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12/30/2011 RP2 \$200.00

INSTRUMENT TO RECORD DEDICATORY INSTRUMENTS
AND POLICIES

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Notice
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This instrument is being recorded by the Old Braeswood Property Owners Association, a Texas non-profit corporation (the "Association"), pursuant to Section 202.006 of the Texas Property Code.

Section 202.006 of the Texas Property Code required a Property Owners' Association to record each dedicatory instrument and policies in the real property records of the County in which the property to which the dedicatory instrument relates is located, if such instrument has not previously been recorded; and

In addition to the dedicatory instruments currently of record, the Association is subject to the following additional dedicatory instruments and policies which have not been previously recorded, to-wit:

1. Certificate of Amendment of Old Braeswood Property Owners Association (2005)
2. Articles of Amendment to the Articles of Incorporation of Old Braeswood Civic Club (2005)
3. Certificate of Incorporation of Braeswood Civic Club (1980)
4. Articles of Incorporation of Braeswood Civic Club (1980)
5. Revise and Amended Bylaws of the Association
6. Records Retention Policy
7. Records Production Policy
8. Payment Plan Policy
9. Architectural Review Fee Policy
10. Height Limitation Policy
11. Transfer Fee Policy
12. Resale Certificate Fee Policy

20110547767

Pursuant to Section 202.006 of the Texas Property Code, the Association does hereby record such additional dedicatory instruments and policies, a copy of each of which is attached hereto. The dedicatory instruments attached hereto are subject to amendment pursuant to the amendatory procedures applicable thereto.

EXECUTED as of the 29th day of December, 2011.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

Handwritten mark

By *[Signature]*
John Eldridge, President

This document is being recorded as a
COURTESY ONLY by Butler & Halley, P.C.,
without review and without liability,
expressed or implied.

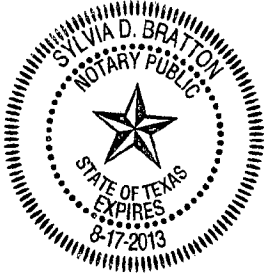
STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on the 29th day of December, 2011, by John Eldridge, President of the Old Braeswood Property Owners Association, a Texas non-profit corporation for and on behalf of said corporation.

Sylvia D. Bratton

Notary Public in and for
The State of Texas



Return to:
Butler & Hailey, P.C.
8901 Gaylord Street, Suite 100
Houston, Texas 77024

2010-03-0167

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

May 18, 2005

Lawyer's Aid Service, Inc.
P. O. Box 848
Austin, TX 78767 USA

RE: OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
File Number: 51305301

It has been our pleasure to file the articles of amendment for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Linda Gemuenden

Fax: (512) 463-5709

TTY: 7-1-1
Document: 90787340002

2005-05-18 10:00 AM



Office of the Secretary of State

**CERTIFICATE OF AMENDMENT
OF**

**OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
51305301**

[formerly: BRAESWOOD CIVIC CLUB]

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of amendment for the above named entity have been received in this office and have been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Amendment.

Dated: 05/17/2005
Effective: 05/17/2005



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

RP 080-43-0169

FILED
In the Office of the
Secretary of State of Texas
MAY 17 2005

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF BRAESWOOD CIVIC CLUB**

Corporations Section

Pursuant to the provisions of Articles 4.01-4.05 of the Texas Non-Profit Corporation Act, BRAESWOOD CIVIC CLUB adopts the following Articles of Amendment to its Articles of Incorporation which:

Change the name of the corporation; change the number of directors of the corporation; amend the purpose of the corporation; and define its voting membership criteria.

The following amendments to the Articles of Incorporation of BRAESWOOD CIVIC CLUB were adopted by a two-thirds vote of the members of the corporation at a meeting of members held on October 14, 2003, at which a quorum of members was present and voting throughout:

ARTICLE ONE

Article I of the Articles of Incorporation is amended by deleting the entire text of the Article and substituting the following:

The name of the corporation is OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION".

All references to "Braeswood Civic Club" throughout the Articles of Incorporation are changed to read "Old Braeswood Property Owners Association".

ARTICLE TWO

Article IV of the Articles of Incorporation is amended by the addition of the following:

"(h) To exercise all of the powers of a Property Owners Association under Chapter 204, Texas Property Code, subject to any limitations imposed by the bylaws of the corporation."

ARTICLE THREE

Article VI of the Articles of Incorporation is amended by deleting the first sentence and substituting the following:

"The corporation shall have an Executive Committee of not less than three (3) nor more than nine (9) members. The President, Secretary and Treasurer, together with such other officers and Executive Committee members as the bylaws shall specify, shall constitute the Executive Committee."

ARTICLE FOUR

Article VIII of the Articles of Incorporation is amended by deleting the entire text of Article VIII and substituting the following:

"Old Braeswood Property Owners Association shall have officers and a class of members as defined in this Article. The manner of election and appointment of officers and members of the Executive Committee and their qualifications shall be as specified in the bylaws. Persons owning real property currently covered by the restrictive covenants recorded as described below shall comprised the voting members of the corporation, subject to such exceptions, qualifications and other requirements as shall be contained in the bylaws:

"Restrictive covenants recorded in Harris County Deed Records at (i) Volume 768, Page 218; (ii) Volume 855, Page 550; (iii) Volume 5043, Page 447; (iv) Volume 1142, Page 262; (v) Volume 1148, Page 629; and (vi) Volume 1447, Page 481; save and except the property known as "Braeswood Court," as that property is identified in the Declaration of Covenants, Conditions and Restrictions for Braeswood Court, recorded in the Official Public Records of Harris County, Texas at Clerk's File No. T718717, Film Code No. 525-58-2628."

Dated the 25th day of February, 2005.

BRAESWOOD CIVIC CLUB
Charter No. 0051305301

Hereafter known as:
OLD BRAESWOOD PROPERTY OWNERS
ASSOCIATION

By: 

Bob Birenbaum, President

and

By: 

Joyce Mehaffey, Secretary



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

BRAESWOOD CIVIC CLUB
CHAPTER NUMBER 513053

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE
CORPORATION, ONLY SIGNED AND VERIFIED HAVE BEEN RECEIVED IN THIS
OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY
VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE
ARTICLES OF INCORPORATION.

DATED MAR. 23, 1980



Lee Staker Jr.
Secretary of State

919

Return to:
Mr. David W. Hall, President
Braeswood Civic Club
2317 Underwood
Houston, Texas 77030

NOT RECORDED

ARTICLES OF INCORPORATION
OF
BRAESWOOD CIVIC CLUB

20 March 20

We, the undersigned natural persons of the age of twenty-one years or more, citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is BRAESWOOD CIVIC CLUB.

ARTICLE II.

Braeswood Civic Club is a non-profit corporation.

ARTICLE III.

The period of its duration is perpetual, save and except that Braeswood Civic Club may be terminated by unanimous action of its members and shall be terminated upon the last to expire of the restrictions created, imposed upon and now existing upon the several Braeswood Subdivisions in Harris County, Texas, as recorded in Volume 768, page 218, Volume 1142, page 262, Volume 1447, page 481 and Volume 1148, page 629, Deed Records of Harris County, Texas.

ARTICLE IV.

The purpose or purposes for which Braeswood Civic Club is organized are:

To advance all civic and social activities deemed beneficial to the welfare of the community and owners of the properties in the several Braeswood Subdivisions in Harris County, Texas.

To provide the entity required to administer, enforce, and otherwise implement, in any and all ways, the maintenance and the restrictions filed for record and in effect of the following Braeswood Subdivisions in Harris County, Texas, to-wit:

- (1) Braeswood Addition, Section 1, a subdivision in Harris County, Texas, according to map or plat thereof recorded in Volume 9, pages 23, 24 and 25, Map Records of Harris County, Texas;
- (2) Braeswood Addition, Section 1, Replat of Blocks 10 and 20, a subdivision in Harris County, Texas, according to map or plat thereof recorded in Volume 885, page 561, Deed Records of Harris County, Texas;

- (3) Braeswood Addition, Section 1, Replat of Blocks 13, 17 and 28, a subdivision in Harris County, Texas, according to map or plat thereof recorded in Volume 10, page 15, Map Records of Harris County, Texas;
- (4) Braeswood Addition Replat of Blocks 4 and 5, a subdivision in Harris County, Texas, according to map or plat thereof recorded in Volume 13, page 35, Map Records of Harris County, Texas;
- (5) Braeswood Addition Subdivision of Blocks 23, 24, 25 and 26 and Fractional Blocks 14, 15, 16, 27, 31 and 32, according to map or plat thereof recorded in Volume 16, page 27, and as replated in Volume 16, page 36, Map Records of Harris County, Texas;
- (6) Braeswood Extension, a subdivision of Fractional Blocks 14, 15 and 16 of Braeswood Addition, according to map or plat thereof recorded in Volume 1163, page 728, Deed Records of Harris County, Texas;
- (7) Braeswood Addition subdivision of part of Block 27, Braeswood Addition, according to map or plat thereof recorded in Volume 21, page 65, Map Records of Harris County, Texas.

