

Bylaws of Golf View Estates Property Owners, Inc. (GVEPOI)

1/16/23

These GVEPOI-Bylaws are in effect as of the 7 day of February 2023

Article 1- Description

- 1.01 The name shall be Golf View Estates Property Owners, INC., hereinafter referred to GVEPOI. This is a non-profit corporation. The principal office shall be located at 7424 Couples Circle, Mission, Texas 78572. The mailing address shall be 7424 Couples Circle, Mission, Texas 78572.
- 1.02 The corporation shall have, and continuously maintain in the state of Texas, a registered office and registered agent as required by the Texas Non-Profit Corporation Act.

Article 2- Purpose

- 2.01 The purpose of these bylaws is to govern the operation of GVEPOI. These Bylaws supersede all previous Bylaws and amendments which shall have no further effect and are now considered null and void.

Article 3- Members

Definitions of Members

- 3.01 Every owner of one or more lots in Golf View Estates Subdivision Phase I &II, hereinafter referred to as Golf View Estates (GVE), Hidalgo County, Texas is a member of GVEPOI. Membership shall be appurtenant to and may not be separated from ownership of any lot. Each lot owner and significant other are eligible to use common areas owned or controlled by GVEPOI. Non-owner occupants shall not be considered voting members but will have privileges to use GVE common areas.

Voting Rights

- 3.02 Voting will be established as one vote for each lot/partial lot owned. There shall be no more than one vote per lot/partial lot. The following split-lots have been grandfathered to be deemed as one lot each; hence, one vote each: Lots 1A&2A, 13A&14A, 10& ½ of 12, 14 & ½ of 12, 26& ½ of 28, 30 & ½ 28, and 112&113.
- 3.03 All Members shall receive notice of any Member meetings or BOD meetings as defined in 4.07 notice of any meetings of the Members of BOD. Members are qualified to vote in an election of board members or any matter concerning the rights and responsibilities of the Members. Only Board of Directors are qualified to vote in BOD meetings.

Transfer of Membership

- 3.04 GVE will transfer membership from one lot owner to a new lot owner when the Deed is filed with the Hidalgo County Clerk. New Members will replace old Members on the Master Membership Listing kept by the Secretary of GVE.

GVE will maintain a Management Certificate. GVE will charge reasonable fees as established by and in accordance with Texas law.

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Article 4- Meeting of the Members

Annual Meeting

4.01 An Annual meeting of Members shall be held on the third Tuesday in January for the purposes of (a) electing Officers and Directors, (b) approving the assessment and/or special assessment and the annual GVE budget, (c) for the transaction of any other business as may come before the organization and (d) the review of the prior year's Financial Reports and the Financial Audit Report. This and all other meetings shall be conducted in accordance with a recognized system of Parliamentary Procedure or such parliamentary procedures as the Association may adopt. The meeting Time, Place and Agenda shall be posted on the Recreation Center Building Clubhouse Bulletin Board six (6) days in advance of the meeting. For the purpose of having election results before the meeting adjourns, and without unduly long meetings, the BOD may approve delivery of Ballots to Members prior to the meeting.

Regular Meetings

4.02 The GVEPOI Regular Meeting for Members shall be held the first Tuesday of each month of the year, except no regular meetings are scheduled to be held during the months of May through October.

Special Meetings

4.03 Special meeting for Members may be called by the President, Directors, or petition signed by 25% of the Members (35 households).

Board of Director Meetings

4.04 Board of Directors will be held on the third Monday of the month. The meeting agenda, time and place of the meeting will be communicated to GVE Members. GVE Members have the right to attend the meeting but not participate in the meeting.

Executive Session of the Board of Directors

4.05 An Executive session of the BOD is closed to the GVE members during which only the BOD and such selected persons are invited by the BOD are permitted to be present. The general nature of any business to be considered in Executive Session must be first announced by the BOD at a regular meeting. Any decisions made in Executive must be summarized orally at the next regular meeting.

Place of the Meeting

4.06 The meetings of GVE Members, Officers, and Directors shall be held in the GVE Clubhouse unless the BOD sets an alternate site and which will be included in the 4.07 Notice of Meeting.

