

**BY-LAWS OF THE
HOLIDAY LAKE ESTATES CIVIC, CLUC, INC.**

ARTICLE 1

ELECTION OF COMMITTEE

- A. Members of the Committee will be assigned a position number. The nominating Committee will so indicate on the ballot the position number of the candidate for each vacancy. The members of the Nominating Committee, having secured candidates to serve on the Holiday Lake Estates Civic Club (HLECC) Governing Committee, shall hold a drawing by the candidates to determine their position on the ballot. The Finance Chairperson will provide the Nominating Committee with:
1. A list of qualified voters, prepared in accordance with Article VI of the By-laws.
 2. A supply of special envelopes; one (1) white envelope to contain the election ballot, a second *colored envelope to be used to return the ballot to the Chairperson of the Nominating Committee; and a third stamped envelope to mail the ballots to the qualified voters.

The time to end the voting will be indicated on the ballot. Ballots will be mailed to all qualified voting members, of known record, at least thirty (30) days prior to the annual meeting.

The voter shall sign his/her name, lot and block number(s) on the colored envelope, with ink, and return by mail to the Chairperson of the Nominating Committee. A ballot without a signature, lot and block numbers of the voter written on the outside of the colored envelope shall be considered defective and shall not be counted.

The ballots will be collected by the Chairperson of the Nominating Committee and be presented, unopened, to the HLECC Committee on the date of the annual meeting. The Governing committee Chairperson, at the appropriate time, will present the ballots to the tellers to be counted.

- B. The tellers shall first open and destroy the outer colored envelope of all properly endorsed ballots; then open the inner envelope, tally the votes, and then certify the results to the Chairperson of the governing committee.

To be counted, the ballot must be:

1. Properly identified, mailed and received prior to the annual meeting, or
2. Submitted, in person, at the annual meeting before the annual meeting convenes.
3. Votes may be cast by the holders of properly executed, written proxies.

*See revision

- C. The Governing committee shall convene immediately after the close of the annual meeting to welcome newly-elected committee persons and elect it's officers, namely: Chairperson, Vice-Chairperson and Secretary. Outside service bids shall be opened at this time and voted upon. Officers shall serve for one (1) year terms. An officer may succeed himself, but cannot serve more than three (3) consecutive terms.
- D. Vacancy on the Governing committee resulting from death, resignation, failure to pay maintenance fee, failure to own property in Holiday Lake Estates, or suspended by three (3) unexcused absences, may be filled by selection from the alternates based on number of votes to complete the unexpired term.

Add four (4) committee persons as alternates to the Governing committee. Alternates will not have the right to vote, but could be used to fill the quorum of a scheduled or called meeting, if necessary, of the HLECC. Alternates will be used to fill the term of any committee person that is left open for any reason. Alternate, with

their approval, will be placed on the Governing Committee according to the number of votes they received in the election of nominees for the Governing committee of HLECC.

If any Governing Committee member misses three (3) scheduled meeting within the term of his/her tenure of office, without prior notification to an officer, they will automatically be suspended for the remainder of their term. The suspension will be subject to the approval of the Governing Committee.

