

**BYLAWS OF
TERRALOMA PROPERTY OWNERS ASSOCIATION, INC.**

ARTICLE I

- 1. Name.** The name of the Association is **TerraLoma Property Owners Association, Inc.**, a Texas nonprofit corporation (hereafter "Association").
- 2. Principal Office.** The principal office of the Association shall be located in 32045 Mirela Ann Road, Dripping Springs, Texas 78620, or at such other location as determined by the Board of Directors.
- 3. Purpose. The Association is organized to:**
 - Maintain and administer the common areas of the TerraLoma Subdivision, consisting of seven single-family lots (4A–4G) as defined in the replat of a portion of Lot 4, Werth Subdivision, recorded in the Official Public Records of Hays County, Texas
 - Enforce the restrictive covenants, conditions, and restrictions (CC&Rs)
 - Promote the health, safety, and welfare of the residents
 - Levy and collect assessments
- 4. Parties to Bylaws.** All present or future owners of property within the Subdivision, and all other persons who use or occupy any part of the property that is part of the TerraLoma Subdivision in any manner are subject to these bylaws and the other governing documents as defined below. The mere acquisition or occupancy of any property within the Subdivision will signify that these bylaws are accepted, ratified, and will be strictly followed.
- 5. Definitions.** Words and phrases defined in the declaration shall have the same meanings when used in these Bylaws.
 - a) "Director" means a director of the Association;
 - b) "Governing documents" means, collectively, the Declaration of Covenants, Conditions, and Restrictions recorded at Document No. of the Official Public Records of Hays County, Texas, these Bylaws, the Articles of Incorporation of the Association, and the Architectural Review and Building Guidelines maintained by the Architectural Review Committee, as any of these may be amended from time to time.
 - c) "Majority" means more than fifty percent (50%);
 - d) "Member" means a member of the Association, each member being an owner of property within the Subdivision, unless the context indicates that member means a member of the board of directors or a member of a committee of the Association;

- e) "Officer" means an officer of the Association. "President," "Secretary," "Treasurer," and "Vice-President" mean, respectively, the president, secretary and treasurer of the Association;
- f) "Resident" means the owner of any real estate within the Subdivision.
- g) "Subdivision" means the TerraLoma Subdivision, consisting of seven single-family lots (4A–4G) per the replat of a portion of Lot 4, Werth Subdivision, recorded at Document No. 25028233 of the Official Public Records of Hays County, Texas.
- h) "Owner" means the record owner of a lot.

6. Nonprofit Purpose. The Association is not organized for profit.

7. Compensation. A director, officer, member or resident shall not be entitled to receive any pecuniary profit from the operation of the Association, and no funds or assets of the Association may be paid as a salary or as compensation to, or be distributed to, or inure to the benefit of a director, officer, member or resident; provided, however:

- a) that reasonable compensation may be paid to a director, officer, member or resident for services rendered to the Association;
- b) that a director, officer, member or resident may, from time to time, be reimbursed for his actual and reasonable expenses incurred on behalf of the Association in connection with the administration of the affairs of the Association, provided such expense has been approved by the board.

8. General Powers and Duties. The Association, acting through the board, shall have the powers and duties necessary for the administration of the affairs of the Association and for the operation and maintenance of the Subdivision as may be required or permitted by the governing documents and State law. The Association may do any and all things that are lawful and which are necessary, proper, or desirable in operating for the best interests of its members, subject only to the limitations upon the exercise of such powers as are expressly set forth in the governing documents.

ARTICLE II: BOARD OF DIRECTORS

- 1. Number and Term of Office.** The board shall consist of three (3) people. Upon election, each director shall serve a term of two (2) years. A director takes office upon the adjournment of the meeting or balloting at which he/she is elected or appointed and, absent death, ineligibility, resignation, or removal, will hold office until his/her successor is elected or appointed. The number of directors may be changed by amendment of these Bylaws.
- 2. Entity Member.** If a property within the Subdivision is owned by a legal entity, such as a partnership or corporation, any officer, partner or employee of that entity member shall be eligible to serve as a director and shall be deemed to be a member for the purposes of this section. If the relationship between the entity member and the director representing it terminates, that directorship shall be deemed vacant.

