

BY-LAWS
OF
PITMAN CREEK NORTH HOMEOWNERS' ASSOCIATION

TABLE OF CONTENTS

| | | |
|--------------|---|---|
| ARTICLE I. | OFFICES | |
| | A. Principal Office | 1 |
| | B. Other Offices | 1 |
| ARTICLE II. | MEMBERS | |
| | A. Classes of Members..... | 1 |
| | 1. Owners | 1 |
| | 2. Occupants | 1 |
| | B. Suspension or Termination of Membership..... | 2 |
| | 1. Suspension..... | 2 |
| | 2. Termination..... | 2 |
| | C. Resignation | 2 |
| | D. Reinstatement | 2 |
| | 1. Of Automatic Suspension | 2 |
| | 2. Of Suspension of Termination for Cause..... | 2 |
| | E. Transfer of Membership | 3 |
| ARTICLE III. | MEETINGS OF MEMBERS | |
| | A. Place of Meeting..... | 3 |
| | B. Annual Meeting | 3 |
| | C. Special Meeting..... | 3 |
| | D. Regular Meetings | 4 |
| | E. Notice of Members' Meeting..... | 4 |
| | F. Voting..... | 4 |
| | G. Quorum of Members | 4 |
| | H. Voting Lists..... | 5 |

| | | |
|--------------|---|---|
| ARTICLE IV. | DIRECTORS | |
| | A. | Board of Directors 5 |
| | B. | Number and Election of Directors..... 5 |
| | C. | Vacancies..... 6 |
| | D. | Management Without Directors 6 |
| | E. | Quorum of Directors 7 |
| | F. | Annual Meeting of Directors 7 |
| | G. | Regular Meeting of Directors..... 7 |
| | H. | Special Meeting of Directors..... 7 |
| | I. | Place of Directors’ Meetings..... 7 |
| | J. | Notice of Directors’ Meetings..... 8 |
| | K. | Compensation 8 |
| | L. | Committees 8 |
| ARTICLE V. | OFFICES | |
| | A. | Officers Election 9 |
| | B. | Power of Officers..... 9 |
| | C. | President 9 |
| | D. | Vice-President 10 |
| | E. | Secretary and Assistant Secretaries 10 |
| | F. | Treasurer and Assistant Treasurers 10 |
| ARTICLE VI. | DUES | |
| | A. | Annual Dues..... 11 |
| | B. | Payment of Dues..... 12 |
| | C. | Automatic Suspension for Non-Payment of Dues 12 |
| ARTICLE VII. | DEADLOCK BETWEEN THE BOARD OF DIRECTORS | |
| | A. | General..... 12 |
| | B. | Deadlock Defined 12 |
| | C. | Resolution Between Directors 12 |

ARTICLE VIII.

MISCELLANEOUS

| | | |
|----|----------------------------------|----|
| A. | Informal Action | 13 |
| B. | Checks and Contracts | 13 |
| C. | Directors' Annual Statement..... | 13 |
| D. | Waiver of Notice | 14 |
| E. | Fiscal Year | 14 |
| F. | Amendments | 14 |
| G. | Gender | 14 |

**BY-LAWS
OF
PITMAN CREEK NORTH HOMEOWNERS' ASSOCIATION**

**ARTICLE I.
OFFICES**

A. PRINCIPAL OFFICE

The principal office address of Pitman Creek North Homeowners' Association (the "association") shall be at 2701 West 15th Street, Box 540, Plano, TX 75075, provided that the board of directors shall have the power to change the location of the principal office in its discretion.

B. OTHER OFFICES

The association may also maintain other offices at such places within or without the State of Texas as the board of directors may from time to time appoint or as the business of the association may require.

**ARTICLE II.
MEMBERS**

A. CLASSES OF MEMBERS

The association shall have two (2) classes of members. The designation of such classes and the qualifications and rights of the members of such classes shall be as follows:

1. Owners: Any one or more of the owners of any residential house (separate family dwelling) in the Pitman Creek North Housing Addition, Plano, Collin County, Texas, (an area defined in the Articles of Association), shall become a member of the association upon submission of an application to the board of directors and upon the payment of an initiation fee and/or dues, as determined and established herein.

