

BYLAWS  
OF  
FRENCH CREEK VILLAGE  
HOME OWNERS ASSOCIATION, INC.  
A NON PROFIT ORGANIZATION

AMENDMENT NO.14, DATED SEPTEMBER 7, 2020

Amendment summaries to basic bylaws of 1979:

No. Date Par. No. Subject

- 1 July 1982 3.01 Add new FCV units 4 and 5
- 2 July 1982 5.01 Changed annual meeting from Oct. to Labor Day.
- 3 July 1986 3.05a Builder pays 1st year fees for new homeowners.
- 4 July 1987 8.04 Provides contingency dissolution plans.
- 5 May 1995 3.01-3.04 Authorizes new Class E memberships.
- 5 " " 4.01 Requires all directors to be Class B members.
- 5 " " 4.13 Alters Treasurer's responsibilities.
- 6 Sept 1996 3.01b Class E wording revised to comply with 1.501 (c)(7) tax code.
- 7 Sept 1998 3.02a Class D memberships deleted.
- 7 " " 3.04 Initiation fee removed and proration date set for new members dues.
- 7 " " 3.05 Membership certificates dropped.
- 7 " " 3.06 Membership transfer fee dropped.
- 7 " " 4.06 Recreation director position specified on the Board.
- 7 " " 4.14 Recreation Director responsibilities outlined.
- 8 Sept 2000 3.02a & b Class F membership added.
- 9 Sept 2001 3.01d FCV&OFC residents cannot use Rec.facilities as guests of members.
- 9 Sept 2001 3.02a Defines billing for Class F
- 10 Sept 2004 4.13.7 Establishes reporting requirements for the Treasurer
- 11 Apr 2008 4.02(a) Adding 2 class A board members for total of 7 board members
- 11 Apr 2008 4.02(b) Changing officer elections to Memorial Day but officers take office in September
- 11 Apr 2008 4.02(c) Add that class A board members cannot vote on recreation facility issues
- 11 Apr 2008 4.04 Changed to reflect that majority is no less than 4, 3 of which are Class B members
- 11 Apr 2008 4.06(b) Added 50% rebate for yearly dues upon completion of term
- 11 Apr 2008 5.01 Annual Meeting changed from Labor Day to Memorial Day
- 12 May 2012 3.01 Changed paragraph 3.01 to 3.01a and removed unit five since unit five was sold to Ryland Homes which is now The Oaks of French Creek.
- 12 May 2012 3.04a - Changed Editors note to show 2011 amount
- 12 May 2012 3.04c – Combined Class E & Class F and changed the date dues to be set to December 31.
- 12 May 2012 4.01 - Clarified Class A & B Directors
- 12 May 2012 Deleted 4.06(b)
- 12 May 2012 4.10 – Changed office to officer

12 May 2012 4.13 #5 – Deleted this paragraph since most bills are paid electronically through QuickBooks and the monthly statement with pictures of the few checks that are written are reviewed monthly by the board. An audit is conducted once a year.

12 May 2012 5.02 – Added e-mail

12 May 2012 5.04 – Clarify a quorum for seven board members instead of five.

12 May 2012 6.03 – Changed one month prior to not less than thirty (30) days

12 May 2012 7.01 – Added e-mail

27 May 2019 3.02a – Under Class A Membership: changed “authorize” to “authorized” (i.e. postage, printing and other administrative expenses as authorize)

- Under Class B Membership: sentence added of “Since part of Class B membership dues encompass all Class A membership rights and coverages, it is intended that the delineation of Class B membership is to mean Class A membership with added recreation facilities rights and privileges.”.

- Under Class C Membership: changed “will” to “may” (A maximum of two (2) Class C memberships will...); changed all “he” to “he/she”.

- Under Class F Membership, 2<sup>nd</sup> paragraph: deleted sentence “The Board of Directors will approve and post the pro-rated schedule”

27 May 2019 3.03 – Deleted: specified amount of dues, “Editor’s note” sentence,

Changed: “Annual Dues will cover the calendar year and will be announced by the Board of Directors no later than February 1st of the current year. Billings to members will usually be completed by February 15th of the billing year.”