To consent, approve, grant permission, and otherwise perform all such functions and do any and all things pertaining to said subdivisions and additions of the Braeswood Subdivisions that may be permitted or required by the restrictions for the original subdivider or developer of each addition or subdivision of the Braeswood additions and subdivisions.

To take over and assume all of the assets, duties and obligations of Braeswood Civic Club, an unincorporated association of Braeswood Addition property owners.

In general, to carry out any other activity in connection with the foregoing and to have and exercise all the powers conferred by (1) the laws of Texas upon non-profit corporations formed under the Texas Non-Profit Corporation Act; (2) The Bylaws of the Association, and (3) to do any and all other things herein set forth, including but not limited to the following:

- (a) To make and collect dues and assessments against members to defray its costs, expenses, and losses in connection with its activities;
- (b) To use the proceeds of dues and assessments in the exercise of its powers and duties;
- (c) To maintain, repair and replace public areas within the Braeswood Subdivisions;
- (d) To purchase insurance for the protection of Braeswood Civic Club and its members;
- (e) To reconstruct improvements after casualty and to further improve the property;
- (f) To make and amend reasonable regulations and restrictions respecting the use of property in the Braeswood Subdivisions; provided, however, that all such regulations and amendments thereto shall be approved by not less than two-thirds (2/3) of the votes of the entire membership of Braeswood Civic Club before such shall become effective;
- (g) To enforce by legal means the provisions of all valid and existing restriction of the Braeswood Additions, Subdivisions and Resubdivisions and these Articles, for the use of member property owners in such subdivisions.

ARTICLE V.

The street address of the initial registered office of Braeswood Civic Club is 2337 Underwood, Houston, Texas 77030, and the name of its initial registered agent at such address is David W. Hall.

ARTICLE VI.

Braeswood Civic Club shall have an Executive Committee of seven members consisting of its elected President, Vice-President, Secretary and Treasurer, its immediate Past President and two members selected at large by its President, all as is provided for in the Bylaws adopted by the Members of Braeswood Civic Club.

The seven members constituting the initial Board of Directors of Braeswood Civic Club and their addresses are:

<u>Name</u>	<u>Address</u>
David W. Hall President	2317 Underwood Houston, Texas 77030
Fred Weekley Vice-President	2324 Bluebonnet Houston, Texas 77030
Leo Womack Treasurer	2339 Underwood Houston, Texas 77030
Kathy Lord Secretary	2329 Bluebonnet Houston, Texas 77030
John S. Tuschman Past President	2311 Glenhaven Houston, Texas 77030
Gerald S. Gordon Selected Committee Person	2307 Bluebonnet Houston, Texas 77030
Paul Evershade Selected Committee Person	2334 Underwood Houston, Texas 77030

ARTICLE VII.

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
David W. Hall	2317 Underwood Houston, Texas 77030
Gerald S. Gordon	2307 Bluebonnet Houston, Texas 77030
Fred Weekley	2324 Bluebonnet Houston, Texas 77030

ARTICLE VIII.

Braeswood Civic Club shall have officers and have one class of members, the designation of such class, the manner of election and appointment of officers and members of its Executive Committee, and the qualifications and rights shall be set forth in its Bylaws.

ARTICLE IX.

Management of Braeswood Civic Club shall be vested in its Executive Committee with all of the powers and duties of a Board of Directors, within the provisions of its Bylaws; and where such Bylaws should be found to be inconsistent with the provisions of the Non-Profit Corporation Act of the State of Texas or the Articles of Incorporation, the former shall prevail.

ARTICLE X.

No part of the income or earnings of Braeswood Civic Club shall inure to the benefit of, or be distributed to, its members, officers, or other private persons, except Braeswood Civic Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes above set forth. No part of the activities of Braeswood Civic Club shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and Braeswood Civic Club shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

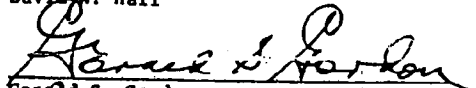
ARTICLE XI.

Braeswood Civic Club shall indemnify every officer and member of its Executive Committee against any and all expenses, including counsel fees, reasonably incurred by or imposed upon any officer or committeeperson in connection with any action, suit or other proceeding (including settlement of any suit or proceeding if approved by the then Executive Committee to which he may be made a party by reason of being or having been an officer or committeeperson, whether or not such person is an officer or committeeperson at the time such expenses are incurred. The officers and committeepersons shall not be liable for any mistake of judgment, negligence or otherwise, except for their own individual willful misfeasance, malfeasance, misconduct or bad faith. The officers and committeepersons shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of Braeswood Civic Club (except to the extent that such officers or committeepersons may also be members of Braeswood Civic Club) and Braeswood Civic Club shall indemnify and forever hold each such officer and committeeperson free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or committeeperson, or former officer or committeeperson may be entitled. Braeswood Civic Club shall maintain as a common expense adequate general liability and officers' and committeepersons' liability insurance to fund this obligation.

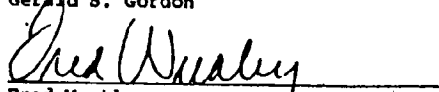
IN WITNESS WHEREOF, we have hereunto set our hands, as of the 1st day of March, 1980.



David W. Hall



Gerald S. Gordon



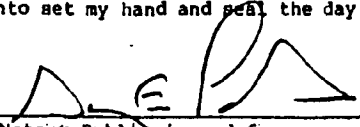
Fred Weekley

THE STATE OF TEXAS

COUNTY OF HARRIS

I, GARY E. PARKS, a Notary Public, do hereby certify that on this 18th day of March, 1980, personally appeared before me DAVID W. HALL, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



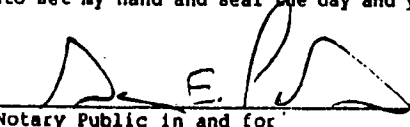
Notary Public in and for
Harris County, T E X A S
My Commission Expires: 10-11-81
GARY E. PARKS

THE STATE OF TEXAS

COUNTY OF HARRIS

I, GARY E. PARKS, a Notary Public, do hereby certify that on this 18th day of March, 1980, personally appeared before me GERALD S. GORDON, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



Notary Public in and for
Harris County, T E X A S
My Commission Expires: 10-11-81
GARY E. PARKS

THE STATE OF TEXAS

COUNTY OF HARRIS

I, MALINDA D. MUFFATT, a Notary Public, do hereby certify that on this 17th day of March, 1980, personally appeared before me FRED WEEKLEY, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Malinda D. Muffatt

Notary Public in and for
Harris County, T E X A S
My Commission Expires: December, 1981

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF BRAESWOOD CIVIC CLUB

Pursuant to the provisions of Section 22.105, Business Organizations Code, BRAESWOOD CIVIC CLUB adopts the following Articles of Amendment to its Articles of Incorporation which:

Change the name of the corporation; change the number of directors of the corporation; amend the purpose of the corporation; and define its voting membership criteria.

The following amendments to the Articles of Incorporation of BRAESWOOD CIVIC CLUB were adopted by a two-thirds vote of the members of the corporation at a meeting of members held on October 14, 2003, at which a quorum of members was present and voting throughout:

ARTICLE ONE

Article I of the Articles of Incorporation is amended by deleting the entire text of the Article and substituting the following:

The name of the corporation is OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION”.

All references to “Braeswood Civic Club” throughout the Articles of Incorporation are changed to read “Old Braeswood Property Owners Association”.

ARTICLE TWO

Article IV of the Articles of Incorporation is amended by the addition of the following:

“(h) To exercise all of the powers of a Property Owners Association under Chapter 204, Texas Property Code, subject to any limitations imposed by the bylaws of the corporation.”

ARTICLE THREE

Article VI of the Articles of Incorporation is amended by deleting the first sentence and substituting the following:

“The corporation shall have an Executive Committee of not less than three (3) nor more than nine (9) members. The President, Secretary and Treasurer, together with such other officers and Executive Committee members as the bylaws shall specify, shall constitute the Executive Committee.”

