

**BY-LAWS
OF
WOODLAND LAKES CIVIC CLUB**

ARTICLE I - NAME

The name of this organization shall be Woodland Lakes Civic Club.

ARTICLE II - PURPOSE

This club shall be a non-profit organization for the purpose of promoting the civic and community welfare and pride among the owners of Woodland Lakes Subdivision property, of encouraging and enforcing the restrictive regulations and covenants of said Subdivision conducive to good planning and sustaining of property values therein, of securing desirable improvements and benefits for that Subdivision and to foster and assist in the general civic and social enterprises and activities which may be beneficial to the community.

ARTICLE III - MEMBERSHIP

Section 1. All property owners within the Woodland Lakes Subdivision become a member of the Woodland Lakes Civic Club membership unit. A membership unit, which shall be entitled to a total of two (2) votes, shall accrue to each parcel of property on which a maintenance fee is paid, defined and grouped as follows, to-wit:

One or more individuals, regardless of marital status, familial relationship, or other relationship, all of whom shall be bona fide purchasers under Contract of Sale of one or more properties within the Woodland Lakes Subdivision.

Section 2. Each membership unit shall be entitled to an aggregate of two (2) votes as follows, to-wit:

Property owners of one or more properties within the Woodland Lakes Subdivision shall be entitled to a total of two (2) votes per parcel of property owned within the Subdivision and on which a maintenance fee is paid. These two (2) votes may be cast separately; provided however, in the absence of any of the other parties of the membership unit a single party of the membership unit shall be entitled to two (2) votes. In the event two or more persons jointly own property in the subdivision, such joint owners shall be entitled in the aggregate to only two (2) votes per parcel of property on which a maintenance fee is paid. Should two or more persons in one membership unit jointly own property in the subdivision with persons in another membership unit, each membership unit shall be entitled in the aggregate to only two (2) votes.

Section 3. No one shall be entitled to participate in the affairs of this Club or hold office therein except qualified members. A qualified member is defined as an individual property owner whose annual General Maintenance fees and assessments have been paid and are current, as set out in Article IV - Dues and Fees, Section 2.

ARTICLE IV - DUES AND FEES

Section 1. Should any changes in the General Maintenance Fee assessment be necessary in the opinion of the officers and board of directors, it will be submitted to the property owners for final approval, requiring a 2/3rds majority of qualified members, as defined in Article XIII.

Section 2. It shall be the duty of the officers of the Club to assess and collect from all property owners the annual General Maintenance fee payable in advance, monthly, quarterly, semiannually, or annually. When notice is sent out in December for the payment of General Maintenance fees for the upcoming year, each property owner will designate the payment schedule of his/her choice: monthly, quarterly, semiannually, or annually. A qualified member in good standing shall be a member whose current maintenance fees and assessments have been paid in advance and are current under owner's selected payment schedule. Any account unpaid for six (6) months without previous payment arrangements will be considered in arrears and will be subject to late fees. All disbursements from this fund for maintenance and/or improvements are to be approved by the Board of Directors.

Section 3. Maintenance Fee Structure

The fee computation per tract for billing is broken out below:

1/2 acre tract or less:	\$ 7.00 per month
1/2 to 1 acre tract:	\$ 8.00 per month
1 to 2 acre tract:	\$ 9.00 per month
2 or more acre tract:	\$10.00 per month

Each tract is determined by adding contiguous (adjoining) lots owned by the same person; i.e., two (2) or more adjoining lots will be billed as one (1) tract. If you own additional tracts in another part of the subdivision, the same formulas will apply.

This computation was passed by the Board of Directors per Minutes of The Meeting Of The Board Of Directors, September 27, 1994.

Section 4. Reserved for future use.

Section 5. Reserved for future use.

ARTICLE V - FISCAL YEAR

Section 1. The Fiscal Year of the Club shall begin on January 1st of each calendar year and extend to December 31st of the same year.