27 May 2019 3.04a(2) – Deleted: “...shall be approximately Seventy-Five Dollars (\$75.00)

for the first year of operation. (Editors note: Dues have increased incrementally, effective April 1, **2011** class B recreation dues stand at one hundred ninety dollars and 00/100

**(\$190.00)** per year). For subsequent years the...”; Changed: “The recreational facility dues will cover the calendar year...” to “...a calendar year”. Changed: “...no later than February 1st for the current year.” to “... December 31<sup>st</sup> of the preceeding year”. Changed: “Billing to members will usually be completed by February 15th of the billing year.” to “Delivery of membership applications will usually be completed by the end of February of the billing year.”. Deleted sentence of “The Board of Directors will approve and post the pro-rated schedule.”.

27 May 2019 3.04c(1) Deleted “Editor’s Note”

27 May 2019 3.04c(2) Changed: “...each year along with their check for the annual dues.” to “...each year with their payment for the annual dues.”.

27 May 2019 4.02a Added: In the event no Class A member volunteers for Board position, a Class B member may fulfill that position but would only be allowed to vote on Class A related business.

27 May 2019 4.06 and 4.07 – Updated all “he” to “he/she” and “his” to “his/hers”

27 May 2019 4.10 – Updated all “he” to “he/she”

27 May 2019 4.10 – Changed: “He/She may sign, with the membership chairperson, certificates which show membership in the Association; and with the appropriate officer any...” to “He/She may sign any deeds...”

27 May 2019 4.11 and 4.12 – Updated all “him” to “him/her”

27 May 2019 4.13 (6) Changed: “June through September” to ” If Appropriate”

Changed: “Calendar quarters ending March, June, September and December” to ” If Appropriate”.

Changed: “January, February and April” to “If Appropriate”

27 May 2019 4.14(1) Changed: "...custory..." to "...custody..."

27 May 2019 4.14(3) Added: "Work with Treasurer to help..."

27 May 2019 4.16(1) Updated all "he" to "he/she"

27 May 2019 5.01 Added: "Membership" to "Annual Meeting"; Changed: "...of the resident association..." to "...of the association..."

27 May 2019 5.02 Changed: "...shall be delivered..." to "...shall be made available..."

Deleted: "...either personally, by e-mail, or by mail..."; Deleted last sentence.

27 May 2019 6.01 Changed: "...for the following standing committees..." to "for any standing committees deemed necessary and/or appropriate at the time, such as:"

27 May 2019 7.01 Changed: "at any regular or special meeting..." to "at any annual or special meeting". Changed: "...shall be included in a newsletter, E-mail, or US Mail distributed to all members..." to ", shall be made available to all members..."

27 May 2019 8.03 Changed "his" to "his/her"

27 May 2019 8.04 Changed: "... (2/3rds) of each class of membership..." to "(2/3rds) of A, B and C membership classes"

07 Sept 2020 Removed from 4.01: "All directors shall stand for election at the annual meeting in 1977. Two directors shall be elected for a period of two years. It will be determined by lots which directors shall be elected for one year or two years."

07 Sept 2020 4.01 Addition: "Two people from the same member-household may not serve on the FCVHOA Board of Directors at the same time. The Internal Auditor cannot be from the same member-household as any Board member."

07 Sept 2020 4.04 Addition: "Board members, including the Internal Auditor, are required to attend all Board meetings unless notice is given to the Board at least 30 minutes prior to the start of the Board meeting."

07 Sept 2020 4.04 Addition: "A minimum of 75% of all Board meetings, in a calendar year, must be attended by every Board member, including the Internal Auditor."

07 Sept 2020 4.05 Addition: "Resignation from the FCVHOA Board of Directors or Internal Auditor position, before the end of an elected term, must be submitted in writing to the Board."

French Creek Village By-Laws  
Rev. #13, May 27, 2019

## BYLAWS

OF

FRENCH CREEK VILLAGE  
HOME OWNERS ASSOCIATION, INC.

