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BY-LAWS

SOMERVILLE PLACE PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I

The name of this organization shall be The Somerville Place Property Owners Association Inc.,
Address: P.O. Box 125, Lyons, Texas 77863.

Amended to read 900 Parallel Road, Somerville, Texas 77879

ARTICLE II PURPOSE OF THE ASSOCIATION

This Association shall be a non-profit organization for the purpose of obtaining needed street and drainage improvements and to collect all maintenance fees.

Amended to read This Association shall be a non-profit organization for the purpose of collecting all maintenance fees to maintain our parks & property.

ARTICLE III MEMBERSHIP

Section 1. Membership in the Association shall be open to all property owners who have executed contracts for deed, or have received deed to tract in Section I, II, or III in Somerville Place, as platted and appearing on records in the office of the County Clerk in Burleson County, Texas.

Section 2. A member property owner household is entitled to one vote for each lot owned, not to exceed four (4) lots or votes.

ARTICLE IV MAINTENANCE FEES

Section 1. All lots in said subdivision are subject to an annual maintenance charge of \$65.00 per lot. If two or more lots are owned by same party, then each lot over one shall be \$24.00 per year. Maintenance charge will be due on or before January 1st of each year beginning January, 1983.

Section 2. Property owners have the right to adjust the annual maintenance charge. Voting can be done at a meeting called for the purpose. At least 51% of the votes must favor the adjustment for it to be changed. Proxy votes will be accepted if property owners are unable to attend, after giving the President a letter naming a certain person who will vote in their absence.

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Section 3. The maintenance charge shall be secured by a Vendor's Lien which is expressly created and retained upon each lot and shall be paid by each lot owner annually in advance. The Association is expressly authorized to foreclose the Vendor's Lien created herein through a Non-Judicial foreclosure. The Association shall be custodian and administrator of the maintenance fund, and the Vendor's Lien.

Section 4. All funds collected shall be used solely for the purpose of keeping the Somerville Place roads, parks, pavilion, drainage and legal expense for lien filing fees.

Section 5. If suit is filed to collect maintenance funds, then lot owner shall be obligated to pay all court costs and attorney fees.

**ARTICLE V
OFFICERS AND DIRECTORS**

Section 1. The officers of the Association shall be as follows: President, Vice-President, Secretary, and Treasurer. In addition to the officers, there will be five Directors who shall be elected as provided for in Section 3 of this article. The officers and directors together, shall be designated as the "Board". This board shall have the management and control of the affairs of this association, provided, however, that the members once a year shall have the right to initiate resolutions, plans, policies and projects as the By-Laws may direct.

Section 2. The officers shall be elected by the membership of this Association for a term of one year in the manner set forth in the By-Laws. The directors shall be divided into two groups of two and three members each. The first group shall hold office for one year, and the second group shall hold office for two years, as to each group, until their successors are duly elected and qualified.

At each subsequent election, two or three members, as the case may be, shall be elected to the Board from the active members of the Association, and they shall hold the office for a term of two years.

Section 3. The President may appoint a Sergeant of Arms to assist him maintaining order at meetings.

**ARTICLE VI
MEETINGS**

Section 1. The annual meeting of the Association shall be held at 10:00 a.m. on the third (3rd) of April 1982. The annual meeting shall be by written notification, mailed no later than two weeks prior to the annual meeting.

Amended to read the annual meeting of the Association shall be held at 10:00 a.m. on the 4th Saturday of April each year beginning in 2007. Written notification of the meeting shall be mailed no later than two weeks prior to the annual meeting.

Section 2. At least sixty (60) days prior to the annual meeting the President shall appoint a nominating committee composed of three members of the Association, not members of the Board, and two additional members who shall be members of the Board. This nominating committee shall present a slate

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of officers to be elected at the annual meeting. Three members of the nominating committee shall constitute a quorum and any vacancies on said committee shall be filled by the President. This provision shall not prevent any nomination from the floor.

Section 3. At each annual meeting an election shall be held for election of officers and directors for the ensuing year who shall take office immediately following the annual meeting. Election shall be by signed ballot.

Section 4. Regular meetings of the Association shall be held semi-annually. Unless suspended or changed by vote of majority of the membership present at a regular meeting with the exception of the annual meeting as set forth in Section 1 of this Article.

Section 5. Special meetings may be called by the following persons in the following manner:

- A. The President may, in case of emergency to be determined by him, call a meeting of the Association.
- B. It shall be the duty of the President to call a meeting of the full membership of the Association whenever requested to do so in writing by five members of the Board stating the purpose of the meeting.
- C. It shall be the duty of the President to call a meeting of the membership of the full membership of the Association upon written request of ten or more members in good standing, which request shall state the object of the called meeting.
- D. Notice of the special meeting of the Association under B and/or C shall be given by the Secretary no later than one week after the receipt of the written request as provided in B and/or C above. The notice shall state the object, the date, and the hour of the meeting. Said meeting shall not be held earlier than ten nor later than thirty days from date of the notice. No other business shall be presented at said meeting except that for which it is called and so indicated in said notice.

