

MIDWAY PARK HOMEOWNERS ASSOCIATION

BYLAWS

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BYLAWS
OF
MIDWAY PARK HOME OWNERS ASSOCIATION

ARTICLE I

Section 1. "Association" shall mean and refer to the MIDWAY PARK HOME OWNERS ASSOCIATION, its successors and assigns, a non-profit corporation organized and existing under the laws of the State of Texas.

Section 2. "Common Area" shall mean and refer to Lots 302-L and 303-L, MIDWAY PARK ADDITION, an addition to the City of Lubbock, Lubbock County, Texas, and includes all buildings, structures, swimming pool, and any other properties or facilities owned and maintained by the Association for the common benefit and enjoyment of the members of the Association.

Section 3. "Member" or "Members" shall mean and refer to all those lot owners in the MIDWAY PARK ADDITION who are members of the Association.

Section 4. "Properties" shall mean and refer to Lots 302-A through and including 302-X, and Lots 303-A through and including 303-X of the MIDWAY PARK ADDITION, and such other additions as may hereafter be brought within the jurisdiction of the Association by annexation of other properties.

ARTICLE II

LOCATION

Section 1. The principal office of the Association shall be at such place as the Board of Directors shall from time to time determine.

ARTICLE III

MEMBERSHIP

Section 1. Every person or entity who is a record owner of a fee or undivided fee, or interest in any lot in the MIDWAY PARK ADDITION which is subject to assessment by the Association shall be a member of the Association; provided that, any person or entity who holds such interest merely as the security for the performance of an obligation shall not be a member.

Section 2. The rights of membership are subject to the payment of annual and special assessments levied by the Association, the obligation of which assessments is imposed against each owner of and becomes a lien upon the property against which such assessments are made as provided in the restrictions, covenants, and conditions to which the MIDWAY PARK ADDITION is subject, reference to which is hereby made and incorporated herein.

Section 3. The membership rights of any person who has an interest in any lot which is subject to assessments under Article III, Section 2, whether or not he be personally obligated to pay such assessments, may be suspended by action of the Directors during the period when the assessments remain unpaid; but upon payment of such assessments, his rights and privileges shall be automatically restored. If the Directors have adopted and published rules and regulations governing the use of the common area and facilities, and the personal conduct of any person thereon is in violation of such rules and regulations, the Directors may, in their discretion, suspend the rights of any such person for violation of such rules and regulations for a period not to exceed thirty (30) days. This provision shall apply to any member, the family of any member, the guest of any member, or the tenant of any member.

ARTICLE IV

VOTING RIGHTS

Section 1. The voting rights of the members shall be as expressed in Article VIII of the Articles of Incorporation of the Association.

ARTICLE V

PROPERTY RIGHTS AND RIGHTS OF ENJOYMENT OF COMMON PROPERTY

Section 1. Each member shall be entitled to the use and enjoyment of the common area and facilities thereon as provided by the restrictions, covenants, and conditions applicable to the MIDWAY PARK ADDITION.

Section 2. Any member may delegate his rights of enjoyment in the common properties and facilities to the members of his family who reside upon any lot in the MIDWAY PARK ADDITION or to any of his tenants who reside thereon under a leasehold interest for a term of one (1) year or more. Such member shall

notify the Secretary in writing of the name of any such person and of the relationship of the member to such person. The rights and privileges of such person are subject to suspension under Article III, Section 3, to the same extent as those of the members.

ARTICLE VI

ASSOCIATION PURPOSES AND POWERS

Section 1. The Association has been organized for the purposes as stated in Article IV of the Articles of Incorporation.

ARTICLE VII

BOARD OF DIRECTORS

Section 1. The number of Directors of the Association is six (6). At the first annual meeting of the members of the Association, the members shall select three (3) directors for a term of one (1) year and three (3) directors for a term of two (2) years; and at each annual meeting thereafter, the members shall elect three (3) directors for a term of two (2) years.

