. All annual and special meetings of the Association shall be held at such suitable and convenient place as may be permitted by law and from time to time fixed by the Directors and designated in the notices of such meetings.

Section 5.2 Annual Association Meetings. Annual Association meetings shall be held on the second Saturday of Sept of each year. If this Saturday falls on a Holiday weekend, the meeting shall be held on the following Saturday.

Section 5.3 Special Meetings. It shall be the duty of the President to call a special meeting of the Lot Owners as directed by resolution of the Board of Directors or upon receipt of a petition signed by no less than 51% of the Lot Owners and presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice unless by consent of 51% of the Lot owners present or voting.

Section 5.4 Notice of Meetings. The Secretary shall mail notices of annual and special meetings to each Lot Owner in Hopes Landing, (Where multiple lots are owned, only one notice will be sent.) directed to his/her last known post office address as shown on the records of the Association by regular, uncertified mail,

postage prepaid. Such notice shall be mailed at least fifteen (15) days before the date of such meeting and shall state the date, time and place of the meeting and the purpose or purposes thereof. In lieu of mailing notice as herein provided, such notice may be delivered by email, electronic media, or delivered directly to the Member's residence.

Section 5.5 Adjourned Meeting. If any meeting of Lot Owners cannot be organized because a quorum is not present, the Lot Owners who are present, either in person or by signed proxy, may adjourn the meeting from time to time until a quorum is attained.

Section 5.6 Process of Election. Following the polling of the Lot Owners by the Vice President to obtain nominees for vacancies on the Board or nominees for an incoming Board, each property owner may vote once for each vacancy on the Board. Candidates receiving a plurality of votes shall be elected to the Board of Directors. The votes shall be counted by the Board.

Section 5.7 Assessments and Capital Expenditures. The Board shall fix, determine, and levy assessments and make capital expenditures subject to a majority vote of lot owners present at the meeting for such purpose. Prior notice to adjust, decrease, or increase the amount and due date of the assessment must be submitted no less than 15 days prior to the date of the meeting.

Section 5.8 Order of Business. The order of business at all annual meetings of the Members shall be as follows:

- a) Roll Call of Lot owners.
- b) Proof of notice of meeting.
- c) Reading of Minutes of preceding meeting.
- d) Reports of Officers.
- e) Reports of Committees.
- f) Election of Directors.
- g) Unfinished business.
- h) New business.
- i) Adjournment.

ARTICLE VI **BOARD OF DIRECTORS**

Section 6.1 Composition:

- a) The Board of Directors shall consist of seven (7) members elected by a ballot in accordance with Article V, Section 5.6. Each lot owner may have one vote for each of the vacancies on the Board. These ballots/proxies will be tabulated. The seven member Board of Directors shall meet immediately following the election in order to adopt the Bylaws and begin the business of the Association. An annual election meeting shall be called each Sept thereafter. No such member shall receive any compensation for serving on the Board. No family or lot owner(s) shall have more than one person serving on the Board at any time.
- b) The President may appoint a comptroller to assist the board with financial and recordkeeping responsibilities of the association. The Comptroller may be reappointed each year so as to insure continuity of the business of the association. The Comptroller shall be a non-voting member of the board serving without pay or compensation

Section 6.2 Term of Office: Term of office shall be two years and shall begin at the close of the annual meeting of the Association in Sept. A member may serve additional terms as long as the terms are not consecutive. Terms of offices shall be staggered such that no more than four of the Directors are replaced at any one time.

Section 6.3 Removal: Any director may be removed, for just cause, by a majority vote by ballot at a regular or special meeting of the Board. Any director missing more than two consecutive meetings may be removed as determined by the Board.

Section 6.4 Enumerated Powers: In managing the affairs of the Association, the Board shall specifically have, and be limited to, the power to:

- a) Administer and enforce the covenants, conditions, restrictions, uses, limitations, obligations and all other provisions set forth in the Restrictions and these Bylaws and amendments thereto.
- b) Maintain, improve and keep in good order, condition and repair all of the Reserved and Common areas owned by the Association for which it has the responsibility to maintain. Seek bids and approve contracts that are within the confines of the Board as authorized in the approved budget of the Association.
- c) Procure and maintain liability insurance to protect its members in the performance of their duties, and hazard insurance to protect Hopes Landing Property Owners Association as well as the Common and Reserved Areas within the subdivision.
- d) Procure and maintain bonds for persons having custody of funds of the Association.
- e) Authorize disbursement of budgeted funds.
- f) Develop the annual budget.
- g) Collect the annual maintenance charge to be paid by each of the lot owners; and subject to a majority vote of lot owners present at the meeting for which prior notice and purpose were given, to adjust, decrease or increase the amount and due date of the annual maintenance charge in order to meet increased operating or maintenance expenses or costs, and additional capital expenses.
- h) To collect delinquent annual maintenance charges by suit or otherwise and to seek damage from the Lot Owner(s), as provided in the Deed Restrictions and these Bylaws.

