

Spring Creek Country Club By-Laws

PREAMBLE

These By-Laws are adopted by the stockholders of Spring Creek Country Club, Inc., a Corporation organized under the Non-Profit Corporation Laws of the State of Texas. The By-Laws shall be binding upon the CLUB and all of its officers, directors, and members.

The Club is organized and exists to own and operate a country club on premises situated on the North side of FM Road 2160 North of Crockett in Houston County, Texas.

ARTICLE I NAME AND OBJECT

SECTION A – NAME

The name of this organization shall be: SPRING CREEK COUNTRY CLUB, which is incorporated under the laws of the State of Texas.

SECTION B – OBJECT

The object of this Club shall be to support and maintain a private country club for the promotion and encouragement of outdoor life, recreation, and innocent sports, and for social interaction and higher ideals of life.

ARTICLE II MEMBERSHIPS

SECTION A – MEMBERSHIPS

1. The membership shall consist of four (4) classes of members:

| CLASS | NUMBER | VOTING |
|------------------|--------------------|--------|
| STOCKHOLDER | 100 | YES |
| ASSOCIATE | 100* | NO |
| JUNIOR ASSOCIATE | 25 | NO |
| SOCIAL | Floating Ceiling** | NO |

*Associate Memberships shall be issued to all maturing Junior Associate members regardless of Associate Membership census.

**The number of Social memberships shall be determined by the Board of Directors

2. The Provisional Member Roll shall consist of three (3) classes of candidates for membership:

Associate Provisional
Junior Associate Provisional
Social Provisional

The number of Provisional Member candidates allowed in each class will be determined by the Board of Directors.

SECTION B – STOCKHOLDER

STOCKHOLDER members shall be defined as those members owning a share of the property and assets of the Club.

1. STOCKHOLDER members in good standing are entitled to vote at stockholder meetings, serve as officers or directors of the club, and sponsor candidates for membership.
2. STOCKHOLDER members in good standing have the privilege of building a dwelling on the premises of the Club. A member applying for such permit shall make written application to the Board of Directors for the site they desire, and shall submit plans and specifications for the proposed building to be erected. The Board of Directors shall grant or deny the permit based upon the applicant's compliance with Board's provisions (regulations).
3. All improvements to leasehold estates including initial construction and modification must be approved by the Board of Directors prior to construction.
4. All owners of dwellings shall have the privilege and same is hereby granted to them to invite as many guests as they may desire, but such invited guests shall not be permitted the privileges of the Club, provisions pertaining to guests shall apply to all dwelling owners.
5. STOCKHOLDERS desiring to sell their share of stock shall notify the Board of Directors in writing. Within 5 days from the receipt of said notice, the Board shall notify all existing members, whether stockholder, associate, or junior associate, of the availability of said stock. In the event no sale of said stock has occurred within 30 days from the date of the notice the said member shall then have the right to sell the stock to any private person who meets the requirements of the Board and the By-Laws. Both the person and the sale are subject to all terms, conditions, rules and regulations of the Board and these By-Laws.
6. STOCKHOLDER members in good standing has the sole and exclusive right to build, purchase or own one dwelling on Country Club property, he or she may obtain a six (6) month waiver of the dwelling limit with the Board of Directors approval. Successive six (6) month waivers may be granted with Board of Director approval. The sale, lease or rent of a Stockholder's dwelling to a nonmember is prohibited. Dwellings may be rented or leased to Associate or Stockholder members in good standing with approval of the Board of Directors.

SECTION C – ASSOCIATE MEMBERS

ASSOCIATE members shall be defined as those not owning any share of the property or assets of the club.

1. ASSOCIATE members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Associate Members are also denied the privilege of owning a dwelling on the premises of the Club.
2. All candidates for ASSOCIATE membership shall be subjected to the provisions of Article III, Section A hereof.
3. ASSOCIATE memberships shall be sold only through the Club treasury and shall not be transferable by Associate members. An exchange of membership classification

- between an Associate and a Stockholder member when involved in the sale of a share of stock may be allowed.
4. In addition to the same regular dues and assessments paid by Stockholder members, each new Associate member shall pay the prevailing initiation fee.

SECTION D – JUNIOR MEMBERSHIPS

JUNIOR ASSOCIATE members shall be defined as those under the age of 30 and not owning any share of the property or assets of the club

1. JUNIOR ASSOCIATE members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Junior Associate members are also denied the privilege of owning a dwelling on the premises of the Club.
2. All candidates for JUNIOR ASSOCIATE membership shall be subjected to the provisions of Article III Section A hereof.
3. JUNIOR ASSOCIATE memberships shall be sold only through the Club Treasury and shall not be transferable by Associate members. An exchange of membership classification between a Junior Associate and a Stockholder member when involved in the sale of a share of stock may be allowed provided that all initiation fees have been satisfied.
4. In addition to the same regular dues and assessments paid by Stockholder members, each new JUNIOR ASSOCIATE member shall pay one-half of the prevailing initiation fee.
5. When a JUNIOR ASSOCIATE member reaches 30 years of age, he or she shall, on payment of the remaining one-half of the prevailing initiation fee, become an Associate member, regardless of the status of Associate membership census.

SECTION E – SOCIAL MEMBERSHIPS

SOCIAL members shall be defined as those not owning any share of the property or assets of the club. Privileges will only include the clubhouse, lake swimming pier, and tennis.

1. SOCIAL members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Social members are also denied the privilege of owning a dwelling on the premises of the Club.
2. All candidates for SOCIAL membership shall be subjected to the provisions of Article III Section A thereof.
3. SOCIAL memberships shall be sold through the Club treasury and shall not be transferable by Social members. An exchange of membership classification between a Social and a Stockholder member when involved in the sale of a share of stock may be allowed.
4. Social members shall pay dues as determined by the Board of Directors, the full food minimum, and the prevailing initiation fee but shall not be responsible for any assessments.

SECTION F – PROVISIONAL MEMBERSHIPS

Provisional members shall be defined as non-members who have duly made application for membership tendered any required initiation fee, and have been recommended by the Board of Directors to the Stockholders for Election to Membership.

1. Provisional Members may be candidates for membership as Associate Member, Junior Associate Member, or Social Member. Privileges accorded to Provisional Members will include any privileges normally accorded to the class of membership to which they are applying.
2. Upon election to membership under Article III, Provisional Members will no longer fall within this Section but will become permanent members. Their status as Provisional Members shall remain effective until approved or rejected by the Stockholders or until rejected by the Board of Directors.
3. Any Provisional member may have his or her candidacy rejected at any time by a majority vote of the Board of Directors, upon which action his or her application for membership will be withdrawn and any initiation fee previously tendered shall be refunded. Should the application for membership of any Provisional Member be rejected by the Stockholders, the initiation fee tendered by the candidate shall be refunded.
4. Provisional members shall pay monthly usage fees in advance, at the same rate as permanent members. Should any Provisional Member's candidacy be rejected by the Board of Directors, or by the stockholders, no usage fees paid by the candidate shall be refunded.

ARTICLE III ELECTION TO MEMBERSHIP

SECTION A – APPLICATION

1. All candidates, either for STOCKHOLDER, JUNIOR ASSOCIATE or ASSOCIATE MEMBERSHIP must file the completed application forms (devised and adopted by the Board of Directors) with the Secretary 30 days prior to the Stockholder meeting during which their names will be voted upon. All candidates must also have the sponsorship of two Stockholder members. If such application is for Stockholder membership, then it must be accompanied by a written statement from the then existing Stockholder of the Stockholder's intent to transfer stock to said applicant upon approval as hereinafter provided.
Prior to submitting the names to the Stockholders for voting, the Secretary shall first submit the completed applications to the Board of Directors for consideration. In an executive session, the Board of Directors shall weigh the qualifications of each applicant. **Free and open discussion of each applicant shall be permitted.** A no vote by any two members of the board shall constitute a rejection. In such case, the application shall be returned to the candidate along with notice from the Secretary as to the decision of the Board.
2. Candidates whose application for membership has been approved by the Board of Directors and the names of their sponsoring stockholders must be presented to the membership, in writing, at least 30 days prior to the stockholder meeting during which they are to be voted upon.

