

**CERTIFICATE FOR  
RECORDATION OF DEDICATORY INSTRUMENT OF  
RICHARDSON CROSSROADS CONDOMINIUM ASSOCIATION, INC.**

STATE OF TEXAS

§

COUNTY OF DALLAS

§

§

**KNOW ALL MEN BY THESE PRESENTS:**

**WHEREAS**, Section 202.006 of the Texas Property Code requires that "A property owners' association shall file its dedicatory instruments in the real property records of each county in which the property to which the dedicatory instruments relates is located."; and

**WHEREAS**, Richardson Crossroads Condominium Association, Inc., a Texas nonprofit corporation (the "Association") desires to comply with Section 202.006 by filing of record in the real property records of Dallas County, Texas, the attached instrument; and

**WHEREAS**, the attached instrument constitutes a "dedicatory instrument" as defined by Section 202.001 of the Texas Property Code; and

**WHEREAS**, the Declaration of Covenants, Conditions and Restrictions for Richardson Crossroads Condominium Association, Inc., Executed by Dondi Residential Properties, Inc., a Texas corporation, as Declarant, was recorded at Volume 83105, Page 2956 in the Real Property Records of Dallas County, Texas, including any amendments thereof, additions, annexations and supplements thereto and entitled "Declaration and Master Deed for Richardson Crossroads Condominiums" (the "Declaration") subjected to the scheme of development therein certain land located in Dallas County, Texas;

**NOW THEREFORE**, the undersigned authorized representative of the Association hereby executes this Certificate to effect the recording of the dedicatory instrumentt attached hereto on behalf of the Association.

[signature page follows]

EXECUTED this 6<sup>th</sup> February, 2021.

Richardson Crossroads Condominium Association, Inc.,  
A Texas non-profit corporation

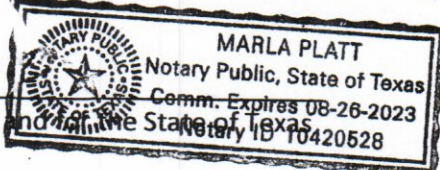
By: Pat Carnine  
Pat Carnine,  
Authorized Representative

STATE OF TEXAS

§

COUNTY OF DALLAS

This instrument was acknowledged before me on the 6<sup>th</sup> day of February, 2021, by Pat Carnine, authorized representative of Richardson Crossroads Condominium Association, Inc., a Texas nonprofit corporation, on behalf of said corporation.

Marla Platt  
Notary Public in and for the State of Texas  


After Recording, Return to:  
Manning & Meyers, Attorneys at Law  
4340 N. Central Expressway, Suite 200  
Dallas, TX 75206



**FIRST AMENDMENT TO THE BYLAWS  
RICHARDSON CROSSROADS CONDOMINIUM ASSOCIATION, INC.**

STATE OF TEXAS           §  
                                     §  
COUNTY OF DALLAS       §

KNOW ALL MEN BY THESE PRESENTS:

This First Amendment to the Bylaws of Richardson Crossroads Condominium Association, Inc. (the "Amendment") is made effective upon the date of filing in the Dallas County Clerk's Office by Richardson Crossroads Condominium Association, Inc. (the "Association").

**WITNESSETH:**

**WHEREAS**, the Declaration of Covenants, Conditions and Restrictions for Richardson Crossroads Condominium Association, Inc., Executed by Dondi Residential Properties, Inc., a Texas corporation, as Declarant, was recorded at Volume 83105, Page 2956 in the Real Property Records of Dallas County, Texas, including any amendments thereof, additions, annexations and supplements thereto and entitled "Declaration and Master Deed for Richardson Crossroads Condominiums" (the "Declaration") subjected to the scheme of development therein certain land located in Dallas County, Texas;

**WHEREAS**, Bylaws were adopted for the Association and are entitled "Bylaws of Richardson Crossroads Condominium Association, Inc." (the "Original Bylaws"). Said Original Bylaws were recorded in the Dallas County Clerk's Office on November 24, 2015 at Instrument #201500313504; and

**WHEREAS**, Pursuant to Article VIII of the Bylaws of the Association, the affairs of the Association shall be managed by the Board of Directors, who may exercise all powers of the Association and do all lawful acts and things as are not by statute, the Declaration, the Articles of Incorporation or the Bylaws directed to or required to be exercised or done by the members.