*see amendment

ARTICLE II

DUTIES OF OFFICERS

- A. The Chairperson is to preside at all meeting, to appoint all standing and special committees, and to perform all other duties pertaining to the office.
- B. The Vice-Chairman shall preside at all meeting in the absence of the Chairperson and will serve as Chairperson of the Restrictions Committee.
- C. The Secretary is to keep an accurate record of the proceeding of all meeting, and to read such record at subsequent meeting, and to furnish such copies of the record as may be required. The secretary shall keep a copy of the By-Laws in the records.
- D. Indemnification of Governing Committee Members: The Corporation shall indemnify to the full extent authorized or permitted by the Texas Non-Profit Corporation Act any person made, or threatened to be made, a party to an action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that such person is or was a member of the Governing Committee of the Corporation or serves or served the Corporation or any other enterprise at the request of the Committee. Such indemnity shall include all liabilities imposed upon such person and all expenses reasonably incurred in connection with any claim made against such person, or the defense of any action, suit or proceeding to or in which such person may be or be made a party by reason of being or having been such member or officer of the Committee or serving or having served the Committee or any other enterprise at the request of the Committee, and against such sums as independent counsel selected by the Governing Committee shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with a view of avoiding expenses of litigation, provided, however, that no person shall be indemnified with respect to matters as to which such person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty, or with respect to any matters which shall be settled by the payment of sums which counsel selected by the Governing Committee shall not deem reasonable payment made primarily with a view to avoiding expenses of litigation or with respect to matter for which such indemnification would be against public policy.
- E. Insurance and Survival: The rights of indemnification herein provided may be insured against by policies of insurance maintained by the Governing Committee, shall continue as to a person who has ceased to be a member or officer or has ceased to serve at the request of the Governing Committee, and shall inure to the benefit of the heirs, executor and administrators of such a person. Nothing contained herein shall affect any rights to indemnification to which Committee personnel or members and officers any be entitled by contract or otherwise under law.
- F. Expenses: Expenses in connection with the preparation and presentation of a defense to any claim, action, suit or proceeding of the character described in Section I hereof may be advanced by the Governing Committee prior to final disposition thereof upon receipt of an undertaking by or on behalf of the party to be indemnified, secured by a surety bond or other suitable insurance issued by a company authorized to conduct such business in the State of Texas, to repay such amount if it is ultimately determined that such person is not entitled to indemnification under this article.

- G. Income Distributions Prohibited: No part of the income of the Governing Committee shall be distributed to the members or officers as compensation for serving on the Governing Committee. Notwithstanding the above, the Governing Committee may pay compensation in a reasonable amount to any person or entity for services rendered. A committee member cannot vote on a project they have submitted a bid on in which they are financially involved.
- H. Loan to Committee Members and Officers Prohibited: No loans shall be made by the Governing Committee to the members or officers.
- I. Pledge of Assets in the Event of Dissolution: In case of dissolution of Holiday Lake Estate, Inc. all assets of Holiday Lake Estates, Inc. are pledged to the Goodrich Volunteer Fire Department, Goodrich, Texas, as a back-up recipient.

ARTICLE III

MEETINGS

Regular meetings shall be held once a month in the Community Center provided a quorum be present. Special meetings may be called at the discretion of the Chairperson or Vice-Chairperson, or in the absence of both, by four (4) member of the Governing Committee. Only the business for which the meeting was called may be transacted at such Special Meeting. Due notice shall be given to all members of the Governing committee for regular or special meetings. There will be no telephone proxy votes. The Governing Committee shall only take action on a subject which was stated on the posted agenda prior to a regular meeting. Any committee member may add agenda items until seven (7) days prior to the meeting.

ARTICLE IV

COMMITTEES

- A. There shall be standing committees, namely; Architectural, Road Maintenance, Social, Parks, Recreation, Aquatic, Finance and Swimming Pool. These standing committees shall be appointed by the Chairperson.
- B. The Finance Chairperson will serve as Financial/Budget Chairperson and as authorized by the Governing committee, receive, disburse and maintain accurate bookkeeping records; present a financial report to the Governing committee each month, and submit to an annual independent audit at the close of the fiscal year. All issued checks shall be signed by one (1) of the two (2) authorized Governing Committee members as appointed by the Chairperson, cosigned by the bookkeeper. A QUALIFIED CONTRACT SERVICE may be obtained to perform the actual record-keeping duties from outside the membership of the Governing committee providing this individual only performs and maintains records as prescribed by the Governing Committee members and reports to the Finance Chairperson only and is not a member of the Governing Committee and has no vote. These services to be acquired through the regular bid process.
- C. There shall be a Nominating Committee consisting of three (3) members appointed by the Chairperson and approved by the Governing committee, at least ninety (90) days prior to the Annual Meeting. This committee shall submit one or more names for each position or vacancy on the Governing committee. Nominations may be written in and are invited. This committee shall also serve as tellers of the election.

- D. In addition to the Standing Committees, the Chairperson may appoint Special Committees to serve during his/her term of office. Special Committees may consist of one (1) elected member who shall head the committee and two (2) or more qualified non-elected members of the HLECC.