A NON PROFIT ORGANIZATION

### **ARTICLE 1**

NAME OF ORGANIZATION

1.01 The organization shall be a Texas Non-profit Corporation. The name shall be French Creek Village Home Owners Association, Inc., hereafter referred to as the Association.

### **ARTICLE 2**

OFFICES

2.01 The principal office of the Association in the State of Texas shall be located in the City of San Antonio, County of Bexar. The corporation may have such other offices as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

REGISTERED OFFICE AND REGISTERED AGENT

2.02 The Association shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

## ARTICLE 3

### ELIGIBILITY

3.01a Every resident of French Creek Village, units One, Two, Three, and Four, hereafter referred to as the sub-division, who actually resides in the subdivision, shall be eligible for membership in the Association. The owners or lessees of each residence shall be carried on the books of the Association as representing a single membership but all members of the household shall be eligible to use Association facilities and participate in Association activities, provided that all dues, fees, and assessments applicable to the members' class of membership have been paid.

3.01b The Board of Directors may vote to offer recreation facility (Class E, Non-voting) memberships to residents of neighboring residential developments. The offer of Class E annual memberships shall be by open invitation to residents of those neighboring developments that do not have recreation facilities similar to French Creek Village. Class E annual membership fees must not exceed the Class B annual membership fee for French Creek Village residents. Memberships shall only be available on an annual basis.

3.01c No one shall be denied Association membership or privileges because of race, color, creed, sex, age or marital status.

3.01d Residents of French Creek Village or The Oaks at French Creek, who are not Class B or Class F members ARE NOT eligible to use the Association Recreation Facilities as GUESTS of current members.

### Members

#### Classes of Members

3.02.a The Association shall have five general classes of membership. The designation of such classes and the qualifications and rights of the members of such classes shall be as follows:

Class A: Class A members shall all be resident owners or lessees who actually reside in the subdivision and who have paid such annual dues or assessments as have been determined by the Board of Directors, as applicable to Class A membership. Annual dues or assessments for Class A members shall not be used to subsidize recreational facilities, which require separate dues. Class A membership dues or assessments shall be used to pay such general expenses as accrue to the Association, i.e. postage, printing and other administrative expenses as authorized by the Board of Directors, semi-annual picnics and general public grounds maintenance. Class A members shall be entitled to attend the Association meetings and to vote on matters submitted to the general membership provided that these matters do not affect recreational facilities, which require separate dues. Class A members will be entitled to receive the newsletter of the Association, but they will not be entitled to use the recreational facilities. Class A members shall be entitled to one vote for each residence in matters in which class A members are entitled to vote.

Class B: Class B members shall be all resident owners or lessees or renters who actually

reside in the subdivision and who have paid all current recreational assessments and dues, as determined by the Board of Directors. They shall be entitled to vote on all Association matters. Only one vote per residence shall be allotted. Since part of Class B membership dues encompass all Class A membership rights and coverages, it is intended that the delineation of Class B membership is to mean Class A membership with added recreation facilities rights and privileges.

Class C: Class C members are described as anyone who has served the Association through an act or acts which bring honor or gain to the Association. A Class C membership may be awarded for only one (1) year and only after unanimous approval of the Board of Directors of the Association. A Class C member shall be entitled to all rights and privileges of Class B membership except he/she shall not have any voting rights unless he/she is also a resident of the subdivision. A maximum of two (2) Class C memberships may be awarded each year.

Class D: This class has been deleted.

Class E: Class E members shall be individuals/families who do not reside in French Creek Village. They shall have all of the privileges of Class B membership, except: (1) they will not be eligible to vote at annual or special association meetings; and (2) they will not be eligible to hold elective office.

Class F: Class F membership eligibility shall be limited to those residences built by Ryland Homes in the development now known as "The Oaks at French Creek". Class F membership fees shall always be the same as Class B annual membership fees. Class F memberships shall have all of the privileges of Class B membership, except: (1) they will not be eligible to vote at annual or special Association meetings and (2) they will not be eligible to hold elective office. Residents in "The Oaks at French Creek Homeowners Assoc." will be invited to appoint one non-voting member of their Association to attend FCVHOA Board meetings for the purpose of providing a close working relationship between the two Associations.

