

9/C  
State of Texas

13-000553

County of Guadalupe

**BY-LAWS**

of

**THE OASIS AT LAKE DUNLAP HOMEOWNERS ASSOCIATION, LLC**

These Bylaws clarify any governing voids from the Oasis at Lake Dunlap Homeowners Association and supplement the Declaration of Covenants, Conditions and Restrictions (CCR) governing the subdivision.

For any questions or rulings, contact a Board of Director (BOD) or the management company. Any meetings of members and Directors may be held at a location in the vicinity of the Guadalupe County, TX and/or City of New Braunfels, TX as directed by the BOD.

**ARTICLE I****Name and Location**

1.01 The name of the homeowners association is "THE OASIS AT LAKE DUNLAP HOMEOWNERS ASSOCIATION, Inc." hereinafter referred to as the HOA. The Registered Office and Agent of the corporation can be located from the Texas Comptroller's web site at: <https://ourcpa.cpa.state.tx.us/coa/Index.html>

**ARTICLE II****Definitions**

Unless otherwise listed, definitions are defined in Article I of the CCR.

2.01 HOA. "HOA" shall mean "THE OASIS AT LAKE DUNLAP HOMEOWNERS ASSOCIATION, Inc." a Texas Non-profit corporation, its successors and assigns.

2.02 Board of Directors (BOD) shall mean the Board of Directors as defined and empowered by the CCRs.

2.03 Properties. "Properties" shall mean and refer all real properties described in the Declaration of Covenants, Conditions and Restrictions (CCR) and such additions thereto as may hereafter be brought within the jurisdiction of the HOA.

2.04 Common Area. "Common Area" shall mean all real property owned by the HOA for common use and enjoyment of the Owners.

2.05 Architectural Review Committee (ARC). "ARC" shall mean the committee created pursuant to these restrictions to review and approve plans for the construction of improvements upon the property.

### Article III

#### Meetings of Members

3.01 Annual Meeting. The annual meeting will be held on the date and place listed in paragraph 5.04 of the CCR. The location will be the office listed in Article I, paragraph 1.01 of these bylaws or in the location designated in written notice of the BOD. The BOD can change the date, time and location of the meeting, but all Members must receive a 20-day email notice or 30-day US Postal Service notice informing them as such. Notices will be distributed by the Secretary or Association Manager to include date, time, location, and agenda (order of business).

3.02 Special Meeting(s). Special meetings can be requested by the BOD or Members in accordance with guidance provided in the CCR. Notice of Special Meetings will be 20-day email notice or 30-day US Postal Service notice. Once approved by the BOD, notices will be distributed by the Secretary or Association Manager to include date, time, location, and agenda (to include purpose of the meeting). Special Meetings should consider only the matters announced in the Notice as the Purpose(s) of the Meeting or matters relating directly to the Purpose(s) of the meeting.

3.03 Quorum. Quorum is established per guidance in CCR.

3.04 Proxies. At all meetings of Members, each Member may vote in-person or by a signed proxy. If a proxy vote is chosen, the Member will obtain the required proxy form from the BOD or Association Manager. No other form is valid. The Secretary, Manager, or appointed person will collect, validate and record all proxies at the beginning of each meeting. Every proxy shall be revocable and automatically cease upon conveyance by the Member of his Lot(s) and shall expire eleven (11) months after signing.

### Article IV

#### Board of Directors

4.01 Management. The business and affairs of the Association shall be managed by its BOD who may exercise all such powers and duties of the corporation and do all such lawful acts and things as directed in the governing directives and law.

4.02 Board of Directors (BOD). The BOD shall consist of three (3) Directors who are Owners and elected by Owners. The number and term of office of the BOD may be changed by amendments of the Bylaws of the association.

4.03 Term of Office. At the Annual meeting the Members shall elect two (2) new Directors for a term of 2 years so the terms are staggered, and no more than two Directors are replaced in any one election.

4.04 Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining members of the BOD and shall serve until the next annual Member's meeting, at which time a BOD will be elected to serve for the remaining term. Any Director will be immediately removed from the BOD if written, documented evidence is provided that the sitting Director has been convicted of a felony or crime involving "moral turpitude."

