

AMENDED AND RESTATED BY-LAWS
OF
HOMEOWNERS ASSOCIATION OF WEST FORK, INC.
A NON-PROFIT CORPORATION

ARTICLE I

NAME AND LOCATION

The name of the corporation is HOMEOWNERS ASSOCIATION OF WEST FORK, INC. (Association). The principal office of the corporation shall be located at 2251 N. Loop 336 W., Suite C, Conroe, Texas 77304. The principal office of the Association may be changed by the Board of Directors (Board) at its discretion from time to time.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to the HOMEOWNERS ASSOCIATION OF WEST FORK, INC., its successors and assigns.

Section 2. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 3. "Public Area" shall mean the area in public rights-of-way at the Subdivision entrance and along the public roadways within the Subdivision, including islands and medians that the Board chooses to maintain for the beautification and enhancement of West Fork.

Section 4. "Declaration" shall mean and jointly refer to the Declarations of Covenants, Conditions and Restrictions applicable to Sections 1 and 2, and such additions thereto as may be brought within the jurisdiction of the Association pursuant to the provisions of the Declaration, of the West Fork Subdivision in Montgomery County, Texas. The Declaration for Section 1 was recorded on June 27, 2002 in the office of the County Clerk of Montgomery County, Texas, under County Clerk's File No. 2002-064450, Film Code No. 096-10-1916, et seq., as amended from time to time. The Declaration for Section 2 was recorded on June 29, 2005 in the office of the County Clerk of Montgomery County, Texas, under County Clerk's File No. 2005-083030, Film Code No. 880-10-0906, et seq., as amended from time to time.

Section 5. "Lot" shall mean and refer to any plot of land shown on the recorded subdivision plat with the exception of the Common Areas and public rights-of way.

Section 6. "Member" shall mean and refer to those persons entitled to membership in the Association as provided in the Declaration.

Section 7. "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 part of the subdivision, including contract sellers, but excluding those holding title merely as security for the performance of an obligation.

Section 8. "Subdivision" shall mean and refer to those certain tracts of real property described in the Declarations for Sections 1 and 2 as the West Fork Subdivision, and such additions thereto as may be brought within the jurisdiction of the Association pursuant to the provisions of the Declaration.

ARTICLE III

MEETINGS OF MEMBERS

Section 1. Annual Meetings. The Annual Meeting of the Members shall be held in the month of February.

Section 2. Special Meetings. A Special Meeting of Members may be called at any time by the President or by a majority of the Board, or upon written request of twenty five percent (25%) of all Members who would be entitled to vote at the Special Meeting.

Section 3. Notice of Meetings. Written notice of each meeting of Members shall be given by the Board, or by a person or entity authorized and on behalf of the Board, to provide notice of the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) but not more than fifty (50) days before such meeting to each Member potentially entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of receiving notice. Such notice shall specify the day, hour and place of the meeting, and in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the annual or special meeting, in person or by proxy, twenty five percent (25%) of Members entitled to cast votes in the meeting shall constitute a quorum for authorization of any action, except as may otherwise be provided in the Declaration, the Articles of Incorporation or these By-Laws. If a quorum is not present at any meeting, a majority of the Board shall have the power to adjourn the meeting without notice other than announcement at the meeting by the president that a quorum is not present. The Board may reconvene the meeting at its discretion provided that notice is given to Members in accordance with Article III, Section 3 of these By-Laws. At such reconvened meeting the quorum requirement shall be fifty percent (50%) of the quorum requirement for the adjourned meeting.

Section 5. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary, or with a person or entity authorized by the Board to receive and record the Member's proxies. Proxies shall be revocable, and the proxy of any Owner shall automatically terminate on conveyance by him or her of his or her lot. Each proxy must contain the name, address and dated signature of the owner submitting the proxy.

Section 6. Location of Meetings. Meetings of Members may be held at such times and places within Montgomery County, Texas as may be designated by the Board.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Number. The affairs of the Association shall be managed by a Board of five (5) directors who shall be members of the Association. In the event that an entity owns more than one undeveloped Lot, a designated representative of that entity shall be considered a member of the Association for purposes of this section and shall be allowed to stand for election to the Board.

