

**BYLAWS OF
EVERGREEN VIEWPOINTE PROPERTY OWNERS ASSOCIATION**

**ARTICLE I.
NAME AND PRINCIPAL OFFICE**

Section 1.1 Name. The name of the Corporation is Evergreen Viewpointe Property Owners Association, hereinafter referred to as the "Association."

Section 1.2 Principal Office. The principal office of the Association shall be located at 15600 San Pedro Avenue, Suite 101, San Antonio, TX 78232, but meetings of Members and Directors may be held at such places within Bexar County or any adjacent county as may be designated by the Board of Directors.

**ARTICLE II.
DEFINITIONS**

Section 2.1 "Association" shall mean and refer to Evergreen Viewpointe Property Owners Association, a Texas non-profit corporation, its successors and assigns.

Section 2.2 "Common Area" shall mean and refer to all real property, if any, owned and/or maintained and/or otherwise controlled by the Association for the common use and enjoyment of the Owners.

Section 2.3 "Declarant" shall mean and refer to DAH Builders, LLC, a Texas limited liability company, its successors and assigns.

Section 2.4 "Declarant Control Period" shall mean earlier of the ten year period of time from the date the Declaration was recorded in the Official Public Records of Bexar County, Texas, unless terminated early voluntarily by Declarant.

Section 2.5 "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, Easements and Restrictions for Evergreen Viewpointe.

Section 2.6 "Lot" shall mean and refer to all plots of land subjected to the Declaration, with the exception of the Common Area.

Section 2.7 "Member" shall mean and refer to those persons owning one or more Lots subject to the Declaration.

Section 2.8 "Owner" shall mean and refer to the record owner, whether one or more of the Lots in the Subdivision.

Section 2.9. "Properties" shall mean and refer to that certain real property made subject to the Declaration (as defined below) and such additional property that may annexed thereto pursuant the Declaration.

ARTICLE III. MEETING OF MEMBERS

Section 3.1 Annual Meetings. The annual meetings of the Members shall be held on a date established by the Board of Directors.

Section 3.2 Special Meetings. Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of one-fourth (1/4) of the votes of the membership.

Section 3.3 Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of, the Secretary or the person authorized to call the meeting at least ten, but not more than, sixty days) before such meeting to each Member entitled to vote thereat, addressed to the Member's contact information last appearing on the books of the Association or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and what matters may be subject to vote or election at such meeting, in the form of a specific agenda..

Section 3.4 Quorum. The presence at the meeting of Members entitled to cast, their absentee ballots, electronic ballots, or proxies entitled to cast one-tenth of the votes, shall constitute a quorum for any action except as otherwise provided in the Certificate of Formation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, with notice pursuant to Section 3.2, until a quorum shall be present or be represented. At any such reconvened meeting following adjournment due to failure to obtain a quorum, the presence at the meeting of Members entitled to cast (or of proxies entitled to cast) one-twentieth of the votes shall constitute a quorum for any action except as otherwise provided in the Certificate of Formation, the Declaration or these Bylaws. A vote of a majority of the Members voting at a meeting at which a quorum is present shall be the vote of the Members unless otherwise stated or provided by law.

Section 3.5 Voting Rights. The Members shall have one vote per lot. When more than one person owns a lot the one vote for such lot may be exercised by any of the owners.

Section 3.6 Voting Methods. Each Member may vote in person, by proxy by absentee ballot or electronic ballot in any election or vote.. All proxies shall be in writing and filed with the Secretary prior to the commencement of voting. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot. The Board of Directors of the Association may designate an official proxy form, in which case only proxies on the official form shall be valid. Members shall be entitled to obtain from the Secretary as many official proxy forms as they may request.

ARTICLE IV.
BOARD OF DIRECTORS: SELECTION; TERM OF OFFICE

Section 4.1 Number. The affairs of this Association shall be managed by a Board of three Directors. The number of Directors may be changed by amendment of these Bylaws.

Section 4.2 Term of Office. At the first annual meeting of the Members following the end of the Declarant Control Period, the Members shall elect one Director for a term of one year. After the Declarant has sold their last Lot, the Members of the Association shall elect one director for a term of one year, one Director for a term of two years and one Director for a term of one year, with the candidate receiving the highest number of votes to hold the three year term, the candidate with the second-highest number of votes to hold a term of two years, and the candidate receiving the third-highest number of votes to hold the one year term. Thereafter, all Directors shall be elected for three year terms.

