

Hays County
Liz Q. Gonzalez
County Clerk
San Marcos, Texas 78666



70 2014 14016926

Instrument Number: 2014-14016926

As

Recorded On: June 17, 2014

OPR RECORDINGS

Parties: SKYLINE RANCH PROPERTY OWNERS ASSOCIATIONS

Billable Pages: 13

To

Number of Pages: 14

Comment:

(Parties listed above are for Clerks reference only)

**** Examined and Charged as Follows: ****

OPR RECORDINGS	74.00
Total Recording:	74.00

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File Information:

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Record and Return To:

SKYLINE RANCH PROPERTY OWNERS ASSOCIATIO
ORIGINAL TO CUSTOMER
SAN MARCOS TX 78666



State of Texas |
County of Hays

I hereby certify that this instrument was filed for record in my office on the date and time stamped herein and was recorded on the volume and page of the indexed records of Hays County, Texas

Liz Q. Gonzalez
Liz Q. Gonzalez, County Clerk

BY-LAWS OF
SKYLINE RANCH PROPERTY OWNERS ASSOCIATION, INC.

A NON-PROFIT CORPORATION

P.O. Box 1894

Wimberley, TX

ARTICLE I. OFFICES

PRINCIPAL OFFICE: The principal address of the corporation in the State of Texas shall be P.O. Box 1894, Wimberley, TX 78676.

ARTICLE II. PURPOSE: MEMBERS

(1) PURPOSE: The purpose of the corporation is to transact any or all lawful business for which corporations may be incorporated under the Texas Non-Profit Corporation statutes and for such other purposes as may from time to time be determined and established by vote of the members of said corporation.

(2) CLASSES OF MEMBERS: The corporation shall have only one (1) class of members.

(3) MEMBERS AND QUALIFICATIONS: The owners of all tracts of land in SKYLINE RANCH ESTATES shall be members of the corporation. As used herein, "Owner" shall mean the record owner, whether one or more persons or entities, of a fee simple title to any tract which is a part of the property, and shall include contract buyers, but shall not include those holding title merely as security for performance of an obligation.

All future owners of all lots and/or tracts in said subdivision shall automatically become members of the corporation immediately upon acquiring title to any lot or tract therein.

(4) VOTING RIGHTS: Each member shall be entitled to one vote for

each lot or tract owned by such member, provided, however, that when one or more members jointly own an interest in a given lot or tract as the owner of such tract, they shall jointly have only one vote, which shall be exercised as they may determine among themselves, so that there shall be only one member eligible to vote as to each tract. If they are unable to determine a vote among themselves, then no vote shall be counted as to such owner.

(5) NO RESIGNATION: No member may resign, it being the intention of all members that both they and all future owners of their respective lot or tract of land shall be fully bound by all of the rules, regulations, by-laws, resolutions and assessments which may at any time hereafter be lawfully made and adopted by the corporation and/or its Board of Directors; however, upon the sale, transfer or conveyance by an owner of his tract or tracts of land to the extent that such owner thereafter ceases to legally own the fee simple title to such land, then such owner shall automatically cease to be a member of the corporation; provided, however, that such shall not relieve the original owner of the obligation to pay all dues, assessments and other charges theretofore accrued and unpaid.

ARTICLE III. MEETINGS OF MEMBERS

(1) ANNUAL MEETING: An annual meeting of the members shall be held at such place within the State of Texas and at such time and on such date as may be determined and designated by the Board of Directors, each year beginning with the year 1986, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the election of directors shall not be held during the month designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the

election to be held at a special meeting of the members as soon thereafter as conveniently may be possible.

(2) SPECIAL MEETINGS: Special meetings of the members may be called by the president, the Board of Directors, or not less than two-thirds (2/3) of the members eligible to vote.