ARTICLE V

CONTRACTS

Committee Chairpersons have authority to expend for those items that have been itemized in the annual budget and approved by the Governing committee. For those items not included in the budget, Committee Chairpersons have authority to expend up to \$100.00 without the Governing Committee's approval. For all expenditures in excess of \$300.00, closed bids must be received and approved by the Governing Committee. Emergency expenditures must be approved by Special Meeting when required.

*see amendment

ARTICLE VI

DUES

Dues in the form of Maintenance fees shall be paid by each lot owner annually on or before January 15th of each year as described in the Restrictions of Holiday Lake Estates recorded in the Deed Record of Polk County Courthouse in Volume 192, Page 288; Volume 414, Page 481; and Volume 523, Page 636. Failure to pay maintenance fees for the previous year will result in loss of voting rights for election of Governing Committee members. Lot owners cannot run for Governing Committee unless current maintenance fees are paid.

ARTICLE VII

PROCEDURE

Robert's "Rules of Order Revised" shall be authorized in conducting meetings.

ARTICLE VIII

A. The following shall be accepted order of Regular Meetings:

1. Call to Order
2. Roll Call
3. Approval of minutes of the previous meeting
4. Financial Report
5. Communications and Bills
6. Visitors comments and petitions
7. Report of Standing and Special Committees
8. Unfinished business
9. New business
10. Executive Session
11. Future Agenda
12. Adjournment

ARTICLE IX

Lot is defined as platted tract on which one maintenance fee is paid. Voting rights shall be interpreted as follows:

1. Husband and wife as joint owner of lot – one (1) vote
2. Multiple owners as joint owners of lot – one (1) vote
3. Estate-owned shall be considered single lot owner – one (1) vote

ARTICLE X

These By-Laws may be amended, repealed, added to or new By-Laws adopted at any annual or properly called meeting of the Corporation by a two-thirds (2/3) affirmative vote of the voting membership PRESENT, provided notice of the proposed amendment was presented and read at the previous meeting and posted on the Community House bulletin board.

HOLIDAY LAKE ESTATES BY-LAWS REVISIONS

First (1st) reading – September 30, 1989

Second (2nd) and final reading and vote – October 28, 1989

ARTICLE I, A, 2/paragraph 3\B (Revision)

ELECTION OF COMMITTEE

- A. A supply of special envelopes: one (1) white to contain the election ballot; a second colored envelope to be used to return the ballot to the Chairperson of the Nominating Committee; and a third stamped envelope to mail the ballots to the qualified voters.

CHANGE: colored to self-addressed

The voter shall sign his/her name, lot(s) and block number(s) on the colored envelope, and return by mail to the Chairperson of the Nominating Committee. A ballot without a signature, lot(s) and block numbers(s) of the voter written on the outside of the colored envelope shall be considered defective and shall not be counted.

CHANGE: The voter shall sign his/her name on the self-addressed envelope, with ink, and return by mail or in person to the Chairperson of the Nominating Committee. A ballot without a signature of the voter written on the outside of the self-addressed envelope shall not be counted.

- B. The tellers shall first open and destroy the outer colored envelope of all properly endorsed ballots.

CHANGE: Delete colored

ARTICLE IX (Revision)

Lot is defined as a platted tract on which one maintenance fee is paid. Voting rights shall be interpreted as follows;;

1. Husband and wife as joint owner of lot – one(1) vote
2. Multiple owners as joint owners of lot – one(1) vote
3. Estate-owned shall be considered single lot owner – one(1) vote

CHANGE: Property is defined as platted tracts on which maintenance fees are paid. Voting rights shall be interpreted as follows:

1. Husband and wife as joint owners of property – one (1) vote
2. Multiple owners as joint owners of property – one (1) vote
3. Estate-owned shall be considered single property owner – (1) vote

First (1st) Reading: August 25, 2007
Second (2nd) Reading: September 29, 2007
Third (3rd) Reading & Vote : October 27, 2007, Vote passed by residents in attendance: 24 for amendment, 2 against.

AMENDMENT TO "BY-LAWS SECTION": The following is an ADDITION to said By-Laws to set out and define to resignation of any Board Member. When a Board Member resigns he/she will remain off the board for the remaining time of his/her term or a minimum of one (1) year/ 12 months.

