



BYLAWS OF
MESA FOREST HOMEOWNERS' ASSOCIATION, INC.

ARTICLE I

Section 1.01 The name of the Association is Mesa Forest Homeowners' Association, Inc. hereinafter referred to as the "Association".

Section 1.02 The mailing address of the Association shall be at Mesa Forest Homeowners' Association, Inc., C/O Goodwin Management, Inc, 11149 Research Blvd., Suite 100, Austin, TX 78759

Section 1.03 Meetings of the Members and directors may be held at such places within the city of Austin, as may be designated from time to time by the Board of Directors.

ARTICLE II

Section 2.01 "Association" shall mean and refer to the Mesa Forest Homeowners' Association, Inc., a Texas non-profit corporation, its successors and assigns.

Section 2.02 "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part of the Property, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation, provided, however, that the purchaser at a foreclosure sale or trustee's sale shall be deemed an owner.

Section 2.03 "Property" shall mean and refer to that certain real property herein described, including Lots and Common Area, described and encompassed by the Mesa Forest Subdivision, and any resubdivisions thereof, as recorded in the Plat Records of Travis County, Texas, and such additions thereto as may be brought within the jurisdiction of the Association.

Section 2.04 "Common Area" shall mean all real property (including the improvements thereto) owned by the Association for the common use and enjoyment of the owners, as depicted on the plat for Mesa Forest Subdivision and recorded with the County Clerk of Travis County, Texas, including the private streets, green belts, walkways, recreational areas, common drives, off street parking areas, parks trails, swimming pool, sprinkler systems, lighting fixtures located thereon, entrance structures, and maintenance structures, and all fixtures, equipment and improvements located thereon including mailboxes, and perimeter fences around the whole property.

Section 2.05 "Lot" shall mean and refer to all lots in the subdivision being Lot I through 54, including those lots combined to make larger lots.

Section 2.06 "Member" shall mean and refer to every person or entity who holds membership in the Association. Each residence shall have only one Member who is entitled to vote on issues concerning the Association. A Member shall be an Owner.

Section 2.07 "Bylaws" shall mean the Bylaws of the Association as amended from time to time.

Section 2.08 "Mortgage" shall mean a security interest, mortgage, deed of trust, or lien granted by an Owner in and to, or against a lot and its improvements to secure the repayment of a loan, and duly filed for record in the office of the County Clerk of Travis County, Texas.

Section 2.09 "Mortgagee" shall mean the person who holds a Mortgage as security for repayment of a debt and shall include, without limiting the generality of the foregoing, the Federal Home Loan Mortgage Corporation or other similar government agency, and any bank, savings and loan association, or similar financial Institution.

Section 2.10 "Person" shall mean a natural person, firm, corporation, partnership, trust or other legal entity.

Section 2.11 "Declarant" shall mean and refer to Mesa Forest, Inc., a Texas corporation, its successors and assigns.

Section 2.12 "Declaration" shall mean and refer to the Declaration and Covenants, Conditions and Restrictions for Mesa Forest recorded in Volume 12299, page 0033, of the Deed Records of Travis County, Texas and any supplement and amendment for Mesa Forest filed in the Deed of Records of Travis County, Texas.

ARTICLE III

MEETING OF MEMBERS

Section 3.01 Annual Meeting The annual meeting of the Association shall be held in January of each year.

Section 3.02 Special Meetings Special meetings of the Members may be called at any time by the president or by the Board of Directors, or upon written request of the Members who are entitled to vote one-tenth (1/10) of all the votes of the membership.

Section 3.03 Notice of Meetings Written notice of each meeting of the Members stating date, time, and location shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days, but not more than sixty (60) days prior to such meeting to each Member 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 notice. Such notice shall be deemed to be delivered when deposited in the United States mail.

Section 3.04 Quorum One half (1/2) of the votes cast in person or by proxy by the membership shall constitute a quorum, for any action except as otherwise provide in the declaration or these bylaws. If, however such quorum shall not be present or represented at any meeting, the

Members entitled to vote thereat shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 3.05 Proxies At any meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his lot.

ARTICLE IV

BOARD OF DIRECTORS, SELECTION, TERM OF NOTICE

Section 4.01 Number The affairs of this association shall be managed by a board of not less than five (5) not more than seven (7) directors elected from the membership association.

Section 4.02 Term of Office All Board members are to be elected for one year.

Section 4.03 Board Member Qualifications A Board Member must be a Member in good standing with all fees paid on a current basis and must be following all the rules of the Association as established herein and as changed from time to time by the Board of Directors.

Section 4.04 Removal Any director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his/her successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4.05 Compensation No director shall receive compensation for any service he may render to the Association in his capacity as a director. However, any director may be reimbursed for his or her actual expenses incurred in the performance of his duties as a director.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 5.01 Nomination Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) or more Members of the Association. The Nominating Committee shall be appointed at the first meeting of the Directors to serve until the end of the next annual meeting of the Association. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations shall be made from among Members.

Section 5.02 Election Election to the Board of Directors shall be at the Annual Meeting. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provision of the Declaration. The person receiving the largest number of votes shall be elected.