(3) PLACE OF MEETING: The Board of Directors may designate any place within the State of Texas as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the principal office of the corporation in the State of Texas; but if all of the members shall meet at any time and place, and all consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

(4) NOTICE OF MEETING: Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally, by mail, and/or electronically, to each member entitled to vote at such meeting, not less than twenty (20) days nor more than fifty (50) days before the date of such meeting, by or at the direction of the president, or persons calling the meeting. In case of a special meeting or when required by statute or by these by-laws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

(5) INFORMAL ACTION BY MEMBERS: Any action required by law or which may be taken at a meeting of the members, may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

(6) QUORUM: Owners of Twenty-five percent (25%) of the total lots (1 vote per lot) in person or by proxy shall constitute a quorum at all meetings. In addition, action which may be taken by the members at any meeting must be by a majority vote of the members present, in person or by proxy, at the meeting. If a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting without further notice.

(7) PROXIES: At any meeting of members, a member entitled to vote may vote 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.

(8) VOTING BY MAIL OR ELECTRONICALLY: Where directors or officers are to be elected by members, such election may be conducted in person, by mail and/or electronically in such manner as the Board of Directors shall determine. No election shall be held if there are no opposing candidates.

ARTICLE IV. BOARD OF DIRECTORS

(1) GENERAL POWERS: The affairs of the corporation shall be managed by its Board of Directors. Directors shall be members of the corporation.

(2) NUMBER, TENURE AND QUALIFICATION: The number of directors shall be five (5) or such other number, but not less than three (3)

as may be from time to time established by the Board of Directors. Each Director shall hold office until the next annual meeting of the members and until his successors shall have been elected and qualified.

(3) REGULAR MEETINGS: A regular annual meeting of the Board of Directors shall be held without other notice than this by-law, immediately after, and at the same place, as the annual meeting of members. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings of the Board without other notice than such resolution.

(4) SPECIAL MEETINGS: Special meetings of the Board of Directors may be called by or at the request of the president or any three (3) Directors. The person or persons authorized to call special meetings of the Board may fix any place within the state of Texas as the place for holding any special meeting of the Board called by them.

(5) NOTICE: The agenda and Notice of any meeting of the Board of Directors shall be given at least seventy-two (72) hours previously thereto by posting on subdivision bulletin board and by written notice delivered personally, electronically or sent by mail to each homeowner at the address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by

these by-laws.

(6) QUORUMS: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

(7) MANNER OF ACTING: The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

(8) VACANCIES: Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

(9) COMPENSATION: Directors as such shall not receive any stated salaries for their services, but by resolution of the members, any Director may be indemnified for expenses and costs, including attorney's fees, actually and necessarily incurred by him in connection with any claim asserted against him, by action in court or otherwise, by reason of his being or having been such Director, except in relation to matters as to which he shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

ARTICLE V. OFFICERS

(1) OFFICERS: The officers of the corporation shall be a president, one vice-president, a secretary and a Treasurer. Such officers shall have the authority and perform the duties prescribed, from time to time, by the

Board of Directors. Any two or more offices may be held by the same person, except the offices of president and secretary.

(2) ELECTION AND TERM OF OFFICE: The officers of the corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as may be convenient. Each officer shall hold office until his successor shall have been duly elected and shall have been qualified.

(3) REMOVAL: Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby.

(4) VACANCIES: A vacancy in any office, because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

(5) PRESIDENT: The president shall be the principal executive officer of the corporation and shall, in general, supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the secretary or any other proper officer of the corporation authorized by the Board of Directors, any contracts or other instruments that the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws or by statute to some other officer or agent of the corporation; and, in general, he shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

(6) VICE-PRESIDENT: In the absence of the president, or in event of

his inability or refusal to act, the vice-president, or in the event there be more than one vice-president, vice-presidents in the order of their election, shall perform the duties of the president, and, when so acting, shall have all the powers of and be subject to all the restrictions on the president. Any vice-president shall perform such other duties as from time to time may be assigned by the president or by the Board of Directors.

(7) TREASURER: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors; and, in general, perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

(8) SECRETARY: The secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporate records; keep a record of the post office address of each member which shall be furnished to the secretary by such member; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

ARTICLE VI. CONTRACTS, CHECKS, DEPOSITS AND FUNDS

(1) CONTRACTS: The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

(2) CHECKS, DRAFTS, OR ORDERS FOR PAYMENT: All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the secretary or treasurer and countersigned by the president or vice-president of the corporation.