Billing for Class F annual membership dues shall be identical to that used for Class B members, as determined by the Board. No resident or any member of the household may participate in the Association or utilize Association facilities after April 1st, if dues are owing, until such dues are paid in full. After April 1st, members who have not paid their dues in full shall be delinquent. Late fees, if charged, will be identical to those specified by the Board for Class B members. New Class F members who join after June 1st (ie, moving into The Oaks at French Creek after June 1st) will be assigned recreational facility dues pro-rated in an identical way as for Class B members

3.02.b Total Class B, C, E and F memberships combined shall not exceed the total number of residences in French Creek Village. However, the Board of Directors may, at their discretion, vote to accept fewer Class E memberships if it is determined that the recreation facilities would be overcrowded at this number. Class E membership requests will be submitted to the Board on a standard application form determined by the Board. All Class E applications will be reviewed and voted on by the Board in the date order received.

Class A FCVHOA Membership Dues

3.03 Dues of Class A membership in the Association will be established by the Board of Directors and will be set on an annual basis. Any increase in dues must be approved by a majority vote of the Board of Directors. Annual Dues for the next calendar year will be announced by the Board of Directors no later than December 31<sup>st</sup> of the preceeding year. Delivery of membership applications will usually be completed by the end of February of the billing year. Dues will become delinquent after April 1st of the billing year. No Class A membership dues will be refunded to any person for any reason. No resident member nor any member of the household may participate in the Association after April 1st if dues are owing until such dues are paid in full. After April 1<sup>st</sup>, members who have not paid their dues in full will be delinquent. At the option of the Board of Directors, any dues paid after the delinquency date may incur a penalty not to exceed ten percent (10%) of the annual dues.

#### FCVHOA Recreation Facility Membership Dues

3.04a Class B Membership dues shall be established by the Board of Directors and shall be comprised of two components as follows:

(1) Such dues as are established for a Class A FCVHOA membership. These dues shall be paid fully in accordance with all stipulations of Class A membership and will not be used to subsidize any recreational facilities requiring a separate fee or assessment.

(2) Recreational facility operating budget will be reevaluated annually and dues will be assessed according to the projected budget for the following year. The Board of Directors may not increase the annual dues in excess of 15% without prior approval of a majority of the general membership. The recreational facility dues will cover a calendar year and will be announced by the Board of Directors no later than December 31<sup>st</sup> of the preceeding year. Delivery of membership applications will usually be completed by the end of February of the billing year. No dues will be refunded to any person for any reason after April 1st, except as stated in Paragraph 3.06 (No resident or any member of the household may participate in the Association or utilize Association facilities after April 1st, if dues are owing, until such dues are paid in full. After April 1st, members who have not paid their dues in full shall be delinquent.) At the option of the Board of Directors any dues paid after delinquency date shall incur a penalty not to exceed 15% per month of the annual Class B dues or 30% of the Class B dues as a maximum. New Class B members who join after June 1st (ie, moving into FCV after June 1st) will be assigned recreational facility dues pro-rated over the remaining operating days.

3.04b Class C memberships will not be required to pay membership dues.

3.04c Class E and Class F Membership.

(1) Annual Class E and Class F membership dues shall be set by the Board of Directors not later than December 31 of each year, for the following year. Class E and F membership dues shall be used in their entirety for the support of the recreation facilities.

(2) Class E and F membership applications will be accepted, starting January 1st of the membership year. Late applications will be accepted until the maximum total membership

number for the year is reached. Class E and F members must resubmit a membership application each year with their payment for the annual dues.

(3) Guest policy. The Board of Directors shall establish a guest policy for Class E and Class F members that are consistent with the guest policy applied to Class B and C members.

#### Resignation or Change of Status of Membership

3.05 When a member of the Association has paid his dues, assessments, and fees for the entire year and when because of circumstances beyond his control he involuntarily leaves the subdivision, he may be entitled to a partial refund of his dues upon a petition to the Board of Directors and approved by the Board. Reference to par. 3.04a (2)

When a Class A member of the Association has paid his dues, assessments and fees for the entire year and when he, by his own choice, decides to transfer from Class A to Class B membership, he shall be required to pay any additional fees, dues or assessments applicable to Class B membership. When a Class B member decides to transfer to Class A membership, he will not be entitled to any refund or partial refund of any dues, fees, or assessments he has paid.