ARTICLE VII
QUALIFICATION OF OFFICERS AND DIRECTORS

No person shall be eligible to be an officer, director or committeeman unless he or she is a member in good standing.

ARTICLE VIII
BOARD MEETING AND ELECTION OF CHAIRMAN

Section 1. The Board shall hold at least two meetings a year.

Section 2. The President of the Association shall preside at all meetings of the Board. It shall be his duty to generally perform all duties pertaining to his office and he shall decide all questions of procedure and order at the meeting of the Board.

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Section 3. Any officer or director of the board may be removed from office by a two thirds vote of the membership at a regular or specially called meeting at which a quorum is present.

Section 4. In the absence of the duly elected President, the Vice-President will act as temporary Chairman of the Board at the semi-annual, annual or special called meeting.

Section 5. Special meetings of the Board may be called by the following persons and in the following manner.

- A. The President of the Association may in case of any emergency to be determined by him call a meeting of the Board.
- B. It shall be the duty of the President to call a meeting of the board when requested to do so in writing by three members thereof, stating the purpose of the meeting.
- C. Notice of any special meeting of the Board may be given to all members thereof by telephone, in person or by written notice. Such notice to be given at least seven days prior The President of the Association may in case of any emergency to be determined by to any such meeting.

ARTICLE IX
VACANCIES

All unexpired terms or vacancies in the offices of officers or Board of Directors shall be temporarily filled by the President until the next meeting, either the semi-annual or annual meeting.

ARTICLE X
REMOVAL OF OFFICES

Any officer or director of the Association may be removed from office by a three-fourths vote of the members in good standing present and voting at a meeting called for such purpose at which a quorum is present.

ARTICLE XI
MEETING PLACE

Meeting of officers, directors, and/or membership of the Association may be held at such places, from time to time, to be designated by the Board.

ARTICLE XII
DUTIES AND/OR POWER OF OFFICERS AND BOARD

Section 1. Duties of the President: It shall be the duties of the President to preside at all meetings of the Association, to serve as Chairman of the Association during his office as President, to enforce the By-Laws, to preserve order and decorum, to require all officers and members of the committee to perform

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their duties, to appoint all committees not otherwise provided for, to sign all official documents and countersign all checks. He shall be an official member of all committees and generally perform all the duties pertaining to his office, and shall decide all questions of procedure and order. He shall not be required to vote at meetings of the Associations, except in case of a tie vote.

Section 2. Duties of Vice-Committeemen: It shall be the duty of the Vice-President, Secretary and Treasurer to aid the President in the performance of his duties.

Section 3. Duties of Secretary: It shall be the duty of the Secretary to keep full and impartial records of the Association and the Board; to perform such duties as may be prescribed for him or her by the Board. His or her records shall at all times be open for inspection by the President and the Board or any other member of the Association in good standing! He or she shall within five days after retiring from office, deliver to his-successor all papers and other property in his possession belonging to the Association.

Section 4. Duties of the Treasurer: It shall be the duty of the Treasurer to be the custodian of the Association's funds, and to keep a correct and faithful account of all receipts and expenditures, to prepare and sign all checks and keep all books belonging to his or her office, which shall at all times be open for inspection by the President. He shall within five days after retiring from office deliver to his successor all monies and other property in this possession to the President.

Section 5. Duties and powers of the Board: The Board shall have, subject to Article XIV, the entire charge, control, administration and management of the affairs of the Association. It shall execute all measures and proceedings to advance the purpose of the Association. It shall keep a correct record of its proceedings and submit a report of same to members at regular meetings hereinabove provided for. It shall have the power to authorize expenditures of the Association as described hereinafter in Article XIII.

Section 6. The Board will require any officer and/or employee of the Association who shall have custody of funds to give a proper surety bond for the faithful accounts of such funds, with surety or sureties satisfactory to the Board and with premium paid by the Association.

**ARTICLE XIII
EXPENDITURES**

All expenditures of the Association funds shall be authorized by the Board who may direct the Treasurer to pay all bills incurred or to be incurred by the Association, if any. At the beginning of its term the Board will authorize the Treasurer to pay for the necessary stationer stamps and the cost of holding meetings, and no further authorization therefore shall be necessary during the remaining term of such Board.

**ARTICLE XIV
RIGHTS OF MEMBERS**

Section 1. The members of the Association shall have the right, at the annual meeting to present plans, and/or projects which when passed by the majority of those present, shall be binding on the Association and upon the Board.

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Section 2. Every member in good standing shall have all the rights and privileges of membership including the right to vote and hold office in the Association.

Section 3. No member shall be considered in good standing that is in arrears in payment of maintenance fees or other charges. He or she shall not be an officer or director in the Association, nor be entitled to any of the privileges of a member of the Association.