(3) DEPOSITS: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

(4) GIFTS: The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes, or for any special purpose, of the corporation.

ARTICLE VII: ASSESSMENTS

(1) ANNUAL ASSESSMENTS: The Board of Directors shall fix and establish from time to time, at any annual or special meeting of the Board of Directors, an annual assessment against each tract of land in SKYLINE RANCH ESTATES, which assessment shall be charged, collected and paid in

such manner as the Board of Directors may from time to time determine, and in accordance with the "Amended Covenants and Restrictions of Skyline Ranch Estates Subdivision" which are of record with the County Clerk of Hays County, Texas. All such annual assessments, together with interest, costs and reasonable attorney fees, if any, incurred in the collection thereof shall be a charge on the land and a continuing lien on each tract against which such assessment is made. Each such assessment, together with interest, costs and reasonable attorney's fees shall also be the personal obligation of the person or persons who owned the lot at the time the assessment fell due.

(2) PURPOSE OF ANNUAL ASSESSMENTS: The annual assessment levied by the Board of Directors shall be used exclusively for:

(a) Insurance, neighborhood social events, annual meeting expenses, office supplies and printing, post office box rental, legal fees, and website and database maintenance. Incidental and miscellaneous costs, expenses and fees incurred in carrying out the purposes of the corporation, and/or incurred in the day to day management and operation of the corporation.

(b) Such other purposes as may from time to time be determined and established by vote of not less than sixty-seven(67) percent of the members.

(3) NOTICE OF ANNUAL ASSESSMENT: Notice of the annual assessments shall be sent to every owner subject thereto. The corporation shall, on demand and for a reasonable charge, furnish a certificate signed by an officer of the corporation setting forth whether the assessment against a specific tract has been paid, and may cause to be recorded in the office of the County Clerk of Hays County,

Texas, a list of assessments which are more than sixty (60) days delinquent.

(4) EFFECT OF NON-PAYMENT OF ASSESSMENTS; REMEDIES: Any assessment not paid within thirty (30) days after the due date shall be deemed in default and shall bear interest from the 31st day after the due date at the rate of ten per cent (10%) per annum, but in no event higher than the highest rate allowed by law (such interest rate shall be reduced if necessary to prevent same from exceeding the highest rate allowed by law). The corporation may bring an action at law against the owner or owners personally obligated to pay same or may foreclose the lien against the property. No owner may waive or otherwise escape liability for the assessments provided herein by non-use of the roadways, easements and/or areas or abandonment of his lot or tract.

ARTICLE VIII. MISCELLANEOUS

(1) BOOKS AND RECORDS: The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members and its Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time,

(2) FISCAL YEAR: The fiscal year of the corporation shall begin and end on such dates in each year as may be established by the Board of Directors.

(3) WAIVER OF NOTICE: Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the articles of incorporation or the by-laws of the

corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether signed before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE IX. AMENDMENTS

(1) POWER OF MEMBERS TO AMEND BY-LAWS: The by-laws of this corporation may be amended, repealed, or added to, or new by-laws may be adopted, by the vote or written assent of sixty-seven (67%) percent of the total votes which may be cast; provided, however, that in no event may these by-laws be amended, repealed or added to, so as to give either the members or the Board of Directors of the corporation any power over or relating to the recorded restrictions against the herein described property.

SIGNED, EXECUTED AND ADOPTED this the 27th day of May, 2014.



JAY NICHOLS

President



JAN HARRISON

Vice-President



BARBARA GOLDEN

Secretary



MARIDEL MARTINEZ

Treasurer

CERTIFICATION

I, the undersigned, being the President of Skyline Ranch Estates Property Owner's Association, hereby certify that the foregoing document was adopted by a vote of 73 of the lots of the Skyline Ranch Estates Property Owner's Association on May 27th, 2014.

By: Jay Nichols
Jay Nichols

SUBSCRIBED AND SWORN TO BEFORE ME, the undersigned authority, by the above-mentioned Affiant on the 16th day of June, 2014, to certify which witness my hand and seal of office.



Shannon Ezer
Notary Public - State of Texas