Section 2. Term of Office. The term of office for each elected director is three years. The terms of the directors shall be staggered so that there is continuity on the Board. In February 2012, there will be an incumbent director with one year remaining on the term and an incumbent director with two years remaining on the term. Up for election at the 2012 annual meeting of Members are three (3) directors, an expiring three (3) year term, and to fill the two (2) New Director seats, a one (1), and two (2) year termed seat, respectively. When these two new seats expire, they will convert to a standard three (3) year term as indicated in this section. Directors that are appointed to fill a vacancy on the Board shall serve for the balance of the term of the predecessor. The term of a director normally concludes at the start of the first meeting of the Board following the annual meeting of Members at which his or her successor was elected. In the event one or more expiring positions cannot be filled by election due to a lack of nominees; or, if either of the two "new" seats being added in 2012 cannot be filled due to lack of nominees, then the remaining Board of Directors may send out notice of a new meeting, for the purpose of establishing a Quorum as provided in Article III, Section 4, and to vote to fill the open board position(s). In these specific cases, the Board may NOT appoint members to fill these vacant Board seats. Open Board seats may only be filled by Board appointment according to Article IV, Section 4 of these By-Laws. In the event that all Board seats are not filled by member vote, or an appointee (or appointees) is not available, the Board of Directors shall remain duly constituted so long as there are a minimum of three (3) serving Directors.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of all of the Members of the Association who are entitled to vote in person or by proxy at an annual meeting of Members or at a special meeting of Members called for the purpose of removing a director from office.

Section 4. Replacement. In the event of the death, resignation or removal of a director, his or her successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of the predecessor.

Section 5. Compensation. No director shall receive compensation for any service he or she may render to the Association. However, if approved by the Board, a director may be reimbursed for actual expenses incurred in the performance of his or her duties, or for actual expenses paid on behalf of the Association.

ARTICLE V

BOARD OF DIRECTORS – NOMINATION AND ELECTION

Section 1. Nomination. Nomination to the Board shall be by nominating committee, self-nomination by Members or by nomination from the floor at the annual meeting of Members. The nominating committee shall consist of a chairman who shall be a member of the Board, and one (1) or more Members of the Association who are not required to be but also may be members of the Board. The nominating committee shall be appointed by the Board prior to each annual meeting of Members to serve from the close of such meeting until the close of the next annual meeting of Members. The nominating committee shall make as many nominations for election to the Board as it shall in its discretion determine, but in no event shall it nominate less than one (1) candidate for each vacancy to be filled. Prior to the election of new Board members, the chairman of the nominating committee shall report to the annual meeting of Members the names of the candidates proposed by the nominating committee and the names of those Members who have nominated themselves for each vacancy. The President shall open the floor of the annual meeting of Members to receive additional nominations for each vacancy prior to the election for that vacancy.

Section 2. Election. Election to the Board shall be by written ballot. At such election, the Members or their proxies may cast, with respect to each vacancy, one vote for each Lot provided that the Member is eligible to vote in accordance with the Declaration. In the event that there are three (3) or more candidates for a Board position, there shall be a run-off election between the two (2) highest vote recipients unless one (1) of the candidates receives a majority of the votes cast, in which case that person will be the elected director.

ARTICLE VI

BOARD OF DIRECTORS – MEETINGS

Section 1. Regular Meetings. Regular meetings of the Board shall be held at least quarterly but no more often than monthly at such place and hour as may be fixed by agreement among Board members for the convenience of the Board.

Section 2. Special Meetings. Special meetings of the Board shall be held when called by the President or by a majority of directors, after not less than three (3) days' notice to each director unless there is unanimous agreement among all directors to have the special meeting as soon as convenient to all.

Section 3. Quorum. A majority of the directors shall constitute a quorum for the transaction of the business of the Association. Every act performed or decision made by a majority of the directors present at a duly held meeting in which a quorum is present shall constitute the act or decision of the Board.

Section 4. Location of Meetings. Meetings of the Board may be held at such places within Montgomery County, Texas as may be designated by the Board.

Section 5. Meeting Notice. Notice for Regular and Special Board meetings will be given by electronic posting to the community website and by e-mail blast to all members at least 72 hours before the start of the meeting to any member that has registered an e-mail address with the association. For this purpose, it is an owner's duty to keep an updated e-mail address registered with the association under § 209.0051, subsection (e)(2)(B) of the Texas Title II Restrictive Covenants governing Associations. Further, meetings designated as "Workshop" meetings, where the Board "may" choose to meet by; telephone or web conference, or in person, where no vote or binding action is taken, do not meet the obligation of Regular or Special meeting designation, and are therefore not subject to this notice requirement.