#### Transfer of Class B Membership

3.06 A resident Class B member of the Association may sell or transfer his/her current year membership to the person to whom he sells, leases, or rents his residence but only to that person or persons. No member of the Association may sell his membership to any person other than to whom he sells rents or leases his residence. All such transfers/sales of current year memberships to new FCV residents must be reported to the Association Secretary.

#### Revoking of Membership

3.07 The Board of Directors reserves the right to revoke the membership or suspend the privileges of membership in such unusual cases as the Board of Directors may deem necessary to provide for the good order of Association business or to protect the property operated or owned by the Association. Such revocation of membership or suspension of privileges may only be done by the unanimous vote of the Board of Directors. The affected member may be entitled to a refund of any fees, dues or assessments paid during the calendar year in which action takes place. Such refund will be solely at the discretion of the Board of Directors.

### **ARTICLE 4**

#### Board of Directors and Officers

4.01 The business and affairs of the Association shall be managed by the Board of Directors. Five (5) Class B directors must be Class B members of the French Creek Village Homeowners Association upon their election and during the term of their office. Two (2)



Class A directors must be Class A members or Class B members of the French Creek Village Homeowners Association upon their election and during the term of their office. The Class A directors may only vote on issues pertaining to Class A business. Members must be 18 years of age or older to be eligible to hold office. Two people from the same member-household may not serve on the FCVHOA Board of Directors at the same time. The Internal Auditor cannot be from the same member-household as any Board member.

4.02(a) The number of directors of the Association shall be seven (7). There will be five (5) Class B members and two (2) Class A members. In the event no Class A member volunteers for Board position, a Class B member may fulfill that position but would only be allowed to vote on Class A related business. Each shall hold office for two (2) years, with two Class B and one Class A member(s) term to expire one year and 3 class B and one Class A member(s) term to expire on the alternate year.<sup>1</sup>

4.02(b) Officers will be elected at the Annual Membership Meeting on Memorial Day, but with terms of office to begin with the Board meeting in September of each year. It is intended that newly elected Board member(s) will attend Board meetings in June, July, and August, so that they may become familiar with Board procedures prior to taking office at the September Board meeting.

4.02(c) Class A Board members do not have voting rights on operational expenses for the recreational facilities.

4.03 A regular meeting of the Board of Directors shall be held without other notice than these Bylaws on the first Thursday (or date specified at the annual meeting) following the annual general membership meeting. The Board shall provide by resolution the time and place for the holding of additional general membership meetings and notify the membership of this decision by publication.

4.04 A majority of the Directors (not less than four, and three must be Class B members) shall constitute a quorum for the transaction of business. Board members, including the Internal Auditor, are required to attend all Board meetings unless notice is given to the Board at least 30 minutes prior to the start of the Board meeting. A minimum of 75% of all Board meetings, in a calendar year, must be attended by every Board member, including the Internal Auditor.

4.05 Any vacancy occurring in the Board may be filled by the affirmative vote of the majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the general membership called for that purpose. Resignation from the FCVHOA Board of Directors or Internal Auditor position, before the end of an elected term, must be submitted in writing to the Board.

## OFFICERS

4.06 The officers of the Association shall be President, Vice- President, Secretary, Recreation

Director and a Treasurer. Each of them shall be elected by the Board of Directors at the first meeting of the Board held after each annual meeting of the general membership. Each officer shall hold office until his/her successor shall be duly elected or until his death or until he/she resigns or shall have been removed in the manner hereinafter provided. Any officer may also be a director of the Association.

4.07 The officers of the Association shall be elected annually by the Board of Directors at the first meeting of the Board held after each annual meeting of the general membership. Each officer shall hold office until his/her successor shall be duly elected or until his death or until he/she resigns or shall have been removed in the manner hereinafter provided.