2. Occupants: Any one or more of the occupants of any residential house (separate family dwelling) in the aforesaid area may become a member in the same manner and with the same rights as an owner of said house, provided the owner of said house is not already a member and further provided that said owner has been given an opportunity to become a member and has declined or, in the opinion of the board of directors, is not likely to become a member.

In any event, each such house shall have only one (1) vote by its members, whether owners or occupants, on any HOA business votes.

B. SUSPENSION OR TERMINATION OF MEMBERSHIP

1. Suspension: All membership rights, including voting rights, of any members (who fails to pay all dues or initiation fees required herein when the same shall become due and payable) shall be automatically suspended until such dues and/or fees are paid in full, at which time all such membership and voting rights shall be prospectively reinstated.

2. Termination: Upon the recommendation of three-fifths (3/5) of the members of the board of directors, and after proper notice (to the members) of a special meeting, the members present at such special meeting, after appropriate consideration and discussion of the matter, may suspend or expel a member for cause by an affirmative vote of two-thirds (2/3) of the members present at such meeting.

C. RESIGNATION

Any member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

D. REINSTATEMENT

1. Of Automatic Suspension: A member who has been automatically suspended for non-payment of fees or dues shall be automatically reinstated when the conditions for reinstatement, as set forth herein, are met.

2. Of Suspension or Termination for Cause: A Member who has been suspended or expelled for cause, as provided herein, may be reinstated in the same manner and by the same procedure as such member was suspended or expelled, i.e., upon recommendation of three-fifths (3/5) of the members of the board of directors and by the affirmative vote of two-thirds (2/3) of the members at a special meeting, after proper notice of such meeting and upon due consideration of such matter by the members present at such meeting.

E. TRANSFER OF MEMBERSHIP

Membership in this association is not transferrable or assignable.

ARTICLE III.

MEETINGS OF MEMBERS

A. PLACE OF MEETING

All annual, regular or special meetings of members shall be held at such place within Collin County, Texas, as shall be designated in the notice of the meeting.

B. ANNUAL MEETING

The annual meeting of members for the election of directors and for the transaction of all other business which may come before the meeting shall be held on the first (1st) Tuesday of May (if meeting place is available) in each year (if not a legal holiday and, if a legal holiday, then on the next business day following) at the hour specified in the notice of meeting. The annual meeting of members may be held for any other purpose in addition to the election of directors which may be specified in a notice of such meeting.

If the election of directors shall not be held on the date above designated for the annual meeting, the board of directors shall cause the election to be held as soon thereafter as conveniently may be at a special meeting of the members called for the purpose of holding such election.

C. SPECIAL MEETING

A special meeting of the members may be called by resolution of the board of directors or by a writing filed with the secretary signed either by a majority of the directors or by twenty percent (20%) of the voting members.

D. REGULAR MEETINGS

Regular meetings of the members of the association shall be held at such times and places as may be established by resolution of the board of directors and communicated to the members in writing or at an earlier meeting of the members.

E. NOTICE OF MEMBERS' MEETING

A written or printed notice stating the place, day and hour of the members' meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) nor more than thirty (30) days before the date of the meeting, either personally or by mail, by or at the direction of the president, secretary or the officer or person calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the membership books of the association, with postage thereon paid.

F. VOTING

Each residential household within the Pitman Creek North Housing Addition, Plano, Collin County, Texas, for which there is a member shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of members.

A member must be physically present at an appropriately called and held meeting in order to vote, unless an absentee ballot is authorized, as provided herein. A member may vote by absentee ballot when the vote is (i) for election of a slate of directors at an annual meeting, or (ii) for such other matters as the board of directors may determine are appropriate for voting by absentee ballot.

G. QUORUM OF MEMBERS

Unless otherwise provided in the Articles of Association, one-fifth (1/5) of the voting members, represented in person, shall constitute a quorum at a meeting of members, but in no event shall a quorum consist of less than one-fifth (1/5) of the members entitled to vote at such meeting. The vote of a majority of the members (i) entitled to vote and present at a meeting at which a quorum is present and for which proper notice has been given and/or (ii) who have properly voted by absentee ballot (where allowed) shall be the act of the members' meeting, unless the vote of a greater number is required by law, the Articles of Association or the by-laws.

