



# AFFIDAVIT FOR FILING DEDICATORY INSTRUMENTS

STATE OF TEXAS )  
 )  
COUNTY OF MONTGOMERY )

KNOW ALL BY THESE PRESENTS:

WHEREAS section 202.006 of Title 11 of the Texas Property Code requires that a property owners' association file its dedicatory instruments in the real property records of the county in which the property is located, and

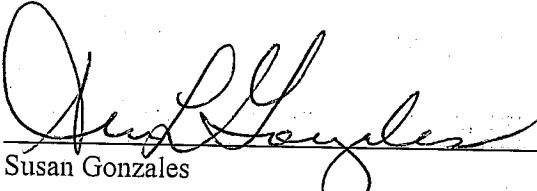
WHEREAS the Decker Oaks Estates Community Association, Inc. is a property owners' association as the term is defined in Title 11 of the Texas Property Code and has property located in Montgomery County, Texas,

NOW THEREFORE, true copies of the following dedicatory instruments of the Decker Oaks Estates Community Association, Inc. which have not been previously filed in the public records of Montgomery County are attached hereto, including:

Amended and Reinstatement of the Bylaws of Decker Oaks Estates Community Association, Inc.

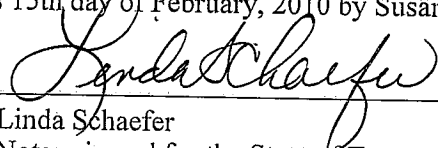
FURTHER, other dedicatory instruments of the Decker Oaks Estates Community Association, Inc. have already been filed in the public records of Montgomery County and these documents supplement the previously filed documents.

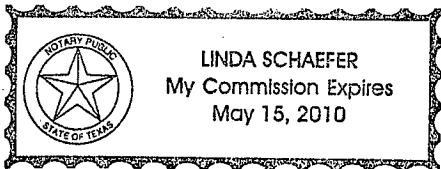
SIGNED on this 15th day of February, 2010.

Signature:   
By: Susan Gonzales  
Title: C.K.M. Property Management, Inc., Managing  
Decker Oaks Estates Community Association, Inc.

STATE OF TEXAS )  
 )  
COUNTY OF MONTGOMERY )

This instrument was acknowledged before me on this 15th day of February, 2010 by Susan Gonzales.

Signature:   
By: Linda Schaefer  
Title: Notary in and for the State of Texas  
My commission expires on 05/15/10



Return to: C.K.M. Property Management, Inc.  
P.O. Box 160  
Tomball, Texas 77377-0160  
Phone: 281-255-3055 Fax: 281-255-3056

# AMENDED AND REINSTATEMENT OF THE BYLAWS OF DECKER OAKS ESTATES COMMUNITY ASSOCIATION, INC.

The Bylaws have been amended and reinstated due to the change from a profit corporation to a non-profit.

## DEFINITIONS

Member – As set forth in the Articles of Incorporation of the Association, Members shall be all persons or entities who own a lot in the Decker Oaks Estates Subdivision.

Board of Directors – Body of Members who jointly oversee the activities of the Association.

Office – A position on the Board of Directors with specific duties attached to it.

Officer – A member of the Board of Directors appointed by the Board to hold a specific Office.

## ARTICLE I Members - (Owners)

Section 1. Eligibility. Membership in DECKER OAKS ESTATES COMMUNITY ASSOCIATION, Inc. ("Association") shall be as set forth in the Articles of Incorporation of the Association ("Member(s)").

Section 2. Regular Meetings. The regular annual meeting of Members shall be held on such date and at such place and time as designated by the Board of Directors in written notice given to all Members at least ten (10) days, but no more than thirty (30) days, prior to the date of such meeting for the purpose of electing the Board of Directors of the Association in accordance with Article II, Section 1 herein and for the transaction of other business of the Association as may properly come before the meeting.

Section 3. Special Meetings. Special meetings of the Members may be called by the President, by a majority of the Board of Directors, or upon petition signed by a majority of Members and presented to the Secretary of the Association. Said special meetings shall be called by delivering written notice to all Members not less than ten (10) days prior to the date of said meeting stating the date, time and place of said special meeting and the matters to be considered. A meeting called by a majority of the Members shall be held within thirty (30) days of receipt of the petition by the Secretary.