Section 2. Vacancies in the Board of Directors shall be filled by the remaining Directors, any such appointed Director to hold office until his successor is elected by the members, who may make such election at the next annual meeting of the members or at any special meeting duly called for that purpose.

ARTICLE VIII

ELECTION OF DIRECTORS

Section 1. Election to the Board of Directors shall be by written ballot. At such election the members or their proxies may cast, in respect of each vacancy, as many votes as they are entitled to exercise under the provisions of the restrictions, covenants, and conditions applicable to the MIDWAY PARK ADDITION. The names receiving the largest number of votes shall be elected.

Section 2. Nominations for election to the Board of Directors shall be made from the floor at the meeting in which the elections are held.

Section 3. Nominations to the Board of Directors may be made from among members or non-members for each place to be filled upon the Board of Directors. There shall be separate nominations for each place to be filled.

ARTICLE IX

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall have power:

(a) To call special meeting of the members whenever it deems necessary, and it shall call a meeting at any time upon written request of thirty (30%) per cent of the voting membership.

(b) To appoint and remove at pleasure all officers, agents and employees of the Association, prescribe their duties, fix their compensation, and require of them such security or fidelity bond as it may deem expedient. Nothing contained in these Bylaws shall be construed to prohibit the employment of any member, officer or Director of the Association in any capacity whatsoever.

(c) To establish, levy and assess, and collect the assessments as provided in the restrictions, covenants, and conditions of the MIDWAY PARK ADDITION.

(d) To adopt by majority vote of membership and publish rules and regulations governing the use of the common area and facilities thereon and the personal conduct of the members and their guests thereon.

(e) To exercise for the Association all powers, duties, and authority vested in or delegated to this Association, except those reserved to the meeting or to members in the restrictions, covenants, and conditions.

(f) In the event that any member of the Board of Directors of this Association shall be absent from three (3) consecutive regular meetings of the Board of Directors, the Board may by action taken at the meeting during which said third absence occurs, declare the office of said absent Director to be vacant.

Section 2. It shall be the duty of the Board of Directors:

(a) To cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting when such is requested in writing by thirty (30%) per cent of the voting membership.

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

(c) As more fully provided in the restrictions, covenants, and conditions to the MIDWAY PARK ADDITION:

(1) To fix the amount of the assessment against each lot;

(2) To prepare a roster of the lots and assessments applicable thereto which shall be kept in the office of the Association and shall be opened to inspection by any member.

ARTICLE X

DIRECTORS' MEETINGS

11-1-10 -

1st Thurs.

Section 1. A regular meeting of the Board of Directors shall be held on the first Monday of each month by 6:30 P.M., provided that the Board of Directors may, by resolution, change the day and the hour of holding such regular meeting.

Section 2. Notice of such regular meeting is hereby dispensed with. If the day for the regular meeting shall fall upon a holiday, the meeting shall be held at the same hour on the first day following which is not a holiday, and no notice thereof need be given.

Section 3. Special meetings of the Board of Directors shall be held when called by any officer of the Association or by any two (2) directors after not less than three (3) days' notice to each director.

Section 4. The transaction of any business at any meeting of the Board of Directors, however called and noticed, or wherever held, shall be as valid as though made at a meeting duly held after regular call and notice if a quorum is present and, if

either before or after the meeting, each of the directors not present signs a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporate records and made part of the minutes of the meeting.

Section 5. The majority of the Board of Directors shall constitute a quorum thereon.

ARTICLE XI

OFFICERS

Section 1. The officers shall be a president, a vice president, a secretary, and a treasurer. The president shall be a member of the Board of Directors.

Section 2. The officers shall be chosen by majority vote of the Directors.

Section 3. All officers shall hold office during the pleasure of the Board of Directors.

Section 4. The president shall preside at all meetings of the Board of Directors, shall see that orders and resolutions of the Board of Directors are carried out and sign all notes, checks, leases, mortgages, deeds, and all other written instruments.