3. Candidates for new membership who have been approved by the Board of Directors may be presented to the stockholders at any regular or called meeting as long as the requirements of written notification have been met. Stockholder candidates shall be elected by secret ballot on the floor, and 6 NO votes shall constitute rejection. Stockholder candidates who have been Associate Members for at least 5 years immediately preceding the election shall be elected similarly and 15 NO votes shall constitute rejection. Each candidate shall be voted upon separately. The results of the balloting shall not be announced until all votes on all candidates have been cast.
4. Associate members who have been members in good standing for a minimum of 5 years who apply for stockholder membership may be presented to the stockholders at any regular or called meeting as long as the requirements of written notification have been met. Stockholder candidates shall be elected by secret ballot on the floor, and 15 NO votes shall constitute rejection. Each candidate shall be voted upon separately. The results of the balloting shall not be announced until all votes on all candidates have been cast.
5. Associate, Junior Associate, and Social candidates who have been approved by the Board of Directors may be presented to the membership at any regular or called meeting. These candidates shall be accepted or rejected by a simple majority of secret ballots. Candidates for these two categories of membership are approved by majority vote.
6. Any changes in membership classification requires approval from the Stockholders except in the case of a divorcing spouse who may acquire a Social or Associate membership without additional fees or votes.

SECTION B – MEMBERSHIP

1. Each Stockholder member of the Club must own one, and only one, share of stock in the Club. When an applicant has qualified for stockholder membership as provided by Section A of this article, and has arranged for the transfer of a share of stock free of dues or other lien, the Secretary shall, upon payment of the prevailing transfer fee placed into the Club's funds, make such transfer of stock. The applicant shall then become a stockholder member; except however, if such transfer is of Stockholder membership to a lineal descendent or spouse by gift or devise, then such transferee shall be exempt from the payment of such transfer fee
2. In addition to the transfer fee provided in Section B.1 above, there shall be a transfer fee payable to the Club upon the change of ownership of any dwelling except upon transfer to a lineal descendent or spouse of the then current owner.
3. Stockholder membership may be transferred by gift or devise to a lineal descendent or spouse. Lineal transfer situations are exempt from the requirements of application forms and sponsoring Stockholders. All other procedures for election to membership do apply.
4. Any change in membership classification requires approval from the Stockholders.

ARTICLE IV
DUES, ASSESSMENTS, FINES AND FEES

SECTION A

1. All dues, assessments, fines and fees against each class of membership shall be determined and levied by the shareholder membership at each annual and semi-annual Stockholders meeting. All monthly recurring charges are due and payable by the 10th of each month.

In event of emergency, to be decided by a two-thirds vote of all the Directors, the Board of Directors is hereby empowered to levy an assessment against each member in such amount as may be required, and to set the due date of such assessment; but in no case shall the total of such assessments against each member in any one calendar year exceed 10% of annual dues unless authorized by the Stockholders in regular or special meeting.

2. Any member failing to pay to the Secretary any dues, assessments, fines or fees levied by or under these By-Laws or any other authorized rules and regulations within 30 days from date due, or within 30 days from date of notice, if notice is required, shall, along with all members of his or her family and all of their guests, have all of the privileges of the property withdrawn from them during such delinquency; and the Secretary shall cause to be kept posted on a bulletin board, maintained at the Club House, a list of delinquent members. Upon satisfactory settlement of delinquency by a member, the Secretary shall cause his or her name to be removed from the delinquent list at the earliest possible date.
3. A fine of two percent of the amount involved, per month or fractions of a month, shall be charged against each member for permitting dues, assessments, fines or fees becoming more than 30 days past due, in addition to having the privileges of the Club withdrawn.
4. Any dues, assessments, fines or fees assessed against a member shall also be construed as assessed against his or her stock and such indebtedness shall constitute a legal lien against such stock.
5. Any member, while delinquent, shall be considered not in good standing, and during such delinquency shall not be entitled to vote at any Stockholders or Directors meeting.
6. Any member who shall permit the total of his or her delinquency to amount to a sum in excess of 1 year's monthly dues shall automatically cease to be a member of the Club and shall surrender his or her certificate to the Secretary, who shall give him or her a receipt in full for the indebtedness and the certificate of stock shall become Treasury stock of the club.
7. Any Associate member or Junior Associate who is called or enters into active service in the armed forces of the United States of America on a full time basis shall be exempt from paying dues for the period of time he or she is engaged in such service. This exemption shall not include participation in those areas of the service which requires only part-time participation such as weekends, once a month, short periods of camp, etc. Further, this exemption will be for a maximum of 5 years. In order to qualify for this exemption, the member must on written notice to the Secretary, inform the Club of his or her date of entry into the service, the branch of service

entered and the expected date of release from such service. No refund of dues will be made as a result of this exemption.

8. Fee schedule – All applicable fees are noted in Appendix “A.”

ARTICLE V STOCKHOLDER MEETING

SECTION A – REGULAR MEETINGS, SPECIAL MEETINGS, QUORUMS

1. Regular meetings of the Stockholders shall be held semi-annually in January and July. Written notice, stating the time and place of the meeting must be provided to each member at least 30 days in advance of the meeting.
2. Special Stockholders meetings may be held at any time on the call of the President, any 3 members of the Board, or any 10 or more members. Notice of such meetings must be mailed to each member at least five days in advance of the meeting, and the time, place and purpose must be stated.
3. Fifteen or more Stockholder members, in person only, shall constitute a quorum for any meeting of the Stockholders. Proxy votes may not be used for conducting any business or electing Officers or Directors of the Club.

SECTION B – DUTIES

1. The President shall preside at all meetings of the Stockholders and of the Board of Directors, execute all conveyances and contracts to which the Club is a party, and perform all other duties usually annexed to his or her office.
2. The Vice-President shall perform the duties of the President in the absence of the President, or in the event of his or her failure or refusal to act.
3. The Secretary shall be the custodian of all records, papers and vouchers of the Club. He or she shall keep minutes of all meetings of Stockholders and the Board of Directors. He or she shall issue all notices of meetings, and shall carry on all correspondence. He or she shall keep account of all certificates of stock, their issuance, surrender, and cancellation, and perform all other duties usually annexed to his or her office and as may be prescribed by the Board of Directors.
4. The duties of the Treasurer shall be such as are usually attached to the office and may be prescribed by the Board of Directors.

SECTION C – PROCEDURE

1. Robert’s Rules of Order, Newly Revised, shall be the adopted authority on all questions of parliamentary procedure not covered by these By-Laws.
2. The Board of Directors shall meet as soon as practical after each January meeting of the Stockholders to elect Officers of the Club as provided in Article VI.

ARTICLE VI BOARD OF DIRECTORS

SECTION A

1. The Board of Directors of this Club shall consist of thirteen (13) or fourteen (14) members who shall transact all of the business of the Club and in whose care, control, and management all the properties of the Club shall be trusted.

2. The Directors shall hold meetings at least quarterly on call of the President or any 3 members of the Board. A majority of the Board members (7) shall constitute a quorum.
3. The Board of Directors shall have the power and authority to make arrangements for any food or catering service at the Club House under such rules and according to such detail as may be prescribed by the Board of Directors.
4. The Board of Directors shall have the power and authority to cause to be set up in the Club House a bar for dispensing of beer, wine and other alcoholic beverages in accordance with the law of the State of Texas and the rules and regulations of the Texas Alcoholic Beverage Commission, or its successors, as the same may exist from time to time. The Board of Directors, subject to such laws, rules and regulations, may prescribe such rules and regulations as it deems necessary for the orderly operation of such bar.
5. The Officers of this Club shall be a President, a Vice-President, a Secretary, and a Treasurer, but the latter two offices may be combined. The President and Vice-President shall annually be selected by the current Board from among its elected members. The Secretary and /or Treasurer shall be appointed each year by the President and shall be voting members of the Board.
6. The Stockholder members shall annually select from among their own number 4 Directors. Each Director shall hold office for a period of 3 years, and no retiring Director may succeed him or herself. Proxy votes may not be used in election of Directors, or to change the By-Laws.
7. In order to be eligible for the Board of Directors, a member must have been a Stockholder for at least one year and must be in good standing with the treasury of the Club.
8. No Director shall miss more than two regular meetings of the Board in any six-month period. In case of such absenteeism, the Director may be immediately dropped from membership on the Board and shall be replaced at the next occurring Stockholder meeting.
9. The Board of Directors shall have the power to enact any rules and regulations, not in conflict with these By-Laws, and that they may deem in the best interest of the Club, and enforce the same, after due notice mailed to all members, the same as if included in these By-Laws.
10. The Board of Directors shall employ and discharge such employees as it deems necessary and have entire supervision of these employees.
11. Any Officer and/or member of the Board of Directors may be removed from office for conduct prejudicial to the best interests of the Club or for failure to exercise their official duties. Such removal will require a two-thirds vote of all members present at any regular or called Stockholders meeting, provided that written notice of such intent has been issued to all Stockholder members at least five days prior to the date of such meeting.