ARTICLE V

First (1st) Reading: December 1, 2007
Second (2nd) Reading: January 26, 2008
Third (3rd) Reading & Vote: February 23, 2008, Vote passed by residents in attendance: 42 for amendment, 12 against.

CONTRACTS

Current Reading: Committee Chairperson have authority to expend for those items that have been itemized in the Annual budget and approved by the Governing Committee. For those items not included in budget, Committee Chairpersons have authority to expend up to \$100.00 without the Governing Committee's approval. For all expenditures in excess of \$300.00, closed bids must be received and approved by the Governing Committee. Emergency expenditures must be approved by Special Meeting when required.

CHANGE: Committee's Chairpersons have authority to expend for those items that have been itemized in the annual budget and approved by the Governing Committee. Any expenditures above or beyond the current budget must be approved by the Governing Committee. When appropriate, 3 bids must be received and reviewed. Emergency expenditures will be approved by Special Meeting when required.

(Above 2 Amendments filed: Polk County Records, Volume 1639, Pg 697, Instrument 3816, April 16, 2008)

ARTICLE I (A & B)

First (1st) Reading February 28, 2009
Second (2nd) Reading: March 28, 2009
Third (3rd) Reading & Vote: April 25, 2009, Vote passed by residents in attendance: 20 for amendment, 0 against.

ELECTION OF COMMITTEE

A. Members of the Committee will gather names to present to the Board for open positions on the Governing Committee. The candidates will be qualified by the Governing committee. To be qualified, a candidate must be: paid up on all maintenance fees and other fees billable by HLE; not have any outstanding deed restriction violations and be a member in good standing.

Ballots will contain the Property Owners Name and Number and Description of Properties owned; Date and Signature Line for Property Owner. This Ballot will also contain the names of the candidates that are running for the Governing Board. The number of Votes per Candidate chosen cannot exceed the number of Lots owned. A Ballot without a signature will be considered invalid.

Ballots will be mailed not less than 30 days prior to the annual meeting. Property owner is responsible for mailing ballots back to – HOLIDAY LAKE ESTATES, ATTN; NOMINATING COMMITTEE. Votes will not be opened or counted until the Day of the Annual meeting. Ballots must be received by mail or in person no later than 8:00am the day of voting.

B. Nominating committee will act as tellers or submit to Board approved tellers. The Day of the annual meeting, teller will gather at the Community Center at 8:00am to open and count the votes. Tellers will submit and certify the results of the votes to the Chairperson of the Governing Committee.

ARTICLE IX

Lot is defined as platted tract on which one maintenance fee is paid. Voting rights shall be interpreted as follows:

1. Husband and wife as joint owner of lot – one (1) vote
2. Multiple owners as joint owners of lot – one (1) vote
3. Estate-owned shall be considered single lot owner – one (1) vote

ARTICLE X

These By-Laws may be amended, repealed, added to or new By-Laws adopted at any annual or properly called meeting of the Corporation by a two-thirds (2/3) affirmative vote of the voting membership PRESENT, provided notice of the proposed amendment was presented and read at the previous meeting and posted on the Community House bulletin board.

ARTICLE IX (Revision)

Lot is defined as a platted tract on which one maintenance fee is paid. Voting rights shall be interpreted as follows:

1. Husband and wife as joint owner of lot – one(1) vote
2. Multiple owners as joint owners of lot – one(1) vote
3. Estate-owned shall be considered single lot owner – one(1) vote

CHANGE: Property is defined as platted tracts on which maintenance fees are paid. Voting rights shall be interpreted as follows:

1. Husband and wife as joint owners of property – one (1) vote
2. Multiple owners as joint owners of property – one (1) vote
3. Estate-owned shall be considered single property owner – (1) vote

ARTICLE I (D)

First (1st) Reading: August 25, 2007
Second (2nd) Reading: September 29, 2007
Third (3rd) Reading & Vote: October 27, 2007, Vote passed by residents in attendance: 24 for amendment, 2 against.

AMENDMENT TO "BY-LAWS SECTION": The following is an ADDITION to said By-Laws to set out and define to resignation of any Board Member. When a Board Member resigns he/she will remain off the board for the remaining time of his/her term or a minimum of one (1) year/ 12 months.

