

BYLAWS  
OF  
RAMBLEWOOD PROPERTY OWNERS ASSOCIATION, INC.  
ARTICLE ONE

ORGANIZATION

- 1) THE NAME OF THIS ORGANIZATION SHALL BE RAMBLEWOOD PROPERTY OWNERS ASSOCIATION, INC.
- 2) THE ORGANIZATION SHALL HAVE SEAL WHICH SHALL BE IN THE FOLLOWING FORM:

- 3) THE ORGANIZATION MAY AT ITS PLEASURE BY A FIFTY-ONE PERCENT (51%) VOTE OF THE MEMBERSHIP BODY CHANGE ITS NAME.

ARTICLE TWO

PURPOSES

THE FOLLOWING ARE THE PURPOSES FOR WHICH THIS ORGANIZATION HAS BEEN ORGANIZED: TO MAINTAIN BEAUTY AND HARMONY IN RAMBLEWOOD SUBDIVISION BY PROVIDING AMENITIES FOR THE SUBDIVISION AND REQUIRING CONFORMITY WITH RESTRICTIVE COVENANTS AS SET FORTH IN THE DEED RECORDS OF HARRIS COUNTY, TEXAS, AND TO TAKE SUCH ACTION AS DEEMED BENEFICIAL FOR THE GENERAL HEALTH AND WELFARE OF THE SUBDIVISION.

ARTICLE THREE

MEMBERSHIP

MEMBERSHIP IN THIS ORGANIZATION SHALL BE OPEN TO ALL LOT/HOME OWNERS IN RAMBLEWOOD SUBDIVISION.

ARTICLE FOUR

MEETINGS

THE ANNUAL MEMBERSHIP MEETING OF THIS ORGANIZATION SHALL BE HELD ON ON THE 15TH DAY OF DECEMBER EACH AND EVERY YEAR EXCEPT IF SUCH DAY BE A LEGAL HOLIDAY THEN AND IN THAT EVENT THE BOARD OF DIRECTORS SHALL FIX THE DAY BUT IT SHALL NOT BE MORE THAN TWO. WEEKS FROM THE DATE FIXED BY THESE BY-LAWS. THE SECRETARY SHALL CAUSE TO BE MAILED TO EVERY MEMBER IN GOOD STANDING AT HIS ADDRESS AS IT APPEARS IN THE MEMBERSHIP ROLL BOOK OF THIS ORGANIZATION A NOTICE TELLING THE TIME AND PLACE OF SUCH ANNUAL MEETING.

REGULAR MEETINGS OF THIS ORGANIZATION SHALL BE HELD AT A PLACE AND TIME TO BE DETERMINED BY THE BOARD OF DIRECTORS. THE PRESENCE OF NOT LESS THAN ONE-TENTH OF THE MEMBERSHIP SHALL CONSTITUTE A QUORUM AND SHALL BE NECESSARY TO CONDUCT THE BUSINESS OF THIS ORGANIZATION; BUT A LESSER NUMBER MAY ADJOURN THE MEETING FOR A PERIOD OF NOT MORE THAN TWO WEEKS FROM THE DATE SCHEDULED BY THESE BY-LAWS AND THE SECRETARY SHALL CAUSE A NOTICE OF THIS SCHEDULE MEETINGS TO BE SENT TO ALL THOSE MEMBERS WHO WERE NOT PRESENT AT THE MEETING ORIGINALLY CALLED. A QUORUM AS HERE IN BEFORE SET FORTH SHALL BE REQUIRED AT ANY ADJOURNED MEETING.

SPECIAL MEETINGS OF THIS ORGANIZATION MAY BE CALLED BY THE PRESIDENT WHEN HE DEEMS IT FOR THE BEST INTEREST OF THE ORGANIZATION. NOTICES OF SUCH MEETINGS SHALL BE MAILED TO ALL MEMBERS AT THEIR ADDRESSES AS THEY APPEAR IN THE MEMBERSHIP ROLL BOOK AT LEAST 3 BUT NOT MORE THAN 15 DAYS BEFORE THE SCHEDULED DATE SET FOR SUCH A SPECIAL MEETING. SUCH NOTICE SHALL STATE THE REASONS THAT SUCH MEETING HAS BEEN CALLED, THE BUSINESS TO BE TRANSACTED AT SUCH MEETING AND BY WHOM CALLED.