H. VOTING LISTS

The officer or agent having charge of the membership books of the association shall make and keep a complete list of the members entitled to notice of and to vote at a meeting or any adjournment thereof, arranged in alphabetical order, with the address of each, which list shall be subject to inspection by any member at any reasonable time during reasonable hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting. The original membership books shall be prima-facie evidence as to who are the members entitled to examine such list or membership books or to receive notice of and to vote at any meeting of members.

ARTICLE IV.

DIRECTORS

A. BOARD OF DIRECTORS

The business and affairs of the association shall be managed by a board of directors. Such directors must be members of the association; however, no more than two (2) directors per voting household (member) may serve on the board at any one time.

Any chairman of the board/president, appointed by the board of directors, shall preside at all meetings of the board at which such director is present.

Any such chairman of the board/president shall exercise such other powers and perform such other duties as the board of directors may, from time to time, assign to such director or as may be prescribed by these by-laws.

B. NUMBER AND ELECTION OF DIRECTORS

The number of directors shall be eleven (11), provided that the number may be increased or decreased from time to time by an amendment to these by-laws, but no decrease shall have the effect of shortening the term of any incumbent director. At each annual election, the members shall elect directors to hold office until the next succeeding annual meeting, and a slate of nominees shall be selected and presented to the membership prior to such election, in sufficient time to allow for voting by absentee ballot.

C. VACANCIES

A vacancy in the board of directors exists on the happening of any of the following events:

1. The death, resignation, or removal of any director;
2. The authorized number of directors is increased without the simultaneous election of a director or directors to fill the newly authorized number;
3. The members at any annual, regular or special meeting at which any director is to be elected, elect less than the number of directors authorized to be elected at that meeting.

A vacancy in the board of directors may be filled by the remaining duly elected directors. The entire board of directors or any individual director may be removed from office by a majority vote of members entitled to vote and present at a meeting of the members.

D. MANAGEMENT WITHOUT DIRECTORS

Any provision contained herein to the contrary notwithstanding, upon vacancy or removal of the entire board of directors or upon a decision by the voting members at an annual meeting to not re-elect a board of directors, then at any time and from time to time and for so long as the said members so choose, the business and affairs of the association may be managed by the members themselves without a board of directors, and any act or acts properly taken by a majority vote of the members entitled to vote at a meeting of the members (at which a quorum is present) shall be the act or acts of the association, including any act or acts which otherwise could have been performed by the board of directors; provided, however, that (i) proper notice shall be given of the purpose or purposes for which the members' meeting is called, and (ii) where a greater than majority vote is required of the board of directors on any particular matter, the same such percentage shall be required of the members present and entitled to vote on such matter at a members' meeting.

E. QUORUM OF DIRECTORS

A majority of the board of directors shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors.

At any meeting of the board of directors, each director shall have one vote for each issue on which a vote is taken.

F. ANNUAL MEETING OF DIRECTORS

Within thirty (30) days after each annual meeting of members, the board of directors elected at such meeting shall hold an annual meeting which they shall elect officers for the ensuing year and transact such other business as shall come before the meeting.

G. REGULAR MEETING OF DIRECTORS

A regular meeting of the board of directors shall be held at least quarterly, at such times as shall be determined from by resolution by the board of directors.

H. SPECIAL MEETING OF DIRECTORS

The secretary shall call a special meeting of the board of directors whenever requested to do so by three (3) directors. Such special meeting shall be held at the time specified in the notice of meeting.

I. PLACE OF DIRECTORS' MEETINGS

All meetings of the board of directors (annual, regular or special) shall be held at such place within the County of Collin, State of Texas as shall be specified in the notice of meeting.

J. NOTICE OF DIRECTORS' MEETINGS

All meetings of the board of directors (annual, regular or special) shall be held upon not less than five (5) days' written notice stating the date, place and hour of meeting delivered to each director either personally or by mail.