Notice of the Meeting

4.07 Members shall be given notice of the date, time, place, and general subject of any meeting of the Members. Written notice of the meetings, annual or special, shall be given by the Board of Directors (BOD) to all Members by posting a meeting notice on the GVE Recreation Center

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Bulletin Board and/or the GVE Website maintained by the association. Meeting notices will be available six (6) days in advance of the meeting.

Quorum

- 4.08 A quorum is 25% of the Members (35 households), within GVE at time of Incorporation, which may be cast in any meeting, including proxies, shall constitute a quorum at such meeting, except for those special meetings called to approve expenditures in excess of set limits. At such special meetings, 33% of the Members (42 households) present at the time of such meeting shall constitute a quorum. Proxies can be used to establish a quorum at any meeting, and can be counted for the transaction of any business if a quorum is present. A simple majority (51%) shall carry the vote. If a quorum is not present at any meeting of members, a simple majority of the members present may adjourn the meeting without further notice.

Proxies

- 4.09 At any meeting of Members, a member may vote by proxy executed in writing by the Member, in duplicate; the proxy will be valid for the meetings listed. One copy will be retained by the person holding the proxy, and one copy will be retained by the GVEPOI Secretary.

Budget

- 4.10 The proposed annual budget for subsequent year shall be prepared by the BOD and distributed to each Member present at the December Regular Meeting. Once the budget is approved by Members at the Annual Meeting or at a Special Meeting thereafter, the budget is set until the subsequent years annual budget is approved.

Article 5- Board of Directors

General Powers

- 5.01 The affairs of GVEPOI shall be managed by its Officers and the Directors who shall collectively be known as the Board of Directors (BOD). Each BOD member shall be a resident of GVE.

Number and Tenure

- 5.02 The number of BOD members shall be seven (7). The BOD is comprised of President, Vice-President, Secretary, Treasurer and (3) Directors. Each BOD member shall be elected for a two (2) year term. Only one (1) member of a lot may hold office at any given time. BOD members may serve up to two (2) consecutive terms plus an unexpired term. The number of BOD elected shall be 4 on one year and 3 the following year.

Election

- 5.03 The BOD candidates shall be elected annually by the members of GVEPOI at the Annual Meeting. Two Directors shall be elected on odd numbered years and one Director on even numbered years. If the election is not held at the Annual Meeting, such election shall be held at a Special Meeting called as soon thereafter as possible. In the event a tie vote is announced at the annual meeting for any position, the President and BOD will immediately conduct a runoff election at

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the annual meeting based on the number of members present and the number of proxy votes at the meeting. Results of the election will be immediately announced.

Removal

- 5.04 In an effort to uphold the integrity of GVEPOI, any BOD Member elected by GVEPOI members or appointed by the BOD may be removed from office by majority vote of the GVE members if their judgement or actions do not align with GVEPOI Bylaws and Convenances.

Vacancies

- 5.05 Any vacancy of BOD Members occurring because of death, resignation or other reason shall be filled by the Board of Directors, until the next annual meeting, when a BOD Member shall be elected for the unexpired term.

Notice

- 5.06 Notice (to include purpose of the meeting) of any special meeting of the BOD shall be given at least six days prior to the meeting and be sent by mail, or electronic communication to each BOD Member. If mailed, such notice shall be deemed to be delivered when deposited in the US mail so addressed with postage thereon prepaid, and mailed in sufficient time to permit delivery at least six days prior to scheduled meeting

Quorum of BOD

- 5.07 A simple majority of the BOD shall constitute a quorum for the transaction of business at any meeting of the BOD; but, if less than a majority of the BOD is present at such meeting, a majority of the BOD present may adjourn the meeting without further notice.

Compensation

- 5.08 BOD members as such shall not receive any stated salaries for their services. They shall be reimbursed for any legitimate, authorized expenses they have incurred.

Gifts

- 5.09 The BOD may accept on behalf of the GVEPOI any contribution, gift, bequest, or device for the general purpose or for any special purpose of GVEPOI.

GVEPOI Clubhouse

- 5.10 The BOD reserves the right to approve and charge for use of the (Clubhouse & Pool) for any activity when the event does not evolve from the Activity Committee.

Informal Action by Directors

- 5.11 Any action required by law to be taken at a meeting of the BOD, or any action which may be taken at such meeting, may be taken without a meeting if a consent in writing (electronic or hard-copy) setting forth the action so taken shall be signed by all BOD Members. If unable to attend a meeting, a director or Officer may vote by proxy executed in writing by said Director or Officer.