Section 4. Delivery of Notice of Meetings. Notices of meetings may be delivered either personally or by USPS mail to a Member at the address given to the Board of Directors or its managing agent for such purpose or at the last known address if no address was so given to the Board of Directors.

Section 5. Voting. Voting by the Members shall be in person, by proxy or mail-in ballot when applicable and are entitled to one vote for each lot owned. A Member must be in good standing to vote. Good standing means that all assessments, fees, charges, etc. are paid or are on an approved and current payment plan and that there are no outstanding non-compliance issues with the Covenants, Conditions and Restrictions.

Section 6. Quorum. A quorum of Members for any meeting will be constituted by Members represented in person or by proxy and holding at least 5 percent (5%) of the votes entitled to be cast at such meeting.

Section 7. Rules of Meetings. The Board may prescribe reasonable rules for the conduct of all meetings of the Board and Members and in the absence of such rules; Robert's Rules of Order shall be used.

Section 8. Proxies. Votes may be cast by the Members either in person, by proxy or mail-in ballot when applicable. All proxies shall be in writing, signed and dated by the person or persons entitled to vote. A proxy shall be revocable in writing at any time at the sole discretion of the Member who executed it. If a lot is owned by more than one (1) person, a proxy must be signed by one designated owner for the proxy to be valid. The proxy shall automatically become null and void immediately following

the casted vote. Proxy must be presented at time of vote or it may be submitted to the Association's managing agent 24 hours prior to casting a ballot.

Section 9. Waiver and Consent. Whenever the vote of Members at an Association meeting is required or permitted by any provision of these Bylaws, the meeting and vote of Members may be dispensed with, and the matter(s) in question may be voted upon by mail-in ballot if Members representing a majority of the total votes eligible to be voted by all of the Members consent in writing to dispense with the meeting and to vote upon the matter(s) in question by mail-in ballot. Mail-in ballots may accompany the required consent of Members, and may be completed and returned simultaneously therewith.

## ARTICLE II Board of Directors

Section 1. Number, Election and Term of Office. The Board of Directors of the Association ("Board of Directors" or "Board"), shall consist of up to seven (7) members ("Director(s)"), which number may be changed by the majority vote of the Directors.

The seven (7) Directors shall serve the following terms upon the adoption of these bylaws: three (3) of the Directors shall serve for a term of three (3) years, three (3) of the Directors shall serve for a term of two (2) years, and the remaining Director shall serve for a term of one (1) year. Thereafter, all Directors who serve and are reelected or elected shall serve three (3) year terms. The initial terms for the Directors as stated in these bylaws, shall be decided by the majority vote of the current Directors in place as to who will hold an initial three (3) year, two (2) year and one (1) year term. Those candidates for election as Director receiving the greatest percentage of the votes either in person or by proxy shall be elected to serve until their term expires.

Section 2. Qualifications. Each Director shall be a Member in good standing, as defined in Article I, Section 5, of the Association. When possible, the Board can conduct business electronically; therefore, access to the Internet and/or email is preferred. If a Member is a trustee of a trust, a Director may be a beneficiary of such trust; or if Member is a corporation, a Director may be an Officer, partner or employee of such Member. If an elected Director shall cease to meet such qualifications during his term, and/or if he is in violation of the Declarations and any amendments thereto, he shall thereupon cease to be a Director and his place on the Board shall be deemed vacant.

Section 3. Vacancies. Any vacancy occurring on the Board by reason of resignation, removal or incapacity of an elected Director shall be filled by majority vote of the remaining Directors thereof. Any Director appointed to fill a vacancy shall serve for a term equal to the unexpired term of the Director whom they succeed.

Section 4. Meetings. The Board shall meet for the purpose of organization, the election of Officers and the transaction of other business, at any time after receiving notice from the Secretary of State of the filing of the Articles of Incorporation. A regular annual meeting of the Board shall be held within thirty (30) days following the regular annual meeting of Members. Special meetings of the Board shall be held upon a call by the President or by a majority of the Board on not less than forty-eight (48) hours notice in writing to each Director, delivered personally, electronically, by USPS mail or by fax. Any Director may waive notice of a meeting, or consent to the holding of a meeting without notice, or consent to any action proposed to be taken by the Board without a meeting. A Director's attendance at a meeting shall constitute his waiver of notice of said meeting.