Section 5. The vice president shall perform all the duties of the president in his absence.

Section 6. The secretary shall be ex officio the secretary of the Board of Directors, shall record the votes and keep the minutes of all proceedings in a book to be kept for that purpose. He shall record in a book kept for that purpose the names of all members of the Association, together with their addresses as registered by such members.

Section 7. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as provided by resolution of the Board of Directors; provided, however, that a resolution of the Board of Directors shall not be necessary for disbursements made in the ordinary course of business conducted within the limits of a budget adopted by the Board. All checks of the Association shall be signed by two (2) persons who may be any two (2) officers of the Association. The treasurer shall be covered by a fidelity bond.

Section 8. The treasurer shall keep proper books of account and cause such audits of the books as the Board of Directors shall determine. He shall prepare an annual budget and an annual balance sheet statement, and the budget and balance sheet statement shall be presented to the membership at its regular annual meeting.

ARTICLE XII

COMMITTEES

Section 1. There shall be such committees of the Association as the Board of Directors shall determine. There shall be an architectural control committee, and there may be other committees such as a recreation committee, maintenance committee, etc.

Section 2. The architectural control committee shall function as provided in the restrictions, covenants, and conditions applicable to the MIDWAY PARK ADDITION.

Section 3. All other committees shall function as may be the Board of Directors.

ARTICLE XIII

MEETINGS OF MEMBERS

11-1-10- changed to
to 1st Thursday

Section 1. The regular meeting of the members shall be held on the first Monday of the month of January in each year, at the hour of 7:30 P.M. If the day for the annual meeting of the members shall fall upon a holiday, the meeting will be held at the same hour on the first day following which is not a holiday.

Section 2. Special meetings of the members for any purpose may be called at any time by the president or by any two (2) or more members of the Board of Directors, or upon written request of the members who have a right to vote thirty (30%) per cent of all of the votes of the entire membership.

Section 3. Notice of any meetings shall be given to the members by the secretary. Notice may be given to the member either personally or by sending a copy of the notice through mail. Each member shall register his address with the secretary and notices of meeting shall be mailed to him at such address. Notice of any meeting, regular or special, shall be mailed at least six (6) days in advance of the meeting and shall set forth in general the nature of the business to be transacted.

Section 4. Unless otherwise provided in the restrictions, covenants, and conditions, or in the Articles of Incorporation of the Association, the presence at the meeting of members entitled to cast, or of proxies entitled to cast fifty (50%) per cent of the votes of each class of membership shall constitute a quorum for any action. Any action governed by the Articles of Incorporation or by the restrictions, covenants, and conditions applicable to the MIDWAY PARK ADDITION shall require a quorum as therein provided.

ARTICLE XIV

PROXIES

Section 1. At all Association meetings of members, each member may vote in person or by proxy.

Section 2. All proxies shall be in writing and filed with the secretary. No proxy shall extend beyond a period of eleven (11) months, and every proxy shall automatically cease upon sale by the member of his lot or other interest in the MIDWAY PARK ADDITION.

ARTICLE XV

Section 1. The books, records and papers of the Association shall at all times during the reasonable business hours, be subject to the inspection of any member.

ARTICLE XVI

CORPORATE SEAL

Section 1. The Association shall have a seal in circular form having within its circumference the words: "MIDWAY PARK ADDITION HOME OWNERS ASSOCIATION."

ARTICLE XVII

AMENDMENTS

Section 1. These Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of each class of members present in person or by proxy; provided that those provisions of these Bylaws which are governed by the Articles of Incorporation of this Association or by the covenants, restrictions, and conditions applicable to the MIDWAY PARK ADDITION may not be amended except as therein provided.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the covenants, restrictions, and conditions applicable to the MIDWAY PARK ADDITION and these Bylaws, the covenants, restrictions, and conditions shall control.

ADOPTED at the initial meeting of members this 29th day of July, 1974.

Secretary

Chairman