ARTICLE VII
PRIVILEGES OF MEMBERSHIP AND REGISTRATION

SECTION A – REGISTRATION

1. A register shall be maintained at the Club House, Club House pool and at such point or points the Board of Directors may order.
2. Immediately upon arrival on the property of the Club each member (or member of the family of a member) if accompanied by a guest or guests, shall register the guest or guests in the registration book provided by the Club. Upon registration, the member (or member of the family of a member) shall indicate whether the fee due for the guest privilege shall be charged to the account of the member or whether the guest shall pay the fee.
3. Near the close of each calendar month the Secretary shall compute from the registers the amounts of fines or fees owing the Club by each member, shall mail each a statement thereof, and the same shall be a delinquency if not paid in 30 days.

SECTION B – PRIVILEGES OF MEMBERSHIP

1. PRIVILEGES of the Club shall be defined as follows:
 - a. GROUND PRIVILEGES shall mean the right to visit any part of the Club property, and to swim or boat ride at the lake but not to fish.
 - b. GOLF PRIVILEGES shall mean the right to play golf.
2. No dues, assessments, fines or fees are to be paid to any person except the Club Secretary
3. All privileges are afforded to members who are in good standing with the Club.
4. Active members in good standing, and their spouses, and all other members of their families (unmarried children who are claimed as Dependents on the member's Federal Income Tax Return) are entitled to all the privileges of the Club
5. Active members and their family members 16 years and over shall have the privilege of inviting guests to the club property and such guests shall have the privileges accorded to the members. These courtesies extended to guests shall also apply to their sons and daughters over twelve (12) years of age. A fee for use of the Club facilities, i.e., green fees, swimming pool fees, picnic fees, and tennis fees shall be charged as is provided for by the Board of Directors. Such guests shall have all the usual privileges afforded members, with such exceptions as may be elsewhere recorded in these By-Laws or Standing Rules. Guest fees for such use of the Club facilities may be charged by the Board of Directors.
6. Guests of active members (and members of their families) are entitled to the privileges permitted by these By-Laws only so long as the host or hostess remains on the property with such guests, except as provided for by the rules governing golf
7. Active members in good standing are granted the special privilege of the exclusive use of the clubhouse ballroom upon making application to the Secretary and paying, in advance, a fee for the use thereof as is levied by the Board of Directors. The Board of Directors is entitled to make any rulings necessary in prescribing the terms and conditions of the aforesaid exclusive use.
8. The Club Secretary shall cause to be posted on the clubhouse bulletin board a notice of such reservation made under Section 6 above, as soon as possible after each reservation has been made.

9. The Club House is for the use and pleasure of the Club members. Sleeping or camping in the clubhouse is therefore forbidden.

SECTION C – MINORS

1. Family members 16 years of age or older may invite and accompany guests to the club property, and such guests shall have the usual privileges of the property afforded to members
2. Groups of minors under 16 years of age MUST be chaperoned by an adult active member and the responsibility for the behavior of all said minors shall be on such chaperon.
3. Each member shall be responsible for the acts and behavior of each person enjoying the privileges of the Club under his or her membership, whether accompanied on the property by such member or not.

SECTION D – FINES, FEES, EXPULSION

1. Any fines or fees assessed by these By-Laws, or by any other rules or regulations of this club, for guest privileges, are to be assessed against the Club members, and are to be paid by the Club members and not by their guest; and this club specifically assumes non-responsibility for accidents or injuries to the guests of members, as they are in no sense considered as guests of this Club.
2. Any membership in this Club shall be subject to forfeiture upon a two-thirds vote of all of the Stockholder members present for any of the following reasons: conduct unbecoming a gentleman or lady, non-payment of any dues, fees, fines or assessments, any other willful infraction of the By-Laws or Standing Rules of the Club.
3. No member shall be expelled except for cause and upon due written notice by the Board of Directors, and until after ample opportunity to be heard shall have been extended such member. However, the decision of the members on such matters shall be final and binding.

SECTION E – RULES

CLUB HOUSE RULES

1. Immediately upon arrival on the property of the Club each member (or member of the family of a member) if accompanied by a guest or guests, shall register their name in the first column of the register, if accompanying non-pay guests, their names must be registered in the second column immediately opposite; and, if accompanying pay guests, their names must be registered in the third column immediately opposite, in the fourth column immediately opposite the name of each pay guest, must be written the PRIVILEGE to be enjoyed by each pay guest; and in the fifth column immediately opposite, must be shown the fine or fee due by the member for the guest privilege of each pay guest.
2. Club members and their families will be entitled to the use of the clubhouse with all its rights and privileges provided the same is exercised in conformity with the By-Laws and such rules and regulations as may be adopted by the Board of Directors and approved by them.

3. A Member's family within the meaning of this Article will include his/her spouse, unmarried children who are claimed as dependents on the member's Federal Income Tax Returns.
4. Members who injure the property of the Club will be required to pay the cost of the repair or replacement thereof. The Board of Directors may, at the request of the Club Manager, impose such fines for destruction of Club property as it deems appropriate if it is determined that the act of the member or members was malicious, willful or premeditated.
5. No refreshments of any kind will be served in or around the clubhouse unless purchased from the Club. Members and guests are not allowed to bring food or beverages into the clubhouse unless permission is granted by the management.
6. Parties: All private parties must be sponsored by a member and will be limited in number at the discretion of the Manager. For all parties given by members or sponsored by members, the member will be charged for any damage to the Club property.
7. Owners and drivers of automobiles or other vehicles will be required to observe such traffic and parking regulations as may be adopted and posted by the Club.
8. The Manager will not undertake to investigate any complaint, unless it is made in writing and signed by the party making the complaint.
9. Officers, Board Members and employees of the Club are instructed to report any violation of the rules. Members violating rules will be subject to such fines as the Board of Directors may impose.
10. Any member engaged in, or party to, any conduct considered disorderly will be subject to a fine, suspension from the Club or expulsion from the Club. The Board of Directors will review and act upon the report of such misconduct as reported to them by the Manager and will impose all penalties as it deems appropriate.
11. No child under the age of twelve may be left on the Club premises unless the child is there for a Club-supervised activity.
12. Members and guest are requested to refrain from entering the kitchen. Persons authorized to enter the kitchen are Club employees and Board Members. Any other members who desire to visit the kitchen must ask the Club Manager to accompany them for a tour of the kitchen area.
13. Private vehicles (automobiles, motorcycles and R.V.'s) are not allowed on the golf course, or in the fenced tennis courts.

RULES AND REGULATIONS GOLF COURSE RULES

The use of the golf course and practice greens at Spring Creek Country Club is restricted to members and their guests subject to the following

MEMBERS

The term "members" used hereafter means the holder of a Membership as defined in the By-Laws of Spring Creek Country Club and all members of their household as families defined in such By-Laws.

GUESTS

Guest privilege is restricted so that any resident living within a 75 mile radius of Crockett will not be permitted to play more than 5 times per calendar year.

REGISTRATION OF PLAY

The Golf Professional and Club members with guests are responsible for the registration of all players who use the golf course.

CHILDREN OF MEMBERS

1. Member's children under 12 years of age are permitted to play the golf course with a responsible adult if under the auspices of the Junior Golf Program.
2. Matches containing minors must permit adult players to go through.
3. Parents are charged with the responsibility of acquainting their children with the Ground Rules and for the behavior of their children while playing the course.
4. To avoid serious accidents and to provide better golf playing conditions, children must keep off the golf course unless they are playing golf in accordance with the rules.

RESPONSIBILITY

Members are responsible for their dependents and guests adhering to the Club rules at all times.

DRESS CODE

Members and guests playing on the Spring Creek Country Club golf course will wear appropriate golf attire. Cutoffs, tee shirts, tank tops, flip flops will not be allowed.

GOLF CARTS

1. Persons authorized by the rules of this Club to use carts will use or operate them only on the Club property. Children under the age 12 will not operate carts on the Club property at any time.
2. Carts will not be used when, in the opinion of the Golf Course Superintendent, or assistant, the condition of the course is such that their use might be harmful to the course. In their absence, the Golf Professional will make the decision.
3. Carts will not be permitted within 50 feet of any green unless on cart path. Disabled and elderly golfers are exempt from this rule.
4. In the interest of "fast play", golfers who choose to walk will give way to faster groups using carts.
5. Carts will carry a maximum of two (2) persons and two (2) golf bags. This rule is for reasons of safety as well as speed of play.
6. Cart sheds may become property of the Club if all dues and charges are not current. Any proceeds from the shed sales must first pay all outstanding dues.
7. Golf carts are intended to be used on the golf course or to travel between the clubhouse, tennis courts or swimming area and member residences. Any other use of golf carts is unauthorized.

RULES AND REGULATIONS BOATING AND FISHING RULES

Only Stockholders, Associate and Junior Associate members of Spring Creek Country Club are allowed to have their boats on the lake. These boats must have a registration sticker on them. No Guest boats allowed.