Section 5. Removal. Any elected Director may be removed from Office for cause by a majority vote of the Directors or Members entitled to vote at any annual or special meeting of the Association, duly called. Any Director missing three or more Board of Director meetings in one calendar year can be removed by a majority of the Directors at a Board of Directors meeting duly called.

Section 6. Meetings by Telephone Conference. Both annual and special Board meetings may be conducted by telephone conference. To the extent permitted by law, any Director who is not physically in attendance at any meeting of the Board of Directors, but who is in telephone contact with the other Directors during such meeting and is thereby able to participate in the discussions, reports, debates, votes and other matters conducted thereat, shall be deemed to be in attendance at said meeting for all purposes, including but not limited to the purpose of creating a quorum.

Section 7. Meetings held Electronically. When possible, the Board can conduct business electronically. To the extent permitted by law, Directors may electronically participate in discussions, reports, debates, votes and other matters conducted thereat. Quorum must be established when voting is required.

Section 8. Compensation. Directors shall receive no compensation for their services as Directors, unless expressly provided for in resolutions duly adopted by a majority of the Members. Nothing contained herein shall preclude any Director from serving the Association in any other capacity and receiving compensation therefore. Directors shall, however, be reimbursed for approved expenses incurred on behalf of the Association.

Section 9. Board of Directors' Quorum. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If at any meeting of the Board of Directors there be less than a quorum present, the majority of those present may adjourn the meeting, one or more times, to a subsequent time, date and place.

Section 10. Voting. The vote of a majority of the Board of Directors at a meeting in which a quorum is established shall constitute the decision of the Board.

Section 11. Powers and Duties. The Board shall have the following powers and duties:

- (a) to elect and remove the Officers of the Association as hereinafter provided;
- (b) to administer the affairs and attain the purposes of the Association;
- (c) to formulate policies for the administration, management and operation of the property held for the use and benefit of all Members ("Common Elements");
- (d) to adopt rules and regulations, with written notice thereof to all Members, governing the administration, management, operation and use of the Common Elements, and to amend such rules and regulations from time to time;
- (e) to provide for the maintenance, repair and replacement of the Common Elements and payments therefor, and to approve payment voucher or delegate such approval to the Officer or agent;
- (f) to provide for the designation, hiring and removal of employees and other personnel, including accountants and attorneys, and to engage or contract for the services of others, and to make purchases for the maintenance, repair, replacement, administration, management and operation of the Common Elements and to delegate any such powers to a managing agent (and any such employees or other personnel who may be the employees of a managing agent);
- (g) to appoint committees of the Board and to delegate to such committees the Board's authority to carry out certain duties of the Board;
- (h) to determine the fiscal year of the Association and to change said fiscal year from time to time as the Board deems advisable;

- (i) to collect all assessments and charges provided for in any covenants and restrictions imposed in Decker Oaks Estates Subdivision pursuant to the restrictions, and to use the proceeds for the purposes set forth in such covenants and restrictions and in the Articles of Incorporation of the Association;
- (j) to enforce all covenants and restrictions imposed in Decker Oaks Estates;
- (k) to establish bank accounts which are interest bearing or non-interest bearing, as may be deemed advisable by the Board of Directors;
- (l) to enter such contracts and agreements relating to the providing of maintenance, management and operational services as the Board may deem advisable;
- (m) to enter such leases of portions of the Common Elements as the Board may deem advisable;
- (n) to exercise all powers and duties of a Board of Directors referred to in these Bylaws;
- (o) to obtain insurance coverage as may be deemed advisable by the Board of Directors;
- (p) to establish budgets and long range plans as may be deemed advisable by the Board of Directors, and
- (q) in general, to carry on the administration of the Association and to do all of those things necessary and/or desirable in order to carry out the governing and operating of the Association.

Section 12. Non-Delegation. Nothing in this Article or elsewhere in these Bylaws shall be considered to grant to the Board, the Association or to the Officers of the Association any powers or duties which, by law, have been delegated to the Members.

