PI145-2015014429-10

BY LAWS of CIA Hidden Forest, Inc.
(A Civic Association)

Amended July 2014

Article I
Name and Addresses

The name of the organization shall be CIA Hidden Forest, Inc. hereinafter referred to as the "Association". The Association is a Texas non-profit corporation. The principle office shall be in Hidden Forest Estates, a subdivision in Montgomery County, Texas with a mailing address of P.O. Box 599, Montgomery, Texas 77356. The Association may transact business elsewhere in the State of Texas, as required by the needs of the Association.

Article II
Object

The object of this Association shall be to promote civic pride and establish public unity in the Hidden Forest Estates, to maintain property owned by the Association, to obtain needed improvements for the community and to assist, civic, and social enterprises and activities that are of the welfare of the community.

Article III
Members

Section I

Members in the Association shall be confined to adult property owners in Hidden Forest Estates, Property owners are defined as the registered owner with the Montgomery County Tax Authority. The boundaries of Hidden Forest Estate shall be as shown by the maps or plats of the various sections on file or of record or of which may be placed on file or of record in the office of the County Clerk of Montgomery County, Texas

Section II

The owner or Owners of each lot are entitled to one vote for each lot owned in the Subdivision. If record title to a particular lot or lots in the name of two or more persons, all co-owners shall be Member and may attend any meeting of the Association but the voting rights appurtenant to each such lot may not be divided and fractional votes shall not be allowed. Any one of said co-owners may exercise the vote appurtenant to each such lot so owned at any meeting of the Members and such vote shall be binding and conclusive on all of the other co-owners of said lot who are not present: provided, if one of the non-attending co-owners has given the Association notice of objection to the attending co-owners vote. No vote shall be cast for said lot except upon notice of unanimous consent by all such co-owners being given to the Association. In the event more than one vote is cast for a single lot, none of the votes so cast, shall be counted and all of such votes shall be deemed void.

In the absence of a quorum at a meeting of Members, the meeting may be adjourned and immediately reconvened for the sole purpose of conduction Director Elections. The quorum required for election of Directors at the reconvened meeting shall be the number of votes cast in person by proxy, absentee ballot, or electronic ballot.

Section III

The annual Membership fees shall remain $36 a year and the Association Dues shall be $100 a year, identified separately. Thereafter, Association Dues shall be determined by three fourths vote of the membership present and voting at a regular scheduled board meeting, provided , however, any increase or decrease in the Annual Membership dues does not exceed ten percent .,must be approved by a majority of members voting at the Annual meeting.

Section IV

The Annual Maintenance fees and Association Dues are due and payable on or before the 30th of April each year. There will no proration of fees due.

Member may be cast or given:

1) In person or by proxy at a meeting of the Association
2) By Absentee ballot: or
3) By electronic ballot via email

The absentee ballots may not be counted, even if properly delivered, if the Member attends any meeting to vote in person. Any vote cast in a meeting by the Member supersedes any vote submitted by absentee or electronic ballot previously submitted. Absentee or electronic ballots may not be counted on the final vote of a proposal if the motion was amended at a meeting of the Members to be different from the exact language on the absentee or electronic ballot. Any solicitation for votes by absentee ballots by the Association must include an absentee ballot that contains each proposed action and provides an opportunity to vote for or against the proposed action, instructions for delivery of the completed absentee ballot, including the delivery location, all of which are required by Section 209.00592 of the Texas Property Code.

Section VI

A Member may, not later than the fifteenth day after the date of the meeting, at which an election was held, require a recount of votes in accordance with section 209.0057 of the Texas Property Code.

Section VII

A person who is a candidate in a n Association election or who is otherwise the subject of an Association vote, or a person related to that person within the third degree of consanguinity or affinity, as determined under Chapter 573 of the Texas Government Code, may not tabulate or otherwise be given access to the ballots cast in the election or vote.

Section VIII

Standing committees of the Association may include, but not limited to the following; Work day, social, deed restrictions lake, elections, newsletter, and finance.

Article IV

Officers and Board of Directors

The officers of the Association shall be a President, Vice President, and Treasurer and Secretary. All officers shall be elected for term of 2 years. The Treasurer shall hold office until his/her successor is elected.

Section II

The Board of Directors shall consist of four (4) elected officers and six (6) directors: including one property owner from each section and one Director at Large. Directors shall be elected for a term of two (2) years or until their successor is elected. Members with a felony conviction or a conviction for a crime involving moral turpitude are not eligible.