Section 4.3 Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining Board members.

Section 4.4 Compensation. No Director shall receive compensation for any service he may render to the Association; however, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 4.5 Action Taken Without a Meeting. Any decision required or permitted to be made at a meeting of the Board of Directors, may be made without a meeting except as to the following matters, for which no decision may be made without a meeting:

- (1) fines;
- (2) damage assessments;
- (3) initiation of foreclosure actions;
- (4) initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety;
- (5) increases in assessments;
- (6) levying of special assessments;
- (7) appeals from a denial of architectural control approval;
- (8) a suspension of a right of a particular owner before the owner has an opportunity to attend a Board meeting to present the owner's position, including any defense, on the issue;
- (9) lending or borrowing money;
- (10) the adoption or amendment of a dedicatory instrument;
- (11) the approval of an annual budget or the approval of an amendment of an annual budget that increases the budget by more than 10 percent;
- (12) the sale or purchase of real property;
- (13) the filling of a vacancy on the Board;
- (14) the construction of capital improvements other than the repair, replacement, or enhancement of existing capital improvements; or
- (15) the election of an officer.

Notwithstanding the foregoing, until such time as the Developer no longer has the right to change the size, shape or composition of the subdivision, only the following meetings must be open to attendance by the membership:

- (1) adopting or amending the governing documents, including declarations, bylaws, rules, and regulations of the Association;
- (2) increasing the amount of regular assessments of the association or adopting or increasing a special assessment;
- (3) electing non-developer board members of the Association or establishing a process by which those members are elected; or
- (4) changing the voting rights of members of the Association.

ARTICLE V. NOMINATION AND ELECTION OF DIRECTORS

Section 5.1 Nomination. At least ten days before the date the Association disseminates absentee ballots or other ballots to Association Members for purposes of voting in a Board member election, the Association shall provide notice to the Members soliciting candidates interested in running for a position on the Board. The notice shall contain instructions for an eligible candidate to notify the Association of the candidate's request to be placed on the ballot and the deadline to submit the candidate's request. The deadline shall not be earlier than the tenth day after the date the Association provides the notice required by this Section. Nomination for election to the Board of Directors may also be made from the floor at the annual meeting.

Section 5.2 Election. Election to the Board of Directors shall be by signed, written ballot. At such election, 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 the Certificate of Formation. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI. MEETINGS OF DIRECTORS

Section 6.1 Regular Meeting Scheduling. Regular meetings of the Board of Directors shall be held at least once each year, at such place, date and hour as may be fixed from time to time by the Board of Directors.

Section 6.2 Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two Directors, after not less than three days notice to each Director, unless notice is waived in writing by each Director.

Section 6.3 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 6.4 Procedures for Board Decisions.

In this Section, “Board meeting”:

- (1) means a deliberation between a quorum of the voting Board of the Association, or between a quorum of the voting Board and another person, during which Association business is considered and the Board takes formal action; and
- (2) does not include the gathering of a quorum of the Board at a social function unrelated to the business of the Association or the attendance by a quorum of the Board at a regional, state, or national convention, ceremonial event, or press conference, if formal action is not taken and any discussion of Association business is incidental to the social function, convention, ceremonial event, or press conference.

Meetings of the Association shall be required open to the members of the Association during the time the Developer owns at least one Lot, only if the meeting is conducted for the purpose of:

- (1) adopting or amending the governing documents, including the Declaration, Bylaws, rules, and regulations of the Association;
- (2) increasing the amount of regular assessments of the Association or adopting or increasing a special assessment;
- (3) electing non-developer Board members of the Association or establishing a process by which those members are elected; or
- (4) changing the voting rights of members of the Association.

After the Developer conveys the last Lot owned by them in the Subdivision, regular and special Board meetings must be open to owners, subject to the right of the Board to adjourn a Board meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association’s attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the Board. Following an executive session, any decision made in the executive session must be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary must include a general explanation of expenditures approved in executive session.

Except for a meeting held by electronic or telephonic means a Board meeting must be held in Burnet County or in a county adjacent to that county.