AT THE REQUEST OF TWO MEMBERS OF THE BOARD OF DIRECTORS OR 1/10 TH OF THE MEMBERS OF THE ORGANIZATION, THE PRESIDENT SHALL CAUSE A SPECIAL MEETING TO BE CALLED BUT SUCH REQUEST MUST BE MADE IN WRITING AT LEAST 30 DAYS BEFORE THE REQUESTED DATE.

NO OTHER BUSINESS BUT THAT SPECIFIED IN THE NOTICE MAY BE TRANSACTED AT SUCH SPECIAL MEETING WITHOUT THE UNANIMOUS CONSENT OF ALL PRESENT AT SUCH MEETING.

## ARTICLE FIVE

### VOTING

AT ALL MEETINGS, EXCEPT FOR THE ELECTION OF OFFICERS AND DIRECTORS WHERE PROXIES MAY BE UTILIZED, ALL VOTES SHALL BE VIVA VOICE, EXCEPT THAT FOR ELECTION OF OFFICERS BALLOTS SHALL BE PROVIDED AND THERE SHALL NOT APPEAR ANY PLACE ON SUCH BALLOT ANY MARK OR MARKING THAT MIGHT TEND TO INDICATE THE PERSON WHO CAST SUCH BALLOT.

AT ANY REGULAR OR SUCH SPECIAL MEETING IF A MAJORITY SO REQUIRES ANY QUESTION MAY BE VOTED UPON IN THE MANOR AND STYLE PROVIDED FOR ELECTION OF OFFICERS AND DIRECTORS.

AT ALL VOTES BY BALLOT THE CHAIRMAN OF SUCH MEETING SHALL IMMEDIATELY PRIOR TO THE COMMENCEMENT OF BALLOTING APPOINT A COMMITTEE OF THREE WHO SHALL ACT AS "INSPECTORS OF ELECTION" AND WHO SHALL AT THE CONCLUSION OF SUCH BALLOTING CERTIFY IN WRITING TO THE CHAIRMAN THE RESULTS AND THE CERTIFIED COPY SHALL BE PHYSICALLY AFFIXED IN THE MINUTE BOOK TO THE MINUTES OF THAT MEETING.

NO INSPECTOR OF ELECTION SHALL BE A CANDIDATE FOR OFFICE OR SHALL BE PERSONALLY INTERESTED IN THE QUESTION VOTED UPON.

EACH PROPERTY OWNER IN THE SUBDIVISION IS ENTITLED TO CAST ONE VOTE FOR EACH LOT OWNED.

## ARTICLE SIX

### ORDER OF BUSINESS

1. ROLL CALL
2. READING OF THE MINUTES OF THE PRECEDING MEETING.
3. REPORTS OF COMMITTEES.
4. REPORTS OF OFFICERS.
5. OLD AND UNFINISHED BUSINESS.
6. NEW BUSINESS.
7. GOOD AND WELFARE.
8. ADJOURNMENT.

## ARTICLE SEVEN

### BOARD OF DIRECTORS

THE BUSINESS OF THIS ORGANIZATION SHALL BE MANAGED BY A BOARD OF DIRECTORS CONSISTING OF AT LEAST ONE MEMBER TOGETHER WITH THE OFFICERS OF THIS ORGANIZATION. AT LEAST ONE OF THE DIRECTORS ELECTED SHALL BE A RESIDENT OF THE STATE OF TEXAS AND CITIZEN OF THE UNITED STATES.

THE DIRECTORS TO BE CHOSEN FOR THE ENSUING YEAR SHALL BE CHOSEN AT THE ANNUAL MEETING OF THIS ORGANIZATION IN THE SAME MANOR AND STYLE AS THE OFFICERS OF THIS ORGANIZATION AND THEY SHALL SERVE FOR A TERM OF ONE YEAR.

THE BOARD OF DIRECTORS SHALL HAVE THE CONTROL AND THE MANAGEMENT OF THE AFFAIRS AND BUSINESS OF THIS ORGANIZATION EXCEPT THAT THE BOARD OF DIRECTORS SHALL NOT INCUR INDEBTEDNESS BEYOND NORMAL OPERATING EXPENSES FOR WHICH FUNDS ARE READILY AVAILABLE. SUCH BOARD OF DIRECTORS SHALL ONLY ACT IN THE NAME OF THE ORGANIZATION WHEN IT SHALL BE REGULARLY CONVENED BY ITS CHAIRMAN AFTER DUE NOTICE TO ALL THE DIRECTORS OF SUCH MEETINGS.