### ARTICLE III Officers

Section 1. Designation. At each regular annual meeting of the Board, the Directors present at said meeting shall elect the following Officers of the Association by a majority vote:

- (a) a President who shall be a Director and who shall preside over the meetings of the Board and of the Members, direct activities of the Association through delegated authority, and guide the Board to make decisions;
- (b) a Vice President who shall be a Director and who shall preside over the meetings of the Board and of the Members when the President is unavailable;
- (c) a Secretary who shall be a Director, who shall keep the minutes of all meetings of the Board and of the Members, and who shall, in general, perform all the duties incident to the Office of Secretary;
- (d) a Treasurer who shall be a Director, who shall be responsible for financial records and books of account and the manner in which such records and books are kept and reported; and
- (e) such additional Officers as the Board shall see fit to elect.

Section 2. Powers. The respective Officers shall have the general powers usually vested in such Officers; provided that the Board may delegate any specific powers to any other Officer or impose such limitations or restrictions upon the powers of any Officer as the Board may see fit.

Section 3. Term of Office. Each Officer shall hold Office for the term of one (1) year or until such Officer's successor shall have been appointed or elected and qualified.

Section 4. Vacancies. Vacancies in any Office shall be filled by the Board by a majority vote of the Board at a special meeting of said Board. Any Officer so elected to fill a vacancy shall hold Office for a term equal to the unexpired term of the Officer which was succeeded. Any Officer may be removed for cause at any time by vote of a majority of the total membership of the Board at a special meeting thereof.

Section 5. Compensation. The Officers shall receive no compensation for their services as Officers, unless expressly provided for in a resolution duly adopted by a majority of the Members. Officers shall, however, be reimbursed for approved expenses incurred on behalf of the Association.

#### **ARTICLE IV Indemnification**

Section 1. General. To the fullest extent permitted by law the Association shall indemnify and hold harmless each of its Directors, Officers and each member of any committee appointed pursuant to the Bylaws of the Association against all contractual and other liabilities to others arising out of contracts made by or other acts of such Directors, Officers, committee members, on behalf of the owners or arising out of their status as Directors, Officers or committee members, unless any such contract or act shall have been made fraudulently or with gross negligence or criminal intent. It is intended that the foregoing indemnification shall include indemnification against all costs and expenses (including but not limited to, attorney's fees, amounts of judgments paid and amounts paid in settlement) reasonably incurred in connection with the defense of any claim, action, suit or proceeding, whether civil, criminal, administrative or other, in which any such Director, Officer, or committee member may be involved by virtue of such persons being or having been such Director, Officer or committee member; provided, however, that such indemnity shall not be operative with respect to (a) any matter as to which such person shall have been finally adjudged in such action, suit or proceeding to be liable for gross negligence or fraud in the performance of his duties as such Director, Officer, or committee member, or (b) any matter settled or compromised, unless, in the opinion of independent counsel selected by or in a manner determined by the Board, there is not reasonable ground for such persons being adjudged liable for gross negligence or fraud in the performance of his duties as such Director, Officer, or committee member.

Section 2. Advance Payment. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the person or entity seeking such indemnification or payment in advance to repay such amount unless, in the opinion of independent counsel selected by or in a manner determined by the Board, there is reasonable ground for such persons being adjudged liable for gross negligence or fraud in the performance of his duties as such Director, Officer, or committee member.

#### **ARTICLE V Amendments**

These Bylaws may be amended at a regular or special meeting of the Board by a vote of the majority of a quorum of the Board Members present in person; and the provisions of these Bylaws which are covered by the Articles of Incorporation of the Association may not be amended except as provided in the Articles of Incorporation or applicable law.

In case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall

control. Should all or part of any Article of these Bylaws be in conflict with the provisions of the Texas Nonprofit Corporation Act or any other Texas law, such Act or law shall control.

Approved at a Board of Directors meeting held on this the 4 day of February 2010.

By:   
Signature

  
Printed Name

  
Title

**FILED FOR RECORD**

02/19/2010 4:08PM

*Mark Turnbull*

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.

**02/19/2010**



*Mark Turnbull*

County Clerk  
Montgomery County, Texas