1. No Inboard Boats allowed. No Jet Skis or the like allowed.
2. Remember: It is against the rules to tell a non-member it is OK to fish or ski without the host member being present.
3. All boats are to follow a counter clockwise movement on the lake.
4. No more than 3 ski boats on the lake at one time.
5. Monday and Wednesday are fishing days. Tuesday, Thursday and Saturday are skiing days. Friday and Sunday until noon is fishing and from 12:00pm on is skiing. All Holidays will follow the Friday/Sunday schedule.
6. Boat operators must have a valid Texas driver's license.
7. You must have a life vest for all passengers in the boat.
8. There will be no skiing with less than two passengers in the boat.
9. After dusk and on fishing days, boats must be operated at reduced speeds only.
10. Outboard motors are not to exceed 90 HP, and are subject to inspection.
11. Slot limits on BASS will be posted as required.

RULES AND REGULATIONS SWIMMING POOL RULES

Pool Management & Rules Enforced

- The Pool Manager (Lifeguard) is in charge of the swimming pool. The Manager's decision is final in matters of safety and enforcement of the rules. Complaints may be directed to the General Manager or President.
- *Violation of the rules could result in suspension of pool privileges.* **First** offense: written warning and parents notification **Second** offense: written warning and time out for the remainder of the day. **Third** offense: revocation of pool privileges for one week. **Fourth** offense: revocation of pool privileges for remainder of swim season.
- The pool rules are subject to change at any time by the Pool Committee.
- The Club staff is not responsible for the control of children's spending at the concession window.

Hours of Operation, Breaks and Closings

- The Pool Committee and the General Manager determine the pool operating hours. Clinics, lessons, social functions and other scheduled pool activities will be posted in the Club's newsletter and on the bulletin board by the club bar.

- There will be a 10 minute break before each hour to clear the pool for resting purposes, however adults (18 years or older) are permitted to swim during this time.
- When the weather is deemed unsuitable for swimming and with no sign of clearing within the next hour, the pool will be closed until the next shift. Parents are responsible for picking up their children. The pool will be cleared during lightning or heavy rain periods. Bathers may enter the pool 30 minutes after the last sound of thunder or the last sighting of lightning (at the discretion of the Head Lifeguard.)
- The pool will be closed if a chemical imbalance is detected or following fecal or biohazard contamination of the water.

Pool Use

- No child under the age of **12** is allowed to enter the pool unless accompanied by their parent or a supervising care provider appointed by the child's parent who is at least 18 years of age.
- Privileges of pool use are given to stockholders, associate and junior associate members only.

Guest Policy

- The pool is for the exclusive use of members of Spring Creek Country Club, Crockett, Texas, their dependents and eligible guests. To be eligible, guests must be accompanied by a member or their dependent subject to the minimum age requirement and other house rules.
- When accompanied by a member or their dependent, residents *within* a 75 miles radius of Spring Creek Country Club are permitted to use the pool as a guest *3 times per year*. Guests living outside the 75 miles radius are permitted to swim without limitation. The guest fee is \$5 per day.
- A family employing a full-time or live-in baby sitter will pay \$100.00 for the use of the pool for the year for that person. Written identification and approval required from General Manager.
- Guest privileges may be temporarily suspended if pool facilities become overcrowded as determined by the General Manager or the lifeguard on duty.

Property

- The cost of any property destroyed or damaged by members, their families or guests will be charged to the host member.

- The Club is not responsible for any damage or fading of swimsuits or other articles brought into the pool area. The Club does not provide secure attended storage, and thus is not responsible for the loss or theft of personal property of pool users.
- Pool furniture and other equipment may not be removed from pool area.
- Lost and found swimmers' property will be stored unsecured in the pool house for the swim season. Towels and clothing articles are kept for a period of two weeks.

Conduct and Attire

- **General:** Common courtesy and respect to other bathers is expected at all times. Running playing tag, playing ball, horseplay, running dives from the sides of the pool or use of offensive language or gestures may result in suspension of pool privileges. All bathers must wear suitable safe attire for the sport. To maintain harmony the management may refuse entry to the pool if the user is dressed in a manner that is not acceptable to the general membership. No bathing suits or exposed bathing suits under clothing are permitted in the non-pool area of the club. Bathers are not allowed to enter the non-pool area of the club while wearing their swimsuit or damp clothing covering their swim attire.
- **Females:** No thongs, cutoffs, street shorts, extremely abbreviated bathing suits, or see-through bathing suits are allowed.
- **Males:** No thongs, cutoffs, street shorts, or see-through bathing suits are allowed. Abbreviated male bikinis are not permissible unless the bather is participating in a sanctioned competition at the time deeming such attire necessary.
- No shirts with offensive language or graphics objectionable to the general membership are allowed.

Food, Beverage, and Parties

- A minimum of \$50.00 or \$5.00 per person is charged for children's birthday parties by the pool.
- A minimum of \$100.00 or \$5.00 per person is charged for all adult parties.
- All food and beverages must be purchased through Spring Creek Country Club with the exception of birthday cakes.
- Private pool parties can be arranged through the Club Manager and are reserved for **MEMBERS ONLY**. All bookings for parties must be made through the Club Manager at least two weeks in advance.

- The entire pool may not be closed for private parties during posted normal hours; however, members may book their private parties after normal scheduled hours subject to certain safety requirements and payment of appropriate costs.
- Food and beverages will be served using non-breakable cups and plates.

Pool Hours

- **Monday:** CLOSED.
- **Tuesday/Thursday:** 10am – 5pm: free swim 5pm-8pm: adult swim
- **Wednesday:** 10am – 5pm: free swim 5pm-8pm: family swim
- **Friday/ Saturday:** 10am – 5pm: free swim 5pm-9pm: family swim
- **Adult Swim:** Everyday (excluding Monday) 7:30am - 10am
 - **Adult swim:** Any person above the age of 16. **Family swim:** Any individual under 18 years of age will need to be with a parent during this time.

For Your Safety

- All persons using the pool do so at their own risk.
- Use of glassware at the pool is prohibited.
- No swimming without lifeguard present.
- The lifeguard is employed for your protection and has the authority to expel persons from the pool area for misconduct or infraction of swimming pool or Club rules. **Roughness, pushing, running, wrestling, dunking** as well as any other rules set by the pool committee **will not be tolerated**. Violation may result in temporary or permanent suspension of pool privileges. *The Lifeguard is not a babysitter.*
- Children **12** years of age and under must be accompanied by a parent or supervising care provider appointed by the child's parent who is at least 18 years of age.
- Guest charges shall be \$5 per person. Guests must be accompanied by a member.
- No hard balls of any type allowed in the pool (tennis balls, footballs, golf balls, soccer balls, etc.)
- No pets of any description are permitted in pool area.
- No cleats or golf spikes allowed within the pool area.
- All children ages 3 and younger **MUST** wear a swim diaper.

- No rafts of any kind (floatation devices approved by Lifeguard).
- Food and beverages allowed in pool pavilion area only.
- No smoking.
- *Everyone MUST Sign-in.*

RULES AND REGULATIONS TENNIS COURT RULES

1. No smoking on tennis courts.
2. No roller blades or skate boards allowed.
3. No hard soled shoes or black soled tennis shoes allowed.
4. Lock gate and turn out lights when leaving.
5. Pick up all trash.
6. Members are responsible for damage to court or nets.

RULES AND REGULATIONS CONSTRUCTION RULES

1. Any Stockholder wanting to construct a new home or remodel an existing home must submit the following to the Board of Directors prior to beginning any construction:
 - A. Written request for lot (for new home only).
 - B. Survey indicating placement of all improvements with lot boundaries.
 - C. Engineering study to determine if any hazards (drainage, septic, etc.) exist.
 - D. Complete set of plans.
 - E. Sewer plan.

If the above are not submitted within 90 days after a stockholder's lot request is approved, the lot approval is automatically terminated.
2. Any homeowner wanting to construct or remodel a boat house or pier must submit design and placement plans to the Board of Directors prior to beginning any construction.
3. Construction may begin only after written approval is received from the Board of Directors.
4. Construction must be commenced on a new home within 90 days of receipt of written approval from the Board of Directors or the lot approval is automatically terminated. Further, once construction is commenced, it shall be continued in a reasonable manner until completed.
5. Trees should be cut only as needed to build or remodel home. – As per By-Laws, removal of living trees must have approval by the Board of Directors.
6. Any additional buildings (garage, storage, etc.) must be in keeping with design of home. Metal buildings are not allowed.
7. During construction, care must be taken to insure that building traffic and supplies are kept on the construction site and NOT on that of neighbors or the club.

8. Construction sites should be kept clean with debris placed in dumpsters or hauled off. No dumping of building material, trees or other debris is allowed on club property.
9. Any road damage caused by delivery trucks is to be repaired at the expense of member doing construction and must be done immediately upon completion of building project.
10. Stockholder may request a written waiver of any of the above required items from the Board of Directors.