4.05 Compensation. No Director or member of a Director's immediate family shall receive compensation for any service he may render the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

4.06 Action Taken Without a Meeting. The BOD shall have their right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the BODs. Any action so approved shall have the same effect as though taken at a BOD meeting. For the purposes of this section, "written approval" shall include email written by a Director and transmitted to all other Directors.

4.07 Bylaw Amendments. The BOD may amend the Bylaws from time to time, or the Bylaws may be amended at a Regular or Special meeting of Owners by a 67% of the total votes allocated to Owners.

## Article V

### Nomination and Election of BOD

5.01 Eligibility. Per Texas law, all Members are eligible to run for a BOD position unless they have been convicted of a felony or crime involving "moral turpitude." A nominee cannot be disqualified under this situation until written, documented evidence is provided to the BOD.

5.02 Nomination(s). Nominations for election to the BOD shall be made from the floor by a Member at the annual meeting. All nominees must be a Member and will give their consent either verbally or in writing. Self-nominations are acceptable. A member does not have to be present to be nominated, but must consent to his/her nomination in writing or verbally and provide to BOD at or before such meeting.

5.03 Election. All members have a right to vote. A member's right to vote cannot be suspended for any reason. Elections will be held at the annual meeting. Voting will be by ballots provided by the BOD or the Association Manager at the meeting. In-person and Proxy votes are the authorized forms of voting. All ballots must be signed by the voting Member, or if voted by proxy, signed by the Member designated to do so. If an otherwise valid proxy is filed without designating the person authorized to vote that ballot, that ballot shall be voted by the presiding



office at that meeting. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes for different candidates as they are entitled to exercise under the provisions of the CCRs. The person(s) receiving the largest number of votes shall be elected. If the votes are for multiple vacancies on the BOD for varying terms, the candidate(s) with the highest votes shall win the longest terms. No cumulative voting is allowed. Proxy votes may be counted for quorum counts if the designated proxy holder is present in the meeting.

## Article VI

### Meeting of Board of Directors

6.01 Attendance Eligibility. Board meetings (regular or special) are open to all Owners.

6.02 Notification.

NOTE: Per Texas Law; it is the Owner's responsibility to keep his/her email address current with the HOA. Owners will ensure Association Manager has correct address.

(A) Board Meetings Requiring Notification to Members. All matters dealing with fines, damage assessments, approval of foreclosures, assessment increases, levying special assessments, ARC appeals or suspended common area use rights require Members to be notified of the meeting. All Members will be notified by either (A) Letter mailed by US Postal Service 10 days beforehand *OR* (B) at least a 72-hour notice via email AND notice posted on website or conspicuous location. Notifications will include date, time, location and general subject of issues to be brought up in Executive Sessions. Members who fail to provide the Association Manager a current email address shall be responsible for any additional administrative costs incurred for the specific purpose of providing notices to them by other means such as a customized mailing.

(B) Board Meetings Not Requiring Notification to Members. For routine decisions other than those listed in 6.02(A) above, notification is not required if: (A) the BOD meets by telephone, email, or in alternate manner whereby all Directors may speak their opinion and can be heard (or opinion can be read via email) by all Directors. (B) The BOD acts by unanimous written consent on routine or administrative matters. Or (C) The meeting is necessary to address an urgent or emergency situation that requires immediate action.

6.03 Regular Board Meetings. Regular meetings of the BOD shall be held every other month unless the BOD shall designate a different frequency or schedule.

6.04 Special Board Meetings. President of the BOD will schedule other special board meetings as needed to attend to HOA concerns. A majority of BOD members can also call a Special BOD meeting.

6.05 Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly-held meeting at which a quorum is present shall be regarded as the act of the Board.

6.06 Executive Sessions. The BOD can adjourn a meeting and reconvene in a closed executive session for certain issues (e.g., personal matters, litigation, contract negotiations, enforcement actions, confidential attorney communications, matters involving the invasion of Owner's privacy), or matters involving parties who have requested confidentiality and the board has agreed to honor the request.

6.07 Documentation. Written minutes will be maintained on record for each regular and special meeting. Decisions made in executive sessions must be summarized and recorded in minutes. Actions taken without prior meeting notice must be summarized orally, including any actual or estimated expenditure approved, and documented in the minutes of the next noticed meeting. Minutes will be available to all Members via the Association Manager.