3. **Delinquency.** No member may be elected or appointed as a director if any assessment against the member or his property is delinquent at the time of election or appointment. No member may continue to serve as a director if any assessment against the member or his property is more than sixty (60) days' delinquent.
4. **Election.** Directors shall be elected by the members. The election of directors shall be conducted at the annual meeting of the Association, at any special meeting called for that purpose, or by mail, facsimile transmission, or a combination of mail and facsimile transmission.
5. **Vacancies.** Vacancies on the board caused by any reason, except the removal of a director by a vote of the Association, shall be filled by a vote of the majority of the remaining directors, even though less than a quorum, at any meeting of the board. Each director so elected shall serve out the remaining term of his predecessor.
6. **Removal of Directors.** At any annual meeting or special meeting of the Association, any one or more of the directors may be removed with or without cause by members representing at least two-thirds (2/3rds) of the votes present in person or by proxy at such meeting, and a successor shall then and there be elected to fill the vacancy thus created. Any director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting.
7. **Meetings of the Board.**
 - a) **Organization Meeting of the Board.** Within ten (10) days after the annual meeting, the directors shall convene an organizational meeting for the purpose of electing officers. The time and place of such meeting shall be fixed by the board and announced to the directors.
 - b) **Regular Meetings of the Board.** Regular meetings of the board may be held at such time and place as determined by the board, but at least one such meeting shall be held semiannually (once every six months). Notice of regular meetings shall be given to each director, personally, by telephone, mail, or electronic mail, at least three (3) days prior to the date of such meeting, and to members as required by Texas Property Code § 209.0051.
 - c) **Special Meetings of the Board.** Special meetings of the board may be called by the president or, if he is absent or refuses to act, the secretary, or by any two directors. Also, special meetings of the board may be called by ten (10) members. At least three (3) days notice shall be given to each director, personally or by telephone or written communication, which notice shall state the place, time and purpose of such meeting.
 - d) **Conduct of Meetings.** The president shall preside over all meetings of the board and the secretary shall keep, or cause to be kept, a record of all resolutions adopted by the board and a record of all transactions and proceedings occurring at such meetings. When not in conflict with law or the governing documents, the then current edition of Robert's Rules of Order shall govern the conduct of the meeting of the board.
 - e) **Quorum.** At all meetings of the board, a majority of directors then in office, but not less than two directors, shall constitute a quorum for the transaction of business, unless a higher number is required by law or these Bylaws. The acts of the majority of directors present at a meeting at which a quorum is present shall be the acts of the board, provided such acts comply with Texas

Property Code § 209.0051 and the Texas Business Organizations Code. If fewer than a quorum is present, a majority of those present may adjourn the meeting to a later date and time. At any reconvened meeting at which a quorum is present, any business that could have been transacted at the originally called meeting may be transacted, provided notice of the reconvened meeting is given as required by Section 7(b) or 7(c) of this Article or was announced at the original meeting.

f) **Open Meetings.** Regular and special meetings of the board shall be open to members of the Association; provided that members who are not directors may not participate in any deliberations or discussion unless the board expressly so authorizes at the meeting. The board may adjourn any meeting and reconvene in executive session to discuss and vote upon personnel matters, litigation in which the Association is or may become involved, and orders of business of a similar or sensitive nature. The nature of any and all business to be considered in execution session shall first be announced in open session.

g) **Telephone Meetings.** Members of the board or any committee of the Association may participate in and hold meetings of the board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in such meeting shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or conveyed.

h) **Action Without a Meeting.** Any action required or permitted to be taken by the board at a meeting may be taken without a meeting, if all of the directors individually or collectively consent in writing to such action. The written consent shall be filed with the minutes of the board. Action by written consent shall have the same force and effect as a unanimous vote. Such actions shall comply with Texas Property Code § 209.0051 where applicable.