**WHEREAS**, Section 82.102 of the Texas Property Code entitled "Powers of Unit Owners' association" provides in part in Subsection (a) that: *"Unless otherwise provided by the declaration, the association, acting through its board may: (1) adopt and amend bylaws."*

**WHEREAS**, Section 22.102 of the Texas Business Organizations Code entitled "Bylaws" provides in part in Subsection (c) that: *"The board of directors may amend or repeal the bylaws, or adopt new bylaws, unless: (1) this chapter or the corporation's certificate of formation wholly or partly reserves the power exclusively to the corporation's members; (2) the management of the corporation is vested in the corporation's members; (3) in amending, repealing, or adopting a bylaw, the members expressly provide that the board of directors may not amend or repeal the bylaws."*

**WHEREAS**, in order to comply with Section 82.102(a) of the Texas Property Code and Section 22.102 of the Texas Business Organizations Code, the Richardson Crossroads Condominium Association, Inc. Board of Directors wishes to prepare and file this First Amendment to the Bylaws reflecting such Amendment voted upon by the Board of Directors of Richardson Crossroads Condominium Association, Inc. at a Board meeting. The Bylaws have been amended by a majority vote of the board in accordance with Section 82.102 of the Texas Property Code and Section 22.102 of the Texas Business Organizations Code.

**NOW, THEREFORE**, the Original Bylaws of Richardson Crossroads Condominium Association, Inc., are hereby redacted in full and the Association adopts this First Amendment to the Bylaws which shall read as follows:



**BYLAWS OF  
RICHARDSON CROSSROADS CONDOMINIUM ASSOCIATION, INC.**

---

<u>Article</u>	<u>Page</u>
1.00 <u>Adoption and Interpretation of Bylaws</u> .....	6
1.01 Definitions .....	6
1.02 Interpretation and Severability .....	7
1.03 Articles and Other Headings.....	7
1.04 Adoption, Amendment, and Repeal of Bylaws .....	7
2.00 <u>Name, Location, Purpose &amp; Parties</u> .....	7
2.01 Name .....	7
2.02 Registered Office & Registered Agent.....	7
2.03 Purpose.....	7
2.04 Parties.....	8
3.00 <u>Directors and Directors' Meetings</u> .....	8
3.01 Management by Directors.....	8
3.02 Nomination.....	8
3.03 Election .....	8
3.04 Term of Office.....	8
3.05 Compensation .....	8
3.06 Vacancies.....	9
3.06 (a) Declaration of a Vacancy.....	9
3.06 (b) Filling Vacancies by Directors.....	9
3.06 (c) Filling Vacancies by Members .....	9
3.07 Removal of Directors.....	9
3.08 Action by Consent of Board Without Meeting & Telephone Meetings .....	9
3.09 Location of Meetings.....	10
3.10 Regular Meetings .....	10
3.11 Special Meetings .....	10
3.12 Quorum .....	10
3.13 Open Meetings.....	11
3.14 Executive Session .....	11
3.15 Conduct of Meetings .....	11
3.16 Indemnification of Directors and Officers.....	11
3.17 Insuring Directors, Officers, and Employees .....	11
3.18 Proxies .....	12
3.19 Powers of the Board of Directors.....	12
4.00 <u>Members and Members' Meetings</u> .....	14
4.01 Membership .....	14