A Board meeting may be held by electronic or telephonic means provided that:

- (1) each Board member may hear and be heard by every other Board member;
- (2) except for any portion of the meeting conducted in executive session:
 - (A) all owners in attendance at the meeting may hear all Board members; and
 - (B) owners are allowed to listen using any electronic or telephonic communication method used or expected to be used by a Board member to participate; and
- (3) the notice of the meeting includes instructions for owners to access any communication method required to be accessible under Subdivision (2)(B).

The Board shall keep a record of each regular or special Board meeting in the form of written minutes of the meeting. The Board shall make meeting records, including approved minutes, available to a member for inspection and copying on the member's written request to the Board. Members shall be given notice of the date, hour, place, and general subject of a regular or special Board meeting, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be:

- (1) mailed to each Owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or
- (2) provided at least 144 hours before the start of a regular Board meeting and at least 72 hours before the start of a special Board meeting by:
 - (A) posting the notice in a conspicuous manner reasonably designed to provide notice to Association members:
 - (i) in a place located on the Association's common property or, with the property owner's consent, on other conspicuously located privately owned property within the subdivision; or
 - (ii) on any Internet website available to the Association Members that is maintained by the Association; and
 - (B) sending the notice by e-mail to each Owner who has registered an e-mail address with the Association. It is an owner's duty to keep an updated e-mail address registered with the Association

If the Board recesses a regular or special Board meeting to continue the following regular business day, the Board is not required to post notice of the continued meeting if the recess is taken in good faith and not to circumvent this section. If a regular or special Board meeting is continued to the following regular business day, and on that following day the Board continues the meeting to another day, the Board shall give notice of the continuation within two hours after adjourning the meeting being continued.

Except as provided by this Section, the Board may take action outside of a meeting, including voting by electronic or telephonic means, without prior notice to owners, if each Board member is given a reasonable opportunity to express the Board member's opinion to all other Board members and to vote. Any action taken without notice to owners must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special Board meeting.

ARTICLE VII. POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 7.1 Powers. The Board of Directors shall have the power to:

- (a) Adopt and publish rules and regulations governing the use of the Common Area and facilities and the personal conduct of the Members and their guests thereon.
- (b) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Certificate of Formation, or the Declaration.
- (c) Enter into contracts with independent contractors or municipalities for police or security protection, fire protection, landscaping services, and sanitary services such as garbage collection.
- (d) Employ a manager, independent contractors, attorneys, accountants, auditors, or such

other employees as they deem necessary, and to prescribe their duties.

(e) Cause audited or unaudited reports of the business affairs of the Association to be prepared from time to time.

Section 7.2 Duties. It shall be the duty of the Board of Directors to:

(a) Keep a complete record of all its acts and corporate affairs, and to make those records available to the membership upon written request made in compliance with applicable law;

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

(c) As more fully provided in the Declaration, to:

(1) Fix the amount of the annual assessments against each Lot at least thirty days in advance of each annual assessment period;

(2) Send written notice of each assessment to every Owner subject thereto at least thirty days in advance of each annual assessment period; and,

(3) Foreclose the lien against any property for which assessments are not paid within sixty days after due date or to bring an action at law against the Owner personally obligated to pay the same;

(d) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and,

(g) Cause the Common Area to be maintained.

ARTICLE VIII.
OFFICERS AND THEIR DUTIES

Section 8.1 Enumeration of Offices. The officers of the Association shall be a President, who shall at all times be a member of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may, from time to time, create by resolution.

Section 8.2 Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each regular annual meeting of the Members.

Section 8.3 Term. The officers of this Association shall be elected annually by the Board, and each shall hold office for one year unless he shall sooner resign or shall be removed or otherwise disqualified to serve.

Section 8.4 Special Appointments. The Board may elect such other officers as the affairs of the 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 8.5 Resignation and Removal. Any officer may be removed from office without cause by the Board. Any officer may resign at any time, giving written notice to the Board, the President or 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 8.6 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 8.7 Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices, except in the case of special offices created, pursuant to Section 8.4 of this Article.

Section 8.8 Duties. The duties of the officers are as follows:

(a) President. The President shall preside at meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments, except as may be otherwise approved by the Board of Directors.

(b) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members of the Association, together with their addresses; certify official actions of the Association; and shall perform such other duties as required by the Board.

