

Amended 9-3-22

BYLAWS
OF
SUMMER PLACE COMMUNITY ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the Corporation is Summer Place Community Association, Inc., hereinafter referred to as the "Association." The principal as well as registered office of incorporation shall be 103 LCR 743G, Thornton, Texas 76687, but meetings of Members and the Board of Directors may be held at such places within the State of Texas, County of Limestone, as may be designated by the Board of Directors and the addresses of the principal office and registered office may be changed from time to time by the Board of Directors.

ARTICLE II

DEFINITIONS

2.01 "Association" shall mean and refer to Summer Place Community Association, Inc., a Texas non-profit corporation, its successors and assigns.

2.02 "Lot" shall mean and refer to any lot of land located in Summer Place, a subdivision of Limestone County, Texas, as set forth on the map or plat of such subdivision of record in Limestone County, Texas, or to any parcel of land created from any re-subdivision of said lots.

2.03 "Common properties" shall mean and refer to all real property, which may or hereafter be owned by the Association for the common use and enjoyment of members of the Association.

ARTICLE III

MEMBERS

3.01 The Association shall have one classification of Membership.

3.02 Membership in the Association is open to not more than one (1) adult property owner (hereinafter referred to as "Members") per tract, regardless of the number of lots that may comprise such tract, who pay annual dues or assessments of the Association and abide by the Bylaws of the Association and the deed restrictions applicable to property in the Summer Place subdivision (and any applicable neighboring subdivisions). For purposes of this section, all lots or portions thereof, under common ownership (whether such commonality of ownership is complete or partial) shall constitute one (1) "tract" without regard to whether the property is contiguous.

3.03 Membership in this Association is voluntary and not transferrable or assignable.

3.04 Each Member shall be entitled to one vote on each matter submitted to a vote of the Members.

Article IV

MEETINGS OF MEMBERS

4.01 Meetings. The general meeting of the Members of the Association shall be held annually in the Spring (date to be determined by the Board). General meetings shall be open to any and all business. Special meetings of the Members may be called at any time by: (1) the President. (2) by a majority of the Board of Directors, or (3) upon the written request of not less than thirty percent (30%) of the Members in good standing. Emergency meetings as defined by the Board of Directors may be called at any time and are exempt from paragraph 4.02

BYLAWS OF SUMMER PLACE COMMUNITY ASSOCIATION, INC.

4.02 Notice of Meetings. Written notice of a general or special meeting of the Members shall be given by the Secretary or any person or persons authorized to call a meeting, by delivering a copy of such notice at least twenty-one (21) days before a general meeting and a minimum of seven (7) days before a special meeting to each Member. Such notice shall specify the place, day, and hour of the meeting. In case of a special meeting, or when required by statute or these Bylaws, the purpose for which the meeting is called shall be stated in the notice. Primary notification will be by email unless Members do not have an email address on file with the Board of Directors, in which case notification will be by mail. If mailed, the notice of the meeting shall be deemed delivered when deposited with the United States Postal Service addressed to the Members at their address as it appears on the records of the Association, with postage thereon prepaid by the Association.

4.03 Quorum. A presence of thirty (30) percent of the Members, either in person or by proxy, shall constitute a quorum. This requirement is waived for emergency Board of Director meetings.

4.04 Proxies. Voting by written or email proxy will be allowed, provided such proxy is directed to the Secretary and states the person who is to receive the proxy and the date of meeting.

4.05 Voting for Directors. When Directors are to be elected by Members, such election may be conducted by email or mail in such a manner as the Board of Directors shall determine.

Article V BOARD OF DIRECTORS

5.01 Board of Directors. The affairs of this Association shall be managed by a Board of not less than five (5) Directors, who must be Members of the Association in good standing.

5.02 Terms of Office. Board Members shall serve terms of two (2) years and shall not hold office until the next election of Directors or until their successors are elected and qualified for office.

Elections will be held for Secretary, Treasurer, Website Manager/Ad Hoc and Vice President. The Vice President will serve in the role for one year and serve as President in the second year.

Election of Directors shall take place at the annual meeting each year. A Vice President will be elected every year. All other Directors will be elected every two years with election of Secretary and At-Large to Alternate years with Treasurer.

5.03 Election. The five (5) persons receiving the largest number of votes shall be elected as Directors.

5.04 Removal. Any Director may be removed from the Board by a majority vote of the Directors or by a majority vote (51%) of the Members.