In any case where all of the directors execute a waiver of notice of the time and place of meeting, no notice thereof shall be required, and any such meeting (whether annual, regular or special) shall be held at the time and at the place (either within or without the State of Texas) specified in the waiver of notice. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where the

director attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Neither the business to be transacted at, nor the purpose of, any annual, regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

K. COMPENSATION

Directors, as such, shall not receive any stated salary or compensation for their services, but nothing herein contained shall be construed to preclude any director for serving the association in any other capacity and receiving compensation thereafter.

L. COMMITTEES

The board of directors may establish committees and delegate authority to accomplish and carry out the business and purposes of the association, which committees shall be composed of two (2) or more member(s). The President shall be ex-officio a member of all standing committees.

Each committee member shall have an equal voice in matters delegated to the committee, and such matters shall be determined by majority vote of the committee members as reported to the board of directors, subject to veto by a three-fifths (3/5) vote of the board of directors.

ARTICLE V.

OFFICERS

A. OFFICERS ELECTION

The officers of the association may consist of a president, vice-president, secretary, treasurer, and one or more vice or assistant officers for each position. All such officers shall be elected at the annual meeting of the board of directors provided for herein. If any office is not filled at such annual meeting, it may be filled at any subsequent regular or special meeting of the board. The board of directors at such annual meeting, or at any subsequent regular or special meeting may also elect or appoint such other officers and assistant officers and agents as may be deemed necessary. Any two or more offices may be held by the same person.

All officers and assistant officers shall be elected to serve until the next annual meeting of directors (following the next annual meeting of members) or until their successors are elected; provided, that any officer or assistant officer elected or appointed by the board of directors may be removed with or without cause at any regular or special meeting of the board whenever in the judgment of the board of directors the best interests of the association will be served thereby, but such removal

shall be without prejudice to the contract rights, if any, of the person so removed. Any agent appointed shall serve for such term as shall be specified, subject to like right of removal by the board of directors.

B. POWER OF OFFICERS

Each officer shall have, subject to these by-laws, in addition to the duties and powers specifically set forth herein, such powers and duties as are commonly incident to his office, as well as such duties and powers as the board of directors shall from time to time designate. All officers shall perform their duties subject to the directions and under the supervision of the board of directors. The board of directors may secure the fidelity of any and all officers by bond or otherwise.

C. PRESIDENT

The President shall be the chief executive officer of the association and shall be chosen from among the members of the board of directors. He shall preside at all meetings of the members. He shall see that all orders and resolutions of the board of directors are carried out, subject however, to the right of the directors to delegate specific powers.

The President shall be ex-officio a member of all standing committees.

He shall submit a report of the annual operations of the association to the directors and to the members at their respective annual meetings.

D. VICE-PRESIDENT

The vice-president shall, in the absence or disability of the president, perform the duties and exercise the powers of the president, and he shall perform such other duties as the board of directors shall prescribe.

E. SECRETARY AND ASSISTANT SECRETARIES

The secretary shall attend all meetings of the board and all meetings of the members and shall record all votes and the minutes of all proceedings and shall perform like duties for the standing committees when required. He shall give or cause to be given notice of all meetings of the members and all meetings of the board of directors and shall perform such other duties as may be prescribed by the board.

The assistant secretary shall, in the absence or disability of the secretary, perform the duties and exercise the powers of the secretary, and he shall perform such other duties as the board of directors shall prescribe.

In the absence of the secretary or an assistant secretary, the minutes of all meetings of the board and members shall be recorded by such person as shall be designated by the president or by the board of directors.

F. TREASURER AND ASSISTANT TREASURERS

The treasurer shall have the custody of the association's funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the association and shall deposit all money and other valuable effects in the name and to the credit of the association in such depositories as may be designated by the board of directors. The treasurer shall keep the list of members as required herein.

The treasurer shall disburse the funds of the association as may be ordered by the board of directors, taking proper vouchers for such disbursements. He shall keep and maintain the association's books of account, shall render to the president and directors an account of all of his transactions as treasurer and of the financial condition of the association, and shall exhibit the books, records and accounts to the president or directors at any time. He shall disburse funds for capital expenditures as authorized by the board of directors and in accordance with the orders of the president, and present to the president for his attention any requests for disbursing funds if, in the judgment of the treasurer, any such request is not properly authorized. He shall perform such other duties as may be directed by the board of directors or by the president.