4.08 Any director, either elected or appointed by the Board, may be removed from the Board whenever the interest of the Association would be served by such removal. A Director can only be removed by a vote of two-thirds of the membership present at a general membership meeting.

4.09 A vacancy in any office will be filled within thirty days by the Board of Directors for the unexpired portion of the term.

#### DUTIES OF OFFICERS

4.10 President: The President shall be the principal executive officer of the Association and subject to the approval of the Board of Directors, shall supervise the business and affairs of the Association. He/She shall, when present, preside at the general membership meetings and meetings of the Board of Directors. He/She may sign, any deeds, mortgages, contracts, and other instruments with which the Board is authorized to be executed, except in cases expressly prohibited by these Bylaws; and in general, shall perform all duties incident to the President's office, and such other duties as may be described by the Board of Directors from time to time. He/She shall serve in an ex-officio capacity on all committees.

4.11 Vice President: The Vice-President shall perform such duties as may be assigned to him/her by the President or the Board and shall perform the duties and exercise the powers of the President during the absence or disability of the President.

4.12 Secretary: The Secretary shall:

1. Keep the minutes of the general membership and Board of Directors' meetings.
2. See that all notices are duly given in accordance with the provisions of the Bylaws.
3. Be the custodian of records usually associated with the secretarial responsibilities.
4. Perform such other duties as may be assigned to him/her by the President or the Board.

4.13 Treasurer: The Treasurer shall:

1. Be charged with custody of and responsibility for all funds deposited to the account of the

Association.

2. Be the custodian for the seal of the Association and see that the seal is affixed to appropriate documents.
3. In general, perform all duties incident to the office of the treasurer and other duties as may be assigned to him/her by the President or the Board of Directors.
4. Prepare preliminary budget forecasts for the coming fiscal year to serve as guidance to the Board of Directors and the committee chairpersons for the development of operating budgets.
5. File all appropriate tax returns as may be required by the I.R.S. or the State of Texas.
6. The Treasurer shall prepare and submit to the Board of Directors, at each specified meeting, the following financial documents:

- Monthly: A current year-to-date Profit & Loss statement with comparative data for the preceding year.

- Monthly: A current itemized summary of the current months income and expenses.

- If Appropriate: Documents to show that Social Security and Income Tax payments have been paid on schedule and that IRS Form 941 (due by the last day of the month following the quarterly report period) has been appropriately filed.

- If Appropriate: Documents to show that the appropriate Texas State form C-3, Texas Work Force Commission, has been filed.

- If Appropriate: Documents to show that the appropriate federal reports, Form 940, Employer's Annual Federal Unemployment (FUTA) Tax Return (due by Jan. 30), Forms W-2 and W-3, Federal Wage and Tax Statement (due by Feb 28th) and Form 990EZ, Return of Organization Exempt from Income Tax (due by May 15th) have been filed.

4.14 Recreation Director. The Recreation Director shall:

1. Be charged with custody of and responsibility for all equipment and activities conducted at the recreation facilities.
2. Ensure that the facilities are in safe and useable condition.
3. Work with Treasurer to help prepare and monitor budget forecasts for facility operations.
4. Monitor membership at the facilities and ensure Pool Rules are adhered to.
5. Perform other duties as assigned by the Board of Directors.

4.15 Compensation - The corporation is a non-profit corporation, without capital stock, organized for pleasure, recreation, and other non-profit purposes solely and no Director, officer, or employee of the corporation, nor any individual having a personal or private interest in the activities of the corporation, shall ever be lawfully entitled to receive any profit from the operations of the corporation, except reasonable compensation for service rendered in carrying out one of its stated purposes.