## Article VII

### *Duties, Powers and Authorities of the Board of Directors*

7.01 Duties, powers and authorities *of the BOD are listed in Article 5 of the CCR.*

7.02 Final approval with all ARC reviews/recommendations rests with the BOD.

## Article VIII

### *Officers and their Duties of Board of Directors*

8.01 Enumeration of Offices. The officers of the HOA shall be President, Vice-President/Treasurer and Secretary and such other officers as the BOD may from time to time by resolution create. These shall at all times be members of the BOD.

8.02 Multiple Offices. No Owner can occupy two offices simultaneously unless so stipulated by the BYLAWS or Rules.

8.03 Duties. The duties of the officers are as follows:

(A) President: The President shall preside at all meetings of the BOD; shall see that orders and resolutions of the BOD are carried out; shall sign all leases, mortgages, deeds, contracts and other written instruments.

(B) Vice-President/Treasurer: The Vice-President shall act in the place and stead of the President in the event of their absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of them by the BOD. As Treasurer, he shall oversee the functions of the contracted Association Management Company in receiving and depositing in appropriate bank accounts all monies of the HOA, review annual budget and monthly statement of income and expenditures and present a financial review to the BOD and Owners at the BOD and annual meetings. The Vice-President/Treasurer shall disperse such funds as directed by resolution of the BOD.



(C) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the HOA and BOD, serve notice of meetings to the Owners and BOD, keep appropriate records showing the Owners residential and contact information and shall perform such other duties as required by the BOD.

8.04 Election of Officers. Officers of the HOA shall be elected in an "Organizational Meeting" held immediately following or within ten days follow adjournment of the Annual Meeting or Special Meeting at which the new Directors were just elected.

### Article IX Committees

9.01 Architectural Review Committee (ARC): The HOA provides an ARC as stated in the CCRs. The BOD will appoint three (3) Owners to serve on the committee, designating one Owner as the chairperson. The ARC will:

- (A) Follow and enforce directives listed in the CCR
- (B) Ensure all improvements are recorded/filed with Association Manager
- (C) Establish ARC Committee rules and submit to BOD for final review.
- (D) Ensure all improvement requests are received from the Association Manager before any review action is taken.
- (E) Contact Association manager if any additional supporting documents are needed.
- (F) Provide Association Manager with review results.

9.02 Other Committees. The BOD shall appoint, from time to time, other committees as deemed appropriate in carrying out the BOD purpose.

### Article X Books and Records

10.01 Retention of Financial Records.

(A) Permanently: to include but not limited to general ledgers, journals, monthly and year-end financial statements, tax returns, audit reports, depreciation schedules, etc.

(B) Seven (7) Years: Financial records that might be subject to an IRS audit or to an accounting-related challenge include: accounts payable and accounts receivable ledgers, expense records, canceled checks, electronic payment records, purchase orders and vendor invoices.

(C) Four (4) Years: Important financial documents, such as bank statements, deposit slips, budgets and petty cash vouchers.

10.02 Retention of Corporate Records.

(A) Permanently: The governing documents (Articles of Incorporation, CC&Rs, Bylaws, Rules and Regulations, Management Certificates, deeds, easements, contracts and board resolutions), Minutes of board meetings and recommendations and actions of committees and records documenting complaints filed by homeowners and how they were resolved. These represent the HOA's infrastructure and historical perspective.

(B) Seven (7) Years: Expired contracts and old leases, insurance records, accident reports and settled insurance claims. Records related to former employees with the exception of their medical records, which, will be retained for thirty (30) years.

10.03 Records relating to individual units or unit owners. Records relating to individual units or unit owners shall be retained in separate unit owner files. General correspondence with unit owners, copies of work orders, complaints and violation notices shall all be retained until the expiration of the statute of limitations on any legal action they might trigger. Requests for architectural modifications, decisions on those requests and other documents related to them shall become part of each Lot's permanent record to provide the background information future owners will require.

