

ADDITIONAL DEDICATORY INSTRUMENTS
for
SOUTHWYCK COMMUNITY ASSOCIATION, INC.

THE STATE OF TEXAS §

COUNTY OF BRAZORIA §

BEFORE ME, the undersigned authority, on this day personally appeared **Trisha Taylor Farine**, who, being by me first duly sworn, states on oath the following:

"My name is **Trisha Taylor Farine**, I am over twenty-one (21) years of age, of sound mind, capable of making this affidavit, authorized to make this affidavit, and personally acquainted with the facts herein stated:

"I am the attorney/agent for SOUTHWYCK COMMUNITY ASSOCIATION, INC. Pursuant with Section 202.006 of the Texas Property Code, the following documents are copies of the original official documents from the Association's files:

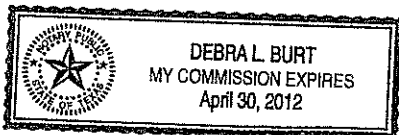
- 1. Amended and Restated By-Laws
- 2. Policy Regarding Records Retention, Inspection & Production
- 3. Policy Regarding Collection of Assessments

DATED this 2nd day of December, 2011.

SOUTHWYCK COMMUNITY
ASSOCIATION, INC.

BY: Trisha Taylor Farine
Trisha Taylor Farine
Attorney/Agent

SUBSCRIBED AND SWORN TO BEFORE ME by the said Trisha Taylor Farine, on this the 2nd day of December, 2011.



Debra L. Burt
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

After recording return to:

✓ DAUGHTRY & JORDAN, P.C.
17044 El Camino Real
Houston, Texas 77058

AMENDED AND RESTATED
BY-LAWS

OF

SOUTHWYCK COMMUNITY ASSOCIATION, INC.
A TEXAS NON-PROFIT CORPORATION

WHEREAS, the original Bylaws of Southwyck Community Association, Inc. were executed on June 11, 1984;

WHEREAS, the First Amendment to Bylaws of Southwyck Community Association, Inc. was executed on November 1, 2006;

WHEREAS, Article XII of the Bylaws of Southwyck Community Association, Inc. (hereinafter "Bylaws") provides that said document can be amended, at a regular or special meeting of the Board of Directors, by a vote of a majority of a quorum of Board members present; and

WHEREAS, at a special meeting of the Board of Directors, a majority of a quorum of Board members present voted to amend and restate the Bylaws;

NOW THEREFORE, the following Amended and Restated By-Laws of Southwyck Community Association, Inc. does hereby completely replace any previously recorded By-Laws or amendments thereto.

ARTICLE I

The name of the corporation is Southwyck Community Association, Inc., hereinafter referred to as the "Master Association." The principal office of the corporation shall be located in Harris County, Texas, but meetings of the Members and directors may be held at such places within Harris County or Brazoria County, Texas, as may be designated by the Board of Directors.

ARTICLE II

Section 1. "Master Association shall mean and refer to Southwyck Community Association, Inc., a Texas non-profit corporation, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property or properties described in the Declaration of Covenants, Conditions and Restrictions and any additional properties which may hereafter be brought within the jurisdiction of the Master Association.

Section 3. "Lot" shall mean and refer to any building plot of land shown upon any recorded map of the Properties, with the exception of association-owned common areas, if any.

Section 4. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties subject to a maintenance charge assessment by the Master Association, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 5. "Declarant" shall mean and refer to General Homes Corporation, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 6. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions of Southwyck, whether one or more, applicable to the Properties recorded in the office of the County Clerk, Brazoria County, Texas, and any additions and supplements thereto.

Section 7. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration and Articles of Incorporation. Co-owners of lots within the subdivision which are not named as owners of record will not be considered as a "Member" under these By-Laws.

Section 8. "General Common Area" shall mean all real property, if any, owned by the Master Association or under the jurisdiction of the Master Association for the common use and enjoyment of the Owners of one or more Southwyck or related subdivision.