## Internal Auditor

### 4.16 Duties of the Internal Auditor.

(1) Purpose - The internal auditor will serve an ombudsman function within the Association by presenting to the Board of Directors and officers of the Association any complaints from members of the Association. He/She will also advise the members of the Association of any activity on the part of the Board of Directors and the officers of the Association which he/she believes to be contrary to the purpose of the Association. He/She will be empowered to call a general membership meeting upon obtaining written request for such a meeting by twenty percent of the membership, and shall conduct and preside over such meetings. He/She will not be entitled to a vote on any matter acted upon by the Board of Directors, but will be afforded opportunity to express his/her opinions to the Board of Directors on any issue affecting the Association. Upon reasonable request, he/she will be given access to any and all records maintained by the Association. Upon his/her request, he/she will be given a written explanation of any action taken by the Board of Directors and officers of the Association by the responsible director or officer. He/She will report to the members of the Association and comment on the activities and actions of the Board of Directors, or any other matter affecting the Association in any newsletter issued by the Association. He/She may also direct that the officers issue a special newsletter at any time to accomplish this purpose.

(2) Term of Office - At the first annual meeting, the members shall elect one internal auditor to serve a two year term.

(3) Removal - The internal auditor may only be removed from office by a majority vote of the members of the Association present at any annual or special meeting of the Association. In such instance the members present at the meeting will elect a new internal auditor to fill the remainder of the term. Except that members of the Board or officers of the Association will not be entitled to vote on such removal or election.

## **ARTICLE 5**

### MEETINGS

5.01 Annual Membership Meeting. The annual meeting of the association membership shall be held on Memorial Day Monday in May or on Friday, Saturday, or Sunday immediately before Memorial Day each year at a location announced by the Board of Directors and posted by the Secretary, for the purpose of electing Directors and for the transaction of such other business as may appropriately come before the meeting.

5.02 Notice of Meetings: Written or personal notice stating the PLACE, DATE, AND HOUR OF MEETINGS SHALL BE MADE AVAILABLE NO LESS THAN SEVEN (7) DAYS BEFORE THE DATE OF THE MEETING, to each resident member entitled to vote at such meetings.

5.03 Special Meeting: Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. Special meetings of the general membership

may be called by the President or by the internal auditor as provided for in Article 4.16.

5.04 A quorum shall consist of not less than four, and three must be Class B Board members, plus a number of attending members equaling two more than that number of Board members present

## **ARTICLE 6**

### COMMITTEES

6.01 Standing Committees. At the first Board of Directors meeting after the Annual Meeting of the general membership, the Board will select chairpersons for any standing committees deemed necessary and/or appropriate at the time, such as:

1. Membership - (Welcoming and dues collection)
2. Social - (Neighborhood parties and activities)
3. Recreation - (Pool, tennis courts, picnic area supervision)
4. Publicity - (Newsletter and neighborhood director)

Following their selection, the committee chairpersons shall select such members as are needed to conduct committee affairs.

6.02 Special Committees. The Board may from time to time appoint other standing or special committees as necessary, outline their duties and select chairpersons.

6.03 Nominating Committee. Not less than thirty (30) days prior to the annual meeting, the Board shall appoint a nominating committee to select a slate of candidates for the Board of Directors for the following year. The internal auditor shall be nominated from the floor of the annual meeting by any member who is not a member of the current Board of Directors and who is not the current internal auditor.

## **ARTICLE 7**

### MISCELLANEOUS PROVISIONS

7.01 All or part of these Bylaws may be amended, modified or repealed at any annual or special meeting of the resident membership at which there is a quorum by a majority vote of those present. When any amendment, change or modification of the Bylaws is to be proposed at any such meeting, a notice of such meeting containing a recital of the Bylaws to be amended and including the proposed amendment, shall be made available to all members no later than five days in advance of such meeting.

## **ARTICLE 8**

### MISCELLANEOUS PROVISIONS

8.01 Corporate Seal. The Corporate Seal of the Association shall be in the form of a circle and shall have inscribed thereon "French Creek Village Homeowners Association, Inc., San Antonio, Texas."

8.02 Fiscal Year. The fiscal year of the Association shall begin the first day of January and end on the thirty-first day of December in each year.

8.03 The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, Board of Directors and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Association may be inspected by any member, his/her agent or attorney for any purpose at any reasonable time.

8.04 The Association may be dissolved with the assent given in writing and signed by not less than two thirds (2/3rds) of A, B and C membership classes. Upon dissolution of the association, other than incident to a merger or consolidation with other similar associations, the assets of the association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such dedication is refused by the public agency, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or similar organization to be devoted to such similar purposes.