ARTICLE VIII CLUB MANAGER DUTIES

SECTION A

1. The Board of Directors has the power to employ an over-all manager of the Club facilities, whose duties shall be prescribed by the Board of Directors and whose direct supervision shall be that of the Club President.
2. The Manager shall acquaint himself or herself with every member of the Club and the members of their families, and shall be courteous in his or her conduct toward all members, the members of their families, and to all their guests.
3. The Manager shall maintain the clubhouse and all other improvements on the property (except privately owned improvements), and the grounds adjacent thereto in a clean and presentable condition.
4. The Manager shall fully acquaint him or herself with the By-Laws of the Club and all other rules and regulations in force, and shall report any such violations to the Board of Directors as soon as practicable.
5. The members of the Club are urged to make a report directly to the Club President of any discourtesies, or misconduct of the Manager, or any other employee of the Club.

ARTICLE IX WILDLIFE MANAGEMENT

SECTION A

1. The laws of the State of Texas of the Rules and Regulations of the Department of Wildlife of the State of Texas shall apply in all manners regarding fishing on the lake. The laws of the State of Texas and the Rules and Regulations of the Department of Wildlife of the State of Texas shall apply in all manners regarding fish and animal life. Special Club Rules and Regulations will be posted at the boat launching area and should be strictly obeyed.
2. Hunting, during any season, is prohibited. The shooting of snakes, turtles or any nuisance animal is permitted, but carelessness in the use of firearms is inexcusable.
3. There shall be no target range maintained on the Club property, and promiscuous shooting of firearms is forbidden.
4. Camping shall be allowed only in those areas designated by the Board of Directors. Sleeping or camping in the clubhouse is prohibited.

ARTICLE X
TIMBER

SECTION A

1. TO BE CORRECTED No live timber shall be cut on any public portion of the premises unless authorized by the Stockholders.
Proposed By-Law: No timber shall be cut on any portion of the premises unless authorized by the Board of Directors.
2. A Stockholder, after having been granted a lease by the Board of Directors, may be authorized to cut designated timber on the leased premises as is considered necessary for the construction of a dwelling or entranceway. Such designated timber must be cut under the supervision of the Board of Directors, and any proceeds from said timber sales shall be paid to the treasury of the Club.
3. Dead timber on the public grounds of the club shall be removed by the authorization of the Board of Directors. Dead timber on leased premises must be removed by the lessee but does not require the approval of the Board of Directors.

ARTICLE XI
SPECIAL RULES AND METHODS OF AMENDMENT

SECTION A – SPECIAL RULES

The Board of Directors shall have power to grant any non-sectarian organization, such as Chamber of Commerce, Rotary, Lions, Boy Scouts, etc. for any non-fundraising purpose, use of any Club facilities, providing that, in granting this privilege to anyone under 21 years of age, it is agreed that all such minors shall be accompanied by some responsible adult who shall assume full responsibility for their acts. Such permits, granted on the basis of each individual situation, shall never deprive any Club member of his or her regular privileges, and such fee, if any, that the Directors may assess for such permits shall prevail.

SECTION B – METHOD OF AMENDMENT

1. These By-Laws may be changed or amended by a two-thirds vote of the Stockholders present at the meeting during which the change is presented.
2. No change may be presented unless it is first made known to the membership by written notice at least thirty days prior to the meeting in which the change is to be considered.

Amended July, 2011
Boating Rule Update July, 2013

Spring Creek Country Club *By-Laws*

PREAMBLE

These By-Laws are adopted by the stockholders of Spring Creek Country Club, Inc., a Corporation organized under the Non-Profit Corporation Laws of the State of Texas. The By-Laws shall be binding upon this CLUB and all of its officers, directors and members.

This Club is organized and exists to own and operate a country club on premises situated on the North side of FM Road 2160 North of Crockett in Houston County, Texas.

ARTICLE I

NAME AND OBJECT

SECTION A - NAME

The name of this organization shall be: SPRING CREEK COUNTRY CLUB, which is incorporated under the laws of the State of Texas.

SECTION B - OBJECT

The object of this Club shall be to support and maintain a private country club for the promotion and encouragement of outdoor life, recreation, and innocent sports, and for social interaction and higher ideals of life.

ARTICLE II

MEMBERSHIPS

SECTION A - MEMBERSHIPS

1. The Membership shall consist of four (4) classes of members:

| <u>CLASS</u> | <u>NUMBER</u> | <u>VOTING</u> |
|-------------------------|---------------|---------------|
| <u>STOCKHOLDER</u> | <u>100</u> | <u>Yes</u> |
| <u>ASSOCIATE</u> | <u>100*</u> | <u>No</u> |
| <u>JUNIOR ASSOCIATE</u> | <u>25</u> | <u>No</u> |
| <u>SOCIAL</u> | <u>40</u> | <u>No</u> |

*Associate Memberships shall be issued to all maturing Junior Associate members regardless of Associate Membership census.

SECTION B - STOCKHOLDER

STOCKHOLDER members shall be defined as those members owning a share of the property and assets of the Club.

1. STOCKHOLDER members in good standing are entitled to vote at stockholder meetings, serve as officers or directors of the club, and sponsor candidates for membership.

2. STOCKHOLDER members in good standing have the privilege of building a dwelling on the premises of the Club. A member applying for such permit shall make written application to the Board of Directors for the site they desire, and shall submit plans and specifications for the proposed building to be erected. The Board of Directors shall grant or deny the permit based upon the applicant's compliance with the Board's provisions (regulations).

3. All improvements to leasehold estates including initial construction and modification must be approved by the Board of Directors prior to construction.

4. All owners of dwellings shall have the privilege and same is hereby granted to them to invite as many guests as they may desire, but such invited guests shall not be permitted the privileges of the Club, provisions pertaining to guests shall apply to all dwelling owners.

5. STOCKHOLDERS desiring to sell their share of stock shall notify the Board of Directors in writing. Within 5 days from the receipt of said notice, the Board shall notify all existing members, whether stockholder, associate, or junior associate, of the availability of said stock. In the event no sale of said stock has occurred within 30 days from the date of the notice the said member shall then have the right to sell the stock to any private person who meets the requirements of the Board and the By-Laws. Both the person and the sale are subject to all terms, conditions, rules and regulations of the Board and these By-Laws.

6. STOCKHOLDER members in good standing has the sole and exclusive right to build, purchase or own one dwelling on Country Club property. If a Stockholder member is actively attempting to sell his or her dwelling, he or she may obtain a six (6) month waiver of the dwelling limit with the Board of Directors approval. Successive six (6) month waivers may be granted with Board of Director approval. The sale, lease or rent of a Stockholder's dwelling to a nonmember is prohibited. Dwellings may be rented or leased

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to Associate or Stockholder members in good standing with approval of the Board of Directors.

SECTION C - ASSOCIATE MEMBERS

1. ASSOCIATE members shall be defined as those not owning any share of the property or assets of the club.
2. ASSOCIATE members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Associate Members are also denied the privilege of owning a dwelling on the premises of the Club.
3. All candidates for ASSOCIATE membership shall be subjected to the provisions of Article III, Section A hereof.
4. ASSOCIATE memberships shall be sold only through the Club treasury and shall not be transferrable by Associate members. An exchange of membership classification between an Associate and a Stockholder member when involved in the sale of a share of stock may be allowed.
5. In addition to the same regular dues and assessments paid by Stockholder members, each new Associate member shall pay the prevailing initiation fee.

SECTION D - JUNIOR MEMBERSHIPS

1. JUNIOR ASSOCIATE members shall be defined as those under the age of 30 and not owning any share of the property or assets of the club.
2. JUNIOR ASSOCIATE members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Junior Associate members are also denied the privilege of owning a dwelling on the premises of the Club.
3. All candidates for JUNIOR ASSOCIATE membership shall be subjected to the provisions of Article III Section A hereof.
4. JUNIOR ASSOCIATE memberships shall be sold only through the Club Treasury and shall not be transferrable by Associate members. An exchange of membership classification between a Junior Associate and a Stockholder member when involved in the sale of a share of stock may be allowed provided that all initiation fees have been satisfied.

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5. In addition to the same regular dues and assessments paid by Stockholder members, each new JUNIOR ASSOCIATE member shall pay the prevailing initiation fee.

6. When a JUNIOR ASSOCIATE member reaches 30 years of age, he or she shall, on payment of the prevailing fee, become an Associate member, regardless of the status of Associate membership census.