4.02	Voting Rights .....	15
4.03	Transfer & Severability of Membership .....	15
4.04	Resignation .....	15
4.05	Annual Meetings .....	15
4.06	Action without Meeting .....	16
4.07	Failure to Call Annual Meeting .....	16
4.08	Conduct of Meetings .....	16
4.09	Notice of Meetings .....	16
4.10	Special Meetings .....	16
4.11	Quorum .....	17
	4.11 (a) Quorum of Members .....	17
	4.11 (b) Adjournment for Lack of Quorum.....	17
4.12	Voting at an Election of Directors .....	17
4.13	Proxies .....	17
4.14	Means of Voting .....	17
4.15	Annual Dues .....	17
4.16	Payment of Dues .....	17
5.00	<u>Officers</u> .....	18
5.01	Title and Appointment .....	18
5.02	Removal and Resignation .....	18
5.03	Vacancies.....	18
5.04	Compensation .....	18
5.05	President .....	18
5.06	Vice President.....	18
5.07	Secretary.....	18
5.08	Treasurer .....	19
6.00	<u>Authority to Execute Instruments</u> .....	19
6.01	No Authority Absent Specific Authorization .....	19
6.02	Execution of Certain Instruments.....	19
7.00	<u>Corporate Records and Administration</u> .....	19
7.01	Minutes of Corporate Meetings.....	19
7.02	Books of Account and Annual Reports.....	20
7.03	Membership Roster .....	20
7.04	Corporate Seal .....	20
7.05	Fiscal Year .....	20
7.06	Loans to Officers and Directors .....	20
7.07	Waiver of Notice and Consent to Action.....	20
7.08	Interpretation.....	20
8.00	<u>Remedies for Breach &amp; Recover of Costs</u> .....	21



## **ARTICLE ONE – ADOPTION AND INTERPRETATION OF BYLAWS**

### **1.01 Definitions**

In these Bylaws:

“Association” shall mean Richardson Crossroads Condominium Association, Inc.

“Board of Directors” has the meaning set forth in Section 22.011(1) of the Texas Business Organizations Code (the “TBOC”): the group of persons vested with the management of the affairs of the Association, regardless of the name used to designate the group.

“Director” has the meaning set forth in Section 1.001 of the TBOC: an individual who serves on the Board of Directors.

“Corporation” means the Association formed as described in Article 2.01 of these Bylaws. More specifically, it shall mean Richardson Crossroads Condominium Association, Inc.

“Governing authority” has the meaning set forth in Section 1.002(35)(A) of the TBOC: a person or group of persons who are entitled to manage and direct the affairs of the Association and the governing documents of the Association. This shall include, but is not limited to the following:

- a) The Board of Directors or other persons authorized to perform the functions of the Board of Directors;
- b) The Architectural Control Committee;
- c) Any Committee set up by the Board of Directors.

“Governing documents” has the meaning set forth in Section 1.002(36) of the TBOC: the Certificate of Formation, the Bylaws and other documents or agreements adopted by the Association under the TBOC to govern the internal affairs of the Corporation.

“Governing person” has the meaning set forth in Section 1.002(37) of the TBOC: a person serving as part of the governing authority of the Association.

“Signature” had the meaning set forth in Section 1.002(82) of the TBOC: any symbol executed or adopted by a person with present intention to authenticate a writing. Unless the context requires otherwise, the term includes a digital signature, an electronic signature, and a facsimile of a signature.

“TBOC” means the Texas Business Organizations Code, as amended from time to time.

“Writing” or “written” has the meaning set forth in Section 1.002(89) of the TBOC: an expression of words, letters, characters, numbers, symbols, figures, or other textual information that is inscribed on a tangible medium or that is stored in an electronic or other medium that is retrievable in a perceivable form. Unless the context requires otherwise, the term includes stored or transmitted electronic data, electronic transmissions, and reproductions of writings; and does not include sound or video recordings of speech other than transcriptions that are otherwise writings.

### **1.02 Interpretation and Severability**

These Bylaws are governed by, and shall be construed in accordance with the laws of the State of Texas. If any provision of these Bylaws or the application thereof to any person or circumstance is held invalid or unenforceable, the remainder of these Bylaws and the application of that provision to other persons or circumstance are not affected thereby, and that provision shall be enforced to the greatest extent permitted by the applicable law.

### **1.03 Articles and Other Headings**

The articles and other headings contained in these Bylaws are for reference purposes only and will not affect the meaning or interpretation.