ARTICLE VI - OFFICERS

Section 1. The officers of the Club shall consist of a President, Vice-President, and Secretary-Treasurer.

Section 2. The term of office of each officer shall be for a period of one (1) year, and until his/her successor is elected.

Section 3. In case a vacancy occurs among the Officers, the Board of Directors shall select a successor to serve during the unexpired term of the office vacated.

ARTICLE VII - DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Club, preserve order, enforce the By-Laws and exercise supervision of the Club's affairs generally. He/She shall decide all questions of procedure and order for the Club. He/she shall, with the advice and consent of the Board of Directors, appoint all committees, unless

otherwise provided in these By-Laws, and he/she shall be ex-officio member of all such committees; and further, he/she shall perform such other and additional duties as are customarily performed by such Officer.

Section 2. The Vice-President shall assist the President in the discharge of his /her duties, and in the absence of the President, shall preside at all meetings of the Club and of the Board of Directors, and shall perform the duties of the President during the latter's absence. Further, the Vice-President shall perform any and all additional duties which may be delegated to him/her by the President or the Board of Directors.

Section 3. The Secretary-Treasurer shall keep a full and correct record of all proceedings of this Club and of the Board of Directors, and shall have charge of all records of the Club. The Secretary-Treasurer shall receive all communications, conduct the correspondence, and shall mail all reports, bulletins and notices, keeping a correct record of the foregoing. The Secretary-Treasurer shall receive all funds belonging to the Club, giving receipt therefore, and shall deposit all such funds in the bank designated by the Board of Directors; all checks on the Club's funds shall be signed by the Secretary-Treasurer, and/or the President or Vice President. The Secretary-Treasurer shall keep a full, true and correct record of all funds and of all financial transactions of the Club, and shall render a complete report thereof to the Club at its meetings, or as often as required by the President and Board of Directors. The Secretary-Treasurer shall request the Board of Directors to appoint an assistant to act as Recording Secretary if and when the need arises.

Section 4. Following the August election, the Board of Directors will consider a budget for the next fiscal year. The Board of Directors will present the budget for approval at the November/December meeting.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of six (6) Directors, selected as hereinafter set out, and the three (3) elected Officers of the Club, such Officers each occupying the same office as the Board of Directors.

Section 2. The Board of Directors shall be the governing body of the Club with full rights and authority to determine policy, outline, plan and carry into execution all business, activities and policy, to enter into and execute all necessary agreements and instruments incident thereto in the name of the Club, and shall constitute the representatives of the Club. In addition to the foregoing powers, the Board of Directors shall be authorized to institute, as well as settle or compromise, in the name of the Club or otherwise, any necessary legal proceedings with the exception of the sale, lease or dedication of the lakes and parks, without 2/3rds majority vote of property owners.

Section 3. The term of office of each member of the Board of Directors shall be for a period of two (2) years, and until his/her successor is elected and qualified, except, however, at the end of the first year, three (3) present Directors shall be elected for an additional one (1) year term and three (3) Directors shall be elected for a two (2) year period. Members of the Board of Directors may succeed themselves.

Section 4. In case a vacancy occurs among the Directors, the remaining Board of Directors shall select a successor to serve during the unexpired term of the position vacated.

ARTICLE IX - MEETINGS

Section 1. Membership Meetings

(a) A regular annual meeting of the membership shall be held at the time and place designated in the notice thereof, during the month of August of each year.

(b) Special meetings of the membership may be called by the President, the Board of Directors, any three (3) Directors, or upon the written request made by not less than ten percent (10%) of the total membership, and when such written request shall be presented by the President, or in his/her absence, the Vice-President, such officer shall immediately call such special meeting.

(c) The Secretary-Treasurer shall give, or cause to be given to all members, written notice of all regular and special meetings of the membership not less than seven (7) days prior to the date of the meeting.

(d) Social meetings or events of the membership are desirable and shall be held from time to time as may be determined upon by the Board of Directors, or the membership.

