LAKE FOREST FALLS, INC.
BY-LAWS
AS AMENDED 11/19/22

DOC #202140553

Return to: **Lake Forest Falls Inc.**
PO Box 1232
Conroe, TX 77305

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ARTICLE I

Offices

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

The corporation 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 State of Texas. The registered office may be, but need not be, identical with the principal office 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 II

Members

SECTION 1. The corporation shall have one class of members. The qualifications and rights of the members shall be as follows:

Qualifications: Each Property Owner within Lake Forest Falls Subdivision in Montgomery County, Texas, who is a record owner of a lot which is subject to assessment by the Corporation.
Rights: –An owner has the right to cast one vote for each lot owned in each matter required to be decided by a vote of the membership, or that is submitted to a vote of the members on motion of the Directors.

SECTION 2. Upon the sale of a property there will be a $250 transfer fee for new ownership/membership.

ARTICLE III

Meeting of Members

SECTION 1. An annual meeting of the members shall be held on the third Saturday in the month of September, at the hour of 2:30 p.m., for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the election of Directors shall, for any reason, not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be.

SECTION 2. Special meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth of the members having voting rights.

SECTION 3. Annual meetings and any special meeting called by the Board of Directors shall be held at any place convenient to Lake Forest Falls Subdivision.

SECTION 4. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered to each member entitled to vote at such meeting in one of the following manners:

1. By delivery in person; or
2. By delivery via United States mail. If mailed, the notice of a meeting 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 records of the corporation with postage thereon prepaid; or
3. By posting a notice at least 144 hours (6 days) before the start of a regular meeting and 72 hours (3 days) before the start of a special meeting in a conspicuous manner reasonably designedto provide notice to property owners' association members; or

4. By sending the notice by e-mail to each owner who has registered an e-mail address with the association.

In case of a special meeting or when required by statute or by these by-laws, the purpose or purposes for which the meeting is called shall be stated in the notice.

SECTION 5. The members holding one-tenth of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

SECTION 6. There will be no voting by proxy. Member must be present to vote or may vote by absentee ballot. An absentee ballot will contain each proposed action and provide an opportunity to vote for or against each proposed action, instructions for the delivery of the completed absentee ballot, including the delivery location and the language as defined in Sec. 209.00592 VOTING QUORUM of the Texas Property Code.

SECTION 7. Where directors or officers are to be elected by members, such election may be conducted by mail in such manner as the Board of Directors shall determine.

ARTICLE IV

Board of Directors

SECTION 1. The affairs of the corporation shall be managed by its Board of Directors. Directors shall be residents of the State of Texas and members of the corporation. Directors shall be over the age of twenty-one years.

SECTION 2. The number of Directors shall be nine. The term of each director shall be three (3) years. Each Director shall hold office for the duration of his term and until his successor is elected and qualified. Directors may be re-elected for as many terms as the members desire.

SECTION 3. A regular annual meeting of the Board of Directors shall be held without other notice than this by-law, immediately after, and at the same place as, the annual meeting of the members. The Board of Directors may provide by resolution the time and place for the holding of an additional regular meeting of the board without other notice than such resolution.

SECTION 4. Special meetings of the Board of Directors may be called at the request of the President or any two Directors. The person or person authorized to call special meetings of the board may fix any place in the city of Conroe, Texas or in Lake Forest Falls Subdivision, Montgomery County, Texas as the place for holding any special meeting of the board called by them.

SECTION 5. Notice of any special meeting of the Board of Directors shall be given at least 72 hours (3 days) previously thereto by written notice delivered personally or sent by mail or e-mail to each Director at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by e-mail, such notice shall be deemed to be delivered when the e-mail is sent from the computer of the person designated to notify. Any director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any businessbecause the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of any regular or special meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

SECTION 6. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board. If less that a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

SECTION 7. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

SECTION 8. Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

SECTION 9. Directors as such shall not receive any compensation for their services, with the exception of the Secretary and the Treasurer. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation.

SECTION 10. Any action required by law to be taken at a meeting of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

SECTION 11. The Corporation shall maintain a fidelity bond for the faithful discharge of the duties of the board of directors in such sum and with such sureties as the Board of Directors shall determine.

SECTION 12. Any board member missing three (3) consecutive meetings will be notified or requested to resign their office.

ARTICLE V

Officers

SECTION 1. The officers of the corporation shall be a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers as it shall deem desirable. Such officer shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.

SECTION 2. The officers of the corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

SECTION 3. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interest of the corporation would be served thereby.

SECTION 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors until the next annual meeting.

SECTION 5. The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws, or by statute to some other officer or agent of the corporation. In general, he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

SECTION 6. In the absence of the President or in event of his inability or refusal to act, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order of their election) shall perform the duties ofthe President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President.

Any Vice President shall perform such other duties as from time to time be assigned to him by the President of by the Board of Directors

SECTION 7. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source what-so-ever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VII of these by-laws; and in general perform all the duties incident of the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The Treasurer shall be paid $350 per month by Lake Forest Falls Inc. and $350 per month by Lake Forest Falls Inc. Retail Water Supply.

SECTION 8. The Secretary shall keep or cause to be kept, the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents when required by law, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these by-laws; keep a register of the post-office address of each member which shall be furnished to the Secretary by such member; and in general perform all the duties incident of the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The Secretary shall be paid $350 per month.

SECTION 9. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President of the Board of Directors.

ARTICLE VI

Committees

SECTION 1. The board of directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of two or more Directors, with the exception of the Architectural Committee, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the corporation; provided, however, that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the by-laws; electing, appointing or removing any member of any such committee or any Director or officer of the corporation; amending the articles of incorporation; adopting a plan of merger or adopting a planof consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings there for; adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. No board of director or their family member may serve on the Architectural Committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, or any responsibility imposed upon it or him by law.