ARTICLE III Meetings of Members

Section 1. Annual Meetings. Annual meetings of the Members shall be held on the day and at the location designated by the Board of Directors. Notice of the annual meeting shall be mailed to all Members as proscribed in Section 3 below.

Section 2. Special Meetings. Special meetings of the Members may called at any time by the President or by the Board of Directors, or upon written request of the Members representing at least one-fourth (1/4) of the total number of votes in the Master Association. Notices for special meetings of the Members shall be sent as proscribed in Section 3 below.

Section 3. Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, not less than ten (10) nor more than sixty (60) days before such meeting to each Member, addressed to the Member's address last appearing on the books and records of the Master Association. Such notice shall specify the place, day and hour of the meeting, and the purpose of the meeting.

Section 4. Quorum.

(a) The presence at any meeting of Members (in person or by proxy) of one-tenth (1/10) or more of the votes of the membership shall constitute a quorum at any such meeting of Members for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these Bylaws.

(b) If quorum is not present or represented, the meeting shall be adjourned without notice other than announcement at the meeting, and immediately reconvened for the sole purpose of election of directors. At the reconvened meeting, quorum shall be all those members counted as present whether in person or by proxy, absentee ballot, electronic ballot, or any other method of representative or delegated voting. Directors shall be elected by a majority of those votes.

Section 5. Proxies and Absentee Ballots. At all meetings of the Members, each Member may vote in person, by proxy, or by absentee ballot. All proxies and absentee ballots must be in writing on the form promulgated by the Board of Directors, and must be submitted by the due date indicated on the proxy or absentee ballot. Every proxy shall be revocable.

ARTICLE IV Board of Directors

Section 1. Board of Directors. The affairs of this Master Association shall be managed by a Board of five (5) Directors, who must be Members of the Association at all times they serve on the Board. Should any director cease to be a Member of the Association during his/her term as a director, said director shall immediately be removed from office for the remainder of the term.

Section 2. Term of Office. All directors shall serve for three (3) year terms, which shall be staggered. At the first annual meeting after the effective date of these Amended and Restated Bylaws, there will be two expired director positions to be filled by election at said annual meeting. At the second annual meeting following the effective date of these Amended and Restated Bylaws, there will be two (2) additional director positions to be filled by election. At the third annual meeting following the effective date of these Amended and Restated Bylaws, there will be one (1) director position to be filled. Such pattern shall continue thereafter for subsequent annual meetings.

Section 3. Candidate Submission. In advance of the annual meeting, the Board of Directors shall solicit candidates for the director election among the Membership so that the candidates' names may be placed on the absentee ballot. Such announcement of candidate solicitation may be in any form the Board deems appropriate, including, but not limited to, announcement via website, so long as the entire Membership has reasonable access to the announcement. Nominations will also be allowed from the floor at the annual meeting.

Section 4. Election. Election to the Board shall be by written ballot, signed by the Member or proxy holder. At such election, the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to cast under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting shall not be permitted.

Section 5. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Master Association. A director that is absent from three (3) or more consecutive Board meetings may be removed by a majority vote of the remainder of the Board of Directors. In the event of death, resignation or removal of a director, his successor shall be appointed by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 6. Compensation. No director shall receive compensation for any services he may render to the Master Association; provided, however, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE V Meetings of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly or quarterly, at such place and hour as may be fixed from time to time by resolution of the Board. Board meetings shall be open to all Members, subject to the right of the Board to adjourn a board meeting and reconvene in closed executive session pursuant to Section 209.0051 of the Texas Property Code. Notice of Board meetings shall be provided to the Membership pursuant to Section 209.0051 of the Texas Property Code.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Master Association or by any two (2) directors. Special meetings of the directors shall be subject to the same open meetings and notice requirements as for regular meetings of the Board of Directors.

Section 3. 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.

Section 4. Action Without a Meeting. The Board may meet by any method of communication, including electronic and telephonic, without prior notice to the Members, if each director may hear and be heard by every other director, or the Board may act by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate action by the Board. Any action taken without notice to the Membership must be summarized orally, including an explanation of any expenditures, and documented in the minutes of the next Board meeting.