8. **Liabilities and Standard of Care.** In performing their duties, the directors are required to exercise certain standards of care and are subject to certain liabilities in accordance with the laws of the State of Texas and the Texas Business Organizations Code ("TBOC").

9. **Powers and Duties.** The board shall have all the powers and duties necessary for the administration of the Association. The board may do all such acts and things except those which, by law or the governing documents are reserved to the members and may not be delegated to the board. Without prejudice to the general and specific powers and duties set forth in laws or the governing documents, or such powers and duties as may hereafter be imposed on the board by resolution of the Association, the powers and duties of the board shall include, but shall not be limited to, the following:

10. **Appointment of Committees.** The board, by resolution, may from time to time designate standing or ad hoc committees to advise or assist the board with its responsibilities. The resolution shall establish the purposes and powers of each committee created, provide for the appointment of its members, as well as a chairman, and shall provide for reports, termination and other administrative matters deemed appropriate by the board. Members of committees shall be appointed from among the owners and residents.

- 11. Manager.** The board may employ a manager or managing agent for the Association, at a compensation established by the board, to perform duties and services authorized by the board.
- 12. Fines.** The board may levy fines for each day or occurrence that a violation of the governing documents persists after notice and hearing, provided the amount of the fine does not exceed the amount necessary to ensure compliance with the governing documents.
- 13. Delinquent Accounts.** The board may establish, levy, and collect reasonable late charges for members' delinquent accounts. The board may also establish a rate of interest to be charged on members' delinquent accounts, provided the rate of interest does not exceed eighteen percent (18%) or the maximum rate permitted by State law, whichever is smaller.
- 14. Fidelity Bonds.** The board may require that all officers, agents and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The premiums on such bonds may be a common expense of the Association.
- 15. Ex-Officio Directors.** The board may, from time to time, designate one or more persons as ex-officio members of the board, pursuant to Section 22.210 of the TBOC .

ARTICLE III: OFFICERS

- 1. Designation.** The principal officers of the Association shall be the president, the secretary, and the treasurer. The board may appoint one or more vice-presidents and such other officers and assistant officers as it deems necessary. The president and secretary shall be directors. Other officers may, but need not, be members or directors. Any two offices may be held by the same person, except the offices of president and secretary. If an officer is absent or unable to act, the board may appoint a director to perform the duties of that officer and to act in place of that officer, on an interim basis.
- 2. Election of Officers.** The officers shall be elected no less than annually by the directors at the organization meeting of the board and shall hold office at the pleasure of the board. Except for resignation or removal, officers shall hold office until their successors have been designated by the board.
- 3. Removal and Resignation of Officers.** A majority of directors may remove any officer, with or without cause, at any regular meeting of the board or at any special meeting of the board called for that purpose. A successor may be elected at any regular or special meeting of the board called for that purpose. An officer may resign at any time by giving written notice to the board. Unless the notice of resignation states otherwise, it is effective when received by the board and does not require acceptance by the board. The resignation or removal of an officer who is also a director does not constitute resignation or removal from the board.
- 4. Standard of Care.** In performing their duties, the officers and directors are required to exercise the standards of care provided by Section 22.221 of the Texas Business Organizations Code (TBOC) and Section 209.005(m) of the Texas Property Code, acting in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner they reasonably believe to be in the best interests of the Association.
- 5. Description of Principal Offices.**