ARTICLE FOUR

Article VIII of the Articles of Incorporation is amended by deleting the entire text of Article VIII and substituting the following:

“Old Braeswood Property Owners Association shall have officers and a class of members as defined in this Article. The manner of election and appointment of officers and members of the Executive Committee and their qualifications shall be as specified in the bylaws. Persons owning real property currently covered by the restrictive covenants recorded as described below shall comprised the voting members of the corporation, subject to such exceptions, qualifications and other requirements as shall be contained in the bylaws:

“Restrictive covenants recorded in Harris County Deed Records at (i) Volume 768, Page 218; (ii) Volume 855, Page 550; (iii) Volume 5043, Page 447; (iv) Volume 1142, Page 262; (v) Volume 1148, Page 629; and (vi) Volume 1447, Page 481; save and except the property known as “Braeswood Court,” as that property is identified in the Declaration of Covenants, Conditions and Restrictions for Braeswood Court, recorded in the Official Public Records of Harris County, Texas at Clerk’s File No. T718717, Film Code No. 525-58-2628. “

Dated the _____ day of _____, 2005.

BRAESWOOD CIVIC CLUB
Charter No. 0051305301

Hereafter known as:
OLD BRAESWOOD PROPERTY OWNERS
ASSOCIATION

By: _____
Bob Birenbaum, President

and

By: _____
Joyce Mehaffey, Secretary

2005-08-04 10:00 AM

REVISED AND AMENDED BY-LAWS
OF OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
(also known as Old Braeswood Civic Club)

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the corporation is Old Braeswood Property Owners Association (also known as "Old Braeswood Civic Club"), hereinafter referred to as the "Association". The Association may adopt one or more assumed names for any legitimate purpose. The principal office of the corporation shall be at such location within Harris County, Texas, as designated from time to time by the Executive Committee and reflected as such with the Secretary of State of the State of Texas, but meetings of Members and the Executive Committee may be held at such places within Harris County, Texas, as may be designated by the Executive Committee.

ARTICLE II.

PURPOSE AND DEFINITIONS

Section 1. **Purpose.** The purpose of the Association shall be to promote the civil, cultural, and general welfare of the residents and property Owners of Lots in Section I, Braeswood Addition; Braeswood Extension and Braeswood Addition (hereinafter, "Old Braeswood"), and any nearby sections or subdivisions which are now or later included in the administration of the Association by the addition of restrictions. 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 2. **Definitions:**

"Association" shall mean Old Braeswood Property Owners Association (also known as "Old Braeswood Civic Club"), a Texas Non-Profit Corporation.

"Articles" shall mean the Articles of Incorporation of the Association.

"Common Area" shall mean all real property, if any, together with improvements thereon, owned or maintained (including the city park at Kelvin and Morningside Drives and Braeswood Ct. Park esplanade) by the Association for the common use and enjoyment of the Owners.

"Lots" shall mean and refer to any of the numbered lots shown on any of the Old Braeswood Plats and the plats of nearby subdivisions which may be included within the Association's jurisdiction for enforcement of restrictions and collection of mandatory maintenance charges, including all current sections and all future additions annexed and brought under the administration of the Association, including any lots created by the replatting of a Lot or other tract of land.

"Member" shall mean and refer to those persons entitled to membership as provided in the Bylaws, the Restrictions and Articles of Incorporation.

"Associate Member" shall mean and refer to those individuals or classes of persons or entities with whom the Executive Committee desires to secure a continuing relationship for the Association and upon which the Executive Committee has conferred the status of Associate Member. Associate Members shall have no rights to vote, hold office or otherwise participate in the governance of the Association.

"Owner(s)" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot or Lots, including contract sellers, but excluding those having such interest merely as security for the performance of any obligation.

"Property" shall mean and refer to that certain real property being the Lots and Common Areas as defined above and any additional property hereafter added to the jurisdiction of the Association.

"Restrictions" shall mean and refer to any restrictive covenants applicable to the Property as may be filed in the Official Public Records of Real Property of the Harris County, Texas, and any amendments thereafter or such other restrictions created or applying to additional properties brought within the jurisdiction of the Association.

"Resident Member" shall mean a Member whose principal residence is in Old Braeswood.

ARTICLE III.

MEMBERSHIP

Section 1. Appurtenant to Lot. Every person or entity who is now or hereafter becomes an Owner shall automatically be a Member of the Association during his period of ownership. Membership shall be appurtenant to and may not be separated from the ownership of a Lot.

Section 2. Voting Rights. Each Member shall be entitled to one (1) vote for each Lot owned in fee. Lots divided physically between two or more Members shall confer no additional votes on the Owners; multiple Lots comprising one building site shall entitle the Owner to one vote. In cases of question as to how many votes an Owner may cast or who may cast the vote or votes, the decision of the Executive Committee shall be final and binding.

Section 3. Payment of Assessments. The rights of Members are subject to the payment of periodic assessments levied and to be levied by the Association, which are imposed upon the Owner of the Lot against which such assessments are made. Each such assessment, together with interest thereon and costs of collection thereof, shall be the personal obligation of the person who was the Owner of such Lot at the time when the assessment fell due. The voting rights of a Member shall be suspended automatically during any period when any such assessment is due but remains unpaid, but upon payment of all such past due assessments, together with any interest, collection costs and fees, the right and privileges of such Member shall be automatically restored.

Section 4. Transfer of Lot. Membership in the Association shall continue only so long as the Member shall own a Lot. Membership in the Association shall not be transferable apart from a transfer of title to a Lot. Upon the sale by a Member of all his Lots, the purchaser of such Property shall become a Member of the Association. If ownership of a Lot shall be transferred to another person or other persons by virtue of the death of an individual Member, or by virtue of the termination of a trust or partnership, or by the dissolution of a corporation, or otherwise, the person or persons succeeding to an interest in the Lot shall become Members of the Association.

Section 5. Joint Ownership. When a Lot is owned jointly or in common tenancy, the Owners' membership in the Association by virtue thereof shall be joint, and the rights of such membership (including the voting rights arising therefrom) shall be exercised by the unanimous, joint action of all of the joint Owners. The Association may presume that a vote cast by, a communication received from, or notice given to any one of such joint owners is binding upon all.

Section 6. Record Owner. The Association shall be entitled to recognize the exclusive right of a person registered on its books as a Member of the Association for purposes of voting, or for any other purpose, and shall not be bound to recognize any equitable or other claim by any other person, whether or not the Association shall receive express or other notice thereof, except as otherwise provided by the laws of the State of Texas. In case of any dispute, an Owner may present to the Secretary of the Association documentary proof of fee simple title ownership of one or more Lots as defined herein in order to establish his or her right to be a Member of the Association.

ARTICLE IV.

MEETING OF THE MEMBERS

Section 1. Regular Meetings. Regular meetings of the Members shall be held during the month of April each year at such place as may be fixed by the Executive Committee. Regular meetings are primarily for the purpose of updating members on the affairs of the Association. Regular meetings shall be conducted as an open forum, at which a quorum shall not be necessary unless there are matters to be voted on as specified in the notice of the meeting.

Section 2. Annual Meeting. Annual meetings of the Members shall be held in the month of November of every year. At such meeting, the Members entitled to vote shall elect, by a majority vote, the officers comprising the Executive Committee and may transact such other business as may properly be brought before the meeting, except as may be provided hereinafter. If there are matters requiring a member vote at this meeting, a quorum must be obtained (See Article IV, Section 5).

Section 3. Special Meetings. A special meeting of the Members may be called by the President or at least 1/3rd of the members of the Executive Committee, or shall be called by the President or Secretary upon written request of Members entitled to cast at least one-tenth (1/10) of all the votes of the entire voting membership of the Association. The members'

written request shall set forth the purposes to be accomplished at the requested special meeting. The business transacted at any special meeting of Members shall be limited to the purposes stated in the notice thereof. All meetings of Members shall be held at such place as the Executive Committee may from time to time designate, as stated in the notice of such meeting or a duly executed waiver of notice thereof.

Section 4. Notice of Meetings. Written or printed notice stating the place, day and hour of the meeting, matters to be voted on by the Members, and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days or no more than fifty (50) days before the day of the meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the officers or persons calling the meeting, to each Member entitled to vote at such meeting. At any time prior to the mailing of notice of the meeting, any Member in good standing may request that any matter, including a matter to be voted on by the members, be included in the agenda for the meeting. If mailed, the notice shall be deemed to be delivered when deposited in the United States Mail, addressed to the Member at his or her address as it appears on the records of the Association, with postage thereupon prepaid.