SECTION E - SOCIAL MEMBERSHIPS

1. SOCIAL members shall be defined as those now owning any share of the property or assets of the club. Privileges will only include the clubhouse, swimming and tennis.
2. SOCIAL members shall NOT have any vote at stockholder meetings, be eligible to serve as officers or directors, nor sponsor any candidate for membership. Social members are also denied the privilege of owning a dwelling on the premises of the Club.
3. All candidates for SOCIAL membership shall be subjected to the provisions of Article III Section A thereof.
4. SOCIAL memberships shall be sold only through the Club treasury and shall not be transferable by Social members. An exchange of membership classification between a Social and a Stockholder member when involved in the sale of a share of stock may be allowed.
5. SOCIAL members shall pay one-half of the prevailing monthly dues, the full food minimum, the prevailing initiation fee but shall not be responsible for any assessments.

ARTICLE III

ELECTION TO MEMBERSHIP

SECTION A - APPLICATION

1. All candidates, either for STOCKHOLDER, JUNIOR ASSOCIATE or ASSOCIATE MEMBERSHIP must file the completed application forms (devised and adopted by the Board of Directors) with the Secretary 30 days prior to the Stockholder meeting during which their names will be voted upon. All candidates must also have the sponsorship of two

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Stockholder members. If such application is for Stockholder membership, then it must be accompanied by a written statement from the then existing Stockholder of the Stockholder's intent to transfer stock to said applicant upon approval as hereinafter provided.

Prior to submitting the names to the Stockholders for voting, the Secretary shall first submit the completed applications to the Board of Directors for consideration. In an executive session, the Board of Directors shall weigh the qualifications of each applicant. Free and open discussion of each applicant shall be conducted. A no vote by any two members of the Board shall constitute a rejection. In such case, the application shall be returned to the candidate along with notice from the Secretary as to the decision of the Board.

2. The names of all approved candidates for membership and the names of their sponsoring stockholders must be presented to the membership, in writing, at least 30 days prior to the stockholder meeting during which they are to be voted upon.

3. Candidates for membership approved by the Board of Directors may be presented to the stockholders at any regular or called meeting as long as the requirements of written notification have been met. Candidates shall be elected by secret ballot on the floor, and 6 NO votes shall constitute rejection. Each candidate shall be voted upon separately. The results of the balloting shall not be announced until all votes on all candidates have been cast.

SECTION B - MEMBERSHIP

1. Each Stockholder member of the Club must own one, and only one, share of stock in the Club, and when an applicant has qualified for membership as provided by Section A of this article, and has arranged for the transfer of a share of stock free of dues or other lien, the Secretary shall, upon payment of the prevailing transfer fee, be placed in the Club's funds, make such transfer of stock and the applicant shall then become a member; except however, if such transfer is of Stockholder membership to a lineal descendent or spouse by gift or devise, then such transferee shall be exempt from the payment of such transfer fee. And it is further provided that if an Associate member shall become a Stockholder member as these By-Laws provide, he or she shall be exempt from one payment of such transfer fee. And it is further provided that if an Associate member shall become a Stockholder member as these By-Laws provide, he or she shall be exempt from one payment of such transfer fee.

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2. In addition to the transfer fee provided in Section B.1 above, there shall be a transfer fee payable to the Club upon the change of ownership of any dwelling except upon transfer to a lineal descendent or spouse of the then current owner.

3. Stockholder membership may be transferred by gift or devise to a lineal descendent or spouse. Lineal transfer situations are exempt from the requirements of application forms and sponsoring Stockholders. All other procedures for election to membership do apply.

4. Any change in membership classification requires approval from the Stockholders.

ARTICLE IV

DUES, ASSESSMENTS, FINES AND FEES

SECTION A

1. All dues, assessments, fines and fees against each class of membership shall be determined and levied by the shareholder membership at each annual and semi-annual Stockholders meeting. All monthly recurring charges are due and payable by the 10th of each month.

In event of emergency, to be decided by a two-thirds vote of all the Directors, the Board of Directors is hereby empowered to levy an assessment against each member in such amount as may be required, and to set the due date of such assessment; but in no case shall the total of such assessments against each member in any one calendar year exceed 10% of annual dues unless authorized by the Stockholders in regular or special meeting.

2. Any member failing to pay to the Secretary any dues, assessments, fines or fees levied by or under these By-Laws or any other authorized rules and regulations within 30 days from date due, or within 30 days from date of notice, if notice is required, shall, along with all members of his or her family and all of their guests, have all of the privileges of the property withdrawn from them during such delinquency; and the Secretary shall cause to be kept posted on a bulletin board, maintained at the Club House, a list of delinquent members. Upon satisfactory settlement of delinquency by a member, the Secretary shall cause his or her name to be removed from the delinquent list at the earliest possible date.

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3. A fine of two percent of the amount involved, per month or fraction of a month, shall be charged against each member for permitting dues, assessments, fines or fees becoming more than 30 days past due, in addition to having the privileges of the Club withdrawn.

4. Any dues, assessments, fines or fees assessed against a member shall also be construed as assessed against his or her stock and such indebtedness shall constitute a legal lien against such stock.

5. Any member, while delinquent, shall be considered not in good standing, and during such delinquency shall not be entitled to vote at any Stockholders or Directors meeting.

6. Any member who shall permit the total of his or her delinquency to amount to a sum in excess of 1 year's monthly dues shall automatically cease to be a member of the Club and shall surrender his or her certificate to the Secretary, who shall give him or her a receipt in full for the indebtedness and the certificate of stock shall become Treasury stock of the club.

7. Any Associate member or Junior Associate who is called or enters into active service in the armed forces of the United States of America on a full-time basis shall be exempt from paying dues for the period of time he or she is engaged in such service. This exemption shall not include participation in those areas of the service which require only part-time participation such as weekends, once a month, short periods of camp, etc. Further, this exemption will be for a maximum of 5 years. In order to qualify for this exemption, the member must on written notice to the Secretary, inform the Club of his or her date of entry into the service, the branch of service entered and the expected date of release from such service. No refund of dues will be made as a result of this exemption.

8. Fee schedule - All applicable fees are noted in Appendix "A."

ARTICLE V

STOCKHOLDER MEETING

SECTION A - REGULAR MEETINGS, SPECIAL MEETINGS, QUORUMS

1. Regular meetings of the Stockholders shall be held semi-annually in January and July. Written notice, stating the time and place of the meeting, must be provided to each member at least 30 days in advance of the meeting.

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2. Special Stockholders meetings may be held at any time on the call of the President, any 3 members of the Board, or any 10 or more members. Notice of such meetings must be mailed to each member at least five days in advance of the meeting, and the time, place and purpose must be stated.

3. Fifteen or more Stockholder members, in person only, shall constitute a quorum for any meeting of the Stockholders. Proxy votes may not be used for conducting any business or electing Officers or Directors of the Club.

SECTION B - DUTIES

1. The President shall preside at all meetings of the Stockholders and of the Board of Directors, execute all conveyances and contracts to which the Club is a party, and perform all other duties usually annexed to his or her office.

2. The Vice-President shall perform the duties of the President in the absence of the President, or in the event of his or her failure or refusal to act.

3. The Secretary shall be the custodian of all records, papers and vouchers of the Club. He or she shall keep minutes of all meetings of Stockholders and the Board of Directors. He or she shall issue all notices of meetings, and shall carry on all correspondence. He or she shall keep account of all certificates of stock, their issuance, surrender, and cancellation, and perform all other duties usually annexed to his or her office and as may be prescribed by the Board of Directors.

4. The duties of the Treasurer shall be such as are usually attached to the office and may be prescribed by the Board of Directors.

SECTION C - PROCEDURE

1. Robert's Rules of Order, Newly Revised, shall be the adopted authority on all questions of parliamentary procedure not covered by these By-Laws.

2. The Board of Directors shall meet as soon as practical after each January meeting of the Stockholders to elect Officers of the Club as provided in Article VI.

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ARTICLE VI

BOARD OF DIRECTORS

SECTION A

1. The Board of Directors of this Club shall consist of thirteen (13) or fourteen (14) members who shall transact all of the business of the Club and in whose care, control, and management all the properties of the Club shall be entrusted.
2. The Directors shall hold meetings at least quarterly on call of the President or any 3 members of the Board. A majority of the Board members (7) shall constitute a quorum.
3. The Board of Directors shall have the power and authority to make arrangements for any food or catering service at the Club House under such rules and according to such detail as may be prescribed by the Board of Directors.
4. The Board of Directors shall have the power and authority to cause to be set up in the Club House a bar for dispensing of beer, wine and other alcoholic beverages in accordance with the law of the State of Texas and the rules and regulations of the Texas Alcoholic Beverage Commission, or its successors, as the same may exist from time to time. The Board of Directors, subject to such laws, rules and regulations, may prescribe such rules and regulations as it deems necessary for the orderly operation of such bar.
5. The Officers of this Club shall be a President, a Vice-President, a Secretary, and a Treasurer, but the latter two offices may be combined. The President and Vice-President shall annually be selected by the current Board from among its elected members. The Secretary and Treasurer shall be elected each year by the Board of Directors and shall be voting members of the Board.
6. The Stockholder members shall annually select from among their own number 4 Directors. Each Director shall hold office for a period of 3 years, and no retiring Director may succeed him or herself. Proxy votes may not be used in election of Directors, or to change the By-Laws.
7. In order to be eligible for the Board of Directors, a member must have been a Stockholder for at least one year and must be in good standing with

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the treasury of the Club.