### **1.04 Adoption, Amendment, and Repeal of Bylaws**

The Board of Directors may alter, amend, or repeal these Bylaws, and adopt new Bylaws. All amendments may be upon advice of counsel as to legal effect. Bylaw changes shall take effect upon adoption unless otherwise specified.

## **ARTICLE TWO – NAME, LOCATION, PURPOSE & PARTIES**

### **2.01 Name**

The name of the Association is Richardson Crossroads Condominium Association, Inc. (the "Association"). The Association is a non-profit corporation organized under the Texas Non-Profit Corporation Act. The principal office of the Association shall be located within Dallas Texas. But meetings of the Members and Directors may be held in Dallas County or any contiguous County.

### **2.02 Registered Office & Registered Agent**

The address of the original Registered Office and name and address of the original Registered Agent are set forth within the Certificate of Formation, as duly filed with the Texas Secretary of State.

The registered agent or registered office may be changed by vote of the Majority of the Board of Directors provided that the new registered agent or registered office is located within Dallas County, Texas or a contiguous county. Upon such change of registered office or agent, notice of such must be provided to the Texas Secretary of State.

### **2.03 Purpose**

The purpose for which the Association is formed is to govern the residential area of Richardson Crossroads Condominium Association, Inc., situated in Dallas County, Texas, which Property is described in that certain Declaration of Covenants, Conditions and Restrictions for Richardson Crossroads Condominium Association, Inc. (the "Declaration") and recorded in the Real Property Records of Dallas County, Texas.



## **2.04 Parties**

All present or future Owners, tenants or future tenants of any Condominium, or any other person who might use in a manner the facilities or Common Properties are subject to the provisions and the regulations set forth in these Bylaws. The mere acquisition, lease or rental of any Condominium or the mere act of occupancy of a Condominium will signify that these Bylaws are accepted, approved, ratified and will be complied with.

## **ARTICLE THREE – DIRECTORS AND DIRECTORS’ MEETINGS**

### **3.01 Management by Directors**

The affairs of this Association shall be managed by a Board of no less than three (3) directors (herein, the “Board” or “Board of Directors”), all of whom must be Owners or, where such Owner is not an individual person, an officer, Director, shareholder, partner or representative of an Owner. The number of Directors may be changed by amendment to these Bylaws.

### **3.02 Nomination**

Nominations for election to the Board may be made from the floor at the annual meeting. Such nominations must be made from Owners, partner or representative of an Owner.

### **3.03 Election**

Directors shall be elected by Members at the annual meeting. At such elections the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of these Bylaws. The persons receiving the largest number of votes shall be elected.

### **3.04 Term of Office**

All Directors shall serve a term of two (2) years. The expired term of a Member of the Board of Directors must be filled by an election of the Owners of the Association unless otherwise permitted by law or these Bylaws. At the end of the expired term, a Board member may run for additional terms.

### **3.05 Compensation**

Members of the Board of Directors shall serve without Compensation. However, the HOA may waive dues for the President when there is not a management company contracted by the HOA during his/her term of office. The HOA Directors shall be reimbursed for actual expenses incurred in the performance of his/her duties of office. In order to receive compensation, a director must present the receipt to the board of directors and reimbursement must be approved by a majority vote of disinterested directors. No Director may be reimbursed or compensated for time or administrative expenses. No loans may be made by the Association to any officer or Director of the Association.

### **3.06 Vacancies**

Vacancies on the Board of Directors shall exist upon: (1) the failure of the Members to elect the full authorized number of Directors to be voted for at any Members' meeting at which any Director is to be elected; (2) a declaration of vacancy under Sub-article 3.06(a) of these Bylaws; (3) an increase in the authorized number of Directors; or (4) the death, resignation, or removal of any Director.

#### **3.06(a) Declaration of a Vacancy**

A Majority of the Board of Directors must declare the office of a Director vacant if the Director is adjudged incompetent by a court; is convicted of a felony or a crime involving moral turpitude; or fails to accept the office of Director, either by a letter of acceptance or by attending a meeting of the Board of Directors, within thirty (30) days of notice of election.