Section 5. Quorum. Unless otherwise provided in the Articles or these By-laws, Members entitled to cast ten percent (10%) of the votes of the membership in good standing, represented in person or by proxy, shall constitute a quorum at a meeting of Members. If, however, a quorum shall not be present or represented at any meeting of the Members, the Members present in person or represented by proxy shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented any business may be transacted which might have been transacted at the meeting as originally notified. The majority vote of Members at a meeting at which a quorum is present shall be the act of the Members, unless the vote of a greater number is required by law, the Restrictions, the Articles or these Bylaws.

Section 6. Proxies. A Member may vote in person or by proxy executed in writing by the Member or by his duly authorized attorney-in-fact. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in no event shall it remain irrevocable for a period of more than eleven (11) months from the date of its execution.

Section 7. Current Member List. The Secretary shall maintain a current list of Members which shall be used to determine voting eligibility at any meeting of Members.

ARTICLE V.

MANAGEMENT BY THE EXECUTIVE COMMITTEE

The management and administration of the Association shall be vested in the Executive Committee, subject to Article VIII of these by-laws.

Section 1.

Number and Qualifications.

The Executive Committee shall consist of at least six (6) but not more than nine (9) members. The elected officers enumerated in Article VI, Section I, plus the immediate past President of the Association (if available), shall comprise the Executive Committee. The affairs of the Association shall be managed by the Executive Committee. No Executive Committee member may hold more than one (1) elective office at a time. Each member of the Executive Committee must be a Resident Member of the Association in good standing. A Resident Member of the Association in "good standing" is defined as a Member of the Association who has his principal residence in Old Braeswood, is current in the payment of all annual assessments, special assessments, and any other costs and charges levied by the Association against the Member and has received no current hardship exemption from the payment thereof, and is not in violation of the Restrictions which encumber the properties under the jurisdiction of the Association, nor of the Association's Articles, By-Laws, or its rules and regulations. Should any elected officer or Executive Committee member during his term of office become a Member of the Association who is not in good standing, the officer or member in question shall be notified of his impending disqualification and be given an opportunity to address the Executive Committee at its next regular meeting. If by the next following regular meeting of the Executive Committee (after the meeting wherein the Executive Committee member in question is given an opportunity to address the Executive Committee), the elected officer or Executive Committee member continues as a Member of the Association who is not in good standing, by operation of this provision the officer or Executive Committee member shall automatically be removed and his position declared vacant, and such vacancy shall be reflected in the minutes of the Executive Committee meeting.

Section 2.

Term of Office.

The term of office of an Executive Committee member shall be one (1) year. Each Executive Committee member elected shall hold office until his term expires and until his successor is elected and qualified or until his earlier death, resignation or removal.

Section 3.

Removal.

At any meeting of Members called expressly for the purpose of removing an Executive Committee member or the Executive Committee, any Executive Committee member or the entire Executive Committee may be removed, with or without cause, by a vote of a three-fourths (3/4th) majority of the Members voting at the meeting. A new Executive Committee member or the entire Executive Committee may be elected by majority vote at the same meeting where the vote to remove a Executive Committee member or the Executive Committee is effected. Any Executive Committee member may resign at any time upon giving written notice to the Association.

ARTICLE VI

OFFICERS AND THEIR DUTIES

Section 1.

Enumeration of Officers.

The elected officers of the Association shall consist of a President, one or more Vice Presidents as the Executive Committee shall determine, a Secretary, and a Treasurer, and such other officers as the Executive Committee may from time to time designate, each of whom, along with the At-large Representative to the Executive Committee, shall be elected by the Members. Each elected officer must be at the time of his election and must continue throughout his term to be a Resident Member in

good standing. No Executive Committee member may hold more than one (1) elective office at a time.

Section 2. Election of Officers. The Members, at each annual meeting of Members, shall choose by majority vote a President, at least one Vice President, a Secretary, a Treasurer, and an At-large Representative.

Section 3. Special Appointments. The President may appoint, with the approval of the Executive Committee, such other officers, assistant officers, committee members and chairpersons, and other agents as may be necessary in his judgment, who shall hold their offices for such terms and shall and perform such duties as shall be determined from time to time by the President. Appointed officers need not be Members.

Section 4. Term. Each elected officer of the Association shall hold office for one year or until his successor is chosen and qualified or until his earlier death, resignation or removal.

Section 5. Resignation and Removal. Any officer may resign at any time upon giving written notice to the Association. An elected officer may be removed by majority vote of the Members at a meeting duly called for which vote proper notice was given. Any appointed officer or agent or member or chairperson of any committee appointed by the President may be removed by the President or the Executive Committee whenever in its judgment the best interest of the Association will be served.

Section 6. Vacancies. Any vacancy occurring in any office of the Association by death, resignation, removal, or otherwise shall be filled by appointment by the President with the approval of the Executive Committee. If the vacancy is in the office of the President, the Executive Committee shall elect a new president from among them. The officer so appointed or elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Duties. The duties of the officers are as follows:

President

- (a) The President shall be the chief executive officer of the Association, and shall have such powers and duties as usually pertain to such office, except as may be modified by the Executive Committee or these By-laws. The President shall manage the day-to-day affairs of the Association, subject to any limitations imposed by, and in accordance with, policies adopted by the Executive Committee. The President shall preside at all meetings of Members and of the Executive Committee. Unless and to the extent the Executive Committee shall otherwise delegate such duties, the President shall have general powers of oversight, supervision, and management of the business and affairs of the Association, and shall see that all orders and resolutions of the Executive Committee are carried into effect. He shall execute contracts of the Association, except where required or permitted by law to be otherwise signed and executed, and except where the signing and execution thereof shall be expressly delegated by the Executive Committee to some other officer or agent of the Association. The President shall appoint, with the approval of the Executive Committee, all appointed officers,

committee members and committee chairpersons of the Association. The President shall be an *ex officio* member of all committees of which he is not an actual member.

Vice President

- (b) The Vice President, unless otherwise determined by the Executive Committee, shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. He shall perform such other duties and have such other powers, as the President shall delegate or the Executive Committee shall prescribe. If there is more than one Vice-President, the Executive Committee shall designate the order of their precedence, and they shall succeed to the duties of the President in that order.

Secretary

- (c) The Secretary shall attend all meetings of the Executive Committee and all meetings of the Members, and record, or cause to be recorded, all the proceedings of the meeting of the Members and of the Executive Committee in a book to be kept for that purpose, and shall perform like duties for the standing committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Members and special meetings of the Executive Committee, and shall perform such other duties as may be prescribed by the Executive Committee or the President, under whose supervision he shall be.

Treasurer

- (d) The Treasurer shall keep, or cause to be kept, full and accurate accounts of receipts and disbursements in books belonging to the Association, and shall deposit, or cause to be deposited, all moneys and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Executive Committee. He shall disburse, or cause to be disbursed, the funds of the Association as may be ordered by the Executive Committee, and shall render, or cause to be rendered, to the President and the Executive Committee at its regular meetings, or when the Executive Committee so requires, an account of all transactions and of the financial condition of the Association.

ARTICLE VII.

NOMINATIONS AND ELECTIONS
TO THE EXECUTIVE COMMITTEE

Section 1. Nomination. At least sixty (60) days prior to the date of each annual meeting of the Members, the Executive Committee shall determine and advise the Nominating Committee of the number, titles and priorities of all officers of the Association to be elected at the annual meeting. Any Member may nominate himself/herself or any other Resident member in good standing for election to an office. Nominations shall be made in writing to any member of the Nominating Committee no less than forty-five (45) days prior to the date of each annual meeting of the Members. The Nominating Committee shall meet

at least thirty (30) days prior to the date of each annual meeting of the Members to select and recommend a nominee to the Members for each officer to be elected. The Secretary shall distribute with the notice of the annual meeting of the Members a list setting forth the Nominating Committee's nominee for each position. Nominations for office may be made from the floor by any Member at the annual meeting of the Members.

Section 2. **Election.** Each Member may cast as many votes as such Member is entitled to pursuant to the provisions of Section 2 and Section 5 of Article III of these Bylaws. At each election for officers, every Member entitled to vote at such election shall have the right to cast, in person or by proxy, as many votes as he is entitled to cast for each officer being elected, and for whose election he has the right to vote. Cumulative voting is not permitted.

ARTICLE VIII.

DUTIES AND POWERS **OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall have, subject to Article X, Section 1 of these by-laws, the entire charge, control, administration, and the management of the affairs of the Association. The Executive Committee shall be responsible for the affairs of the Association and shall have all of the Powers and Duties necessary for the administration of the Association's affairs and, as provided by law, may do or cause to be done all acts and things as are not by the Restrictions, Articles, or these By-Laws directed to be done and exercised exclusively by the officers or the Members generally.

