

EASTDALE ACRES

PROPERTY OWNERS
ASSOCIATION

BYLAWS

AMENDED
2018

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EASTDALE ACRES PROPERTY OWNERS ASSOCIATION**BYLAWS****PREAMBLE**

These Bylaws of Eastdale Acres Property Owners Association (EAPOA) are subject to and governed by the Texas Property Code and the Restrictions and Covenants of EAPOA. In the event of a conflict between the provisions of these Bylaws the mandatory provisions of the Property Code and the Restrictions and Covenants will be controlling with the Property Code having the priority position.

All present and future owners, mortgages, lessees and occupants of Residences and their licensees, invitees, agents, employees, and any other persons who may use the facilities of the Property in any manner are subject to these Bylaws. The acceptance of a deed or conveyance or the entering into a lease or the act of occupancy of a Residence shall constitute an agreement that these Bylaws, as they may be amended from time to time, are accepted, ratified and will be complied with.

ARTICLE I**DEFINITIONS****Section 1.1 Definitions.**

- (a) "The CCRs" shall mean and refer to the Restrictions and Covenants of Eastdale Subdivision, as recorded in the Deed Records of Cherokee County, Texas, or any amends thereto.
- (b) "The Properties" shall mean and refer to all existing properties, and additions thereto, as are subject to the CCRs.
- (c) "Common Properties" shall mean and refer to those areas of land shown on any recorded subdivision plat of The Properties which are not within a subdivided lot, including roads, dams, streets, bridges, streams, lakes, beaches, park areas, and easements intended to be devoted to the common use and enjoyment of the members of Eastdale Acres.
- (d) "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision plat of The Properties, with the exception of Common Properties as herein defined.

(e) "Living Unit" shall mean and refer to any portion of a building situated upon The Properties designed and intended for use and occupancy as a residence by a single family.

(f) "Owner" shall mean and refer to the record owner, whether one or more persons own an entity, of fee simple title to any Lot or Living Unit which is a part of The Properties, including purchasers under contract for deed, but shall not mean or refer to the mortgagee unless and until such mortgagee has acquired title pursuant to foreclosure or any proceeding in lieu of foreclosure.

(g) "Member" shall mean and refer to every person or entity who owns property in Eastdale Acres.

ARTICLE II

MEMBERSHIP AND VOTING RIGHTS

Section 2.1 Membership. Every person or entity who is a record owner of any Lot which is subject by covenants of record to assessment by Eastdale Acres POA shall be a member of Eastdale Acres POA (provided that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member), and any person or entity who acquired any such fee or undivided fee interest shall be deemed to have accepted membership and assumed all obligations thereof.

Section 2.2 Voting Rights. Eastdale Acres POA shall have one class of voting membership which shall be all Owners and shall be entitled to one vote for each Lot in which they hold the interest required for membership as provided by these Bylaws. When more than one person holds such interest in any Lot, all such persons shall be members and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. Members may not be denied their right to vote because of delinquent dues or fees.

Section 2.3(a) Method of Voting. At any meeting of the Membership, every Member having the right to vote shall be entitled to vote personally, by absentee ballot, or by a proxy appointed in writing, or his duly authorized attorney-in-fact and dated not more than sixty (60) days prior to said meeting. Any proxy shall be filed with the Secretary of the Eastdale Acres POA prior to or at the time of the meeting. In the absence of any action by the Board of Directors, the date upon which the Notice of the Meeting is mailed shall be the record date for verifying eligible voters.

Section 2.3(b) Ballots. Voting at the annual meeting will be done by written ballot and signed by the member casting the vote. Only signed ballots will be counted. Access to the ballots will be limited to the tabulators assigned to count the ballots at the time of the meeting and to recount tabulators should a recount be called. Candidates and their relatives, blood or by marriage, to the third degree, are prohibited from counting the ballots. Each candidate may name one observer to observe the counting of the votes. Such named observer may not see the name of the voter on any ballot and may be removed if he/she becomes disruptive. Absentee voting by ballot is permissible.

Section 2.3(c) Recount. Owner(s) can ask for a recount of an election vote if requested in writing within fifteen (15) days from the time the results of the election are announced. The recount must be done by statutorily allowed tabulators at the expense of the Member(s) requesting or demanding the recount. The estimated cost invoice must be paid within 30 days from the date the invoice if mailed otherwise the recount request is considered withdrawn.