FIRST READING TO WIT THE FOLLOWING : JULY 28, 2012, HLECC 9:00am BOARD MEETING
SECOND READING TO WIT THE FOLLOWING: AUGUST 25,2012, HLECC 9:00AM BOARD MEETING
THIRD READING TO WIT THE FOLLOWIING:

By-Law Amendment Change:

Article 1

ELECTION OF COMMITTEE

Property Owners who are qualified to run for the Governing Board will submit their names to the nominating committee prior to the last monthly meeting in April. Candidates name will appear on Ballot via hat drawing for placement on Ballot.

Ballots will address the Property Owner and number of properties owned to be qualified for voting. Ballots will be mailed on a "post card" with the candidates and signature line on one side and mailing address on the other. A Ballot without a signature will not be valid. Property Owners will make their selections and mail Ballot back to Holiday Lake Estates, ATTN: Nominating Committee. Votes will not be opened or counted until the Day of the Annual meeting. Ballots must be received by mail or in person no later than 8:00am the day of voting.

Nominating committee will act as tellers and submit vote count to Board.

By-Law Amendment Addition:

ARTICLE XI

The Lake of Holiday Lake Estates; Holiday Lake, Gerlach Lake and Londa Lynn are private lakes owned by HLECC. In so much that they are private and for the exclusive use of residents this amendment proposes to limit fishing activity to "Pole" fishing only. The use of nets, jugs, trot lines and any other commercial type fishing apparatus is expressly prohibited.

Filed at Polk County Clerks Office: Original Records, Vol 1866, pg 735, Instrument 9577, October 30, 2012

HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

P.O. Box 274
Goodrich, Texas 77335

Amendment to "By Laws Section" The following is an addition to said By Laws to set out and define to resignations of any Board Member. When a board member resigns he/she will remain off the board for the remaining time of his/her term or a minimum of one (1) year/ 12 months.

Example 1: The date is 8/07 and the remaining term is 2 years His term would end 6/ 09 and therefore be eligible to serve on the board beginning 7/09.

Example 2: Date of resignation is 8/07 and his term ends 6/08. Remaining term is 10 months which is less than the one year minimum. He/she would not be eligible to serve on the board until 7/09. Terms run from July to June of each year.

Note: This amendment will be read at the next regular meeting of the HLE Civic Club **AUGUST 25, 9:30 AM**. Residents are always welcome to attend meetings to ask questions or voice concerns on matters effecting Holiday Lake Estates.

1st ReadingAugust 25, 2007

2nd Reading..... Sept. 29, 2007

3rd Reading & Vote ...Oct. 27th, 2007. **Passed by over 2/3 vote of residents and Board Members in attendance.**

**AMENDMENT to THE "BY-LAWS" of Holiday Lake Estates Civic Club, Inc., Article V,
Titled: Contracts**

Current Reading: Committee Chairpersons have authority to expend for those items that have been itemized in the annual budget and approved by the Governing Committee. For those items not included in the budget, Committee Chairpersons have authority to expend up to \$100.00 without the Governing Committee's approval. For all expenditures in excess of \$300.00, closed bids must be received and approved by the Governing Committee. Emergency expenditures must be approved by Special Meetings when required.

Proposed Change: Committee Chairpersons have authority to expend for those items that have been itemized in the annual budget and approved by the Governing Committee. Any expenditures above or beyond the current budget must be approved by the Governing Committee. When appropriate, 3 bids must be received and reviewed. Emergency expenditures will be approved by Special Meetings when required.


NOTE: This amendment is being proposed because each year there is a line item budget that is approved by the board. Any expenditures outside the scope of those budgets should be brought before the board to be discussed and approved or disapproved prior to money being spent.

1st Reading: December 1, 2007

2nd Reading: January 26, 2008

3rd Reading & Vote: February 23, 2008 **Vote passed by residents in attendance:**

42 for amendment and 12 against


Rosalind "Roz" Caldwell

248-0011-00

2009 - 1700 - 342

5155

BY-LAW AMENDMENT CHANGE: FIRST READING – February 28, 2009, SECOND – March 28, 2009
THIRD READING & VOTE – April 25, 2009
AMENDMENT PASSED 20 Votes Yes, 0 Votes No

The primary reason in changing this By-Law is cost and secondary is labor time needed to write, distribute, collect and count the votes. Proposed change:

Election of a committee:

- A. Members of the Committee will gather names to present to the Board for open positions on the Governing Committee. The candidates will be qualified by the Governing committee. To be qualified, a candidate must be: paid up on all maintenance fees and other fees billable by HLE; not have any deed restriction violations and be a member in good standing.