8. No Director shall miss more than two regular meetings of the Board in any six month period. In case of such absenteeism, the Director may be immediately dropped from membership on the Board and shall be replaced at the next occurring Stockholder meeting.
9. The Board of Directors shall have the power to enact any rules and regulations, not in conflict with these By-Laws, and that they may deem in the best interest of the Club, and enforce the same, after due notice mailed to all members, the same as if included in these By-Laws.
10. The Board of Directors shall employ and discharge such employees as it deems necessary and have entire supervision of these employees.
11. Any Officer and/or member of the Board of Directors may be removed from office for conduct prejudicial to the best interests of the Club or for failure to exercise their official duties. Such removal will require a two-thirds vote of all members present at any regular or called Stockholders meeting, provided that written notice of such intent has been issued to all Stockholder members at least five days prior to the date of such meeting.

ARTICLE VII

PRIVILEGES OF MEMBERSHIP AND REGISTRATION

SECTION A - REGISTRATION

1. A register shall be maintained at the Club House, at the bathing pavilion and at such point or points the Board of Directors may order.
2. Immediately upon arrival on the property of the Club each member (or member of the family of a member) if accompanied by a guest or guests, shall register the guest or guests in the registration book provided by the Club. Upon registration, the member (or member of the family of a member) shall indicate whether the fee due for the guest privilege shall be charged to the account of the member or whether the guest shall pay the fee.
3. Near the close of each calendar month the Secretary shall compute from the registers the amounts of fines or fees owing the Club by each member, shall mail each a statement thereof, and the same shall be a delinquency if not paid in 30 days.

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SECTION B - PRIVILEGES OF MEMBERSHIP

1. PRIVILEGES of the Club shall be defined as follows:

(a) GROUND PRIVILEGES shall mean the right to visit any part of the Club property, and to swim or boat ride, but not to fish, hunt, or play golf.

(b) GOLF PRIVILEGES shall mean the right to play golf.

2. No dues, assessments, fines or fees are to be paid to any person except the Club Secretary.

3. All privileges are afforded to members who are in good standing with the Club.

4. Active members in good standing, and their spouses, and all other members of their families (unmarried children who are claimed as Dependents on the members' Federal Income Tax Return) are entitled to all the privileges of the Club.

5. Active members and their family members 16 years and over shall have the privilege of inviting guests to the club property and such guests shall have the privileges accorded to the members. These courtesies extended to guests shall also apply to their sons and daughters over twelve (12) years of age. A fee for use of the Club facilities, i.e., green fees, swimming pool fees, picnic fees, and tennis fees shall be charged as is provided for by the Board of Directors. Such guests shall have all the usual privileges afforded members, with such exceptions as may be elsewhere recorded in these By-Laws or Standing Rules. Guest fees for such use of the Club facilities may be charged by the Board of Directors.

6. Guests of active members (and members of their families) are entitled to the privileges permitted by these By-Laws only so long as the host or hostess remains on the property with such guests, except as provided for by the rules governing golf.

7. Active members in good standing are granted the special privilege of the exclusive use of the clubhouse ballroom upon making application to the Secretary and paying, in advance, a fee for the use thereof as is levied by the Board of Directors. The Board of Directors is entitled to make any rulings necessary in prescribing the terms and conditions of the aforesaid exclusive use.

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8. The Club Secretary shall cause to be posted on the clubhouse bulletin board a notice of such reservation made under Section 6 above, as soon as possible after each reservation has been made.

9. The Club House is for the use and pleasure of the Club members. Sleeping or camping in the clubhouse is therefore forbidden.

SECTION C - MINORS

1. Family members 16 years of age or older may invite and accompany guests to the club property, and such guests shall have the usual privileges of the property afforded to members.

2. Groups of minors under 16 years of age MUST be chaperoned by an adult active member and the responsibility for the behavior of all said minors shall be on such chaperon.

3. Each member shall be responsible for the acts and behavior of each person enjoying the privileges of the Club under his or her membership, whether accompanied on the property by such member or not.

SECTION D - FINES, FEES, EXPULSION

1. Any fines or fees assessed by these By-Laws, or by any other rules or regulations of this club, for guest privileges, are to be assessed against the Club members, and are to be paid by the Club members and not by their guest; and this club specifically assumes non-responsibility for accidents or injuries to the guests of members, as they are in no sense considered as guests of this Club.

2. Any membership in this Club shall be subject to forfeiture upon a two-thirds vote of all of the Stockholder members present for any of the following reasons: conduct unbecoming a gentleman or lady, non-payment of any dues, fees, fines or assessments, any other wilful infraction of the By-Laws or Standing Rules of this Club.

3. No member shall be expelled except for cause and upon due written notice by the Board of Directors, and until after ample opportunity to be heard shall have been extended such member. However, the decision of the members on such matters shall be final and binding.

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SECTION E - RULES

All applicable club rules are noted in Appendix "B."

ARTICLE VIII

CLUB MANAGER DUTIES

SECTION A

1. The Board of Directors has the power to employ an over-all manager of the Club facilities, whose duties shall be prescribed by the Board of Directors and whose direct supervision shall be that of the Club President.

2. The Manager shall acquaint himself or herself with every member of the Club and the members of their families, and shall be courteous in his or her conduct toward all members, the members of their families, and to all their guests.

3. The Manager shall maintain the clubhouse and all other improvements on the property (except privately owned improvements), and the grounds adjacent thereto in a clean and presentable condition.

4. The Manager shall fully acquaint him or herself with the By-Laws of the Club and all other rules and regulations in force, and shall report any such violations to the Board of Directors as soon as practicable.

5. The members of the Club are urged to make a report directly to the Club President of any discourtesies, or misconduct of the Manager, or any other employee of the Club.

ARTICLE IX

WILDLIFE MANAGEMENT

SECTION A

1. The laws of the State of Texas of the Rules and Regulations of the Department of Wildlife of the State of Texas shall apply in all manners regarding fishing on the lake. The laws of the State of Texas and the Rules and Regulations of the Department of Wildlife of the State of Texas shall apply in all manners regarding fish and animal life. Special Club Rules

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and Regulations will be posted at the boat launching area and should be strictly obeyed.

2. Hunting, during any season, is prohibited. The shooting of snakes, turtles or any nuisance animal is permitted, but carelessness in the use of firearms is inexcusable.

3. There shall be no target range maintained on the Club property, and promiscuous shooting of firearms is forbidden.

4. Camping shall be allowed only in those areas designated by the Board of Directors. Sleeping or camping in the clubhouse is prohibited.

ARTICLE X

TIMBER

SECTION A

1. No timber shall be cut on any portion of the premises unless authorized by the Stockholders.

2. A Stockholder, after having been granted a lease by the Board of Directors, may be authorized to cut designated timber on the leased premises as is considered necessary for the construction of a dwelling or entranceway. Such designated timber must be cut under the supervision of the Board of Directors, and any proceeds from said timber sales shall be paid to the treasury of the Club.

ARTICLE XI

SPECIAL RULES AND METHODS OF AMENDMENT

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SECTION A - SPECIAL RULES

The Board of Directors shall have power to grant any non-sectarian organization, such as Chamber of Commerce, Rotary, Lions, Boy Scouts, etc. for any non-fund raising purpose, use of any Club facilities, providing that, in granting this privilege to anyone under 21 years of age, it is agreed that all such minors shall be accompanied by some responsible adult who shall assume full responsibility for their acts. Such permits, granted on the basis of each individual situation, shall never deprive any Club member of his or her regular privileges, and such fees, if any, that the Directors may assess for such permits shall prevail.

SECTION B - METHOD OF AMENDMENT

1. These By-Laws may be changed or amended by a two-thirds vote of the Stockholders present at the meeting during which the change is presented.
2. No change may be presented unless it is first made known to the membership by written notice at least thirty days prior to the meeting in which the change is to be considered.