SECTION 2. Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be a member of the corporation and the President of the corporation shall appoint the members thereof. Any members thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

SECTION 3. The Board of Directors, by resolution adopted by a majority of the Directors in office, may appoint committees that are authorized to enforce the recorded restrictions controlling the use of property in Lake Forest Falls Subdivision, Montgomery County, Texas.

SECTION 4. Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

SECTION 5. One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

SECTION 6. Vacancies in the membership of any committee may be filled by appointment made in the same manner as provided in the case of the original appointment.

SECTION 7. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

SECTION 8. Each committee may adopt rules of its own government not inconsistent with these by-laws or with rules adopted by the Board of Directors.

ARTICLE VII

Contract, Checks, Deposits and Funds

SECTION 1. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice President of the Corporation.

SECTION 3. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

SECTION 4. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or device for the general purposes or for any special purpose of the corporation.

ARTICLE VIII

Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitle to vote. All books and records of the corporation may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time. Books and Records shall be maintained in accordance with Texas Property Code 209.005 (m).

SECTION 1. Copies of books and records shall be provided to members upon written request. This section outlines the Corporation's Records Production and Copying policy and charges. Electronic copies may be provided upon written request.

1. Standard paper copies will cost $.10 per page or part of a page. Each side that has recorded information is considered a page.

2. Oversize paper copies (i.e. 11"x 17") will cost $.50 per page or part of a page. Each side that has recorded information is considered a page.
3. The charge for labor costs incurred in processing a request for information is $15 an hour. The labor charge includes the actual time to locate, compile, manipulate data, and reproduce the requested information. A labor charge shall not be billed in connection with complying with requests that are for 50 or fewer pages of paper records.
4. The actual cost of miscellaneous supplies, such as labels, boxes, and other supplies used to produce the requested information, may be added to the total charge.
5. Postal and shipping charges which are necessary to transmit the reproduced information to the requesting party may be added to the total charge.
6. For requests estimated to take more than 3 hours to compile and complete, the Corporation will provide an estimate of costs in writing to the member. Fifty percent 50% of the estimated cost must be paid in advance. After completion of the project, a final invoice detailing all costs incurred will be given to the member. Payment for the outstanding balance will be due 30 days after the date the invoice is sent. Any amounts collected in advance that exceed the amount of the final invoice will be returned to the member no later than the 30 days after the date the invoice is sent to the member.

SECTION 2. Upon request a Resale Certificate as described in the Texas Property Code 207.003 Subsection (b) shall be completed and provided at a cost of $250 per certificate payable in advance.

ARTICLE IX

Fiscal Year

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE X

Dues

SECTION 1. Each member of the corporation shall pay to the corporation dues of $500.00 annually for each improved tract and $250.00 annually for each accessible/buildable unimproved tract and/or $125.00 annually for each partial tract and/or $125.00 for each inaccessible tract such member owns.

SECTION 2. Dues shall be payable on January 1 of each year (advance payments are acceptable). Dues will be considered past due on March 31st each year. Payments made after March 31st (without a request for a payment plan) will have a one-time late fee of $40.00 added to their account.

A payment plan will be available upon request to the Treasurer from a member. The payment plan will be for 6 consecutive months with 6 equal payments. The first payment will be due April 30th and each subsequent payment will be due by the last day of each month with the final payment due September 30th and will include a processing fee of $5.00 per payment. Once entered into a payment plan, a member who does not make a payment by the monthly due date will be charged a one-time late fee of $40.00. A second payment not made by the due date will cause the payment plan to be rendered void and the balance will be considered due and payable immediately.

Dues for new members shall be prorated and calculated based on the first month of membership. The first month will be calculated based on these factors, memberships effective within the first 15 days of the month will pay a full month, while those effective 16th through 31st will pay one-half month.

SECTION 3. Property Liens will be filed January 1 each year for assessments not paid the previous year. Any properties in default for 2 years will be turned over to an attorney for collection purposes. Members will be charged for all fees incurred by the association relating to collecting amounts, including damages, due the association for enforcing restrictions of the bylaws or rules of the association only if the member is provided a written notice that attorney's fees and costs will be charged to the owner if the delinquency or violation continues after a certain date.

LAKE FOREST FALLS, INC.
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ARTICLE XI

Seal

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and such other words as said board shall deem appropriate.

ARTICLE XII

Waiver of Notice

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act of the State of Texas or under the provisions of the articles of incorporation, or the by-laws of the corporation, 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.

ARTICLE XIII

Amendments to By-Laws

These by-laws may be altered, amended or repealed and new by-laws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting, if at least ten days written notice is given to the Directors of the intention to alter, amend, or repeal or to adopt new by-laws at any such meeting.

James Kuykendall, President

Corporate Acknowledgment

The State of Texas

County of Montgomery

Before me, the undersigned, a Notary Public on this day personally appeared known to me (or proved to me on the oath of) James Kuykendall to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said Lake Forest Falls Inc. a corporation, and that he had executed the same as the act of President of such corporation for the purpose and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office, this 19 day of November, 2022.

KIM A. HENNIS
Notary Public, State of Texas
Comm. Expires 10-06-2024
Notary ID 132714464

(PERSONALIZED SEAL)

Kim A. Hennis
Notary Public, State of Texas

Kim A. Hennis
Printed name of Notary Public

My commission expires on the 6th day of October, 2024.

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11/29/2022 01:06PM

COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

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

11/29/2022

County Clerk
Montgomery County, Texas