ARTICLE VII **MEETINGS OF DIRECTORS**

Section 7.1 Regular Meetings: The Board of Directors shall hold no less than four regular meetings, including the Association's annual election meeting in Sept of each year. The location for all Board meetings shall be designated by the Board. The meeting of the newly elected directors of the Association shall take place immediately following the annual Association meeting in September with the exception of the initially elected Board. (See Article VI, Section 6.1)

Section 7.2 Emergency Meetings: Emergency meetings of the Board of Directors may be called by the President or by the Secretary upon written request by at least two Directors and shall include a statement of the purpose of the meeting as well as the date, time and location of the emergency meeting.

Section 7.3 Quorum: A quorum shall be a majority of the Board of Directors excluding vacancies.

ARTICLE VIII **OFFICERS AND DUTIES**

Section 8.1 Officers: The officers of the Association shall include a President, a Vice President, a Secretary, and a Treasurer, to carry out the affairs of the Association.

Section 8.2 Election of Officers: The Officers of the Board of Directors of the Association shall be elected annually by the newly elected Board of Directors at the first meeting of each new Board immediately following the annual meeting in Sept. The officers' terms shall begin at the close of that meeting. The preceding officers shall relinquish the Association records to the newly elected officers immediately after the close of the annual Association meeting.

Section 8.3 Removal of Officers: Upon an affirmative vote of a majority of the Members of the Board of Directors, any officer may be removed, with just cause, and their successor may be elected at any regular meeting from the remaining directors on the Board. In the event the remaining directors are unwilling or unable to serve, then an Emergency Meeting may be called by the Board for the purpose of filling the vacancy.

Section 8.4 Vacancies: A vacancy shall be filled by a majority vote of the Board. The individual shall serve for the remainder of the term of his or her predecessor he or she replaces.

Section 8.5 Duties and Powers: The Officers shall perform the duties and exercise the powers prescribed by these Bylaws, the Articles of Incorporation, the parliamentary authority adopted herein and those assigned by the Board of Directors or which normally pertain to the office. These duties and powers shall include and be limited to the following:

a) The President shall:

- 1) Be the principal officer of the Association.
- 2) Preside at all meetings of the Board of Directors.
- 3) Co-sign all checks, promissory notes, and contracts
- 4) Appoint committee chairpersons except for the elections committee.
- 5) Be an ex-officio member of every committee except the elections committee. None of these appointees/members shall receive any compensation.

b) The Vice President shall:

- 1) Assume such duties as may be assigned by the President, the Board of Directors and those related to the Election Committee Chairperson. As Chairperson of the Election Committee, the Vice President shall be responsible for polling the lot owners to solicit candidates to fill vacancies on the Board of Directors and the Architectural Control Committee. He shall design a ballot for the positions on the Board of Directors and deliver it to the Secretary no less than 30 days prior to the Annual Association Meeting.
- 2) In the absence of the President, **the Vice-President may assume the duties of the President including presiding at Board meetings. (Sept 14, 2014)**

c) The Secretary shall:

- 1) Record the proceedings of all meetings of the Board of Directors. The Secretary shall compile and keep up-to-date records and minutes at the principal office of the Association and make these records available to all members of the Association upon written request at reasonable and convenient times.
- 2) Provide each member of the Board with a copy of the minutes of the preceding Board or Association meeting and read the minutes of the last Board meeting to the Association at the annual election meeting in Sept.
- 3) Be responsible for mailing and receiving all correspondence pertaining to the Association and its Board of Directors and disbursing mail to the Board Members and keeping a key to the mailbox. The Secretary shall be responsible for mailing ballots to all lot owners and advising the lot owners of the date they must be returned to the secretary in order to be counted by the Board at the annual meeting.
- 4) Be responsible for compiling and keeping an up-to-date list of Members and their last known addresses as shown on the records of the Association. Such list shall be open to inspection by Members and other persons lawfully entitled to inspect the same during regular business hours or at a convenient time to the Secretary and upon request.
- 5) The Secretary shall also assume such duties as may be assigned by the President as benefits the Board or members of the Association.