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Approval of Physical Changes within GVE Common Area

- 5.12 No changes, alteration, additions, or modifications of any kind shall be made or be permitted to any common area, property, equipment, buildings, or structures by any member or by any entity unless prior approval by a majority of the BOD, in writing, has been obtained.

The Board of Directors (BOD), and their duties and responsibilities

- 5.13 The BOD of GVEPOI is comprised of President, Vice-President, Secretary, Treasurer and three (3) Directors.

President

- 5.14 The President shall be the chief executive officer of GVEPOI and shall in general supervise and control all business and affairs of GVEPOI. The President shall preside at the meetings of the members and of the BOD. The President shall sign, with the Secretary or Treasurer, any deeds, mortgages, bonds, contracts, or other instruments which the BOD have authorized to be executed, except in the case where the signing and execution thereof shall be expressly delegated by the BOD or by these Bylaws or by Statute to some other officer or agent of the Association; and in general, shall perform all duties incident to and prescribed by the BOD.

The President shall nominate GVEPOI committees (as required) to the BOD for approval. The committees will have a minimum of three members. The term of office shall be two (2) years for each committee member. The appointments shall be made as required. Each committee shall have Rules and Procedures and seek approval of the Rules and Procedure before they are administered.

Vice President

- 5.15 In the absence of the President, or in the event of their inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all restrictions of the role as President.

Secretary

- 5.16 The Secretary shall keep the minutes of the Members' meetings and of the BOD meetings, in electronic and/or paper format. The Secretary shall provide notices in accordance with the provisions of these Bylaws or as required by law, be a custodial of the GVEPOI records, be responsible for the Management Certificate Filing with the State of Texas, keep a register of the post office address of each GVE Member, which will be furnished by each member. In general, the secretary shall perform all duties incident to the office of secretary, and such other duties as may be assigned to the Secretary by the President or the BOD. The BOD may appoint an assistant secretary to assist the secretary. The assistant secretary shall not be considered a BOD member.

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Treasurer

- 5.17 The treasurer shall have charge and custody of and be responsible for all funds and securities of GVEPOI;
- Receive receipts for funds due and payable to GVEPOI; deposit all such moneys in the name of GVEPOI in such banks or other depositories as shall be selected in accordance with the provisions of Article 7 of these Bylaws;
 - Pay all appropriate bills of GVEPOI;
 - Maintain documents and auditable records of the income and expenses of GVEPOI.
 - Responsible for notifying all members; either by notice of the clubhouse bulletin board or by letter if the member is not present at the GVEPOI, of approved annual budget and approved dues for subsequent year.
 - Responsible for maintaining Bank Accounts to maximize operations and return on funds. Provide recommendations to the Board as needed for new accounts and services
 - Notify, in writing, any member who has not paid their assessments.

In general, each will perform the duties incident to their respective office and such other duties as may be assigned to them by the majority of the BOD. The BOD may appoint an assistant treasurer to assist the treasurer in the collection and deposit of funds. When receiving funds, the assistant treasurer shall issue a receipt for all funds collected. The assistant treasurer shall not be considered a BOD Member. The decision whether to provide bonding for the assistant treasurer rests with the BOD.

Directors

- 5.18 The directors shall oversee, set policies and operating guidelines for GVEPOI officers. The directors shall ensure that GVEPOI officers comply with the policy and guidelines as set. Each of the directors shall monitor and attend committee activities and meetings as assigned by the majority of the BOD.

Board of Directors

- 5.19 Is made up of president, vice-president, treasurer, secretary, and directors. Additional duties may be as assigned by the majority of the BOD. The GVEPOI Board of Directors (BOD) may write, or cause to be in effect, specific Rules, and Procedures to govern certain activities of the BOD and of selected committees: hereinafter, these specific rules or policies shall be referred to as GVEPOI Rules and Procedures; a current set will be kept on file with GVEPOI records and with GVEPOI Secretary. If there is a conflict between Bylaws and GVE Rules and Procedures, the Bylaws will prevail.

BOD Expenditures

- 5.20 The BOD is limited to expenditures not to exceed \$ 500.00 of the General Funds or Activity Funds for a specific item or associated group of non-budgeted items. Expenditures in excess of such amount shall require action by the membership at a Regular or Special Meeting. Expenses exceeding the \$500.00 maximum and less than \$2,000 will require approval by a majority of the

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BOD on an individual basis (unless emergency situations arise) and reported to the Members at the next Regular Meeting.