10.04 Records Access. Owners may have access to certain Association records, but they must submit written requests to the Association or its authorized representative by certified mail to the mailing address of the Association or authorized representative as listed in the current management certificate. The request must identify the records requested and indicate whether the requesting Owner wants to inspect the records or have the Association forward copies.

The Association then has 10 business days from receipt of the request to, as appropriate: (1) provide written notice of dates on which records may be inspected, or (2) provide the requested copies, or (3) provide the Owner written notice that it is unable to produce the records within the 10-day period and provide a date, within an additional 15 days, by which the records will be sent or made available to the Owner for inspection, or (4) provide written notice why the information requested cannot be provided.

Certain records may be kept confidential and be declined unless the Owner gives written approval, or a court orders the Association to release the information. These records can include:

- (A) Violation histories of Owners
- (B) Owners' personal financial information
- (C) Owners' contact information other than address
- (D) Association personnel files
- (E) Privileged communication between the board and the HOA's attorney
- (F) Pending litigation
- (G) Meeting minutes or other records of an executive session
- (H) Personal, health and financial records of a member or employee
- (I) Records relating to job performance, compensation or complaints against an employee

Owners are responsible for the costs of producing and copying Association records. It shall be required the Owner pay in advance. Copy fees will be that as listed in the Association Manager's Schedule of Fees. However, this fee will not exceed those listed under the Texas Administrative Code, Title 1, Part 3, Chapter 70, Rule 70.3.

**Article XI**  
**Assessments**

11.01 As provided in the CCRs, each Owner is obligated to pay to the HOA regular and special assessments which are secured by a continuing lien upon property against which the assessment is made. Any assessments which are not paid within thirty (30) days after the due date shall be delinquent. If the assessment is not paid within thirty (30) after the due date, the assessment shall bear interest from the date of delinquency at the rate of eighteen per cent (18%) per annum, and the HOA may bring an action at law against the Owner personally obligated to pay the same and/or foreclose the lien against the property, as provided in the CCR and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for assessments provided for herein by nonuse of the HOA property or any other Common Area or abandonment of their Lot.

**Article XII**  
**Amendments**

12.01 These BYLAWS may be amended, at an Annual or Special Meeting of the Owners, by vote of 67% of Owners in person or by proxy.


12.02 In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the CCRs and these BYLAWS, the CCRs shall control.

**Article XIII**  
**Miscellaneous**

The fiscal year of the HOA shall begin on the first day of January and end on the 31<sup>st</sup> day of December.

This Bylaw is effective upon recordation in the Public Records of Guadalupe County, and supersedes any policy regarding alternative payment schedules, which may have previously been in effect. Except as affected by Section 209.0062 of the Texas Property Code, all other provisions contained in the Declarations or any other dedicatory instruments of the Association shall remain in full force and effect.

Approved and adopted by the Board on this 4<sup>th</sup> day of January, 2013.

  
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James Collins (President)



Craig Rickaway  
Craig Rickaway (Vice President/Treasurer)

Thomas Steiger  
Thomas Steiger (Secretary)

STATE OF TEXAS §

COUNTY OF GUADALUPE §

Before me, the undersigned authority, on this day personally appeared James Collins, Craig Rickaway and Thomas Steiger who are Board of Directors of The Oasis at Lake Dunlap Homeowners Association, LLC a Texas corporation, known to me to be the officers whose name is subscribed to the foregoing instrument and acknowledged to me that they had executed the same as the act of said corporation for the purpose and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 4<sup>th</sup> day of January, 2013.



[Notary Seal]

Linda A. Kempe

Notary Public, State of Texas

Linda A. Kempe

Printed Name

My commission expires: 01/26/17

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This page becomes a part of the document identified by Document Number 13-000953 affixed on the first page of this document.

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13 JAN -7 AM 9:19

TERESA KIEL  
COUNTY CLERK GUADALUPE COUNTY

BY:

STATE OF TEXAS  
COUNTY OF GUADALUPE  
I certify this instrument was FILED on the  
date and at the time stamped thereon and  
was duly recorded in the Official Public  
Records of Guadalupe County, Texas.



*Teresa Kiel*  
TERESA KIEL  
Guadalupe County Clerk

Patton Assoc Mgmt  
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New Braunfels TX 78130