ARTICLE VI

MEETINGS OF THE DIRECTORS

Section 6.01 Regular Meetings Regular meetings of the Board of Directors shall be held quarterly, at such place and hour as may be fixed from time to time by resolution of the Board.

Section 6.02 Special Meetings Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two (2) directors, after not less than three (3) days notice to each director.

Section 6.03 Quorum A majority of the number of directors shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the directors shall be regarded as the act of the Board.

Section 6.04 Action Taken Without a Meeting The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the approval of a majority of the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors, and shall be ratified at the next board meeting.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 7.01 General Powers and Duties The Board of Directors shall exercise for the association all the powers and duties and authority vested in or delegated to the association which are not reserved to the membership by the articles of incorporation, the declaration or these bylaws.

Section 7.02 Additional Powers In carrying out its duties and obligations defined in the declaration, the Board may adopt and publish pertinent rules and regulations; establish penalties for infraction; remove directors for non attendance to meetings or conflicts of interest; employ independent contractors or persons as the Board deems necessary and to proscribe their duties and compensation for such services and set up bank and security accounts for the protection of the association moneys.

Section 7.03 Additional Duties In carrying out its duties and obligations defined in the declaration the Board shall: cause a record of its acts and corporate affairs to be kept and make a report at the annual meeting of the association; supervise all officers, agents, contractors of this association to see that their duties are properly performed; cause the establishment, notification and collection of assessments and foreclose any lien against any property as provided for in the declaration; issue proper

notices and certificated; procure and maintain insurance as provided in the declaration; and cause the proper maintenance of the common area.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 8.01 Enumeration of Others The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create. The position of Secretary and Treasurer may be combined.

Section 8.02 Election of Officers The election of officers shall take place at the annual meeting of the Members.

Section 8.03 Term Each officer of this Association shall be elected annually by the Board and each shall hold office for the term to which he/she were elected, unless he/she shall sooner resign, or shall be removed, or otherwise disqualified to service.

Section 8.04 Special Appointments The Board may elect such other offices as the affairs of the Association may require, each of whom shall hold office for such period, as the Board may from time to time require.

Section 8.05 Resignation and Removal Any officer may be moved from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8.06 Vacancies A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the official replaced.

Section 8.07 Multiple Offices The offices of the secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other office except in the case of special offices created pursuant to Section 8.04 of the Article.

Section 8.08 Duties The duties of the officer are as follows:

President

(A) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments, and shall co-sign all promissory notes.

Vice-President

(B) The vice-president shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him/her by the Board.

Secretary

(C) The secretary shall cause a record to be kept of the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; shall cause proper records of the Members of the Association together with their addresses to be kept, and shall perform such other duties as required by the Board.

Treasurer

(D) The treasurer shall cause the receipt and deposit in appropriate bank accounts of all moneys of the Association and shall cause the proper disbursement of the funds as directed by resolution of the Board of Directors; shall cause the keeping of proper financial records and shall co-sign any promissory notes of the Association; shall cause and annual audit of the Association's financial records to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget to be presented to the membership at its regular annual meeting and make copies available for the membership.

ARTICLE IX

COMMITTEES

The Board of Directors shall appoint an Architectural Committee, as provided in the Declaration, and a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors may appoint other committees as deemed appropriate in carrying out the purposes of the Association.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member or first mortgagee. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member or first mortgagee at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE IX

ASSESSMENTS

The Board of Directors, acting for the Association shall impose and cause to be collected all assessments as directed or allowed in conformance with the Declaration.

ARTICLE XII

CORPORATE SEAL

The issuance of a corporate seal shall be at the discretion of the Board of Directors.

ARTICLE XIII

MESA FOREST HOMEOWNERS' ASSOCIATION RULES

1. **Yard Signs:**

There will be no signs posted in the yards except for realtor signs of a standard size. Home security warning signs are permitted.

2. **Pets:**

Pets must be on a leash at all times and a pooper scooper must be used.

3. **Parking:**

- A. Parking on streets overnight is prohibited.
- B. Regular parking in driveways is not permitted. Occasional overnight parking in driveways is permitted.
- C. A charge of \$5.00 per occurrence will be charged for overnight parking violations, after one warning by the Parking Committee Chairperson has been issued.
- D. No boat or Recreational Vehicle may be kept in the Subdivision.

4. **Garage Sales:**

Garage sales will not be permitted in the Subdivision. There may be an annual Subdivision-wide garage sale, date to be set by the Board of Directors.

5. **Pool Rules:**

- A. No more than 5 guests are permitted at pool at one time except as provided for below in Paragraph C.
- B. Guests at the pool must be accompanied at all times by a Member or Resident.
- C. Reserving pool for party:

1. Two week notice is required and reservations may be made with the Pool Committee Chairperson.
2. Parties must be limited to two hours.
3. Parties must end by 6:00 p.m.
4. Other rules are posted at pool.

