

BY-LAWS
OF
HOME OWNERS ASSOCIATION OF
POST OAK FOREST, INC.
A NONPROFIT CORPORATION

ARTICLE ONE
NAME AND LOCATION

Section 1.01. The name of the corporation is HOMEOWNERS ASSOCIATION OF POST OAK FOREST, INC., hereinafter referred to as the "Association."

Section 1.02. The principal office of the corporation shall be located in the City of College Station, County of Brazos, State of Texas. The registered address of the corporation shall be 23A Forest Drive College Station, Brazos County, Texas 77840, but meetings of members and directors may be held at such places within such county and state as may be designated from time to time by the Board of Directors.

ARTICLE TWO
DEFINITIONS

Section 2.01. "Association" shall mean and refer to HOMEOWNERS ASSOCIATION OF POST OAK FOREST, INC., its successors and assigns.

Section 2.02. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 2.03. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the owners.

Section 2.04. "Residential Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties with the exception of the common area.

Section 2.05. "Owner" shall mean and refer to the record 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 2.06. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions and any amendments thereto applicable to the Properties recorded in the Deed Records of Brazos County, Texas.

Section 2.07. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

Section 2.08 "Director" shall mean and refer to members elected to the Board of Directors.

ARTICLE THREE

MEETING OF MEMBERS

Section 3.01. Annual Meetings. The regular annual meeting of the members shall be held on the third Tuesday of January of each year, at the hour of seven o'clock, P.M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday. If the election of Directors shall not be held on the day 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 possible.

Section 3.02. Special Meetings. Special meetings of the members may be called at any time by the Board of Directors, or upon written request of at least 6 members of the Association or a majority of the members of the Board of Directors.

Section 3.03. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days, but not more than 50 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, in the case of a special meeting, the purpose of the meeting. Such notice shall be deemed to be delivered when properly stamped and deposited in the United States mail addressed to the member at his address as set out above.

Section 3.04. Quorum. The presence at the meeting of members entitled to cast votes, and proxies entitled to cast votes, shall be 33% of the members and such shall

constitute a quorum. 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 aforesaid shall be present or be represented.

Section 3.05. 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 at least two (2) hours prior to the meeting.. Every proxy shall be revocable by written notice to the secretary and shall automatically cease upon conveyance by the member of his Lot.

Section 3.06 Voting Rights Every person or entity who is an owner as defined in Section 2.05 and therefore a member of the corporation shall be entitled to one (1) vote for each lot in which they hold an interest. When more than one (1) person holds such interest or interests in any lot, all such persons shall be members and the vote of such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such lot.

ARTICLE FOUR

BOARD OF DIRECTORS: SELECTION AND TERM OF OFFICE

Section 4.01. Number. The affairs of this Association shall be managed by a Board of nine directors.

Section 4.02. Term of Office. Directors shall serve for a term of three years on a rotating schedule. Rotations will be in groups of three. At each annual meeting the membership shall elect three directors to replace the three directors rotating off the board.

Section 4.03 Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4.04. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 4.05. Action Taken 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 and affirmative vote of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE FIVE

NOMINATION AND ELECTION OF DIRECTORS

Section 5.01 Nomination. Nomination for election to the Board of Directors shall be made by a nominating committee. Nominations may also be made from the floor at the annual meeting. The nominating committee shall consist of a chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The nominating committee shall be appointed by the Board of Directors, to serve from the close of each annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. 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.

Section 5.02 Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected.

ARTICLE SIX

MEETINGS OF DIRECTORS

Section 6.01. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice on such date each month, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 6.02. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days written notice to each director.

Section 6.03. 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, unless otherwise provided in these By-Laws, the Articles of Incorporation, the Declaration or the laws of the State of Texas.