- a) **President.** As the chief executive officer of the Association, the president shall: (I) preside at all meetings of the Association and of the board; (ii) have all the general powers and duties which are usually vested in the office of president of a corporation organized under the laws of the State of Texas; (iii) have general supervision, direction and control of the business of the Association, subject to the control of the board; and (iv) see that all orders and resolution of the board are carried into effect.
 - b) **Secretary.** The secretary shall: (i) keep the minutes of all meetings of the board and of the Association; (ii) have charge of such books, papers and records as the board may direct; (iii) maintain a record of the names and addresses of the members for the mailing of notices; and (iv) in general, perform all duties incident to the office of secretary.
 - c) **Treasurer.** The treasurer shall: (i) be responsible for Association funds; (ii) keep full and accurate financial records and books of account showing all receipts and disbursements; (iii) prepare all required financial data and tax returns; (iv) deposit all monies or other valuable effects in the name of the Association in such depositories as may from time to time be designated by the board; (v) prepare the annual and supplemental budgets of the Association; (vi) review the accounts of the managing agent on a monthly basis in the event such managing agent is responsible for collecting and disbursing Association funds; and (vii) perform all the duties incident to the office of treasurer.
6. **Authorized Agents.** Except when the governing documents require execution of certain instruments by certain individuals, the board may authorize any person to execute instruments on behalf of the Association. In the absence of board designation, the president and the secretary shall be the only persons authorized to execute instruments on behalf of the Association.

ARTICLE IV: MEETINGS OF THE ASSOCIATION

- 1. **Annual Meeting.** An annual meeting of the Association shall be held during the month of March of each year. At annual meetings the members shall elect directors in accordance with these Bylaws. The members may also transact such other business of the Association as may properly come before them.
- 2. **Special Meeting.** It shall be the duty of the president to call a special meeting of the Association if directed to do so by a majority of the board or by a petition signed by members representing at least fifty percent (50%) of the votes in the Association. Such meeting shall be held within thirty (30) days after the board resolution or receipt of petition. The notice of any special meeting shall state the time, place and purpose of such meeting. No business, except the purpose stated in the notice of the meeting, shall be transacted at a special meeting.
- 3. **Place of Meetings.** Meetings of the Association shall be held at a suitable place convenient to the members, as determined by the board.
- 4. **Notice of Meetings.** At the direction of the board, written notice of meetings of the Association shall be given to an owner at least ten (10) days but not more than sixty (60) days prior to such meeting. Notices of meetings shall state the date, time and place such meeting is to be held. Notices shall

identify the type of meeting as annual or special, and shall state the particular purposes of a special meeting. Notices may also set forth any other items of information deemed appropriate by the board.

5. **Voting Rights.** Each member shall have one vote per property owned in the Subdivision, as provided in the Declaration. Until all seven lots in the TerraLoma Subdivision are sold, Reimagine Realty Solutions, LLC shall hold majority voting rights for the election of directors and other matters requiring a member vote, as specified in the Declaration. If a property is owned by co-owners, they shall designate one voter in writing to the Association; no fractional votes are permitted.
6. **Quorum.** A quorum for any annual or special meeting of the Association shall consist of members representing at least thirty percent (30%) of the total votes entitled to be cast, present in person or by proxy. If a quorum is not present, the meeting may be adjourned to a later date, with notice provided as required by these Bylaws.
7. **Ineligibility.** The board may determine that no member may (i) receive notice of meetings of the Association, (ii) vote at meetings of the Association, or (iii) be elected to serve as a director if the member's financial account with the Association is in arrears on the record dates provided below, provided each ineligible member shall be given notice of the arrearage and an opportunity to become eligible. The board may specify the manner, place and time for payment for purposes of restoring eligibility.
8. **Record Dates.**
 - a) **Determining Notice Eligibility.** The board shall fix a date as the record date for determining the members entitled to notice of a meeting of the Association. The record date may not be more than sixty (60) days before the date of a meeting of the Association at which members will vote.
 - b) **Determining Voting Eligibility.** The board shall fix a date as the record date for determining the members entitled to vote at a meeting of the Association. The record date may not be more than sixty (60) days before the date of a meeting of the Association at which members will vote.
 - c) **Determining Rights Eligibility.** The board shall fix a date as the record date for determining the members entitled to exercise any rights other than those described in the preceding two paragraphs. The record date may not be more than sixty (60) days before the date of the action for which eligibility is required, such as nomination to the board.
 - d) **Suspension of Rights.** The Board may suspend voting and use rights for nonpayment of assessments or violation of governing documents, after notice and an opportunity for a hearing as required by law.
 - e) **Adjournments.** A determination of members entitled to notice of or to vote at a meeting of the Association is effective for any adjournment of the meeting unless the board fixes a new date for determining the right to notice or the right to vote. The board must fix a new date for determining the right to notice or the right to vote if the meeting is adjourned to a date more than ninety (90) days after the record date for determining members entitled to notice of the original meeting.
9. **Voting Members List.** The board shall prepare and make available a list of the Association's voting members in accordance with the state law.