If required by the board of directors, he shall give the association a bond in such sum and with such surety or sureties as shall be satisfactory to the board for the faithful performance of the duties of his office and for the restoration to the association, in case of his death, resignation, retirement, or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the association.

The assistant treasurer shall, in the absence or disability of the treasurer, perform the duties and exercise the power of the treasurer, and he shall perform such other duties as the board of directors shall prescribe.

ARTICLE VI.

DUES

A. ANNUAL DUES

The board of directors may determine from time to time the amount of the annual dues payable to the association by members of each class.

B. PAYMENT OF DUES

Dues shall be payable by each member at the annual meeting of the members in each year or at the time of becoming a member.

C. AUTOMATIC SUSPENSION FOR NON-PAYMENT OF DUES

All membership rights, including voting rights, of any member (who fails to pay all dues or initiation fees required herein when the same shall become due and payable) shall be automatically suspended until such dues and/or fees are paid in full, at which time all such membership and voting rights shall be prospectively reinstated.

ARTICLE VII.

DEADLOCK BETWEEN THE BOARD OF DIRECTORS

A. GENERAL

Except as otherwise provided by statute or the Articles of Association, anything contained in these by-laws to the contrary notwithstanding, the provisions of this Article shall be controlling with respect to any deadlock between the members of the board of directors of the association.

B. DEADLOCK DEFINED

A deadlock shall be deemed to exist between the members of the board of directors in the event that any of the members of such board determines that a majority of the members of board at unable to reach a mutual agreement concerning any matter relating to the business of the association. If any member of the board believes that a deadlock exists, then he shall give written notice of such deadlock to all other directors. Such notice shall set forth with specificity the nature of the dispute and shall present the issue or issues to be resolved.

C. RESOLUTION BETWEEN DIRECTORS

After notice of a deadlock has been given in the manner set forth herein, the directors shall communicate with one another and shall use their best efforts to reach an agreement by majority vote among themselves with respect to the issues in deadlock on or before the tenth (10th) day after such notice has been given. If the directors are unable to reach such an agreement on the matter creating a deadlock between them within the ten (10) day period specified above, there shall be deemed to be a deadlock between the board of directors and such dispute shall be submitted to a vote of members at a meeting to be called upon notice as provided herein. Such vote of the members shall be conclusive as to the matter in dispute.

ARTICLE VIII.
MISCELLANEOUS

A. INFORMAL ACTION

Any action required to be taken or which may be taken at a meeting of the members, directors or members of a committee may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the members, directors, or members of the committee, as the case may be, entitled to vote with respect to the subject matter thereof, and such consent shall have the same force and effect as a unanimous vote of the members, directors or members of the committee, as the case may be, at a meeting of said body.

B. CHECKS AND CONTRACTS

All checks or demands for money and notes of the association shall be signed by such officer or officers or such other person or person as the board of directors may from time to time designate.

The board of directors may authorize any officer or officers of the association or any agent or agents for the association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association. Such authority may be general or confined to specific instances.

C. DIRECTORS' ANNUAL STATEMENT

The board of directors shall present or cause to be presented at each annual meeting of members a full and clear statement of the business and condition of the association.

D. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Articles of Association or the by-laws of the association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

E. FISCAL YEAR

The fiscal year of the association shall begin on the first day of may in each and every year.

F. AMENDMENTS

These by-laws may be altered, amended or repealed in whole or in part by the affirmative vote of two-thirds (2/3) of the members entitled to vote and present at a members' meeting for which proper notice of such action has been given.

G. GENDER

Any pronoun used herein, whether it be male, female or neuter, shall include all genders, unless the context would clearly prohibit such inclusion.

PITMAN CREEK NORTH HOMEOWNERS' ASSOCIATION
CERTIFICATE OF ADOPTION OF BY-LAWS

I, the undersigned, do hereby certify:

1. That I am the duly elected and acting Secretary of Pitman Creek North Homeowners' Association; and

2. That the foregoing By-Laws constitute the By-Laws of said association as duly adopted at a regular meeting of the board of directors thereof, duly held on 4th day of March 2019.

In witness whereof, I have hereunto subscribed my name this _____ day of

Secretary of
Pitman Creek North Homeowners'
Association