Ballots will contain the Property Owners Name and Number and Description of Properties owned; Date and Signature Line for Property Owner. This Ballot will also contain the names of candidates that are running for the Governing Board. The number of Votes per Candidate chosen cannot exceed the number of Lots owned. A Ballot without a signature will be considered invalid.

Ballots will be mailed no less than 30 days prior to the annual meeting. Property owner is responsible for mailing ballots back to- **HOLIDAY LAKE ESTATES ATTN: NOMINATING COMMITTEE**. Votes will not be opened or counted until the Day of the Annual meeting. Ballots must be received by mail or in person no later than 8:00 am the day of voting.

- B. Nominating committee will act as tellers or submit to Board approved tellers. The Day of the annual meeting, tellers will gather at the Community Center at 8:00 am to open and count the votes. Tellers will submit and certify the results of the votes to the Chairperson of the Governing Committee.

EXAMPLE OF BALLOT:

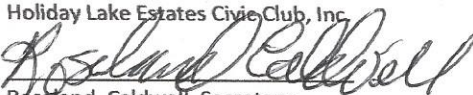
Name & Address & Number of Votes Allowed	Property Description
John & Jane Doe (2) 123 Avenue A Anycity, USA 88888	S1, B1, L1,- S2, B2, L2

CHOOSE 4 CANDIDATES (MORE THAN 4 CANDIDATES CHOSEN, BALLOT WILL NOT BE COUNTED)

Candidate Charlie
 Candidate Barney
 Candidate David
 Candidate Alpha
 Candidate Bonnie
 Candidate Jill
 Candidate Tom
 Candidate Jim
 _____ Write In
 _____ Write In

Signature of Property Owner _____ Date _____

Witness my hand at Livingston, Texas, this the 27 day of May, 2009, by the order of the Holiday Lake Estates Civic Club, Inc.

By: 
 Rosaland Caldwell, Secretary

The State of Texas }
The County of Polk }

Before me, the undersigned authority, on this day personally appeared, Rosaland Caldwell, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same as the authorized representative of Holiday Lake Estates Civic Club, Inc for the purpose and consideration therein expressed and in the capacity therein stated.

9577

HOLIDAY LAKE ESTATES CIVIC CLUB, INC.
Polk County Texas

FIRST READING TO WIT THE FOLLOWING : JULY 28, 2012, HLECC 9:00am BOARD MEETING

SECOND READING TO WIT THE FOLLOWING: August 24, 2012 HLECC 9:00am BOARD MEETING

THIRD READING TO WIT THE FOLLOWING: SEPTEMBER 29, 2012 HLECC 9:00am BOARD MEETING

VOTING RESULTS: ARTICLE 1 - 18 For 0 Against, Amendment passes

ARTICLE XI - 17 For 1 Against , Amendment passes

Holiday Lakes Estates Civic Club, Inc., By-Law Amendment Change:

Article 1

ELECTION OF COMMITTEE

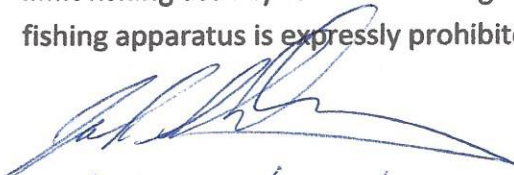
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Holiday Lake Estates Civic Club, Inc. By-Law Amendment Addition:

ARTICLE XI

The Lake of Holiday Lake Estates; Holiday Lake, Gerlach Lake and Londa Lynn are private lakes owned by HLECC. In so much that they are private and for the exclusive use of residents this amendment proposes to limit fishing activity to "Pole" fishing only. The use of nets, jugs, trot lines and any other commercial type fishing apparatus is expressly prohibited.


John Schierenberg

Notarized and witnessed the signature of
John Schierenberg. on this the 30th day of
October, 2012.

Phyllis Stafford - Notary