- 10. Quorum.** At any meeting of the Association, the presence in person or by proxy of members entitled to cast at least fifty percent (50%) of the votes that may be cast for election of the board shall constitute a quorum. Members present at a meeting at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal, during the course of the meeting, of members constituting a quorum.
- 11. Votes.** The vote of members representing at least a majority of the votes cast at any meeting at which a quorum is present shall be binding upon all members for all purposes, except when a higher percentage is required by these bylaws, the declaration, or by law. There shall be no cumulative voting.
- 12. Corporation-Owned Property.** If a property is owned by a corporation, the vote appurtenant to that property may be cast by any officer of the corporation in the absence of express notice of the designation of a specific person by the board of directors or bylaws of the owning corporation. The vote of a partnership may be cast by any general partner of the owning partnership in the absence of express notice of the designation of a specific person by the owning partnership. The person presiding over a meeting or vote may require reasonable evidence that a person voting on behalf of a corporation or partnership is qualified to vote.
- 13. Proxies. Votes may be cast in person or by written proxy.** To be valid, each proxy shall (i) be signed and dated by a member or his attorney-in-fact; (ii) identify the property to which the vote is appurtenant; (iii) name the person in favor of whom the proxy is granted, such person having agreed to exercise the proxy; (iv) identify the purpose or meeting for which the proxy is given; (v) not purport to be revocable without notice; and (vi) be delivered to the secretary or to the person presiding over the Association meeting for which the proxy is designated. Unless the proxy specifies a shorter or longer time, it shall terminate one year after its date. To revoke a proxy, the granting member must give actual notice of revocation to the person presiding over the Association meeting for which the proxy is designated. Unless revoked, any proxy designated for a meeting which is adjourned, recessed, or reschedules shall be valid when such meeting reconvenes.
- 14. Conduct of Meetings.** The president, or any person designated by the board, shall preside over meetings of the Association. The secretary shall keep, or cause to be kept, the minutes of the meeting which shall record all resolutions adopted and all transactions occurring at the meeting, as well as a record of any votes taken at the meeting. The person presiding over the meeting may appoint a parliamentarian. The then current edition of Robert's Rules of Order shall govern the conduct of all meetings of the Association when not in conflict with the governing documents. Votes shall be tallied by tellers appointed by the person presiding over the meeting.
- 15. Order of Business.** Unless the notice of meeting states otherwise, the order of business at meetings of the Association shall be as follows:
- a) Determine votes present by roll call or check-in procedure
 - b) Announcement of quorum
 - c) Proof of notice of meeting

- d) Reading and approval of minutes of preceding meeting
- e) Reports
- f) Election of directors (when required)
- g) Unfinished or old business
- h) New business