THREE OF THE MEMBERS OF THE BOARD OF DIRECTORS SHALL CONSTITUTE A QUORUM AND THE MEETINGS OF THE BOARD OF DIRECTORS SHALL BE HELD REGULARLY ON THE 15TH DAY OF DECEMBER.

EACH DIRECTOR SHALL HAVE ONE VOTE AND SUCH VOTING MAY NOT BE DONE BY PROXY.

THE BOARD OF DIRECTORS MAY MAKE SUCH RULES AND REGULATIONS COVERING ITS MEETINGS AS IT MAY IN ITS DISCRETION DETERMINE NECESSARY.

VACANCIES IN THE SAID BOARD OF DIRECTORS SHALL BE FILLED BY A VOTE OF THE MAJORITY OF THE REMAINING MEMBERS OF THE BOARD OF DIRECTORS FOR THE BALANCE OF THE YEAR.

THE PRESIDENT OF THE ORGANIZATION BY VIRTUE OF HIS OFFICE SHALL BE CHAIRMAN OF THE BOARD OF DIRECTORS. THE BOARD OF DIRECTORS SHALL SELECT FROM ONE OF THEIR NUMBER A SECRETARY. DIRECTOR MAY BE REMOVED WHEN SUFFICIENT CAUSE EXISTS FOR SUCH REMOVAL. THE BOARD OF DIRECTORS MAY ENTERTAIN CHARGES AGAINST ANY DIRECTOR. A DIRECTOR MAY BE REPRESENTED BY COUNSEL UPON ANY REMOVAL HEARING. THE BOARD OF DIRECTORS SHALL ADOPT SUCH RULES AS IT MAY IN ITS DISCRETION CONSIDER NECESSARY FOR THE BEST INTERESTS OF THE ORGANIZATION, FOR THIS HEARING.

ARTICLE EIGHT  
OFFICERS

THE OFFICERS OF THE ORGANIZATION SHALL BE AS FOLLOWS:

PRESIDENT  
VICE PRESIDENT  
SECRETARY  
TREASURER

THE PRESIDENT SHALL PRESIDE AT ALL MEMBERSHIP MEETINGS. HE SHALL BY VIRTUE OF HIS OFFICE BE CHAIRMAN OF THE BOARD OF DIRECTORS. HE SHALL PRESENT AT EACH ANNUAL MEETING OF THE ORGANIZATION AN ANNUAL REPORT OF THE WORK OF THE ORGANIZATION. HE SHALL APPOINT ALL COMMITTEES, TEMPORARY OR PERMANENT. HE SHALL SEE ALL BOOKS, REPORTS AND CERTIFICATES AS REQUIRED BY LAW ARE PROPERLY KEPT OR FILED. HE SHALL BE ONE OF OFFICERS WHO MAY SIGN THE CHECKS OR DRAFTS OF THE ORGANIZATION. HE SHALL HAVE SUCH POWERS AS MAY BE REASONABLY CONSTRUED AS BELONGING TO THE CHIEF EXECUTIVE OF ANY ORGANIZATION.

THE VICE PRESIDENT SHALL IN THE EVENT OF THE ABSENCE OR INABILITY OF THE PRESIDENT TO EXERCISE HIS OFFICE BECOME ACTING PRESIDENT OF THE ORGANIZATION WITH ALL THE RIGHTS, PRIVILEGES AND POWERS AS IF HE HAD BEEN DULY ELECTED PRESIDENT.

THE SECRETARY SHALL KEEP THE MINUTES AND RECORDS OF THE ORGANIZATION IN APPROPRIATE BOOKS. IT SHALL BE HIS/HER DUTY TO FILE ANY CERTIFICATE REQUIRED BY ANY STATUE, FEDERAL OR STATE. HE SHALL GIVE AND SERVE ALL NOTICES TO MEMBERS OF THIS ORGANIZATION. HE SHALL BE THE OFFICIAL CUSTODIAN OF THE RECORDS AND SEAL OF THIS ORGANIZATION. HE MAY BE ONE OF THE OFFICERS REQUIRED TO SIGN THE CHECKS AND DRAFTS OF THE ORGANIZATION. HE SHALL PRESENT TO THE MEMBERSHIP AT ANY MEETINGS ANY COMMUNICATIONS ADDRESSED TO HIM AS SECRETARY OF THE ORGANIZATION. HE SHALL ATTEND TO ALL CORRESPONDENCE OF THE ORGANIZATION AND SHALL EXERCISE ALL DUTIES INCIDENT TO THE office OF SECRETARY.