#### **3.06(b) Filling Vacancies by Directors**

Vacancies other than those caused by an increase in the number of Directors may be filled by majority vote of the remaining Directors even if the number of Directors present at such meeting constitutes less than a quorum. If only one Director remains, that Director shall constitute a quorum of the Board and may fill the remaining vacancies upon his vote. Each Director appointed to fill a vacancy shall serve the entire unexpired term of his predecessor. Vacancies reducing the number of Directors to fewer than three (3) shall be filled before the transaction of any other business.

#### **3.06(c) Filling Vacancies by Members**

Any vacancy of the Board of Directors caused by an increase in the number of Directors shall be filled by the Members at the next annual meeting or at a special meeting called for that purpose. Upon the resignation of a Director tendered to take effect at a future time, the Board or the Members may elect a successor to take office when the resignation becomes effective.

### **3.07 Removal of Directors**

The entire Board may be removed from office, with or without cause, by a vote of Members holding sixty seven percent of the votes of the Association. Any individual Director may be removed from the Board, with or without cause, prior to the expiration of his term of office by a vote of Members holding sixty seven percent of the votes of the Association. Any Director who has three (3) consecutive unexcused absences from the regularly scheduled Board meetings may be removed by a majority of the Directors present at a regular or special Board meeting at which a quorum is present, and a successor may be appointed by the Board to fill the vacancy for the remainder of the term. Any Director may be removed by a majority of the Directors present at a regular or special Board meeting at which a quorum is present, and a successor may be immediately appointed by the Board to fill the vacancy for the remainder of the term, should the Board find that the Director:

- a. Breached their Duty of Good Faith;
- b. Breached their Duty of Loyalty;
- c. Engaged in Intentional Misconduct;
- d. Received an Improper Benefit; or
- e. Knowingly violated the Law.



### **3.08 Action by Consent of Board Without Meeting & Telephone Meetings**

The Board may meet by any method of communication, including electronic and telephonic, without prior notice to Owners. The Board may take action by majority written consent to consider matters which require Board action. Any action taken without notice to Owners must be summarized orally and documented in the minutes of the next regular or special Board meeting.

### **3.09 Location of Meetings**

Meetings of the Board of Directors shall be held at the principal office of the Association, or at such other location in or outside the State of Texas as may be provided by or fixed in accordance with the Board of Directors. The location of a meeting means either the physical location of the meeting, or in the case of a meeting by remote communications technology described below, the form of communications system to be used for the meeting and the means of accessing that communications system.

### **3.10 Regular Meetings**

Regular meetings of the Board of Directors shall be held immediately following each annual Members' meeting. Regular meetings of the Board shall also be held on a monthly basis, except when no new business is pending, within Dallas County or a contiguous county, at such hour as may be fixed from time to time by resolution of the Board. Notice of the time, date, and location of the meeting shall be sent either by mail, email, by telephone, text or facsimile communication to the Board Members not less than three (3) days prior to the meeting. However, notice of a meeting need not be sent to Board Members who have signed a waiver of notice or a written consent to the holding of the meeting. Attendance in person at a meeting, except where such Director attends for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened, shall constitute waiver of notice and such Director's consent to the holding of said meeting. Participation by a Director in a meeting by telephone or similar communication equipment shall constitute waiver of notice and attendance in person at such meeting.

### **3.11 Special Meetings**

Special meetings of the Board of Directors for any purpose may be called at any time by the President, Secretary, Vice President or any two members of the Board of Directors. The request must be made in writing. Written notice of the special meeting, stating the date, time, and location of the meeting shall be sent to each Director, either by facsimile transmission, by mail, or by electronic message not later than three (3) days before the day appointed for the meeting. The notice may include a tentative agenda, but the meeting shall not be confined to any agenda included with the notice, and none is required.

### **3.12 Quorum**

The presence throughout any Director's meeting, or adjournment thereof, of a majority of the authorized number of Directors shall be necessary to constitute a quorum to transact any business, except to adjourn. If a quorum is present, every act done or resolution passed by a majority of the Directors present and voting shall be the act of the Board of Directors, unless the act of a greater number is required by law, the Certificate of Formation, or these Bylaws. Directors present by proxy shall be counted towards a quorum.