Section 2. Board of Director Meetings

(a) A regular meeting of the Board of Directors shall be held quarterly at the time and place designated by the Board of Directors, and any and all members of the Club shall be permitted to attend. Notice of such regular quarterly meetings shall be posted on the "Bulletin Board" at the Club House of the Subdivision seven (7) days before date of regular meeting.

(b) Special meetings of the Board of Directors may be called by the President, or in his/her absence by the Vice-President, or by any three (3) Directors, such special meetings to be held at the time and place designated in the call and notice thereof, which notice shall be given to the Directors not less than two (2) days before the date of such meeting.

(c) A majority of the members then constituting the Board of Directors shall constitute a quorum for any meeting of the Board of Directors.

ARTICLE X - ELECTIONS

Section 1. Three (3) elected officers of the Club shall appoint a Nominating Committee of five (5) members not less than thirty (30) days prior to the August meeting of the membership each year. No elected officer shall be appointed to such Nominating Committee. The Nominating Committee so appointed shall select a slate of nominees for the elective officers of the Club, and members of the Board of Directors, and shall file a written report thereof with the President and Secretary-Treasurer not less than fifteen (15) days before the date of said August meeting.

Section 2. The written notice of the August meeting shall be given to the members as elsewhere provided in these By-Laws, and shall include the slate of nominees recommended by the Nominating Committee.

Section 3. Nominations for any or all offices in the Club, and members of the Board of Directors, may be made from the floor at the annual meeting by any member in good standing.

Section 4. The election of officers shall be held at the August meeting of the membership, and if requested by any member in good standing, shall be by written ballot. The nominee receiving a majority of the votes cast at the meeting shall be declared elected.

ARTICLE XI - COMMITTEES

Such committees as may be considered necessary by the Board of Directors may be appointed from time to time by the President, the number of members and duties of such committees being within the discretion of the President.

ARTICLE XII - PROCEDURE

Section 1. The Revised Edition of Robert's Rule of Order shall be authority for procedure in conducting all meetings of this Club and its Board of Directors, when not in conflict with provisions of these By-Laws.

Section 2. The following shall be the order of business for all meetings:

- (a) Registration of all members in attendance.
- (b) Roll call of Officers and Directors at meetings of the Board of Directors.
- (c) Reading of minutes of preceding meeting.
- (d) Introduction of visitors.
- (e) Reports of Committees.
- (f) Old business.
- (g) New business.
- (h) General discussion for the good and welfare.

ARTICLE III - AMENDMENTS

These By-Laws may be revised, changed or amended at any meeting, regular or special, by a two-thirds (2/3rds) vote of the members present who are in good standing, with the exception for increase in annual General Maintenance Fees as provided in Article IV, Section 1., hereof, requiring a two-thirds (2/3rds) vote of ballots returned by qualified membership. However, a copy of the proposed revision, change or amendment, together with notification of the time and place of the meeting at which same is to be considered, shall be delivered or mailed to the residence of each member in good standing at least seven (7) days before the date of such meeting.

EXECUTED this the 23rd day of May, 2005.

WOODLAND LAKES CIVIC CLUB, INC.

W. E. Schulz
By:
Title: President

ATTEST:

Andrea E. Jagg
By:
Title: Secretary-Treasurer

After Recording, Return to:

**Woodland Lakes Civic Club, Inc.
P.O. Box 255
Magnolia, TX 77355**



Christy Wood

FILED FOR RECORD

2005 MAY 23 PM 12:47

Mark Turnbull
COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY
I hereby certify this instrument was filed in
File Number on the date and at the time
stamped herein by me and was duly RECORDED in
the Official Public Records of Real Property at
Montgomery County, Texas.

MAY 23 2005



Mark Turnbull
County Clerk
Montgomery County, Texas

~~RECORDED MEMPHIS~~
At the time of recordation, this instrument was found to be inadequate for the best photographic reproduction because of illegibility, carbon or photo copy, discolored paper, etc. All blackouts, additions and changes were present at the time the instrument was filed and recorded.