In addition to the duties imposed by these By-Laws or by any resolution of the Association that may hereafter be adopted, the Executive Committee shall have the power to establish policies relating to, and shall be responsible for performing or causing to be performed, the following, in way of explanation, but not limitation:

Section 1. **Powers.** The Executive Committee shall have the power to:

- (a) prepare and approve annual budgets;
- (b) subject to the limitations in the Restrictions and these By-laws, make any assessments of Members necessary to defray the Association's expenses and, establish the means and method of collecting such assessments, and establish the period of any installment payments of the annual or special assessments;
- (c) provide for the operation, care, upkeep, and maintenance of all of the Common Areas;
- (d) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties;

- (e) collect assessments, deposit the proceeds thereof in a bank depository, and use the proceeds to operate the Association;
- (f) make and amend rules and regulations, including the ability to adopt and publish rules and regulations governing use of the Common Area, and the personal conduct of the Members and their guests thereon, and to establish penalties for infractions thereof;
- (g) open bank accounts on behalf of the Association and designating the signatories required;
- (h) make or contract for the making of repairs, additions, and improvements to or alterations of Common Areas in accordance with the other provisions of the Restrictions and these By-Laws after damage or destruction by fire or other casualty;
- (i) enforce by legal means the provisions of the Restrictions, these By-laws, and the rules and regulations adopted by it and bring any proceedings which may be instituted on behalf of or against the Owners concerning the Association or the Restrictions;
- (j) obtain and carry insurance against casualties and liabilities, and pay the premium cost thereof;
- (k) keep books with detailed accounts of the receipts and expenditures affecting the Association and its administration, specifying the maintenance and repair expenses and any other expenses incurred;
- (l) keep a correct record of its proceedings and submit a report of the same to the members at the next regular meeting;
- (m) audit the Association's books every other year before the Annual Meeting, and shall furnish a written copy of the audit results to each elected officer and shall make the audit results available to the Members by posting the results on the Association's web site or through other appropriate means;
- (n) suspend the voting rights of a Member during any period in which such Member shall be in arrears on assessments or charges due to the Association or in violation of the Restrictions; and
- (o) exercise for the Association all powers, duties and authority vested in or delegated to this Association by the Restrictions or state law and not reserved to the membership by other provisions of these Bylaws, the Articles or the Restrictions.

Section 2. Duties. It shall be the duty of the Executive Committee to:

- (a) cause to be kept a complete record of all its acts and corporate affairs;
- (b) supervise all officers, agents and employees of the Association and to see that their duties are properly performed;

- (c) as more fully provided in the Restrictions and these By-laws, to set the amount of the Annual Assessments and any Special assessments and supervise the collection thereof;
- (d) cause the Common Area to be maintained;
- (e) ensure that the Association maintains current true and accurate financial records with full and correct entries with respect to all financial transactions of the Association, including all income and expenditures, in accordance with generally accepted accounting practices and shall audit the Association's financial records at least every other year; and
- (f) ensure that all records, books and annual reports of the financial activity of the Association shall be kept at the registered office or principal office of the Association in Texas for at least three (3) years after the closing of each fiscal year and shall be available to the membership for inspection and copying there during normal business hours.

ARTICLE IX.

MEETINGS OF THE EXECUTIVE COMMITTEE

- Section 1.** Meetings. Meetings of the Executive Committee, regular or special, may be held within Harris County, Texas. Meetings other than executive sessions may be attended by any Member on a space-available basis, subject to reasonable rules established by the President to ensure orderliness and efficiency at the meetings.
- Section 2.** Regular Meetings. Regular meetings of the Executive Committee may be held at such time and at such place as may be fixed from time to time by the President or by resolution of the Executive Committee.
- Section 3.** Special Meetings. Special meetings of the Executive Committee may be called at any time by the President, and shall be called by the President or the Secretary on the written request of at least one-third (1/3rd) of the Executive Committee. Notice of special meetings of the Executive Committee shall be given to each Executive Committee member at least three (3) days before the date of the meeting.
- Section 4.** Executive Session. The President may declare any meeting or a portion thereof to be an executive session either in the notice of the meeting or at any time when it appears confidential matters will be discussed. Only members of the Executive Committee and others expressly invited by the President may attend executive sessions.
- Section 5.** Quorum. A quorum of the Executive Committee shall be a majority of the members of the Executive Committee in good standing as Members of the Association. The Executive Committee shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the unanimous written consent of the

Executive Committee. Any action so approved shall have the same effect as though taken at a meeting of the Executive Committee. An Executive Committee member may appear and attend a meeting through telephonic or video conferencing means.

ARTICLE X.

RIGHTS OF MEMBERS

- Section 1.** Rights. The Members of the Association shall have the right to initiate resolutions, plans, policies and projects which, when passed by a majority of those present and voting at any annual or special meeting at which a quorum is present and for which written notice of the matters to be voted on was properly given, shall be binding upon the Association and upon the Executive Committee. Nomination for office may be made from the floor by any Member at the annual meeting of the Members. Any Member may request that an item to be voted on be placed on the agenda for, or to speak at, any meeting of Members or of the Executive Committee. The Executive Committee may establish reasonable rules for the submission and presentation of items or presentations offered by Members to assure efficient use of time and orderliness at such meetings.
- Section 2.** Husband and Wife. Each individual Member in good standing shall have all the rights and privileges of membership including the right to vote, hold office, serve on committees, make motions, to debate, provided, however, that husband and wife shall not hold office at the same time. Nothing in this provision shall prevent husband and wife from serving on the same committee.
- Section 3.** Good Standing. No Member shall be considered in good standing who is in arrears in payment of assessments or has been determined by the Executive Committee to be in violation of the Restrictions. He or she shall not be entitled to vote nor shall he or she be eligible to be an officer or serve as a member of any committee in the Association, nor be entitled to any of the other privileges of membership in the Association.
- Section 4.** Appeal of Adverse Action. Except for matters which are the subject of litigation, any Member of the Association adversely affected shall have the right to appeal any action, refusal to act, or decision by any agent, officer or committee of the Association to the Executive Committee by written notice of appeal filed with the Secretary of the Association. The appeal shall be heard by at least a quorum of the Executive Committee within ten (10) days of receipt of the written appeal or as soon thereafter as a quorum can be assembled. The decision on the appeal shall be made by the Executive Committee as promptly as the circumstances allow but in any case within thirty (30) days after the hearing, and shall be final and binding upon the Member and Association.
- Section 5.** Resolutions of the Members. Resolutions adopted by the Members at a meeting of Members properly called for the purpose may be repealed or amended only by a majority of Members voting at a meeting properly called for the purpose or as provided in the Resolution.

ARTICLE XI.

ASSESSMENTS AND COLLECTION

Section 1. Annual Dues. Annual assessments or annual dues assessed or requested by the Association from its members shall be voluntary only, and the Association hereby waives and releases any statutory power to impose or collect mandatory annual assessments now or hereafter existing, until such time as this provision shall be amended or repealed in strict accordance with these By-Laws, and no action may be commenced to collect any such assessment or dues other than through voluntary payments by the Members. (*Amendments, November 18, 2004.*)

Section 2. Levy of Special Assessments. In addition to the Annual Assessment imposed above, the Executive Committee may levy, at any time in any assessment year, upon each Lot and the record Owner of each Lot (determined in the same manner as for Annual Assessments), a special assessment ("Special Assessment") applicable to that year only for the purpose of defraying, in whole or in part, the cost of unexpected expenditures, provided that any such assessment shall be approved by 2/3rds (66 2/3rds %) of the Members in good standing voting in person or by proxy at a duly called regular or special meeting of Members at which a quorum of the Membership is present. Prior to the meeting being called and the vote being taken, notice of the vote on imposing a Special Assessment will be provided to the entire Membership. The amount of the Special Assessment so imposed cannot exceed \$15 dollars in any one calendar year. (*Amendments, November 18, 2004.*)

Section 3. Notice of Special Assessments. Written notice of the amount and the due date of any Special Assessment shall be sent to every property Owner in Old Braeswood at the address of the property at least thirty (30) days in advance of the date upon which the Special Assessment is due to be paid. The Special Assessment shall be paid on or before the due date to the Association, or any successor in interest.