Section 2.4 Resolutions of Disputes. In any dispute between Members relating to the activities of Eastdale Acres POA, all parties involved shall cooperate in good faith to resolve the dispute. If the parties cannot resolve the dispute between themselves, they shall cooperate to select one or more mediators to help resolve the dispute. If no timely resolution of the dispute occurs through mediation, any party may demand binding arbitration as provided by Texas Law. This Paragraph shall not apply to a dispute involving the POA as a party relating to the sanctioning, suspension, or expulsion of a Member from the POA. The Board of Directors shall have the discretion to authorize the use of POA funds for mediation or arbitration of a dispute described in section 2.4.

Section 2.5 Bylaw Interpretation. The interpretation of these Bylaws, in part or as a whole, remains as the Board of Directors determines.

ARTICLE III

MEETING OF MEMBERS

Section 3.1 General Provision. All meetings of the Eastdale Acres POA Membership as a whole shall be held within Cherokee County, Texas, as may be specified in the Notice of the Meeting or in a duly executed Waiver of Notice thereof. All meetings, whether membership meetings or meetings of the board, are open to the public except for matters qualifying for executive session.

Section 3.2 Annual Meeting. An Annual Meeting of the Members shall be held in May on a Saturday selected by the Board that is not a legal holiday. At such meeting Directors shall be elected, reports of the affairs of the POA shall be presented, and any amendments the CCR or Bylaw documents shall be considered for approval.

Section 3.3 Member List. At least ten (10) days before each meeting of the Members, a complete list of the Members, entitled to vote at each meeting, arranged in alphabetical order, with the residence of each and the number of votes held by each, shall be prepared by the Secretary. Such list shall be kept on file with the Secretary for a period of ten (10) days prior to such meeting and shall be subject to inspection by any member at any time convenient to both parties. Such list shall be produced and kept open at the time and place of the meeting during the whole time thereof, and shall be subject to the inspection of any Member who may be present.

Section 3.4 Call for Special Meetings. Special meeting of the Members for any purpose(s), unless otherwise prescribed by statute or these Bylaws, may be called by the President, the majority of the Board of Directors, or the holders of not less than one-tenth (1/10) of all the Members of Record entitled to vote at the meetings. Business transacted at any special meeting shall be confined to the items stated in the Notice of the Meeting.

Section 3.5 Notice. Written or printed notice stating the place, date and time of the meeting, along with the agenda and any ballot necessary for voting, shall be mailed or delivered in person at least twenty (20) days prior but not more than sixty (60) prior to the date of the meeting. Said notice and agenda must be posted, at least 72 hours prior to the meeting, in a place readily accessible and easily seen by the Members. This applies to special meetings as well.

Section 3.6 Quorum; Adjournments. Except as otherwise provided by statute or these Bylaws, the Members of Record holding one-tenth (1/10) of the votes issued and outstanding and entitled to vote thereat, present in person or represented by proxy and/or absentee ballot, shall be requisite and shall constitute a quorum at all meetings of the Members of Record for the transaction of business. If, however, a quorum shall not be present or represented at any meeting of the Members, the Members entitled to vote thereat, present in person or represented by proxy and/or absentee ballot, shall have power to adjourn the meeting from time to time, without notice other than an announcement at the meeting, until a quorum shall be present or represented. Any business may be transacted which might have been transacted at the meeting as originally notified when a quorum is present.

Section 3.7 Transaction of Business. The purpose for the annual meeting of the Membership is to present reports by the Board on the conditions of the POA, to elect directors to the Board to fill vacancies, and to consider amendments to the CCR and Bylaws. All other business should be brought before the Board at a regularly scheduled board meeting.

ARTICLE IV

DIRECTORS

Section 4.1 Powers. The business and affairs of Eastdale Acres shall be managed by its Board of Directors who may exercise all the powers granted by Law, the CCR and these Bylaws on behalf of Eastdale Acres POA.

Section 4.2 Number, Election and Qualifications. The Board of Directors shall consist of no less than four (4) directors. The Directors shall be elected at the annual meeting of the Members, except as hereinafter provided, and each Director elected shall hold office until his successor has been elected and qualified. Directors must be Members of the Association. At least one or more must reside in the subdivision. The only disqualification for election to the Board is documented evidence that the person has been convicted of a felon or a crime involving moral turpitude within the past twenty (20) years. Directors shall serve 3 year terms. The terms shall be staggered so that no more than three (3) new directors will be elected to full terms any year.

Section 4.3 Term of Office. Directors shall be elected for a term of not less than one (1) nor more than three (3) years.

Section 4.4 Removal, Filling Vacancies. Any Director may be removed, with or without cause, at any special meeting of the Members by the Affirmative vote of a majority of the Members present in person or by proxy or absentee ballot at such meeting and entitled to vote for the election of such Director if notice of intention to act upon such matter shall have been given in the notice calling such meeting. If any vacancies occur in the Board of Directors, for any reason, a majority of the Directors then in office, though less than a quorum, may choose a successor or successors. Each successor Director so chosen shall be appointed to serve until the next election date.

