

Bylaws
Mission Bend San Miguel HOA

BY-LAWS
OF

SAN MIGUEL HOMEOWNERS ASSOCIATION, INC.

ARTICLE I
NAME AND LOCATION

The name of the corporation is SAN MIGUEL HOMEOWNERS ASSOCIATION, INC. hereinafter referred to as the "ASSOCIATION". The principal office of the corporation shall be located at the business office of the management firm hired by the Board of Directors, to wit, Houston Community Management Services, Inc. 4828 Loop Central Drive #815, Houston, Texas 77081, its successors and assigns. Meetings of the members of the Association and Board of Directors may be held at such places within the State of Texas, as may be designated by the Board of Directors.

ARTICLE II
DEFINITIONS

Section 1. "Association" shall mean and refer to SAN MIGUEL HOMEOWNERS ASSOCIATION, INC., its successors and assigns, consisting of the property owners of record within Mission Bend San Miguel Sections Three (3) and Four (4), a subdivision of Fort Bend County, Texas.

Section 2. "Properties" shall mean and refer to that certain property described in the Declaration of Covenants, Conditions and Restrictions for San Miguel, a subdivision of Fort Bend County, Texas and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Lot" shall mean and refer to a plot of land subject to the jurisdiction of the Association, as is more fully specified in the Declaration.

Section 4. "Owner" shall mean and refer to the recorded owner, whether one or more persons or entities, of the fee simple title to any lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 5. "Declarant" shall mean and refer to SAN MIGUEL the Declarant in the Declaration.

Section 6. "Declaration" shall mean and refer to the Declaration of Covenants and Conditions and Restriction for SAN MIGUEL Sections Three (3) and Four (4) as filed for record in the office of the County Clerk, Fort Bend County.

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Section 7. "Member" shall mean and refer to those persons entitled to membership as provided in the Articles of Incorporation of the Association and the Declaration.

Section 8. "Director" shall mean and refer to those persons elected by the membership to conduct the affairs of the Association.

Section 9. "Officer" shall mean and refer to those persons elected by the Directors to serve the Association in a specified capacity. A Director may serve as an Officer.

ARTICLE III MEETINGS OF MEMBERS

Section 1 Annual Meetings - The regular annual meeting of the members of the Association shall be held on the first Wednesday in February of each year at a place and time designated by the Board of Directors. If such date for the annual meeting of the members is a legal holiday, the meeting will be held on the first day following which is not a legal holiday.

Section 2 Special Meetings - Special meetings of the members may be called at any time by the President, or by a majority of the Board of Directors, or upon written request of the members who are entitled to vote one-tenth (1/10) of all votes of the membership.

Section 3 Notice of Meeting - Written notice of each meeting of the members shall be given by, or at the direction of, the Secretary or any person or persons authorized to call a meeting, by mailing a copy of such notice, postage paid, at least fifteen (15) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and the purpose of the meeting.

Section 4 Quorum - The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting until a quorum as aforementioned shall be present or represented.

Section 5 Proxies At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his lot.

ARTICLE IV
BOARD OF DIRECTORS

Section 1 Board of Directors The affairs of the Association shall be managed by a Board of five (5) Directors, who shall be members of the Association. The number of Directors may be increased or decreased from time to time by Amendment to the By-Laws in accordance with Article. XII. The number of Directors presently set is five (5).

Section 2 Term of Office Beginning with the election of the Board of Directors at the annual meeting of 1989, Directors shall serve a term of two (2) years. At each annual meeting thereafter, all trustees shall serve a term of two (2) years. At each annual meeting thereafter the members shall elect that number of Directors equal to the number of Directors whose terms expire at such time. Directors may serve as many consecutive terms to which the Association may elect them.

Section 3 Nominations Nomination for election to the Board of Directors shall be made by Nominating Committee. Nominations shall also be made from the floor at the annual meeting. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members and shall serve from the close of such annual meeting until the close of the next annual meeting. Only members in good standing of the Association may serve on the Nominating Committee. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. The President of the Board of Directors shall serve as an ex-officio member of the Nominating Committee.

Section 4 Election to the Board of Directors shall be by secret written ballot. At each election the members or their proxies may cast, in respect of each vacancy, as many votes as they are entitled to cast under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting shall not be permitted.

Section 5 Removal Any Director may be removed from the Board, with or without cause, by a majority vote of a quorum of the members of the Association. In the event of death, resignation or removal of a Director, the successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of their predecessor.

Section 6 Compensation No Director shall receive compensation for any services they may render to the Association; provided however, any Trustee may be reimbursed for their actual expenses incurred in the performance of their duties.

Section 7 Action Take Without a Meeting The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all of the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

ARTICLE V
MEETING OF DIRECTORS

Section 1 Regular Meetings Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall on a legal holiday, then the meeting shall be held at the same time on the next day which is not a legal holiday. A regular meeting may be temporarily changed by agreement of a majority of the Directors in advance.

Section 2 Special Meetings Special meetings of the Board of Directors shall be held when called by the President of the Association or by any two (2) Directors after not less than three (3) days notice to each Director. which notice may be waived at or prior to such meeting.

Section 3 Quorum A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VI
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1 Powers The Board of Directors shall have power to:

(a) suspend the voting rights and right to the use of any facilities or services provided by the Association of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

(b) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(c) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties and the terms of employment or services.

Section 2 Duties It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and affairs of the Association and to present a statement thereof to the members at the annual meeting of members, or at any special meeting when such statement is requested in writing by one-tenth (1/10) of the members who are entitled to vote;

(b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) fix the amount of the annual maintenance assessment against properties subject to the jurisdiction of the Association and to take such actions as it deems appropriate to collect such assessments and to enforce the liens given to secure payment thereof;

(d) issue, or to cause an appropriate officer to issue upon demand by any persons, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board of the issuance of the certificates. If a certificate states any assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain such liability and hazard insurance as it may deem appropriate on any property or facilities owned by the Association;

(f) cause any officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate.