Section 4. Hardship Exemptions. The Association may, in its sole discretion, grant or revoke hardship exemptions according to a written uniform policy for all or a portion of the Annual Assessment, any Special Assessments, and other amounts due in any year from a Lot Owner. The act of granting a hardship exemption by the Association to an Owner for any amount due to the Association shall not constitute a waiver of the right of the Association to enforce the collection of all assessments or amounts that may accrue subsequent to the period for which the hardship exemption was granted. In lieu of a hardship exemption, the Association may accept services in kind in payment of the above described fees and charges. No person who has received an exemption may serve as an officer or member of the Executive Committee in any year for which the exemption is in effect. Records pertaining to all hardship exemptions shall be open to review by all Members

ARTICLE XII
COMMITTEES

Section 1. **Standing Committees.** In addition to such other permanent or standing committees as the President and the Executive Committee shall from time to time establish, the members and chairpersons of the following standing committees, each with the duties enumerated, shall be appointed by the President and approved by the Executive Committee annually after the Annual Meeting of Members:

(a) **Nominating Committee.** The Nominating Committee shall be comprised of at least five (5) Members. The names, addresses, and phone numbers of the members of the Nominating Committee shall be posted in the Association office, in a newsletter, on the Association web site, or other prominent place, at least sixty (60) days before the Annual Meeting of Members. The Nominating Committee shall carry out the duties assigned in Article VII Section 1 of these by-laws, and any other duties assigned by the President or the Executive Committee.

(b) **Architectural Review Committee.** The Architectural Review Committee shall develop, submit to the Executive Committee for approval, and implement architectural guidelines for construction or modification of improvements within Old Braeswood, including revisions thereto when necessary; shall receive plans submitted by or on behalf of Members for construction within Old Braeswood, review the plans for architectural harmony with the surrounding structures and the overall community, and approve or reject as appropriate plans so submitted, and in so doing, shall carry out the procedures set out in Executive Committee Resolution 03-2; shall maintain records of each submission to the committee including at least one copy of plans whether approved or rejected, and variances to side lot line set-backs approved, and copies of all correspondence

(c) **Enforcement Committee.** The Enforcement Committee shall develop and submit to the executive Committee for approval policies and procedures for the investigation and disposition of complaints concerning violations of the Restrictions; shall receive and investigate all credible complaints of violations of the Restrictions; except as required or permitted by Executive Committee Resolution 03-1, shall submit its findings and recommendations for action to the Executive Committee, and shall implement the course of action approved by the Executive Committee with respect to such violation.

(d) **Park Committee.** The Park Committee shall plan and submit to the Executive Committee for approval, events such as parties and promotional events to take place within the city park at Kelvin and Morningside drives known as Braeswood Park, or in other areas within Old Braeswood; and upon approval shall implement and supervise such plans. (*Amendments, March 9, 2005*)

(e) **Security.** The Security Committee shall maintain liaison with the Rice Area Constable Service and the Houston Police Department on community security issues. The committee is responsible for the annual distribution Patrol flags.

Committee members attend monthly meetings with HPD, track crime statistics, and serve on the RACS board

(f) Welcome. This committee shall welcome new neighbors to Old Braeswood and provide them with helpful information about the neighborhood and the Association.

(g) Trees for Old Braeswood. This committee shall oversee Old Braeswood's street tree planting program, and will seek to systematically replant each street in Old Braeswood with a variety of tree species. These activities will be coordinated with the Trees for Houston organization.

(h) Social. This committee, in conjunction with the Park Committee, shall organize the annual park party and other events from time to time.

Other standing committees may be established from time to time by resolution of the Executive Committee.

Section 2. Appointment. The Chairman and members of such committees shall be appointed by the President with the approval of the Executive Committee. Each member of a committee shall serve from the date of appointment until the next annual meeting of the Association. Any member of a committee may be relieved of his committee duties by the President or by majority vote of the Executive Committee at a regular meeting or a special meeting called for that purpose.

Section 3. Duties. Each committee Chairman shall have the responsibility to select the members of his committee necessary to discharge the functions of such committee, to designate the time and place of its meetings, to prepare the agenda, and to maintain a record of the activities of the committee and furnish a copy of the record to the President and Vice-President at the appropriate time. The Chairman shall report all findings and recommendations of his committee to the Executive Committee and obtain its approval where necessary for the expenditure of funds or other course of action proposed by the committee.

Section 4. Ad Hoc Committees. In addition to the committees provided for in these By-Laws, the President may appoint such other committees as may be deemed appropriate to the President, to undertake any investigation or study or to plan or execute any specific task which does not fall within the jurisdiction of any of the foregoing committees. Such tasks must be clearly defined, in writing, and signed by the President. The Executive Committee shall approve all *ad hoc* committee appointments and duties. Upon completion of the task and the submission of its final report, *ad hoc* committees shall automatically be dissolved.

Section 5. Quorum and Rules. A majority of each standing or *ad hoc* committee shall constitute a quorum unless the chairman shall fix another number. The chairman shall establish such rules of order and procedure for each such committee as the chairman deems appropriate.

ARTICLE XIII.

NOTICES

- Section 1.** Manner of Giving. Whenever any notice is required to be given to any Member or Executive Committee or other committee member under the provisions of any statute, the Articles, these Bylaws or the Restrictions, it shall be given in writing and delivered personally or mailed to such member at such address as appears on the books of the Association, and such notice shall be deemed to be given at the time when it shall be deposited in the United States mail with sufficient postage thereon prepaid. Notice to Executive Committee members and other committee members may also be given by e-mail or telephone facsimile, and notice given by such means shall be deemed given at the time it is transmitted.
- Section 2.** Written Waiver. Whenever any notice is required to be given to any Member or Executive Committee member under the provisions of any statute, the Articles, these Bylaws or the Restrictions, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.
- Section 3.** Waiver by Attendance. Attendance of any committee member or at a meeting of the committee shall constitute a waiver of notice of such meeting, except where a committee member attends a meeting for the express stated purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.
- Section 4.** Notice to the Association. Notice is deemed to be received by the Association when it is either personally delivered to the President of the Association or deposited in the United States mail, properly addressed to the President of the Association.

ARTICLE XIV.

INDEMNIFICATION OF OFFICERS AND THE EXECUTIVE COMMITTEE

- Section 1.** Indemnification. To the fullest extent permitted by law, the Association shall and does hereby indemnify each and all of its Executive Committee members and officers and former Executive Committee members and officers against all claims, liability, expenses and costs (including reasonable attorneys' fees) actually asserted against, or necessarily and reasonably incurred by them, or any of them, in connection with the defense of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been Executive Committee members or an officer of the Association, and all acts or omissions in such capacity, except in relation to matters as to which any such Executive Committee member or officer or former Executive Committee member or officer shall be adjudged in such action, suit or proceeding to have been acting

outside of the scope of his authority, as prescribed by law or the dedicatory instruments on file for Old Braeswood Property Owners Association, with respect to the matter in which indemnity is sought. The foregoing right to indemnity shall include reimbursement of the amounts and expenses paid in settling any such action, suit or proceeding when settling or a plea of *nolo contendere*. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of the Members, insurance policy, or otherwise.

Section 2. Liability of Officers. An officer or Executive Committee member is not liable to the Association, to any member, or to any other person for any action taken or not taken in such capacity if the officer or Executive Committee member acted (i) in good faith; (ii) with ordinary care; and (iii) in a manner the officer or Executive Committee member reasonably believes to be in the best interest of the Association.

ARTICLE XV.

GENERAL PROVISIONS

Section 1. Dividends. No dividend shall be paid and no part of the income of the Association shall be distributed to its Members, the Executive Committee or Officers.

Section 2. Compensation of Executive Committee. No Executive Committee member shall receive compensation for any service he may render to the Association. Further, the Association shall make no loans to its the Executive Committee or Officers. However, any Executive Committee member or officer may be reimbursed for his actual expenses incurred in the performance of his duties. Aggregate expense reimbursements to any one officer or Executive Committee member shall not exceed \$200 in any calendar year unless approved in advance of the expense by the Executive Committee.

Section 3. Final Distribution. Upon dissolution or final liquidation, the Association may make a distribution to its Members, but only as permitted by the Texas Non-Profit Corporation Act and the U.S. Internal Revenue Code of 1954, as amended.

Section 4. 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, except that the first fiscal year shall begin on the date of incorporation.

Section 5. Books and Records. The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Members, Executive Committee and committees having any authority of the Executive Committee. All books and records of the Association may be inspected at the office of the Association by any Member or the agent or attorney of such Member for any proper purpose during regular business hours of the Association.

Section 6. Execution of Instruments. All checks or demands for money and notes of the Association shall be signed by the President, or such officer or officers or such other person or persons as the Executive Committee from time to time may designate.

ARTICLE XVI.