ARTICLE VI Powers and Duties of the Master Association

Section 1. Powers. The Master Association, by and through its Board of Directors, shall have the following rights and powers:

(a) suspend the right to use of any facilities or services provided by the Master Association of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Master Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(b) exercise for the Master Association all powers, duties and authority vested in or delegated to this Master Association and not reserved to the Membership by other provisions of these By-laws, the Articles of Incorporation or the Declaration;

(c) declare the director position of a member of the Board to be vacant in the event such Board member shall be absent from three (3) consecutive meetings of the Board of Directors;

(d) employ a manager, an independent contractor, a management company, or such other employees as they deem necessary, and to prescribe their duties and the terms of employment of services.

Section 2. Duties. It shall be the duty of the Master Association, by and through its Board of Directors, to:

(a) cause to be kept a complete record of all its acts and corporate affairs;

(b) supervise all officers, agents, and employees of this Master Association, and to see that their duties are properly performed;

(c) as more fully provided in the Declaration, to fix the amount of the annual assessment against properties subject to the jurisdiction of the Master Association and take such actions as it deems appropriate to collect such assessments and to enforce the liens given to secure payment thereof;

(d) as more fully provided in the Declaration, to collect the maintenance assessments for the Village Association(s) and take such actions as it deems appropriate in relation thereto and to enforce the liens given to secure payment thereof;

(e) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period;

(f) procure and maintain such liability and hazard insurance as it may deem appropriate on any property or facilities owned or leased by the Master Association; and

(g) cause any officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate.

ARTICLE VII

Officers and Their Duties

Section 1. Enumeration of Offices. The officers of this Master Association shall be a president, who shall be at all times a member of the Board of Directors; a vice-president; a secretary; and a treasurer; and such other officers as the Board may from time to time create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Master Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Master Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Authority to Sign Checks. The Board may, from time to time, authorize any person or persons, who need not be officers or directors of the Master Association, to sign checks of the Master Association. Such agents may be authorized to sign singly or jointly, as the Board in its

discretion may decide. The Board may at any time rescind or revoke such authority granted to any person. Such authority may be given to a person or persons in conjunction with or in lieu of the authority of the treasurer to sign checks. In the absence of any appointments by the Board under this Section 5, the treasurer of the Master Association shall have sole authority to sign the Master Association's checks.

Section 6. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 8. Multiple Offices. No person shall simultaneously hold both the offices of president and secretary. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 9. Duties. The duties of the officers of this Master Association are as follows:

President

(a) The President of the Master Association shall preside at all meetings of the Board of Directors of the Master Association; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all promissory notes.

Vice-President

(b) the Vice-President shall act in the place and instead of the President in the event of his absence, inability or refusal to act and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The Secretary shall record, or cause to be recorded, the votes; and shall keep, or cause to be kept, the minutes of all meetings and proceedings of the Board and of the members; serve, or cause to be served, all notices of Board meetings and meetings of the members; keep, or cause to be kept, appropriate records; and shall perform such other duties as required by the Board.

Treasurer

(d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Master Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Master Association; keep, or cause to be kept, proper books of account; and keep, or cause to be kept, accurate books and records of the fiscal affairs of the Master Association, and make the same available for inspection by members of the Master Association pursuant to the Texas Property Code.

ARTICLE VIII
Committees

The Master Association may, but is not required to, appoint a Master Association Architectural Control Committee, as provided in the Declaration. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE IX
Books and Records

Section 1. Records Retention. Books and records of the Master Association shall be kept in accordance with the Texas Property Code, as well as any policy or resolution regarding records retention duly adopted by the Board of Directors:

Section 2. Records Inspection & Production. An Owner, or a person designated in a writing signed by the Owner as the Owner's agent, attorney or certified public accountant, may make a request to access the books and records of the Association, provided that such Owner or designated agent submit a written request by certified mail, return receipt requested, which contains sufficient detail to identify the records being requested. The Association may charge reasonable costs for the compilation, production and reproduction of requested information, provided that a policy has been duly adopted by the Board of Directors which outlines such reasonable costs.