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APPENDIX A

SPRING CREEK COUNTRY CLUB FEE SCHEDULE REVISED JULY 1999 MEMBERSHIPS

CLASS COST / INITIATION FEE MONTHLY DUES
STOCKHOLDER COST OF STOCK \$100.00
\$250.00 TRANSFER FEE

ASSOCIATE \$1,500.00 \$100.00

JUNIOR ASSOCIATE \$500.00 \$100.00

\$1,000.00 DUE AT AGE 30 IF MEMBER CHOOSES
TO BECOME AN ASSOCIATE MEMBER

SOCIAL \$100.00 SINGLE SPOUSE(S) OF
FORMER \$ 50.00 - \$200.00 FORMER MEMBERS WITHDRAWN
FOR AT LEAST 12 MONTHS - \$500.00 FORMER MEMBERS
WITHDRAWN LESS THAN 12 MONTHS
\$600.00 ALL OTHERS

FOOD MINIMUM \$25.00 PER MONTH
CREDIT WILL BE GIVEN FOR FOOD PURCHASED
UP TO FOOD MINIMUM

SPECIAL

NON-LINEAL HOME \$ 300.00 TRANSFER FEE

ALL OTHER FEES ARE SET AT THE DISCRETION OF THE
BOARD OF DIRECTORS AND MANAGEMENT.

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APPENDIX B

RULES AND REGULATIONS

CLUB HOUSE RULES

1. Immediately upon arrival on the property of the Club each member (or member of the family of a member) if accompanied by a guest or guests, shall register their name in the first column of the register, if accompanying non-pay guests, their names must be registered in the second column immediately opposite; and, if accompanying pay guests, their names must be registered in the third column immediately opposite, in the fourth column immediately opposite the name of each pay guest, must be written the PRIVILEGE to be enjoyed by each pay guest; and in the fifth column immediately opposite, must be shown the fine or fee due by the member for the guest privilege of each pay guest.

2. Club members and their families will be entitled to the use of the clubhouse with all its rights and privileges provided the same is exercised in conformity with the By-Laws and such rules and regulations as may be adopted by the Board of Directors and approved by them.

3. A Member's family within the meaning of this Article, will include his/her spouse, unmarried children who are claimed as dependents on the member's Federal Income Tax Return.

4. Members who injure the property of the Club will be required to pay the cost of the repair or replacement thereof. The Board of Directors may, at the request of the Club Manager, impose such fines for destruction of Club property as it deems appropriate if it is determined that the act of the member or members was malicious, willful or premeditated.

5. No refreshments of any kind will be served in or around the clubhouse unless purchased from the Club. Members and guests are not allowed to bring food or beverages into the clubhouse unless permission is granted by the management.

6. Parties: All private parties must be sponsored by a member

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and will be limited in number at the discretion of the Manager. For all parties given by members or sponsored by members, the member will be charged for any damage to the Club property.

7. Owners and drivers of automobiles or other vehicles will be required to observe such traffic and parking regulations as may be adopted and posted by the Club.

8. The Manager will not undertake to investigate any complaint, unless it is made in writing and signed by the party making the complaint.

9. Officers, Board Members and employees of the Club are instructed to report any violation of the rules. Members violating rules will be subject to such fines as the Board of Directors may impose.

10. Any member engaged in, or party to, any conduct considered disorderly will be subject to a fine, suspension from the Club or expulsion from the Club. The Board of Directors will review and act upon the report of such misconduct as reported to them by the Manager and will impose all penalties as it deems appropriate.

11. No child under the age of twelve may be left on the Club premises unless the child is there for a Club-supervised activity.

12. Members and guests are requested to refrain from entering the kitchen. Persons authorized to enter the kitchen are Club employees and Board Members. Any other members who desire to visit the kitchen must ask the Club Manager to accompany them for a tour of the kitchen area.

13. Private vehicles (automobiles, motorcycles and R.V.'s) are not allowed on the golf course, or in the fenced tennis courts.

RULES AND REGULATIONS

GOLF COURSE RULES

Spring Creek By-Laws

The use of the golf course and practice greens at Spring Creek Country Club is restricted to members and their guests subject to the following:

MEMBERS

The term "members" used hereafter means the holder of a Membership as defined in the By-Laws of Spring Creek Country Club and all members of their household as families defined in such By-Laws.

GUESTS

Guest privilege is restricted so that any resident living within a 75 mile radius of Crockett will not be permitted to play more than 5 times per calendar year.

REGISTRATION OF PLAY

The Golf Professional and Club members with guests are responsible for the registration of all players who use the golf course.

CHILDREN OF MEMBERS

1. Members' children under 12 years of age are permitted to play the golf course with a responsible adult if under the auspices of the Junior Golf Program.
2. Matches containing minors must permit adult players to go through.
3. Parents are charged with the responsibility of acquainting their children with the Ground Rules and for the behavior of their children while playing the course.
4. To avoid serious accidents and to provide better golf playing conditions, children must keep off the golf course unless they are playing golf in accordance with the rules.

RESPONSIBILITY

Members are responsible for their dependents and guests adhering to the Club rules at all times.

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GOLF CARTS

1. Persons authorized by the rules of this Club to use carts will use or operate them only on the Club property. Children under age 12 will not operate carts on the Club property at any time.
2. Carts will not be used when, in the opinion of the Golf Course Superintendent, or assistant, the condition of the course is such that their use might be harmful to the course. In their absence, the Golf Professional will make the decision.
3. Carts will not be permitted within 50 feet of any green and are not permitted near any tree.
4. Operators of carts will keep their places on the course. They may not pass a walking group unless they are invited to pass.
5. Carts will carry a maximum of two (2) persons and two (2) golf bags. This rule is for reasons of safety as well as speed of play.
6. Cart sheds may become property of the Club if all dues and charges are not current. Any proceeds from the shed sales must first pay all outstanding dues.
7. Golf carts are intended to be used on the golf course or to travel between the clubhouse, tennis courts or swimming area and member residences. Any other use of golf carts is unauthorized.

RULES AND REGULATIONS

BOATING AND FISHING RULES

1. Only members of Spring Creek Country Club are allowed to have their boats on the lake. These boats must have a registration sticker on them.
2. All boats are to follow a counter clockwise movement on the lake.
3. No more than 5 ski boats on the lake at one time.

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4. Monday, Wednesday and Friday are fishing days. Tuesday, Thursday and Saturday are skiing days. Sunday till noon is fishing and from 12:00 p.m. on is skiing. All holidays are treated as Sundays.
5. Boat operators must have a valid Texas driver's license.
6. You must have a life vest for all passengers in the boat.
7. There will be no skiing with less than two passengers in the boat.
8. After dark, boats must be operated at reduced speeds only.
9. Outboard motor size must not exceed 90 HP.
10. Slot limits on BASS will be posted as required.

RULES AND REGULATIONS

SWIMMING PIER RULES

1. No child under 12 years of age shall be left at community pier without a chaperon.
2. NO glass containers at swimming area.
3. No excessive rough play.
4. Life guard is in control of swimming area and will report all misconduct to Club management.
5. Gate to swimming area will be locked at dark.
6. All trash to be picked up.

RULES AND REGULATIONS

Spring Creek By-Laws

TENNIS COURT RULES

1. No smoking on tennis courts.
2. No roller blades or skate boards allowed.
3. No hard soled shoes or black soled tennis shoes allowed.
4. Lock gate and turn out lights when leaving.
5. Pick up all trash.
6. Members are responsible for damage to court or nets.

RULES AND REGULATIONS

CONSTRUCTION RULES

1. Any Stockholder wanting to construct a new home or remodel an existing home must submit the following to the Board of directors prior to beginning any construction:

- A. Written request for lot (for new home only).
- B. Survey indicating placement of all improvements with lot boundaries.
- C. Engineering study to determine if any hazards (drainage, septic, etc.) exist.
- D. Complete set of plans.
- E. Sewer plan.

If the above are not submitted within 90 days after a stockholder's lot request is approved, the lot approval is automatically terminated.

2. Any homeowner wanting to construct or remodel a boat house or pier must submit design and placement plans to the Board of Directors prior to beginning any construction.

3. Construction may begin only after written approval is received

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from the Board of Directors.

4. Construction must be commenced on a new home within 9 days of receipt of written approval from the Board of Director or the lot approval is automatically terminated. Further, once construction is commenced, it shall be continued in a reasonable manner until completed.

5. Trees should be cut only as needed to build or remodel home - As per By-Laws, removal of living trees must have approval by the Board of Directors.

6. Any additional buildings (garage, storage etc.) must be in keeping with design of home. Metal buildings are not allowed.

7. During construction, care must be taken to insure that building traffic and supplies are kept on the construction site and NOT on that of neighbors or the club.

8. Construction sites should be kept clean with debris placed in dumpsters or hauled off. No dumping of building material, trees or other debris is allowed on club property.

9. Any road damage caused by delivery trucks is to be repaired at the expense of member doing construction and must be done immediately upon completion of building project.

10. Stockholder may request a written waiver of any of the above required items from the Board of Directors.