Article 6 – Committees

Committees

- 6.01 Each committee will be led by a GVE Member and contain three GVE Members. Each will report to the GVE BOD. The term of office shall be two (2) years for each committee member. The appointments shall be made as required. Each committee shall have Rules and Procedures and seek approval from the GVE BOD before they are administered.

Nominating Committee

- 6.02 The BOD shall, during each fiscal year, appoint a Nominating Committee comprised of three (3) members of GVEPOI who shall submit a slate of nominees for Directors and Officers, to be voted on at the annual meeting. The Nominating Committee shall select nominees for BOD positions and post such nominations on the clubhouse bulletin board no later than ten (10) days before the regular January meeting. The submission of such nominations to the members shall not preclude members from making additional nominations from the floor at the regular January meeting.

Financial Review Committee

- 6.03 The BOD shall appoint a Financial Review Committee comprised of three (3) members, thirty (30) days prior to the end of each fiscal year. This committee shall audit the books and file a statement with the BOD, to be read at the annual meeting.

Architectural and Compliance Committee

- 6.04 The BOD shall appoint an Architectural and Compliance Committee, comprised of three (3) members, to oversee compliance with Covenants and Bylaws regarding structural placements and maintenance of lots. This committee shall report to the BOD as required.

Election Committee

- 6.05 The BOD shall, during each fiscal year, appoint an election committee, comprised of three (3) members. In accordance with GVEPOI Rules and Procedures, the election committee shall receive a listing from the Secretary of the Members, prepare and issue ballots, supervise voting of proxies and absentee ballots, count ballots and certify elected candidates to the BOD and the members. Candidate names and the number of votes each received will be provided to the BOD. No candidate for election shall serve on the election committee.

Maintenance Committee

- 6.06 The BOD shall appoint a Maintenance Chairperson, to be responsible for determining what maintenance or repairs are necessary to maintain the GVE common area in a clean, well-kept manner. The common area includes the recreation center clubhouse, swimming pool,

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surrounding area and the GVE entrance area. That individual will coordinate jobs with volunteers and will advise the BOD whenever outside help is needed.

Long Range Planning Committee

- 6.07 The BOD shall appoint a long-range planning committee comprised of three (3) members to develop long range goals, plan future capital expenditures and major repairs to the common area and property owned by GVEPOI. The term of office shall be two (2) years for each committee member. Two shall be appointed on even numbered years and one on odd number years.

Activity Committee

- 6.08 The BOD shall appoint an activity committee, comprised of at least three (3) members; the committee shall elect a chair person to be responsible for the activity funds and to be a committee spokesperson. The activity committee is to coordinate GVEPOI activities within the recreation center and offsite.

Communication Committee

- 6.09 The purpose of the committee is to efficiently communicate with GVE members to share knowledge and information.

Expenses by Members

- 6.10 Minor expenses incurred by members may be reimbursed from the GVEPOI appropriate fund if there is a receipt for such expense and if the expense was approved by the appropriate committee chairperson. The expense must be submitted within 60 days of purchase.

Article 7- Contracts, Checks, Deposits and Funds

Contracts

- 7.01 The BOD may appoint and authorize any BOD Member to enter into any contract, or execute and deliver any instrument in the name of and on behalf of GVEPOI. Such authority may be general or confined to specific instances.

Checks and Drafts

- 7.02 All checks, drafts, or orders for the payment of money, notes and other evidence of indebtedness issued in the name of the GVEPOI, all to be paid from GVEPOI general fund bank account, shall be signed by the Treasurer or an authorized BOD member. For GVEPOI activity fund bank account, all checks, drafts, or orders for the payment of money, shall be signed by the treasurer or a BOD member who has been authorized by the BOD to obtain bank signature authority.

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Deposits and Banks

- 7.03 All funds of GVEPOI shall be deposited to the credit of GVEPOI in such federally insured banks or other depositories as the BOD may select. It is expected GVEPOI shall maintain two (2) bank accounts, one for the general funds and one for the activity's funds.