ARTICLE SEVEN

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 7.01 Powers. The Board of Directors shall have power to:

- (A) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- (B) suspend the voting rights and right to use of the recreational facilities 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 by the board, for infraction of the Declaration and/or By-Laws or the published Rules and Regulations.
- (C) 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 or the laws of the State of Texas.
- (D) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors without a reasonable legitimate excuse accepted by a majority of the Board members, excluding the member who was absent.
- (E) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 7.02 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 corporate affairs and to present a report thereof to the members at the annual meeting of the members, or at any special meeting when such report is requested in writing by 6 of the members who are entitled to vote;
- (B) supervise all officers, agents and employees of this Association, and see that their duties are properly performed;
- (C) as more fully provided in the Declaration, to;
 - a. fix the amount of the monthly assessment against each lot at least thirty (30) days in advance of each annual assessment period;
 - b. send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual period; and
 - c. foreclose the lien against any property for which assessments are not paid within at least thirty (30) days after due, or to bring an action at law against the owner personally obligated to pay the same, or both.
- (D) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid and other information as may be required by law to be included in the certificate. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payments;
- (E) procure and maintain adequate liability and hazard insurance on property owned by the Association;

- (F) cause the Common Area to be maintained.
- (G) cause the exterior of the dwellings to be maintained as may be provided in the Declarations; and
- (H) cause all utilities not situated in the utility easements to be maintained, including, but not limited to, underground wiring, sewer laterals and short water piping.

ARTICLE EIGHT

OFFICERS AND THEIR DUTIES

Section 8.01 Enumeration of Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 8.02 Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 8.03 Term. Each officer 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 disqualified to serve.

Section 8.04 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 8.05 Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8.06 Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 8.07 Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 8.04 of this article.

Section 8.08 Duties. The duties of the officers are as follows:

PRESIDENT

- (A) The president shall preside at all meetings of the Board of Directors, shall see that orders and resolutions of the Board are carried out, shall sign all legal documents on behalf of the Association.

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 other duties as required by the Board.

TREASURER

- (D) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors, shall sign all checks and promissory notes of the Association, keep proper books of account, and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting.

ARTICLE NINE

COMMITTEES

The Board of Directors shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out the purposes of the Association.

ARTICLE TEN

BOOKS AND RECORDS

The books, records and papers of the Association shall be subject to inspection by any member upon request. The Declaration of Covenants and the By-Laws of the Association shall be provided to each member.

ARTICLE ELEVEN

ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association monthly and any other assessments which are secured to the full extent provided by law, 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 assessment is not paid within ten (10) days after the due date, a late payment fee will be assessed by the board per month for every month that a home owner's assessment is in arrears, and the Association may either (1) bring an action at law against the owner personally obligated to pay the same or (2) foreclose the lien against the property, or (3) both, and, in either event, there shall be added to the amount of such assessment, all late fees as provided and all cost of collection, including reasonable attorney's fees. . No owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of his Lot.

ARTICLE TWELVE

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: Home Owners Association of Post Oak Forest, Inc.

ARTICLE THIRTEEN

AMENDMENTS

Section 13.01. These by-Laws may be amended, at a regular or special meeting of the members, by a vote of two-thirds (2/3) of the votes which members present in person or by proxy are entitled to cast, provided a quorum exists.

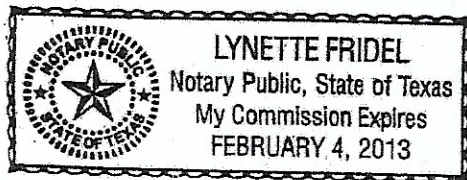
Section 13.02. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE FOURTEEN

MISCELLANEOUS

The fiscal year of the Association shall be the calendar year.

IN WITNESS WHEREOF, I, being the President of the Home Owners Association of Post Oak Forest, Inc., have hereunto set my hand this 24th day of April, 2009.



Kimberly A. Tolman
President Signature
Kimberly H. Tolman
Lynette Fridel
Notary Signature

Filed for Record in:
BRAZOS COUNTY

On: Apr 24, 2009 at 11:11A

As a
Recordings

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By:
Seth Gallion

STATE OF TEXAS COUNTY OF BRAZOS
I hereby certify that this instrument was
filed on the date and time stamped hereon by me
and was duly recorded in the volume and page
of the Official Public records of:

BRAZOS COUNTY

as stamped hereon by me.

Apr 24, 2009

HONORABLE KAREN MCQUEEN, COUNTY CLERK