5.05 Vacancy. Any vacancy occurring in the Board of the Directors may be filled by the affirmative vote of a majority of the remaining Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

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

ARTICLE VI

MEETINGS OF DIRECTORS

6.01 Regular Meetings. Meetings of the Board of Directors shall be held at least quarterly and on an as-needed basis.

6.02 Quorum. A simple majority of the number of Directors shall constitute a quorum for the transaction of business. Presence by telephone is considered attending. 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 ASSOCIATION

7.01 Powers. The Association, by and through its Board of Directors, shall have the following rights and powers:

- (a) to take whatever action it deems appropriate for the promotion of the health, safety, and welfare of its Members;
- (b) to make annual requests for funds of its Membership, as needed;
- (c) to construct, manage, and maintain Common Properties, right-of-ways, and facilities in Summer Place, a subdivision in Limestone County, Texas, and to make assessments annually therefore and for other purposes;
- (d) to enter into contracts or agreements relative to the maintenance and operation of the Common Properties, rights-of-way, and facilities, in such instances and on such terms as the board of Directors may deem appropriate;
- (e) to seek and retain legal counsel on behalf of the Association at the Board's direction;
- (f) to engage in such business and activities, on a non-profit basis, as may be required to establish and administer the programs of the Association; and
- (g) to exercise such other rights and powers granted to it under the Certificate of Formation of the Association or these Bylaws.

7.02 Duties. It shall be the duty of the Association, by and through its Board of Directors, to:

- (a) keep complete records of all its acts and corporate affairs and present a statement thereof to the Members at the general meeting, or at any special meeting when such a statement is requested in writing by thirty percent (30%) of the enrolled Members;
- (b) supervise all agents of this Association and see that their duties are properly performed; and
- (c) procure and maintain such liability and hazard insurance as it may deem appropriate.

7.03 Fiscal Responsibility. The Board shall not incur any expense that shall exceed the amount of money owned by the Association, except with approval of the majority (51%) of the Members voting on the issue.

7.04 Deed Restrictions. The Association has no jurisdiction over the enforcement of deed restrictions. For any perceived violation of deed restrictions, refer to the "Enforcement" paragraph of your Section's deed restrictions.

ARTICLE VIII

DIRECTORS AND THEIR DUTIES

8.01 Enumeration of Offices. The Directors will serve as Officers of this Association and shall act as President, Vice President, Secretary, Treasurer, and At-Large.

8.02 Authority to Sign Checks. The Treasurer and/or President of the Association shall have the sole authority to sign the Association checks.

8.03 Multiple Offices. No person shall simultaneously hold more than one office of the Association.

BYLAWS OF SUMMER PLACE COMMUNITY ASSOCIATION, INC.

8.04 Duties. The duties of the Officers of the Association are as follows:

PRESIDENT

The President shall preside at all meetings of the Board of Directors and of the Association; shall see that orders and resolutions of the Board are carried out; shall buy and sell goods, contract for services, and engage in such activities as may be required to carry out the Association's programs; and shall sign all written instruments and co-sign all checks, except in cases where the signing and execution of any such written instrument shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other Officer of the Association.

VICE PRESIDENT

The Vice President shall, at the direction of the Board, 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.

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 Membership in the Association together with addresses, and 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 and disburse such funds as directed by resolution of the Board of Directors; sign all checks; keep proper books of account; and keep accurate books and records of the fiscal affairs of the Association and make the same available for inspection by Members of the Association during normal business hours.

AT-LARGE

The At-Large shall oversee and/or implement special projects at the direction of the Board of Directors.

ARTICLE IX

INDEMNITY

As provided under Section 2.22 of the Texas Non-Profit Corporation Act, the Association shall, to the fullest extent allowed, indemnify its Directors from any civil liability or for any act or omission resulting in death, damage or injury, provided the Director was acting in the course or scope of his duties and functions as Director of the Association. The Association may purchase one or more policies of insurance for such purpose.

ARTICLE X

COMMITTEES

The Board of Directors may appoint such committees as it deems appropriate to carry out its purpose, and any such committees shall conduct business in the manner directed by the Board of Directors.

BYLAWS OF SUMMER PLACE COMMUNITY ASSOCIATION, INC.

ARTICLE XI

BOOKS AND RECORDS

All financial records shall be subject to an annual audit. The books, records, and papers of the Association shall at all times during reasonable business hours be subject to inspection by any Member. The Certificate of Formation 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 costs.

ARTICLE XII

MISCELLANEOUS

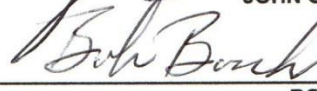
12.01 Amendment. These Bylaws may be amended, as necessary, by a simple majority (51%) of its Members at a general or special meeting of the Association.

12.02 Fiscal Year. The fiscal year of the Association shall begin on the 1st day of January and end on the 31st day of December of every year.

IN WITNESS WHEREOF, we, being the entire Board of Directors of SUMMER PLACE COMMUNITY ASSOCIATION, INC., have hereunto set our hands effective this 11 day of February 2023.



JOHN GRIFFITHS
President




BOB BOSCH
Vice President



CHRISTINE LAGERLEF
Secretary



DIANA BAYLISS
Treasurer



DONNA MOORHEAD *MOREHEAD*
Web Master / At Large