d) The Treasurer shall:

- 1) Be custodian of all funds.
- 2) Compile a financial report for each meeting of the Board of Directors and make the report available to all lot owners upon written request at regular business hours or at a time convenient to the Treasurer.
- 3) Receive and deposit in appropriate bank account(s) all money of the Association and disburse such money as directed by resolution of the Board of Directors, provided, however, that a resolution of the Board of Directors shall not be necessary for disbursements made in the ordinary course of business conducted within the limits of the budget approved by the Association; keep proper books of accounts, reconcile bank statements, compile an annual statement of the Association's books to be made at the completion of each fiscal year and compose an annual statement of the financial condition of the Association and present it to the Board of Directors and the Association members at the annual election meeting. Timely file all appropriate documents with the Internal Revenue Service and the Secretary of the State of Texas as required.

- 4) Co-sign all checks, promissory notes and contracts; and perform all other duties assigned to the Treasurer by the Board of Directors.
- 5) Disburse payments to individuals, contractors, or such others as authorized by the Board of Directors, after reasonably satisfying himself/herself as to the validity and correctness of the invoice or bill.

e) Comptroller shall:

- 1) Assist the Treasurer as needed to include maintaining banking records, collecting annual dues payments, preparing of monthly dues billing, paying invoices, preparing financial reports, preparing annual budget, submitting all required Internal Revenue Service documents and form each year, and any other activities as needed
- 2) Assist the Secretary as needed to include maintaining correspondence, minutes, and membership information.
- 3) Assist the Board as needed.
- 4) Advise the Board of any actions that might be required in order to meet the financial obligations of the Association.

ARTICLE IX
COMMITTEES

Section 9.1 Architectural Control Committee: The Architectural Control Committee (ACC) shall consist of at least three (3) and no more than five (5) members of which at least one is a member of the Board of Directors. Members serve a one year term and may serve no more than two years consecutively. Members shall be elected by the Board of Directors at the annual meeting.

- a) The Architectural Control Committee is responsible for receiving, reviewing, and making recommendations to the Board of Directors concerning building plans submitted for approval in accordance with Article 2 of the Deed Restrictions. Once approved by the Board of Directors, the ACC is responsible for reviewing the site and materials for compliance with the location, size, and materials approved.
- b) In addition, the ACC is responsible for receiving, investigating, and making recommendations to the Board of Directors concerning violations of the Deed Restrictions.

Section 9.2 Special Committees: Special Committees may be created by a majority vote of the Board of Directors. **At least one committee member shall also be a members of the Board of Directors, but additional members need not be. (September 14, 2014)**

ARTICLE X
MAINTENANCE FEES AND DEPOSITORIES

Section 10.1 Fees: Any maintenance fees, administrative fees, fines, contributions, bequests or gifts made to the Association shall be accepted or collected and deposited only in such manner as shall be designated by the Board of Directors to the Treasurer responsible for funds.

Section 10.2 Depositories: The Board of Directors shall determine what depositories shall be used by the Association as long as such depositories are located within the State of Texas, are authorized to do business by the State of Texas, and are federally insured. All checks and orders for payment of money from said depositories shall bear the signature of the Treasurer and be countersigned by the President or the Vice President.

ARTICLE XI
CONTRACTS AND DEBTS

All contracts and evidence of debt may be executed only as directed by the Board of Directors. The President and the Treasurer shall execute, in the name of the Association, all contracts or other instruments so authorized by the Board of Directors of the Association.

ARTICLE XII
FINANCIAL EXAMINATION

An annual examination of the financial accounts of the Association shall be made by a certified public accountant or a qualified person as appointed by the President of the Board with the advice and consent of the Board of Directors.

ARTICLE XIII
FISCAL YEAR

The association shall operate on a fiscal year beginning on the first day of October.

ARTICLE XIV
NON-PROFIT ASSOCIATION

This Association is not organized for profit. No member, member of the Board of Directors nor person from whom the Association may receive any property or funds shall receive or be lawfully entitled to receive any pecuniary profit from the operation thereof, and in no event shall any part of the funds or assets of the Association be paid as a salary or as compensation to, or be distributed to or inure to the benefit of, any member of the Board of Directors, provided, however, that (1) reasonable compensation may be paid to any Member while acting as agent or employee of the Association for services rendered in effecting one or more of the purposes of the Association, and (2) any Director may, from time to time, be reimbursed for his actual and reasonable expenses incurred in connection with the administration of the affairs of the Association.