ARTICLE X
Amendments

Section 1. Amendments. The By-Laws may be amended, at a duly noticed regular or special meeting of the Board of Directors, by a vote of a majority of a quorum of Board members present in person at such meeting.

Section 2. Conflict. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control, and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control, so long as the controlling document complies with Texas law on the conflicting issue.

ARTICLE XI
Miscellaneous

The fiscal year of the Master Association shall begin on the first day of January and end on the 31st day of December of every year.

CERTIFICATION

The undersigned represents a majority of a quorum of the Board of Directors of SOUTHWYCK COMMUNITY ASSOCIATION, INC., a non-profit corporation, and I do hereby certify:

That the within and foregoing Amended and Restated Bylaws of Southwyck Community Association, Inc. was properly adopted as of the 1st day of December, 2011, that same do now constitute the complete restated Bylaws of said corporation.

IN WITNESS WHEREOF, the following, representing a majority of a quorum of the members of the Board of Directors of Southwyck Community Association, Inc. have executed this Amended and Restated Bylaws to be effective as of the 1st day of December, 2011.

[Signature]
(Signature)

Dustin Coakley
(Print Name)

Secretary
(Title)

[Signature]
(Signature)

LARRY SWOIK
(Print Name)

Director
(Title)

Helen Bilyeu
(Signature)

Helen Bilyeu
(Print Name)

V. President
(Title)

[Signature]
(Signature)

John J. Fisher
(Print Name)

TREASURER
(Title)

SOUTHWYCK COMMUNITY ASSOCIATION, INC.
POLICY REGARDING RECORDS RETENTION, INSPECTION & PRODUCTION

WHEREAS, Section 209.005(i) of the Texas Property Code requires property owners associations to adopt a records production and copying policy record it as a dedicatory instrument; and

WHEREAS, Section 209.005(m) requires property owners associations to adopt and comply with a document retention policy;

NOW THEREFORE, BE IT RESOLVED THAT:

The following POLICY REGARDING RECORDS RETENTION, INSPECTION & PRODUCTION is hereby adopted:

RECORDS RETENTION:

1. Certificates of Formation, Articles of Incorporation, Bylaws, restrictive covenants and any amendments thereto shall be retained permanently;
2. Financial books and records shall be retained for seven (7) years;
3. Account records of current owners shall be retained for five (5) years;
4. Contracts with a term of one year or more shall be retained for four (4) years after the expiration of the contract term;
5. Minutes of meetings of the Owners and the Board shall be retained for seven (7) years; and
6. Tax returns and audit records shall be retained for seven (7) years.

RECORDS INSPECTION & PRODUCTION:

1. An Owner, or a person designated in a writing signed by the Owner as the Owner's agent, attorney or certified public accountant, may make a request to access the books and records of the Association, provided that such Owner or designated agent submit a written request by certified mail, return receipt requested, which contains sufficient detail to identify the records being requested.
2. The Association may require advance payment of the estimated costs of compilation, production and reproduction of the requested information. If such advance payment is required, the Association shall notify the requesting owner in writing of the cost.
3. The Association will respond to the Owner's request in writing within ten (10) business days of receiving the request. If the Association is unable to produce the information within ten (10) business days, the Association must provide the requestor written notice that: (1) informs the requestor that the Association is unable to produce the information before the 10th business day; and (2) states a date by which the information will be sent or made available for inspection to the requesting party that is not later than the 15th business day after the date of the original response from the Association.
4. Absent a court order or the express written approval of the owner whose records are the subject of the request, the Association will not allow inspection or copying of any records that identify the violation history of an individual owner, an owner's personal financial information, including records of payment or nonpayment of amounts due the Association, an owner's contact

information (other than the owners' address), or information relating to an employee of the Association, including personnel files.