- 15. Adjournment of Meeting.** At any meeting of the Association, a majority of the members present at that meeting, either in person or by proxy, may adjourn the meeting to another time.
- 16. Action Without Meeting.** Subject to board approval, any action which may be taken by a vote of the members at a meeting of the Association may also be taken without a meeting by written consents. The board may permit members to vote by ballots delivered by hand, mail, facsimile transmission, or any combination of these. Written consents by members representing at least a majority of votes in the Association, or such higher percentage as may be required by the governing documents, shall constitute approval by written consent. This paragraph may not be used to avoid the requirement of an annual meeting. This paragraph shall not apply to the election of directors unless expressly permitted in paragraph 2.3.
- 17. Telephone Meetings.** Members of the Association may participate in and hold meetings of the Association by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in such meetings shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

ARTICLE V: ASSESSMENTS

- 1. Levy of Assessments.** The Board shall levy annual and special assessments in accordance with the Declaration of Covenants, Conditions, and Restrictions (CC&Rs) to meet the common expenses of the Association, including fees for architectural review as specified in the Architectural Review and Building Guidelines.
- 2. Delinquency and Enforcement.** Assessments unpaid after thirty (30) days shall be deemed delinquent and shall incur late fees and interest as specified in the Declaration, not to exceed the maximum permitted by Texas law. Delinquent assessments, including architectural review fees, and related fees shall constitute a lien on the lot, enforceable as provided in the Declaration and Texas Property Code § 209.009. In the event of delinquency, the Board shall provide notice and an opportunity for a hearing in accordance with Texas Property Code § 209.007, with at least fifteen (15) days' notice of the hearing, delivered per Article X, to be held within thirty (30) to ninety (90) days of the notice.
- 3. Violations.** In the event of a violation of the CC&Rs, other than non-payment of assessments, the Board shall provide notice and an opportunity for a hearing in accordance with Texas Property Code § 209.007, with at least fifteen (15) days' notice of the hearing, delivered per Article X, to be held

within thirty (30) to ninety (90) days of the notice. Violations may be enforced as provided in Article VII and the Declaration.

4. **Equitable Assessments and Exemptions.** Assessments shall be levied equitably on a pro rata basis per lot, as specified in the Declaration. Due to the Subdivision having fewer than fourteen (14) lots, the Association is exempt from certain Texas Property Code requirements, including collections and payment plan policies under § 209.0062.

ARTICLE VI: RULES

1. **Rules.** The board shall have the right to establish and amend, from time to time, reasonable rules, community policies and regulations for: (i) the administration of the Association and the governing documents; (ii) the maintenance, management, operation, use, conservation, and beautification of the Subdivision; and (iii) the health, comfort and general welfare of the residents; provided, however, that such rules may not be in conflict with law or the governing documents. The board shall, at all times, maintain the then current and complete rules in a written form which can be copied and distributed to the members. Rules need not be recorded in the county real property records.
2. **Adoption and Amendment.** Any rule or community policy may be adopted, amended or terminated by the board, provided that the rule and the requisite board approval are properly recorded as a resolution in the minutes of the meeting of the board.
3. **Notice and Comment.** The board shall give written notice to an owner of each property of any amendment, termination or adoption of a rule or community policy, or shall publish same in a newsletter or similar publication which is circulated to the members, at least ten (10) days before the rule's or policy's effective date. The board may, but shall not be required, to give similar notice to residents who are not members. Any member or resident so notified shall have the right to comment orally or in writing to the board on the proposed action.
4. **Distribution.** Upon request from any member or resident, the board shall provide a current and complete copy of rules and community policies. Additionally, the board shall, from time to time, distribute copies of the current and complete rules and community policies to an owner of each property and, if the board so chooses, to non-member residents.

ARTICLE VII: ENFORCEMENT

1. The violation of any provision of the governing documents shall give the board the right, after notice and hearing, except in case of an emergency, in addition to any other rights set forth in the governing documents:
 - a) To enter the property or limited common element in which, or as to which, the violation or breach exists and to summarily abate and remove, at the expense of the defaulting owner, any structure, thing, or condition that is existing and creating a danger to the common elements contrary to the intent and meaning of the provisions of the governing documents. The board shall not be deemed liable for any manner of trespass by this action; or

- b) To enjoin, abate or remedy by appropriate legal proceedings, either at law or in equity, the continuance of any breach.