(c) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association, and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all promissory notes of the Association; keep proper books of account; cause annual financial statements of the Association books to be prepared at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting.

ARTICLE IX. BOOKS AND RECORDS

Section 10.1 Inspection and Copying of Documents. The books, records, and papers of the Association shall be subject to inspection by any Member, upon submission of a written request in compliance with Section 209.005, Texas Property Code. An owner or the owner's authorized representative must submit a written request for access or information by certified mail, with sufficient detail describing the Association's books and records requested, to the mailing address of the Association on the most current management certificate. The request must contain an

election either to inspect the books and records before obtaining copies or to have the Association forward copies of the requested books and records, and:

- (1) if an inspection is requested, the Association, on or before the tenth business day after the date the Association receives the request, shall send written notice of dates during normal business hours that the owner may inspect the requested books and records to the extent those books and records are in the possession, custody, or control of the Association; or
- (2) if copies of identified books and records are requested, the Association shall, to the extent those books and records are in the possession, custody, or control of the Association, produce the requested books and records for the requesting party on or before the tenth business day after the date the Association receives the request, except as otherwise provided by this Section.

If the Association is unable to produce the books or records requested on or before the tenth business day after the date the Association receives the request, the Association must provide to the requestor written notice that:

- (1) informs the requestor that the Association is unable to produce the information on or before the tenth business day after the date the association received the request; 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 fifteenth business day after the date such is given.

If an inspection is requested or required, the inspection shall take place at a mutually agreed on time during normal business hours, and the requesting party shall identify the books and records for the property owners' association to copy and forward to the requesting party.

The Association may produce books and records in hard copy, electronic, or other format reasonably available to the association.

An owner is responsible for costs related to the compilation, production, and reproduction of the requested information. The Association may require advance payment of the estimated costs of compilation, production, and reproduction of the requested information. If the estimated costs are lesser or greater than the actual costs, the Association shall submit a final invoice to the owner on or before the thirtieth business day after the date the information is delivered. If the final invoice includes additional amounts due from the owner, the additional amounts, if not reimbursed to the association before the thirtieth business day after the date the invoice is sent to the owner, may be added to the owner's account as an assessment. If the estimated costs exceeded the final invoice amount, the owner is entitled to a refund, and the refund shall be issued to the owner not later than the thirtieth business day after the date the invoice is sent to the owner.

The Association is not required to release or allow inspection of any books or records that identify the dedicatory instrument 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 owner's address, or information related to an employee of the association, including personnel files. Information may be released in an aggregate or summary manner that would not identify an individual property owner.

Section 10.2 Records of the Association's Attorney, The Association's attorney's files and records relating to the Association are not records of the association and are not subject to inspection by the owner or production in a legal proceeding. If a document in an attorney's files and records relating to the Association would be responsive to a legally authorized request to inspect or copy Association documents, the document shall be produced by using the copy from the attorney's files and records if the Association has not maintained a separate copy of the document. This does not require production of a document

ARTICLE X.
CORPORATE SEAL

Section 11.1 Corporate Seal. The Association shall not be required to have a seal for any purposes.

ARTICLE XI.
AMENDMENTS AND CONFLICTS

Section 12.1 Amendments. These Bylaws may be amended with the approval of Members entitled to cast two-thirds of the votes who are present or represented by proxy at a meeting where a quorum is present. The Board of Directors may delegate to the Members of the Association the power to amend these Bylaws.

Section 12.2 Conflicts. In the case of any conflict between the Certificate of Formation and these Bylaws, the Certificate shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XII.
MISCELLANEOUS

Section 13.1 Fiscal Year. The fiscal year of the Association shall begin on the first day of January in each year and end on the last day of December in each year.

The foregoing document was approved by majority vote at a meeting of the Board of Directors of the Association, as certified by the signatures of the President and Secretary of the Association below.

Approved on the ____ day of March, 2023.

EVERGREEN VIEWPOINTE PROPERTY
OWNERS ASSOCIATION,
a Texas non-profit corporation

By: David Anderson, Director

By: Hang Cralley, Director

By: Sam Carrillo, Director

AFTER RECORDING RETURN TO:

Evergreen Viewpointe Property Owners Association
c/o Tom L. Newton, Jr.
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