THE TREASURER SHALL BE BONDED IN THE AMOUNT OF \$5,000.00 AND SHALL HAVE THE CARE AND CUSTODY OF ALL MONIED OR SECURITIES OF THE ORGANIZATION. HE SHALL CAUSE TO BE DEPOSITED IN A REGULAR BUSINESS BANK OR TRUST COMPANY A SUM TO BE DETERMINED BY THE BOARD OF DIRECTORS DEPENDENT ON AVAILABLE FUNDS, AND THE BALANCE OF THE FUNDS OF THE ORGANIZATION SHALL BE DEPOSITED IN A SAVINGS BANK EXCEPT THAT THE BOARD OF DIRECTORS MAY CAUSE SUCH FUNDS TO BE INVESTED IN SUCH INVESTMENTS AS SHALL BE LEGAL FOR A SAVINGS BANK IN THE STATE OF TEXAS, OR OTHER INVESTMENTS AS THE BOARD DEEMS CORRECT AND PROPER.

HE MUST BE ONE OF THE OFFICERS WHO SHALL SIGN CHECKS OR DRAFTS OF THE ORGANIZATION. NO SPECIAL FUND MAY BE SET ASIDE THAT MAKE IT UNNECESSARY FOR THE TREASURER TO SIGN THE CHECKS ISSUED UPON IT. HE SHALL RENDER AT STATED PERIODS AS THE BOARD SHALL DETERMINE A WRITTEN ACCOUNT OF THE FINANCES OF THE ORGANIZATION AND SUCH REPORT SHALL BE PHYSICALLY AFFIXED TO THE MINUTES OF THE BOARD OF DIRECTORS OF SUCH MEETING. HE SHALL EXERCISE ALL DUTIES INCIDENT TO THE OFFICE OF TREASURER.

OFFICERS SHALL BY VIRTUE OF THEIR OFFICE BE MEMBERS OF THE BOARD OF DIRECTORS AND SHALL SERVE FOR A TERM OF ONE YEAR. NO OFFICER SHALL FOR REASON OF HIS OFFICE BE ENTITLED TO RECEIVE ANY SALARY OR COMPENSATION, BUT NOTHING HEREIN SHALL BE CONSTRUED TO PREVENT AN OFFICER OR DIRECTOR FROM RECEIVING ANY COMPENSATION FROM THE ORGANIZATION FOR DUTIES OTHER THAN AS A DIRECTOR OR OFFICER.

#### ARTICLE NINE

##### SALARIES

THE BOARD OF DIRECTORS SHALL HIRE AND FIX THE COMPENSATION OF ANY AND ALL EMPLOYEES WHICH THEY IN THEIR DISCRETION MAY DETERMINE TO BE NECESSARY IN THE CONDUCT OF THE BUSINESS OF THE ORGANIZATION.

#### ARTICLE TEN

##### COMMITTEES

ALL COMMITTEES OF THIS ORGANIZATION SHALL BE APPOINTED BY THE PRESIDENT AND THEIR TERM OF OFFICE SHALL BE FOR A PERIOD OF ONE YEAR OR LESS IF SOONER TERMINATED BY THE ACTION OF THE PRESIDENT. THE PERMANENT COMMITTEES SHALL BE AS DIRECTED BY THE PRESIDENT.

#### ARTICLE ELEVEN

##### DUES

THE DUES OF THIS ORGANIZATION SHALL BE THE \$60.00 PER ANNUM REQUIRED BY PARAGRAPH 17 OF THE RESTRICTIONS AND SHALL BE PAYABLE ON THE FIRST DAY OF JULY EACH YEAR WITH THE FIRST YEAR BEING PROBATED FROM THE DATE OF PURCHASE OF PROPERTY BY THE MEMBER TO JULY FIRST OF THE NEXT YEAR.

#### ARTICLE TWELVE

##### AMENDMENTS

THESE BY-LAWS MAY BE ALTERED, AMENDED, REPEALED OR ADDED TO BY AN AFFIRMATIVE VOTE OF AT LEAST FIFTY-ONE PERCENT (51%) OF THE HOME OWNERS WITHIN RAMBLEWOOD SUBDIVISION.