ARTICLE VIII: OBLIGATIONS OF THE OWNERS

1. **Proof of Ownership.** Any person, on becoming an owner of a property within the Subdivision, shall furnish to the board evidence of ownership in the property, which copy shall remain in the files of the Association. A member shall not be deemed to be in good standing nor be entitled to vote at any annual or special meeting of the Association unless this requirement is first met. This requirement may be satisfied by receipt of a board-approved form that is completed and acknowledged by a title company or attorney at time of conveyance of the property or any interest therein.
2. **Owners' Addresses.** The owner of a property within the Subdivision shall register and maintain one mailing address to be used by the Association for mailing of monthly statements, notices, demands and all other communications. The owner shall keep the Association informed of the member's current mailing address. If an owner fails to maintain a current mailing address with the Association, the address of that owner's property shall be deemed to be his mailing address.
3. **Assessments.** All owners shall be obligated to pay assessments imposed by the Association to meet the common expenses as defined in the declaration. A member shall be deemed to be in good standing and entitled to vote at any meeting of the Association if he is current in the assessments made or levied against him and his property.
4. **Compliance with Documents.** Each owner shall comply with the provisions and terms of the governing documents, and any amendments thereto. Further, each owner shall always endeavor to observe and promote the cooperative purposes for which this Association was established.

ARTICLE IX: ASSOCIATION RECORDS

1. **Records.** The Association shall use its best efforts to keep the following records:
 - a) Minutes or a similar record of the proceedings of meetings of the Association. A recitation in the minutes that notice of the meeting was properly given shall be sufficient evidence that such notice was given.
 - b) Minutes or a similar record of the proceedings of meetings of the board.
 - c) Names and mailing addresses of the members, the currency and accuracy of the information being the responsibility of the members.
 - d) Names and mailing addresses of the mortgages, the currency and accuracy of the information being the responsibility of the members and their mortgagees.
 - e) Financial records and books of account for the Association, kept in a manner consistent with generally accepted accounting principles.
 - f) A copy of the plans and specifications used to construct any residence, garage, storage shed, or recreational area.

- g) Copies of income tax returns prepared for the Internal Revenue Service.
 - h) Copies of the governing documents and all amendments to any of these. Also, for at least four (4) years, a record of all votes or written consents by which amendments to the governing documents were approved.
2. **Inspection of Books and Records.** Books and records of the Association shall be made available for inspection and copying pursuant to Section 22.351 of the TBOC .
 3. **Resale Certificates.** Any officer may prepare or cause to be prepared, certify, and execute resale certificates in accordance with Section 207.003 of the Texas Property Code. The Association may charge a reasonable fee for preparing resale certificates. The Association may refuse to furnish resale certificates until the fee is paid. Any unpaid fees may be assessed against the property for which the certificate is furnished , in accordance with the Declaration of Covenants, Conditions, and Restrictions and applicable law.

ARTICLE X: NOTICES

1. **Delivery of Notices.** Any written notice required or permitted by these bylaws may be given personally, by mail, by facsimile transmission, or by electronic mail if the member has provided an email address. If mailed, the notice is deemed delivered when deposited in the U.S. mail addressed to the member at the address shown on the Association's records. If transmitted by facsimile, the notice is deemed delivered on successful transmission of the facsimile.
2. **Waiver of Notice.** Whenever any notice is required to be given to an owner, member, or director, a written waiver of the notice, signed by the person entitled to such notice, whether before or after the time stated in the notice, shall be equivalent to the giving of such notice. Attendance by a member or director at any meeting of the Association or board, respectively, shall constitute a waiver of notice by such member or director of the time, place and purpose of such meeting. If all members or directors are present at any meeting of the Association or board, respectively, no notice shall be required and any business may be transacted at such meeting.