ARTICLE XV
PARLIAMENTARY AUTHORITY

Robert's Rules of Order, newly revised, shall be the parliamentary authority for all matters of procedures not specifically covered by the Articles of Incorporation, these Bylaws or by special rules of procedure by the Board of Directors.

ARTICLE XVI
DISSOLUTION OF THE CORPORATION

The Corporation may be dissolved only with the assent given in writing and signed by two-thirds of the lot owners of the Association. Written notice of a proposal to dissolve, setting forth the reasons therefor and the disposition to be made of the assets shall be given to all lot owners at least ninety (90) days in advance of any action taken.

In the process of dissolution, all liabilities and obligations of the Corporation shall be paid, satisfied and discharged including, but not limited to, all costs of such action, attorney's fees, court costs and all other costs reasonably attributable to such action; and in accordance with the Non-Profit Corporations Act, Article 1396-6.02. Application and Distribution of Assets, the assets of a corporation in the process of dissolution shall be applied and distributed as follows:

- a) All liabilities and obligations of the corporation shall be paid, satisfied and discharged; in case its property and assets are not sufficient to satisfy or discharge all the corporation's liabilities and obligations, the corporation shall apply them so far as they will go to the just and equitable payment of the liabilities and obligations.
- b) Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.
- c) Unless provided otherwise by a provision of the corporation's articles of incorporation, the remaining assets of the corporation shall be distributed only for tax exempt purposes to one or more organizations which are exempt under Section 501(c) (3), Internal Revenue Code of 1986 (26 U.S.C. Section 501(c) (3)), or its successor statute, pursuant to a plan of distribution adopted as provided in this Act. A district court of the county in which the corporation's principal office is located shall distribute to one or more organizations exempt under Section 501(c)(3) or described in Section

170(c)(1) or (2), or their successor statutes, the remaining assets of the corporation not distributed under the plan of distribution. Any distribution by the court shall be made in such manner as, in the judgment of the court, will best accomplish the general purposes for which the corporation was organized.

ARTICLE XVII
SAVING CLAUSE

In the event that any law, statute or regulation shall be deemed to render any part of these Bylaws null and void, in whole or in part, such nullification shall apply only to those parts so affected, and all other parts of these Bylaws shall remain in full force and effect.

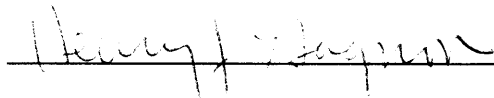
ARTICLE XVIII
AMENDMENTS

- a) All proposed amendments to the Bylaws must be submitted to the Board of Directors. Once approved by a majority vote of the Board, the proposed amendments must be presented to the lot owners at least 15 days prior to an annual or special meeting. The proposed amendments must be approved by a 51% majority vote of the lot owners voting.
- b) Minor changes such as the office of service address and mailing address may be changed by a majority vote of the Board of Director.

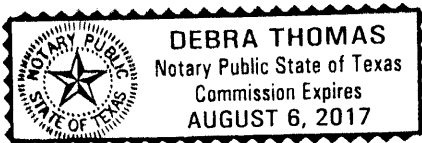
EXECUTED this September 30, 2014 to be binding upon the undersigned and their respective successors and assigns.


Hopes Landing Property Owners Association, Inc.

By: Henry Gagnon, President



This instrument was acknowledged before me on October 17, 2014, by Henry Gagnon.





Notary Public, State of Texas

FILED AND RECORDED

Instrument Number: 20144345

Filing and Recording Date: 10/28/2014 09:58:52 AM Pages: 9 Recording Fee: \$54.00

I hereby certify that this instrument was FILED on the date and time stamped hereon and RECORDED in the PUBLIC RECORDS of Titus County, Texas.



A handwritten signature in black ink that reads "Dianne Norris". The signature is written in a cursive, flowing style.

Dianne Norris, County Clerk
Titus County, Texas

ANY PROVISION CONTAINED IN ANY DOCUMENT WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE REAL PROPERTY DESCRIBED THEREIN BECAUSE OF RACE OR COLOR IS INVALID UNDER FEDERAL LAW AND IS UNENFORCEABLE.