ARTICLE VII OFFICERS AND THEIR DUTIES

Section 1 Enumeration of Office The officers of this Association shall be a President, who shall be at all times a member of the Board of Directors, a Vice-President; a Secretary; a Treasurer; and such other officers as the Board may from time to time by resolution create.

Section 2 Election of Officers The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of members.

Section 3 Term The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise be disqualified to serve.

Section 4 Special Appointments The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the Board may, from time to time, determine.

Section 5 Resignation and Removal Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving a written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make such resignation effective.

Section 6 Vacancies A vacancy in any office may be filled by appointment of the Board of Directors. The officer appointed to such vacancy shall serve for the remainder of the term of the officer replaced.

Section 7 Multiple Officers No person shall simultaneously hold more than one office except the office of Secretary and Treasurer may be combined, and/or any special offices created pursuant to Section 4 of this Article.

Section 8 Duties The duties of the officers of the Association are as follows:

President

(a) The President shall preside at all meetings of the Board of Directors and of the Association; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments, and shall co-sign all promissory notes.

Vice-President

(b) The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such duties as required by the Board.

Treasurer

(d) The Treasurer shall assure that all monies of the Association are received and deposited in appropriate bank accounts and that accurate books and records of the fiscal affairs of the

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Association are kept and made available for inspection by members of the Association during normal business hours. The signatures of at least two (2) members of the Board of Directors shall be required on all checks and promissory notes duly authorized by the Board of Directors in accordance with Article V, Section 3 of these By-Laws.

ARTICLE VIII COMMITTEES

The Association shall appoint a Nominating Committee, as provided in these By-Laws. The Board shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE IX BOOKS AND RECORDS

The books, records and papers of the Association shall at all times during reasonable hours be subject inspection by any member. The Declaration, the Articles of Incorporation and By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE X ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association certain annual and special assessments, which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessments are not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of six percent (6%) per annum, and the Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. Interest of such action at law shall accumulate at a rate prescribed by law. No owner may waive or otherwise escape liability for the assessments by abandonment of their lot.

ARTICLE XI CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the name of the Association and the word "Texas".

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ARTICLE XII
AMENDMENTS

Section 1 Amendments These By-Laws may be amended, at a regular or special meeting of the members, by a majority vote of a quorum of members present in person or by proxy. Prior notice of such proposed amendments shall be included as a purpose of the meeting when mailing notice of meetings as required by these By-Laws.

Section 2 Conflict In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XII
MISCELLANEOUS

The fiscal year of the Association shall begin the first day of January and end on the 31st day of December of each year.

Approved by a majority of the members of the Association, this
19th day of January 1994.

IN WITNESS WHEREOF, we being all the Directors of SAN MIGUEL HOMEOWNERS ASSOCIATION, INC., have hereunto set our hands this 2nd day of February 1994.

Joseph A. Taylor

Edward M. Plesko

Patricia A. Plesko

Lou J. Kageler

RP 087-70-0527

AMENDMENT TO BY-LAWS
OF
SAN MIGUEL HOMEOWNERS ASSOCIATION, INC.

WHEREAS, THE BOARD OF DIRECTORS FOR SAN MIGUEL HOMEOWNERS ASSOCIATION, INC., a Texas Corporation executed that a certain instrument entitled "By-Laws of San Miguel Homeowners Association, Inc." (hereinafter referred to as the "By-Laws"), approved and signed such document on January 19, 1994 with the approval of a majority of members at the 1994 Annual meeting, imposing on San Miguel, Section three (3) and four (4), a subdivision in Fort Bend County, Texas, all those regulations so stated in the "By-Laws", and additionally bringing said subdivision within the jurisdiction of San Miguel Homeowners Association, Inc. (hereinafter referred to as the "Association"); and

WHEREAS, Article II, Section 8 of the By-Laws grants the Board all powers for the conduct of the affairs of the Association which are granted by law and by the By-Laws of the Association; and

WHEREAS, It is the intent of the Board to establish procedures for the benefit and protection of the Association and of the individual member, deems it advisable to establish the following amendments; and

NOW, THEREFORE, BE IT RESOLVED, that the following be adopted;

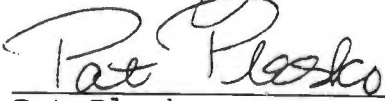
- 1) Article III, Section I Annual Meetings - The regular annual meeting of the members of the Association shall be held during the first (1st) quarter of each year at a place and time designated by the Board of Directors.
- 2) Article IV, Section I Board of Directors - Any member must be current in the payment of the maintenance assessment to be eligible to serve on the Board of Directors.
- 3) Article IV, Section I Board of Directors - At any given time no more than one (1) owner per lot may serve on the Board of Directors of the Association.

The above and foregoing amendment to the By-Laws shall be deemed to be a part of and shall be interpreted in accordance with the By-Laws. All provisions of the By-Laws not amended hereby shall continue in full force and effect pursuant to the terms of the By-Laws.

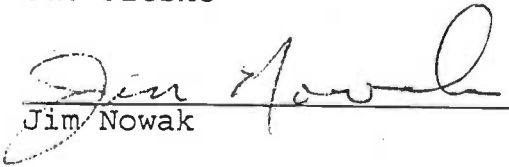
IN WITNESS WHEREOF, the undersigned has executed this First Amendment to the By-Laws for San Miguel Homeowners Association, Inc., Section three and four on this the fourth (4th) day of January 1995.



Robert Perez



Pat Plesko



Jim Nowak

RP 087-70-0529