AMENDMENT OF BY-LAWS

Section 1. Amendment. These By-laws may be altered, amended, or repealed or new By-laws may be adopted:

Executive Committee

- (a) except for Articles X and XI, at any regular or special meeting of the Executive Committee, by the affirmative vote of a 2/3rds majority of the Executive Committee, subject to repeal or change at any regular or special meeting of the Members at which a quorum is present or represented, by the affirmative vote of a majority of the votes entitled to be cast by the Members at such meeting and present or represented thereat, provided notice of the proposed repeal or change is contained in the notice of such meeting of Members; or

Members:

- (a.) except for Article X and XI, at any regular or special meeting of Members at which a quorum is present or represented, by the affirmative vote of a majority of the votes entitled to be cast by the Members at such meeting and present or represented thereat, provide notice of the proposed alteration, amendment or repeal (or a statement that new Bylaws are proposed to be adopted) is contained in the notice of such meeting of the Members; or
- (b.) Article X at any regular or special meeting of Members at which a quorum is present or represented by proxy, by the affirmative vote of a 2/3rds majority of the votes entitled to be cast by the Members in good standing at such meeting and present or represented at the meeting, provide notice of the proposed alteration, amendment or repeal (or a statement that new Bylaws are proposed to be adopted) is contained in the notice of such meeting of the Members; or
- (c.) Article XI and this subparagraph (c) may be amended or repealed only with the written approval of the owners of at least sixty percent (60%) of the real property described in the Articles of Incorporation of this Association from which the membership of this Association is drawn, as amended from time to time, and no other form of transaction, whether by merger, reorganization, re-incorporation, bankruptcy or otherwise, shall have the effect of amending or repealing Article XI or this provision.

(Amendments, November 18, 2004.)

Section 2. Priority of Documents. In the case of any conflicts between the Articles and these By-laws, the Articles shall control; and in the case of any conflict between the Restrictions and these By-Laws, the Restrictions shall control.

Adopted by the Members on October 14, 2003, with all amendments through November 18, 2004

Attest:

Secretary

2003-10-14

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

RECORDS RETENTION POLICY

This Records Retention Policy was approved by the Executive Committee for the Old Braeswood Property Owners Association, on the 21st day of December, 2011.

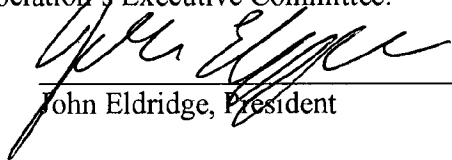
The Old Braeswood Property Owners Association (hereinafter referred to as the "Association") shall maintain its records as follows:

RECORD	RETENTION PERIOD
Certificate of Formation/Articles of Incorporation, Bylaws, Declarations, Rules & Policies, and all amendments to those documents.	PERMANENT
Association Tax Returns and Tax Audits	Seven (7) Years
Financial Books and Records	Seven (7) Years
Account Records of Current Owners	Five (5) Years
Contracts with a term of more than one year	Four (4) Years
Minutes of Member Meetings and Board Meetings	Seven (7) Years

Records not listed above are not subject to retention. Upon expiration of the retention date, the applicable records will be considered not maintained as a part of the Association books and records.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."

By: 
John Eldridge, President

11-22-2011 10:50:11 AM

ACKNOWLEDGEMENT

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29, 2011,
John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit
corporation, on behalf of said corporation.

Sylvia D. Bratton
Notary Public in and for the
State of Texas

My commission expires:

Aug. 17, 2013

H-921648-1.DOC



○ ○

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
RECORDS PRODUCTION POLICY

This Records Production Policy was approved by the board of Directors for the Old Braeswood Property Owners Association, on the ~~28th~~ day of December, 2011.

I. Copies of Association records will be available to all Owners upon their proper request and at their own expense. A proper request:

- a. is sent certified mail to the Association's address as reflected in its most recent management certificate;
- b. is from an Owner, or the Owner's agent, attorney, or certified public accountant; and
- c. contains sufficient detail to identify the records being requested.

II. Owners may request to inspect the books and records or may request copies of specific records.

- If the owner makes a request to inspect the books and records, then the Association will respond within **10 business days** of the request, providing the dates and times the records will be made available and the location of the records. The Association and the owner shall arrange for a mutually agreeable time to conduct the inspection. The Association shall provide the owner with copies of specific documents upon the owner paying the Association the cost thereof.
- If an owner makes a request for copies of specific records, and the Association can provide the records easily or with no cost, then the Association will provide the records to the owner within 10 business days of the owner's request.
- If the owner makes a request for copies of specific records, the Association shall send a response letter advising on the date that the records will be made available (within **15 business days**) and the cost the owner must pay before the records will be provided. Upon paying the cost to provide the records, the Association shall provide the records to the owner.

III. The Association hereby adopts the following schedule of costs:

<u>COPIES</u>	10 cents per page, for a regular 8.5" x 11" page
	50 cents per page, for pages 11" x 17" or greater
	actual cost, for specialty paper (color, photograph, map, etc...)
	1.00 for each CD or audio cassette

3.00 for each DVD

LABOR \$15.00 per hour for actual time to locate, compile and reproduce the records (To be charged only if request is greater than 50 pages in length)

OVERHEAD 20% of the total labor charge records
(To be charged only if request is greater than 50 pages in length)

MATERIALS actual costs of labels, boxes, folders, and other supplies used in producing the records, along with postage for mailing the records

IV. The Association hereby adopts the following form of response to Owners who request to inspect the Association's Books and Records:

**OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
RESPONSE TO REQUEST FOR ASSOCIATION RECORDS**

Dear Homeowner:

On April 1, 2012, the Old Braeswood Property Owners Association received your request to inspect the books and records of the Association. The books and records of the Association are available for you to inspect on regular business days, between the hours of 9 a.m. and 5 p.m., at the office of _____.

Please contact us to arrange for a mutually agreeable time for you to come and inspect the books and records. Please be advised that if you desire copies of specific records during or after the inspection, you must first pay the associated costs before the copies will be provided to you. A schedule of costs is included with this response.

Very Truly Yours,

Old Braeswood Property Owners Association

- V. **The Association hereby adopts the following form of response to Owners who request copies of specific records:**

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
RESPONSE TO REQUEST FOR ASSOCIATION RECORDS

Dear Homeowner:

On April 1, 2012, the Old Braeswood Property Owners Association received your request for copies of specific Association records. We are unable to provide you with the requested records within 10 business days of your request. However, the requested records will be available to you no later than 15 business days after the date of this response.

In order to obtain the records you must first pay the Association the cost of providing the records to you. The estimated cost to obtain the records you requested is \$____. Upon receiving payment, the Association will mail the requested documents to you. You may also make payment and pick up the documents in person at the office of _____.


Please contact us to make arrangements.

Very Truly Yours,
Old Braeswood Property Owners Association

- VI. **If the estimated cost provided to the Owner is more or less than the actual cost of producing the documents, the Association shall, within 30 days after providing the records, submit to the owner either an invoice for additional amounts owed or a refund of the overages paid by the Owner.**
- VII. **Unless authorized in writing or by court order, the Association will not provide copies of any records that contain the personal information of an owner, including restriction violations, delinquent assessments, financial information, and contact information.**

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, Inc., hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Board of Directors."



John Eldridge, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec 29, 2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit corporation, on behalf of said corporation.

Sylvia D. Bratton

Notary Public in and for the
State of Texas

My commission expires:

Aug. 17, 2013

H-921651_1.DOC



OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
PAYMENT PLAN POLICY

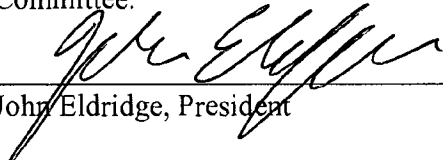
This payment plan policy was approved by the board of Directors for the Old Braeswood Property Owners Association, on the 28th day of December, 2011.

- 1) Owners are entitled to one approved payment plan to pay their annual assessments.
- 2) All payment plans require a down payment and monthly payments.
- 3) Upon request, all Owners are automatically approved for a payment plan consisting of 40% down, with the balance paid off in 3 monthly installments.
- 4) If an owner defaults on the payment plan, the payment plan is automatically terminated and the Association is not obligated to make another payment plan with the owner for the next two years.
- 5) Alternative payment plan proposals must be submitted to and approved by the Association. The Association is not obligated to approve alternative payment plan proposals. No payment plan may be shorter than 3 months or longer than 18 months.
- 6) The Association cannot charge late fees during the course of a payment plan, but can charge interest at the rate it is entitled to under its Governing Documents and can charge reasonable costs of administering the payment plan. The term of a payment plan cannot be less than 3 months or more than 18 months.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."



John Eldridge, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29,
2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas
non-profit corporation, on behalf of said corporation.