Section 4.5 Prohibition of Cumulative Voting. Directors shall be elected by majority vote. Cumulative voting shall not be permitted.

Section 4.6 Board Meetings. The Directors of Eastdale Acres POA shall hold all their meetings, within Cherokee County, Texas.

Section 4.7 Election of Officers. The first meeting of each newly elected Board shall be held without further notice immediately following the annual meeting of the Members, and at the same place, unless by unanimous consent of the Directors such time and place shall be changed and such notice for the meeting shall be properly given and posted. The purpose for this meeting is for the board to select and name its officers.

Section 4.8 Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly or more frequently if called by the President or by a majority of Board Members at such time and place as shall from time to time be determined by the Board. Notice of the date, time, and place along with a copy of the agenda shall be posted in a readily accessible place no later than 72 hours before the meeting.

Section 4.9 Special Meetings. Special meetings of the Board of Directors may be called by the President or Secretary with a minimum of three (3) days notice to each Director, either personally or by mail or electronically. Special meetings shall be called by the President or Secretary in like manner with the same notice requirement as a Regular Meeting.

Section 4.10(a) Emergency Meeting. Emergency meetings of the Board of Directors may be called by any member of the board but only for reasons of health and safety for the residents of Eastdale Acres. Notice for a called meeting under these conditions require a copy of the (single item) agenda along with proper notice to be posted no later that two (2) hours prior to the meeting.

Section 4.10(b) Unanimous Consent Meeting. The board may conduct routine business by Unanimous Consent, as allowed and restricted by state law. Such meetings require unanimous agreement on any action to be taken. Each board member is required to sign a waiver within twenty-four (24) hour.

Section 4.11 Quorum. At all meeting of the Board of Directors, the presence of a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute, the CCRs or these Bylaws. If a quorum shall not be present at any meeting of Directors, the Directors present thereat may adjourn the meeting from time to time without notice other than announcement at the meeting until a quorum shall be present.

Section 4.12 Membership Fees and Dues. The Board of Directors may set and charge the initiation fee, if any, together with the annual dues and special assessments payable by Members, with the consent of a quorum of the Board at any meeting. The initiation fee, if any, and the annual dues shall be due and payable within thirty (30) days that a Member becomes an Owner of a Lot. .

Section 4.13 Payment Plan. The Board of Directors will make available, on a case-by-case bases, a payment plan for those who fall delinquent in paying their dues or fees. Such plan shall be just and fair to both parties and will be extended to those with legitimate hardship and who have a sincere desire to bring their account current.

Section 4.14 Notice – Alternative Method. Notice may be given by email only to property owners who have affirmatively opted to allow the use of such alternative method for providing such notice.

ARTICLE V

OFFICERS

Section 5.1 Miscellaneous Provisions; Qualification. The Officers of Eastdale Acres POA shall be elected by the Directors and shall be a President, a Vice-President, a Secretary, and a Treasurer. Any such officer shall have the power and duties usually associated with such office, subject to limitations or extension by the Board of Directors. Officers must be Members of Record. Should an officer sell his or her Lot, such Officer shall be automatically disqualified to serve. An officer of the board may be removed from his/her office by a majority vote of the board.

Section 5.2 Other Agents. The Board of Directors may appoint such other officers and agents as it shall deem necessary, who shall be appointed for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

Section 5.3 Duties. The duties of the officers of the board are as follows:

(a) President. 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 contracts, mortgages, other written instruments, and promissory notes; shall appoint committee chairmen and members of committees with the concurrence of the Board; and shall carry out such other duties as may be assigned by the Board.

(b) Vice-President. The Vice-President shall act in the place and stead of the President when he is absent, unable or unwilling to act; and shall discharge such other duties as may be required of him by the Board.

(c) Secretary. The Secretary shall perform or cause to be performed the following secretarial activities; record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the minutes of all meetings and proceeding of the Board and of the Members; keep the appropriate current records showing the ownership of Lots and Membership of the Association, together with their addresses; and shall perform such other duties as required by the Board..

(d) Treasurer. The Treasurer shall perform or cause to be performed the following financial activities; receive and deposit in appropriate bank accounts all monies of the Association and disburse such funds as directed by Resolution of the Board; sign all checks and promissory notes; cause an annual review of the Association's books to be made at the completion of each fiscal year; and a statement of income and expenditures to be presented to the membership at its regular annual meeting.. The Treasurer shall perform such other duties as required by the Board.