**ARTICLE XV
ORDER OF BUSINESS**

Section 1. The order of business shall be:

- A. Reading of the minutes of the last meeting;
- B. Treasurer's report;
- C. Committee reports;
- D. Unfinished business;
- E. New business;
- F. Adjournment.

**ARTICLE XVI
MEETING AND QUORUM**

Meetings of the members and the Board shall be as prescribed by the By-Laws and for all purposes of the Association a quorum shall consist of three members of the Board, when the Board wishes to act, and not less than twelve members in good standing, (household members at the meeting when the members are to act). A Majority vote of the members of the board or the Association at which a quorum is present shall be the act of the Board or the Association.

**ARTICLE XVII
AMENDING BY-LAWS**

The By-Laws may be amended at the annual meeting, by Resolution in writing presented at the annual meeting, and if approved by 51% of the members attending the meeting.

AMENDED PER TEXAS NON-PROFIT CORPORATION ACT

Where there are members having voting rights, the Board of Officers and Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members having voting rights, which may be either an Annual or Special Meeting. Written or printed notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote at such meeting within the time and in the manner provided in this Act for the giving of notice of meeting of members. The proposed amendment shall be adopted upon receiving at least two-thirds of the votes which members present at such meeting in person or by proxy are entitled to cast, unless any class of thereof by terms of the articles of incorporation or the by-law, in which event the proposed amendment shall not be adopted unless it also received at least two-thirds of

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the votes which the members of each such who are present at such meeting in person or by proxy are entitled to cast.

ARTICLE XVIII
CONFLICT OF INTEREST

Section 1. No lot owner shall propose any resolution, that will be binding on lot owners Association inc. at the same time he or she is an officer of an organization other than the lot owners Association Corporation.

SPPQA, INC. OFFICERS:

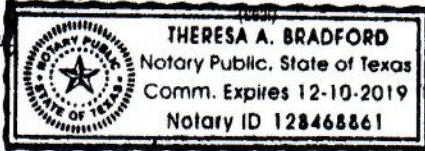
Penny James 11-9-19
Penny James, President Date

State of Texas
County of Burleson

Before me, Penny James, on this day personally appeared Penny James, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature



SPPQA, INC. DIRECTORS:

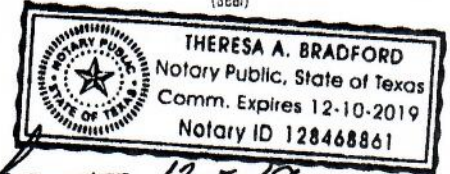
Terry Dahlke 11-9-19
Terry Dahlke Date

State of Texas
County of Burleson

Before me, Terry Dahlke, on this day personally appeared Terry Dahlke, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature



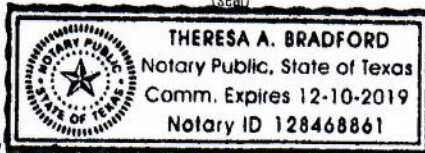
Jim Hammock 11-9-19
Jim Hammock, Vice President Date

State of Texas
County of Burleson

Before me, James Hammock, on this day personally appeared Jim Hammock, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature



Curtis Graham 12-5-19
Curtis Graham Date

State of Texas
County of Burleson

Before me, Deborah Hildebrand, on this day personally appeared Curtis Graham, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 5th December day of November, 2019.

Deborah Hildebrand
Notary Public Signature



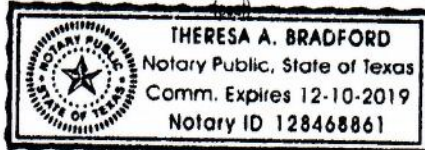
Kathy Dahlke 11-9-19
Kathy Dahlke, Secretary Date

State of Texas
County of Burleson

Before me, Kathy Dahlke, on this day personally appeared Kathy Dahlke, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature



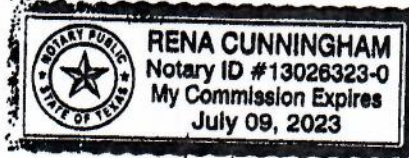
Susan Rao 12/6/19
Susan Rao Date

State of Texas
County of Burleson

Before me, Susan Rao, on this day personally appeared Susan Rao, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 6th December day of November, 2019.

Rena Cunningham
Notary Public Signature



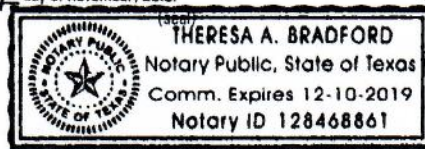
Crystal Gilliam 11/9/19
Crystal Gilliam, Treasurer Date

State of Texas
County of Burleson

Before me, Crystal Gilliam, on this day personally appeared Crystal Gilliam, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature



Kellie Elson 11/9/19
Kellie Elson Date

State of Texas
County of Burleson

Before me, Kellie Elson, on this day personally appeared Kellie Elson, known to me or proved to me through TX DL to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 9 day of November, 2019.

T. Bradford
Notary Public Signature