ARTICLE XI: AMENDMENTS TO BYLAWS

1. **Proposals.** These bylaws may be amended by the members according to the terms of this Article. The Association shall provide an owner of each property with a detailed description, if not exact wording, of any proposed amendment. Such description shall be included in the notice of any annual or special meeting of the Association if such proposed amendment is to be considered at said meeting.
2. **Consents.** An amendment shall be adopted by the vote, in person or by proxy, or written consents of members representing at least a majority of the votes cast or present at a meeting for which a quorum is obtained.
3. **Effective.** To be effective, each amendment must be in writing, reference the name of the Association, be signed by at least two officers acknowledging the requisite approval of members, and be delivered to an owner of each property at least ten (10) days before the amendment's effective

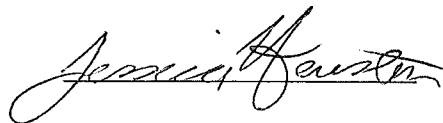
date. Further, if these bylaws are publicly recorded, the amendment must recite the recording data for the bylaws, be in a form suitable for recording as a real property record and be delivered to the county clerk for recordation.

ARTICLE XII: GENERAL PROVISIONS

1. **Conflicting Provisions.** If any provision of these bylaws conflicts with any provision of the laws of the State of Texas, such conflicting bylaws provisions shall be null and void, but all other provisions of these bylaws shall remain in full force and effect. In the case of any conflict between the articles of incorporation of the Association and these bylaws, the articles shall control. In the case of any conflict between the declaration and these bylaws, the declaration shall control.
2. **Severability.** Invalidation of any provision of these bylaws, by judgment or court order, shall in no way affect any other provision which shall remain in full force and effect. The effect of a general statement shall not be limited by the enumerations of specific matters similar to the general.
3. **Fiscal Year.** The fiscal year of the Association shall be set by resolution of the board, and is subject to change from time to time as the board shall determine. In the absence of a resolution by the board, the fiscal year shall be the calendar year.
4. **Waiver.** No restriction, condition, obligation, or covenant contained in these bylaws shall be deemed to have been abrogated or waived by reason of failure to enforce the same, irrespective of the number of violations or breaches thereof which may occur.

I hereby certify that the foregoing is a true, complete and correct copy of the bylaws of TerraLoma Property Owners Association, Inc., a Texas non-profit corporation, as adopted by the members at a special meeting on the 26 day of August 2025.

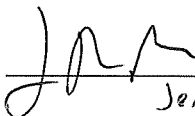
IN WITNESS WHEREOF, I hereunto set my hand this the 27 day of August 2025.



Jessica Houston, Secretary

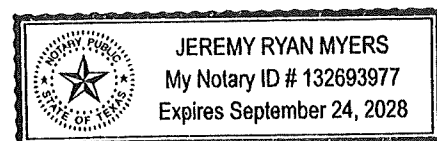
STATE OF TEXAS §
 §
 COUNTY OF ~~HAYS~~ ^{Travis} §

BEFORE ME, the undersigned authority, on this day of August 2025, personally appeared **Jessica Houston**, Secretary of TerraLoma Property Owners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same on behalf of the Association.

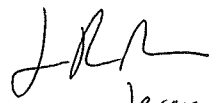


Jeremy Ryan Myers
 Notary Public Texas

My Commission expires 09/24/2028



Notary Public in and for the
State of Texas


Jeremy Ryan Myers

My Commission Expires: 09/24/2020

**THE STATE OF TEXAS
COUNTY OF HAYS**

I hereby certify that this instrument was FILED on the
date and the time stamped hereon by me and was duly
RECORDED in the Records of Hays County, Texas.

25033028 BYLAWS
09/04/2025 11:06:41 AM Total Fees: \$77.00

Elaine H. Cárdenas, MBA, PhD, County Clerk
Hays County, Texas