5. The Association hereby adopts the following SCHEDULE OF CHARGES for the production and copying of records:

- Copies: \$.10 per page for standard paper copies; \$.50 per page for oversize paper
- Electronic Media: \$1.00 for each CD; \$3.00 for each DVD
- Labor: \$15.00 per hour for actual time to locate, compile and reproduce records (no charge for requests for 50 or fewer pages)
- Overhead: 20% of the total Labor charge (no charge for requests for 50 or fewer pages)
- Miscellaneous: The Association may charge for actual costs incurred in responding to the request, including costs for labels, boxes, folders, postage and/or shipping.

Adopted this 3rd day of November, 2011, by the Board of Directors
of _____.

SOUTHWYCK COMMUNITY
ASSOCIATION, INC.



Signature of ~~Secretary~~ President

Print Name: Kurt Evenson

**SOUTHWYCK COMMUNITY ASSOCIATION, INC. (Master Association)
POLICY REGARDING COLLECTION OF ASSESSMENTS**

WHEREAS, Article 1396-2.02(15) of the Texas Non-Profit Corporation Act authorizes non-profit corporations to have and exercise all powers necessary or appropriate to effect any or all of the purposes for which the corporation is organized;

WHEREAS, Pursuant to Article VII, Section 4 of the Declaration of Covenants, Conditions and Restrictions for each of the various Village Associations within Southwyck Community Association, Inc. (hereinafter the "Master Association"), the Master Association has the "sole and exclusive right and obligation to bill and collect" the maintenance assessments for both the Master Association and each Village Association;

WHEREAS, it is the express intent of the Board of Directors of the Master Association to actively pursue all available collection remedies, contained both in the governing documents and in state law, for any outstanding amounts owed by property owners as reflected on the assessment accounts for each Lot kept by the Master Association. Such remedies may include, but are not limited to, enforcement of the property owner's personal obligation to pay assessments and/or placement of a lien and/or foreclosure of the Association's lien against a Lot;

WHEREAS, Section 209.0063 of the Texas Property Code governs the priority of payments received by a property owners association from an answer; and

WHEREAS, the Board of Directors of the Master Association desires to adopt a policy establishing a general procedure for the collection of assessments and for application of payments between the Master Association and the Village associations.

NOW THEREFORE, BE IT RESOLVED that the following Collection Policy is hereby adopted:

COLLECTION POLICY

Partial payments will not be accepted from property owners unless such owners have entered into a payment agreement with the Master Association.

Priority of Payments:

Payments received from property owners shall be applied in the following order:

1. Delinquent Master Association assessments;
2. Delinquent Section or Village Association assessments;
3. Current Master Association assessments;
4. Current Section or Village Association assessments;
5. Attorney's fees incurred by the Master Association associated solely with assessment collection;

6. Collection costs incurred by the Master Association associated solely with assessment collection;
7. Attorney's fees incurred by the Village Association associated solely with deed restriction enforcement, provided the Master Association's management company has been notified in writing of such fees at least thirty (30) days prior to the date a payment to be applied is received from the property owner;
8. Any other amounts owed to the Master or Village Associations, including, but not limited to, interest and late fees, if any.

Collection on Behalf of Village Associations:

1. The Master Association is obligated by the restrictive covenants to collect the Village Association assessments and same will be forwarded to the respective Village Associations upon receipt from the property owner.
2. The Master Association may, but is not obligated to, collect attorney's fees incurred by the Village Associations with regard to deed restriction enforcement. However, every effort will be made by the Master Association to include such fees in its collection efforts.

Adopted this 1st day of December, 2011, by at least a majority of the Board of Directors of the Association.

SOUTHWYCK COMMUNITY
ASSOCIATION, INC.


Secretary

Print Name: Dustin Corkern

Doc# 2011049684
Pages 14
12/05/2011 1:19PM
Official Public Records of
BRAZORIA COUNTY
JOYCE HUDMAN
COUNTY CLERK
Fees \$68.00