Sylvia D. Bratton

Notary Public in and for the
State of Texas

My commission expires:

Aug. 17, 2013

-921652_1.DOC



**STATEMENT OF POLICY OF
OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
REGARDING SCHEDULE OF FEES FOR ARCHTECTURAL REVIEW**

Pursuant to the Resolution adopted by the Executive Committee of the Old Braeswood Property Owners Association on the 28th of January 2010, a quorum being present, the following policy regarding Architectural Review Fees was adopted:

WHEREAS the various sections subject to the jurisdiction of Old Braeswood Property Owners Association (the Association") are subject to various restrictions, the purpose of which is the creation and carrying out of a uniform plan for the improvement and sale of property within the subdivisions comprising Old Braeswood, the Executive Committee of the Association has determined to adopt a the following policy concerning Transfer Fees upon sale of property in Braeswood Section 1, Braeswood Extension and Braeswood Addition subdivisions, in Harris County, Texas.

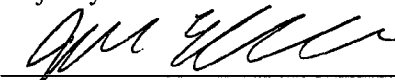
Schedule of Fees for Architectural Review

- (1) New home construction - \$100.00 per 1000 square feet (\$500 minimum)
- (2) Renovation/Addition or new garage - \$250.00
- (3) Exterior remodeling projects - \$250.00
- (4) Late fee – for projects not submitted for approval prior to construction - \$500.00
- (5) Fences and/or other "site features" such as window, door or siding replacement, solar panels, etc.- \$100.00.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."

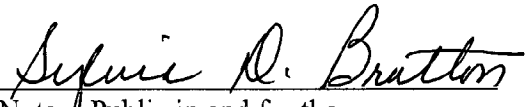


John Eldridge, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29, 2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit corporation, on behalf of said corporation.



Notary Public in and for the
State of Texas

My commission expires:
Aug. 17, 2013



**STATEMENT OF POLICY OF
OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
REGARDING HEIGHT LIMITATIONS**

Pursuant to the Resolution adopted at a meeting of the Executive Committee of the Old Braeswood Property Owners Association, held on the 24th day of July 2007, a quorum being present, the following policy regarding maximum height limitations is adopted:

WHEREAS the various sections subject to the jurisdiction of Old Braeswood Property Owners Association (the Association") are subject to various restrictions, the purpose of which is the creation and carrying out of a uniform plan for the improvement and sale of property within the subdivisions comprising Old Braeswood, the Executive Committee of the Association has determined to adopt the following policy concerning the maximum height of improvements in Braeswood Section 1, Braeswood Extension and Braeswood Addition subdivisions, in Harris County, Texas.

Height Restriction for All Sections

The following restriction, with respect to height of new homes and additions, shall be consistently enforced in the manner prescribed below:

Dimensional Restrictions:

Height:

- a. Height shall be determined from the **Lot Grade**.
- b. A House exceeding 35 feet in height from **Lot Grade** to top of ridge is prohibited.
- c. A detached garage, exceeding 25 feet in height is prohibited.
- d. An Accessory Structure or other structure exceeding 15 feet in height is prohibited, other than a House or detached garage.
- e. A chimney may exceed the height of the House by not more than 3 feet.

Number of Stories: A House may not exceed two full stories and an additional half-story contained within the structure's roof line provided that:

- a. The floor area of the half story may not exceed sixty (60) percent of the floor area of the second story; and
- b. The roof must be a pitched roof which springs from the second floor top plate and run as an unbroken plane to the ridge line or lines (this provision is specifically meant to preclude mansard roofs as a means to circumvent the intent of this restriction).

Definitions:

"Lot Grade" :

- a. For lots outside of the identified 100 year floodplain on the **FEMA Flood Insurance Rate Map (FIRM)**, the lowest point of elevation of the finished surface of the ground, paving, or sidewalk within the area between the structure and a line 5 feet from the structure.
- b. For only those lots within the identified 100 year floodplain on the **FEMA Flood Insurance Rate Map (FIRM)**, the elevation of the 100-year base flood elevation as established on the FIRM current at the time of construction.

For most lots, one would have approximately 34 feet from finished floor to ridge, since one is measuring from a point outside the structure; however, for lots in the floodplain the height from finish floor would be similar, since one is required to raise the finish floor above the flood plain by one foot. The intent of this application of the rules is to give both conditions the same height restrictions to work within, without penalizing properties in either situation.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."

John Eldridge
John Eldridge, President

ACKNOWLEDGEMENT

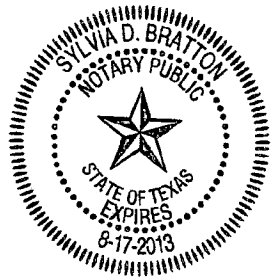
STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29, 2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit corporation, on behalf of said corporation.

Sylvia D. Bratton
Notary Public in and for the
State of Texas

My commission expires:
Aug. 17, 2013

H-921752_1.DOC



**STATEMENT OF POLICY OF
OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
REGARDING TRANSFER FEES**

Pursuant to the Resolution adopted by the Executive Committee of the Old Braeswood Property Owners Association on the 25th of March 2010, a quorum being present, the following policy regarding transfer fees was adopted:

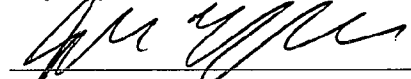
WHEREAS the various sections subject to the jurisdiction of Old Braeswood Property Owners Association (the Association") are subject to various restrictions, the purpose of which is the creation and carrying out of a uniform plan for the improvement and sale of property within the subdivisions comprising Old Braeswood, the Executive Committee of the Association has determined to adopt the following policy concerning Transfer Fees upon sale of property in Braeswood Section 1, Braeswood Extension and Braeswood Addition subdivisions, in Harris County, Texas.

- (a) The Transfer Fee is set at \$100.00 and is payable to Old Braeswood Property Owners Association upon closing.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."

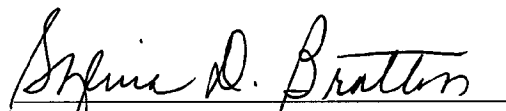


John Eldridge, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29, 2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit corporation, on behalf of said corporation.



Notary Public in and for the
State of Texas

HP 099-43-0210

**STATEMENT OF POLICY OF
OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION
REGARDING RESALE CERTIFICATE FEE**

Pursuant to the Resolution adopted by the Executive Committee of the Old Braeswood Property Owners Association on in, the following policy regarding Resale Certificate Fees was adopted:

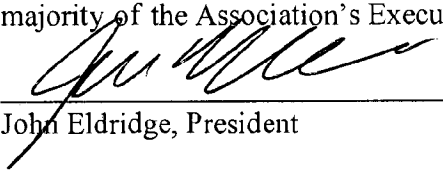
WHEREAS the various sections subject to the jurisdiction of Old Braeswood Property Owners Association (the Association") are subject to various restrictions, the purpose of which is the creation and carrying out of a uniform plan for the improvement and sale of property within the subdivisions comprising Old Braeswood, the Executive Committee of the Association has determined to adopt a the following policy concerning Transfer Fees upon sale of property in Braeswood Section 1, Braeswood Extension and Braeswood Addition subdivisions, in Harris County, Texas.

- (a) The Resale Certificate Fee is set at \$25.00 and is payable to Old Braeswood Property Owners Association in advance.

OLD BRAESWOOD PROPERTY OWNERS ASSOCIATION

CERTIFICATION

"I, the undersigned, being the President of the Old Braeswood Property Owners Association, hereby certify that the foregoing Resolution was adopted by at least a majority of the Association's Executive Committee."

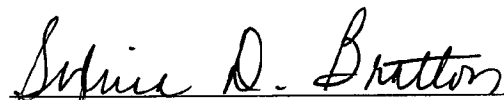


John Eldridge, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on Dec. 29, 2011, John Eldridge, President of Old Braeswood Property Owners Association, a Texas non-profit corporation, on behalf of said corporation.

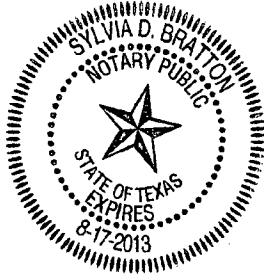


Notary Public in and for the
State of Texas

RECORDER'S MEMORANDUM:
At the time of recordation, this Instrument was found to be inadequate for the best photographic reproduction because of illegibility, carbon or photo copy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded.

My commission expires:

Aug. 17, 2013



ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.
THE STATE OF TEXAS
COUNTY OF HARRIS
I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me, and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas

DEC 30 2011



Stan Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

RECORDED

Stan Stewart
COUNTY CLERK
HARRIS COUNTY, TEXAS

2011 DEC 30 PM 1:58

FILED