ARTICLE VII

BOARD OF DIRECTORS – POWERS AND DUTIES

Section 1. Powers. The Board shall have the power to:

a) Adopt and publish rules and regulations governing the use of the common areas including the personal conduct of the Members and their guests thereon, and to establish penalties for infractions of such rules and regulations;

b) Suspend the voting rights of any Member and the right to use the common areas by any Member during any period in which such Member is in default in the payment of any assessment levied

by the Association. Such rights also may be suspended after notice and hearing for a period not to exceed thirty (30) days for infraction of published rules and regulations;

c) Exercise on behalf of the Association all powers, duties, and authority vested in or delegated to the Association and not specifically reserved to the membership by the Declaration, Articles of Incorporation, or by other provisions of these By-Laws;

d) Declare the office of a member of the Board to be vacant in the event that such member is absent without a valid excuse from three (3) consecutive regular meetings of the Board; and

e) Employ and prescribe the duties of a management firm, a managing agent, independent contractors and/or such other independent persons and entities as they may deem necessary. The Board may not hire directly full or part-time employees, without approval of a majority of Members entitled to vote, at a duly called meeting of the Members where a Quorum exists as defined in Article III, Section 4 of these By-Laws.

Section 2. Duties. It shall be the duty of the Board to:

a) Keep or cause to be kept a complete record of all its acts and corporate affairs, and to present an oral statement thereof to the Members at each annual meeting of the Members, or at any special meeting at which such a statement is requested in writing by twenty five percent (25%) of the Members entitled to vote thereat; and

b) Supervise all officers, committees, agents and contractors of the Association and see to it that their duties are properly performed.

c) As more fully provided in the Declarations to:

1) Fix the amount of the annual assessment against each Lot at least forty-five (45) days in advance of each annual assessment period;

2) Send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

3) Provide a Member with a written past-due notice via certified mail, return receipt requested, if an assessment is not paid within thirty (30) calendar days after the due date of the assessment.

d) Issue on demand, or cause to be issued by an agent of the Association, a certificate setting forth whether or not there are outstanding assessments and fees for any Lot within the Subdivision. A statement in a certificate to the effect that an assessment has been paid shall constitute conclusive evidence of such payment. The Board or its agent may impose a reasonable charge for the issuance of these certificates.

e) Procure and maintain adequate maintenance reserves and/or liability and hazard insurance on all property owned by the Association;

f) Cause all officers or agents having fiscal responsibilities to be bonded, as the Board may deem appropriate;

g) Procure and maintain adequate liability insurance for officers and directors; and

g) Cause the common and public areas to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of the Board shall be a President, a Vice-President, a Secretary, a Treasurer and other such officers as the Board may from time to time by resolution create. These individuals also shall be officers of the Association.

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

Section 3. Term. The officers of the Board shall be elected annually by the Board. Each officer shall hold office for a term of one (1) year unless he or she shall resign or be disqualified sooner, or otherwise shall be unable to serve the balance of a term. Individuals may be reelected as officers of the Board in positions in which they most recently served.

Section 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 5. Resignation and Removal. Any officer may be removed from office by the Board at any time with or without cause. Removal from office on the Board does not constitute removal from the Board. Any officer may resign from membership on the Board and/or his or her office at any time by giving written notice to the Board as a whole, to the president or to the secretary/treasurer. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein. Unless otherwise specified in the notice, the acceptance by the Board of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office of the Board shall be filled promptly through election by the Board. The officer elected to such a vacancy shall serve for the unexpired term of the predecessor.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. Otherwise, no person shall simultaneously hold more than one of any of the other offices except in the case of special offices pursuant to Section 4 of this Article.

Section 8. Duties The duties of the officers of the Board are as follows:

a) President The president shall preside over all meetings of the Board and meetings of Members; shall be the primary contact between the Board and the managing agent; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other legal instruments; shall serve as the Board's liaison to its attorney; shall be a reserve signatory to the Association bank accounts; and shall exercise and discharge other duties as may be required of him or her by the Board or By-Laws.

b) Vice-President The vice-president shall act in the place of the president in the event of the president's absence, inability or refusal to act; shall serve as the secondary contact between the Board and the managing agent; shall be a reserve signatory to the Association bank accounts; and shall exercise and discharge such other duties as may be required of him or her by the Board or By-Laws.