Section 5.4 Salaries. All officers and directors of Eastdale Acres POA shall serve without compensation. However, expenses may be reimbursed for unusual activities carried out on behalf of the POA. Any officer may receive compensation for services rendered to the Association in other than his official capacity.

Section 5.5 Tenure; Removal; Vacancies. Each Officer of the Board shall hold office for three (3) years or until his successor is chosen and qualified in his stead or until death, resignation or removal from office. If the office of any officer becomes vacant, for any reason, the vacancy shall be filled by the Board.

ARTICLE VI

RECORDS

Section 6.1 Open Records. All information that has been deemed public information by statute will be made available upon written request at a time convenient to both the requesting party and the Association but no later than ten (10) days of receiving written notice by the Records Officer of the Board. Such records will be made available during regular business hours at a site in Eastdale Acres determined by the Board of Directors. At no time will the original records be allowed to be removed from the premises by the requesting party or their agent. The requesting party, or their agent, will have ten (10) days to complete their inspection. An additional ten (10) days may be requested if the request is made prior to the expiration of the original ten (10) days. A third and final ten (10) day request may be requested if made during the second ten (10) day period. The Association may obtain the records at any time for normal business purposes; however, the time the records are removed for such purposes shall not count against the days allotted for inspection by the requesting party.

Section 6.2 Requesting Copies of Open Records. Copies of open records will be made available within ten (10) days of receiving a written request specifically naming the records/document being requested.

Section 6.3 Productions and Copying. The cost for materials, labor, and overhead of compiling, producing, and reproducing any requested open records will be charged at the rate recommended by state law. The POA may reduce or waive some of the estimated charges address in this policy on a request basis without waiving the right to charge such fees on future request. If an advance payment of the estimated charges is required, then an invoice of the actual cost will be provided to the person making such request within 30 days after the delivery of the requested information. Should the actual amount be less than the advanced payment, the POA will refund the differenced within 30 days of the invoice date. If the actual amount is more than the advance payment, the person requesting the information will have 30 days from the invoice date to pay the additional amount.

Section 6.4 Record/Document Retention. The records/documents of the Association will be retained for the minimum amount of time as prescribed by law.

ARTICLE VII

GENERAL PROVISIONS

Section 7.1 Fiscal Year. The fiscal year of Eastdale Acres POA shall be fixed by the resolution of the Board of Directors.

Section 7.2 Indemnification. The Association shall indemnify any director, officer, or employee or former director, officer or employee of Eastdale Acres POA against expenses actually and necessarily incurred by him and any amount paid in satisfaction of judgments in connection with any action, suit or proceeding, whether civil or criminal in nature, in which he is made a party by reason or being or having been such a director, officer or employee (whether or not a director, officer or employee at the time such costs or expenses are incurred by or imposed upon him) except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The Eastdale Acres POA shall pay or cause to be paid to any director, officer or employee the reasonable costs of settlement of any such action suit or proceeding. Such right of indemnification shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled by law or under any bylaw, agreement, vote of members or otherwise.

ARTICLE VIII

MISCELLANEOUS

Section 8.1 Animals. All pets must be restrained always in a humane manner, (i.e. confined on the premises of the owner within a fence or enclosure). Fastened or picketed by rope or chain so as to keep the animal on the premises of the owner. When off homeowners property the animal must be at heel, beside or otherwise controlled and obedient to a person competent to restrain the animal by command. Pets will not be allowed inside common areas unless leashed and controlled by its owner.

ARTICLE IX

AMENDMENTS

Section 9.1 Amending the Bylaws. These Bylaws may be altered or amended by a majority vote of Members of Record voting in person or by proxy at a duly called regular or special membership meeting at which a quorum is present. Changes necessitated by change in state law may be made without member approval, however, member notification must be made as soon as reasonably possible.

Adopted and approved as of the 19th day of May, 2018
by a majority vote of the Members of Record at Annual Meeting, Eastdale Acres POA.

President Signature

Cynthia E Brevell

President Print

Cynthia E Brevell

Secretary Signature

Marilyn Howard

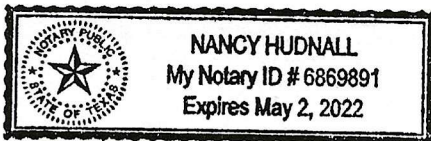
Secretary Printed

Marilyn Howard

STATE OF TEXAS

COUNTY OF CHEROKEE

THIS INSTRUMENT WAS ACKNOWLEDGED BEFORE ME ON MARCH 19, 2019 BY Cynthia E Brevell
& Marilyn Howard.



NOTARY

Nancy Hudnall
Nancy Hudnall