6. Late Monthly Dues:

The following late fees may be charged on delinquent monthly dues:

- A. Over 30 days late - \$25 charge
- B. Over 60 days late – Lien Letter will be mailed
- C. 3 consecutive months late - \$50 per month
- D. Permission of Management Company or Board of Directors is required to waive any of these charges for good cause.

7. Landscaping and Architectural Changes:

Prior to making any changes to the landscaping of the front yard or architecture of a Lot, the Owner must submit a plan to the Landscaping or the Architectural Committee prior to making any changes to the plans previously approved for that Lot.

8. Exterior Paint color:

- A. Paint used for the exterior of the house shall conform with the following brand and color of paint:
Kelly Moore 1240-14 Frost Paint.
- B. Any change to the color or stain used on the Homeowner's front door shall be approved by the Architectural Committee.

NOTE: These rules are authorized under Article VII section 7.02 of the bylaws.

AMENDMENTS

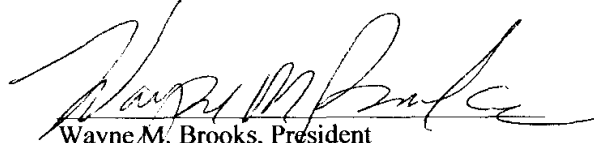
These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of two-thirds (2/3) of the votes which Members present in person or by proxy are entitled to cast and the affirmative vote of all first mortgagees.

ARTICLE XIV

MISCELLANEOUS

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

IN WITNESS THEROF, acting for and under the direction of the Board of Directors of Mesa Forest Homeowners' Association, I hereby set my hand hereunto this the 12th day of MAY, 2024.


Wayne M. Brooks, President
Mesa Forest Homeowners' Association, Inc.

Actions of the MFHOA Board of Directors

1. Parking Violations:

April, 1999 Board Meeting: Voted to charge \$5.00 for overnight parking per occurrence, after one warning by the Parking Committee Chairperson has been issued.. (Added to Rules)

2. Pool Guests:

August 21, 2003 Board of Directors Resolution: Guests at the pool must be accompanied at all times by a Member or Resident. (Added to Rules)

3. Late Fees for Monthly Dues

July, 1999 Board Meeting: Voted to charge late fee for monthly dues

- a. Over 30 days late - \$25 charge
- b. Over 60 days late – Lien Letter will be mailed
- c. 3 consecutive months late - \$50 per month
- d. Permission of Management Company or Board of Directors is required to waive any of these charges for good cause.

4. Death and Illness Recognition:

- a. Illness – When Social Chairman is notified, a card will be sent
- b. Death – The death of a Member or Spouse will be recognized by the purchase of an appropriate potted plant at a cost not to exceed \$50.00.
- c. July, 1999 Board of Directors meeting: Vote to approve death and illness recognition.
- d. May 15, 2003: Board of Directors meeting: Modified the planting resolution and by replacing the planting with the gift of a plant upon the death of a resident.

7 Operating Reserve:

Mesa Forest will maintain a target operating reserve of \$50,000, subject to periodic review of the Board of Directors. (Board of Directors resolution 2001)

8. Reserve Accumulation:

Mesa Forest Homeowners' Association Board of Directors will take action to refund reserve accumulation in excess of the set operating reserve to Members in good standing, such refunds to be refunded on a pro-rata share basis.

STATE OF TEXAS
COUNTY OF TRAVIS

Amended Bylaws of
Mesa Forest Homeowners Association, Inc.

WHEREAS the Amended and Restated Covenants, Conditions and Restrictions for Mesa Forest P.U.D. was recorded in Volume 12299 Page 23 of the Real Property Records of Travis County, Texas (the "Declaration") and whereas the Declaration refers to the Mesa Forest Homeowners' Association, Inc., a Texas nonprofit corporation ("Association") as the homeowners association for the Property; and

WHEREAS the Amended and Restated Bylaws of the Association ("Bylaws") were recorded in Volume 12300 page 874 of the Real Property Records of Travis County, Texas, and whereas the amendment procedures for amending the Bylaws have been met, the bylaws are hereby amended and totally superceded by the Bylaws attached hereto.

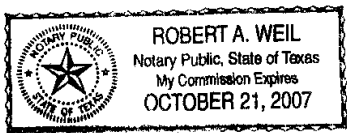
Niemann & Niemann, L.L.P.
Attorneys and authorized agents for the Mesa Forest Homeowners' Association, Inc.

By: Connie N. Heyer
Connie N. Heyer

Attached: Bylaws (10 pages)

State of Texas §
 §
County of Travis §

This instrument was acknowledged before me on the 1st day of June, 2004 by Connie N. Heyer, in the capacity stated above.



Robert A. Weil
Notary Public in and for the State of Texas

FileServer: CLIENTS:Mesa Forest: Bylawamend.doc

After recording, please return to:
Niemann & Niemann, L.L.P.
1122 Colorado St., Suite 313
Austin, Texas 78701

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana DeBeauvoir

2004 Jun 03 04:59 PM 2004107025

TORREZR \$34.00

DANA DEBEAUVOIR COUNTY CLERK
TRAVIS COUNTY TEXAS