Activity Fund

- 7.04 An activity fund shall be maintained by the Treasurer with assistance of the Chairperson of the Activity Committee. This fund shall be subject to audit at the same time as the General Fund. This fund shall be used for support of GVEPOI Activity Committee functions. All receipts and expenses from GVE activities shall be deposited and checks written for expenses from this account. Activity Funds may be transferred to the General Account to be used for building improvements and maintenance of recreation facilities.

The Activity Committee Chairperson, in coordination with the Treasurer, may recommend to the BOD the setting of fees for the use of the recreation facilities for activities not in conjunction with the Activity committee for persons or groups inside or outside of GVEPOI.

Article 8- Books and Records

- 8.01 GVE Secretary shall ensure that correct and complete books and records are kept of GVEPOI Operations. In addition, minutes of the proceedings of its members, BOD and Committees having any of the authority of the BOD shall be kept. GVEPOI shall keep a record giving the names and addresses of the members entitled to vote. Members are responsible to provide the Secretary with current addresses. GVEPOI will follow the Records Production and Copying Policy and the Document Retention Policy.

Article 9- Fiscal Year

- 9.01 The fiscal year of GVEPOI shall begin on the first day of January and end on the last day of December.

Article 10- Assessments

Annual Assessment

- 10.01 The GVE BOD shall determine the annual assessments payable by the owners of one or more lots in GVE, Hidalgo County Texas. The annual assessment for the lot owners is predicated on the annual budget approved by the members.

The annual assessment shall be due and payable in January, immediately after the Annual Meeting. The annual assessment shall be considered delinquent if payment is not received by February 15th, non-payment by February 15th will result in a \$25.00 late fee assessed to that member; and the start of interest accrual at the maximum rate allowed by law from February 15th until paid.

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Special Assessment

- 10.02 If special assessments are required, they shall be predicated on specific and defined needs, all of which shall be detailed and presented by the BOD.

Special Assessment for GVEPOI shall be presented by the BOD to GVEPOI members for approval. If approved, the special assessment shall be invoiced to all lot owners by the GVEPOI Treasurer, payable within 30 days of its approval.

Penalties for Late Payment

- 10.03 Non-payment by the due date shall result in a \$25.00 late fee assessed to that member; and the start of interest accrual at the maximum rate allowed by law from that date until paid.

Alternative Payment Plan

- 10.04 GVEPOI established guidelines to allow owners who are delinquent in payment of a debt to pay the debt in partial payment. These guidelines are available to all GVEPOI Members.

GVE Lots

- 10.05 GVE is comprised of 147 lots as follows: Lots 1A-18A (garden home lots), Lots 2-7, Lots 9-130 (home lots) and Lot 131 (common area). Annual assessments and special assessment (if required), shall be invoiced to 141 GVEPOI lot owners. Six GVE lots to be excluded from the assessments are as follows: #2A (included with 1A), #13A (included with 14A), #12(1/2 is included with #10 and ½ with #14), #28 (1/2 is included with #26 and ½ with #30), #113 (included with #112) and #131- common area (clubhouse and swimming pool).
- 10.06 The annual and special assessment fees shall transfer from the previous owner to the new owner at the time the deed is recorded.

Article 11- Liability and Bonding

- 11.01 Each BOD members shall not be personally held liable for any act or acts done in the furtherance of the best interest of the Association. In this regard, insurance protection shall be provided BOD members at GVEPOI expense.

Article 12- Changes in Bylaws

- 12.01 These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a 51% majority of GVE Members, if at least ten (10) days' notice is given of an intention to alter, amend or repeal these bylaws or to adopt new bylaws. Such proposals to alter, amend or repeal these bylaws or to adopt new bylaws may be made at any regular meeting.

Article 13- Dissolution of Corporation

- 13.01 Dissolution of GVEPOI shall be determined by seventy-five (75%) percent of the vote-eligible-members at a special meeting, during the month of February only, called for this purpose. The corporation will be dissolved and its affairs wound-up in accordance with Texas Business Organization Code.

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Adoption on February 7, 2023 by 67% of the members signing.

Adoption on March 19, 2002 by the majority of the members signing

Amended on November 5, 2002 by the majority of the members signing

Amended on Jan 21, 2003 by the majority of the members signing

Amended on February 4, 2003 by the majority of the members signing

Amended on November 4, 2003 by the majority of the members signing

Amended on December 8, 2004 by court order

Amended on November 6, 2007, vote of the membership.