c) Secretary The secretary shall supervise the managing agent in the recording of votes and the keeping of the minutes of meetings and proceedings of the Board and of the Members; shall make certain that the managing agent serves timely and proper notice of meetings of the Board and the Members; and shall make certain that the managing agent maintains current and appropriate records showing the Members of the Association together with their current addresses.

d. Treasurer The treasurer shall supervise the managing agent in the receipt and deposit in appropriate bank accounts of all funds received by the Association; shall supervise the managing agent in the disbursement of such funds as directed by resolution of the Board; shall serve as a reserve signatory to the Association's bank accounts; if required, shall countersign all leases, mortgages, deeds and other legal instruments; shall supervise the managing agent in the preparation of a monthly financial report that is to be presented to the Board at its regular meetings; shall cause a "formal review" of the Association's books to be made by a certified public accountant at the completion of each fiscal year; shall supervise the managing agent in preparation of an annual budget, and a statement of income and expenditures, copies of which shall be made available to each Member in accordance with Article XI of these By-Laws; shall direct the managing agent to prepare a financial report to be presented by the managing agent at the annual meeting of Members; and shall exercise and discharge such other duties as may be required of him or her by the Board or By-Laws.

ARTICLE IX

COMMITTEES

Section 1. Required Committees. The Board shall appoint a three-member architectural control committee to ensure the compliance of Members with Articles IV and V of the Declaration. The Board shall appoint a nominating committee as provided in Article V of these By-Laws. Members of these required committees serve for a term of one (1) year but may be removed at any time by the Board. In the event of removal or other vacancy on these required committees, the Board shall appoint a replacement Member as soon as practicable.

Section 2. Discretionary Committees. The Board may appoint such other committees as it may deem appropriate in the performance of its duties. Members of these committees serve at the pleasure of the Board and may be removed at any time at the discretion of the Board.

ARTICLE X

ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien on the Lot or Lots against which such assessments are made. Any assessments which are not paid when due are to be considered delinquent. If an assessment is not paid within thirty (30) calendar days after the due date, the assessment bears interest from the date of delinquency at a rate as determined by the Board as set out in the Declaration. The Association may bring an action at law against the Owner who is obligated to pay the assessment, or may foreclose the lien against the Owner's Lot or Lots. Interest, costs and reasonable attorney's fees associated with a delinquency shall be added to the amount of any assessment due. At its discretion, the Board may construct payment schedules for delinquent assessments. No Owner may waive or otherwise escape liability for assessments by nonuse of the Common Area or abandonment of the Lot on which the assessment has been made.

ARTICLE XI

BOOKS AND RECORDS: INSPECTION

The books, records and papers of the Association shall be subject to inspection by any Member during ordinary business hours at the principal office of the corporation. Following formal approval and acceptance by the Board, minutes of meetings and monthly financial reports shall be made available on the Association's website. The Articles of Incorporation, these By-Laws and the Declaration shall be available for inspection by any Member during normal business hours at the principal office of the corporation where copies shall be made available at a reasonable price. In addition, the governing documents of the Association shall be made available on the Association's website.

ARTICLE XII

CORPORATE SEAL

The Association may have a seal in circular form having within its circumference the words: HOMEOWNERS ASSOCIATION OF WEST FORK, INC.

ARTICLE XIII

FISCAL YEAR

The fiscal year of the Association shall be the calendar year.

ARTICLE XIV

AMENDMENTS

These By-Laws may be amended at a regular or special meeting of Members by vote of a majority of a quorum of Members present in person or by proxy.

ARTICLE XV

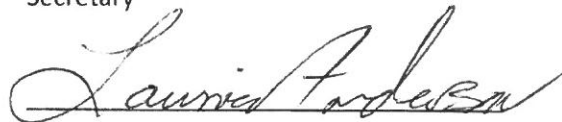
CONFLICTS

In the event of any conflict between the Articles of Incorporation and these By-Laws, the By-Laws shall control. In the event of any conflict between the Declaration and these By-Laws, the Declaration shall control.

In accordance with Article XIV of these By-Laws, at the annual meeting of the Members of the Association on February 16, 2012, a majority of a quorum of members present in person or by proxy approved these Amended and Restated By-Laws of the Association.



Secretary



President


ATTEST:

3/22/12

Date

FILED FOR RECORD

04/11/2012 4:07PM



COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

I hereby certify this instrument was filed in file number
sequence on the date and at the time stamped herein
by me and was duly RECORDED in the Official Public
Records of Montgomery County, Texas.

04/11/2012



County Clerk
Montgomery County, Texas