Any Board member whose term has expired must be elected by the owners who are members of the Association. A Board member may be appointed to fill a vacancy caused by any reason, as provided in these Bylaws. A Board member appointed to fill a vacancy position shall serve the unexpired term of the predecessor Board member.

Now withstanding any other provision in these Bylaws, a quorum for purposes of election of Directors shall be the number of ballots cast in person or by proxy, by absentee ballot, and by electronic ballot, if available, as provided in these Bylaws.

Section III

The Board of Directors shall conduct the business of the Association between annual meetings of the Association and shall report the action at the next meeting.

Section IV

Regular meetings of the Board of Directors shall be held monthly as the Board may from time to time designate. All Board members shall be properly notified and a notice posted on the bulletin board at least 2 days prior to the meetings.

Section V

Special meetings of the Board of Directors may be called at any time by the President, or in his/hers absence, the Vice President, or by any two Directors and be held at any place the Directors designate. Provided that, no less than two days' notice be given to all Board members and such notice is posted on the bulletin board two days prior to the meeting.

Section VI

Regular Board meetings shall be open to Members, subject to the right of the Board to adjourn a meeting and reconvene in a closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's Attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the parties and agreement by the Board. Following any executive session, any decision made in the executive session shall be summarized orally and placed in the minutes, in general terms, without breeching the privacy of individual owners, violating any

privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary shall include a general explanation of any expenditure approved in executive session.

Section VII

Members shall be given notice of the date, hour, place and general subject of a regular or special meeting of the Board, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be (a) mailed to each member not later than the tenth day or earlier than the sixtieth day before the date of the meeting: or (b)provided at least seventy-two hours before the start of the meeting by; posting the notice in a manner reasonably designed to provide notice to the members in a place located on the Association's common property, or on conspicuously located private property within the subdivision, or by posting the notice on an Internet website maintained by the Association.

Section VIII

The Board, by any method of communication, including electronic and telephonic meetings, may meet without prior notice to Members, if each Director must be heard by every other Director, or the Board wants to take action by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate Board attention. The action taken without notice to the Members must be summarized orally, including and explanation of any known actual or estimated expenditures approved at the meeting and documented in the minutes at the next regular or special meeting of the Board. Notwithstanding the authority to meet without notice to the Members, the Board may not , without prior notice to the Members, consider or vote on findings; damage assessments; initiation of foreclosure actions; initiation of enforcement actions, excluding temporary restraining orders or violation involving a threat to health and safety; increases in assessments; levying of special assessments, appeals from a denial of architectural control approval; or the suspension of a right of a particular Member before the Member has opportunity to attend a Board meeting to present the Members position , including any defense on the issue.

Section IX

A quorum at all meetings of the Board of Directors shall consist of six Board members.

Section X

In the event of a vacancy in the office of President, the Vice President shall succeed to the office of the President for the unexpired term. Any other vacancies in the elected officers or Director shall be filled by the Board of Directors for the unexpired term.

Section XI

No salary shall be paid to the officers or Directors for their services, but they shall be reimbursed for any authorized expenses incurred on behalf of the Association.

Section XII

If any Board member misses three consecutive meetings, his/her position shall be declared vacant.

Article V
Duties of Officers

Section I

The President shall reside at all meetings of the member and of the Board of Directors, and shall act as Chairman of the Board of Directors. The President shall have general supervision of all affairs of the Association and shall perform all such duties as incident to his/her office or as directed by the Association or the Board of Directors.

Section II

The Vice President shall exercise the functions of the President in the absence or disability of the President and shall have such powers and discharge such duties as may be assigned to him/her from time to time by the Association or the Board of Directors.

Section III

The Secretary shall issue notices of the meetings as required herein, shall keep minutes of all meetings, keep record, and perform such duties as are incident to the office or properly required by the Association or the Board of Directors.

Section V

The Treasurer shall have custody of all monies and securities of the Association and shall keep regular books of accounts. The Treasurer shall disburse the funds of the Association and shall perform all duties incident to his/her office or which may be properly required by the Association or Board of Directors. The Treasurer shall present a report at each Board meeting and give the annual audited report at the annual meeting.

Section V

The President, Vice President, and Treasurer shall furnish a bond in the amount equal to the assessments set by the Board of Directors and the cost of such bond shall be paid out of the treasury of the Association.

Article VI
Election of Officers and Directors

Section I

The election of officers and Director shall be of written ballot at the annual membership meeting or by absentee vote if a member is unable to attend. Any Member unable to attend the annual meeting must make a written request to receive absentee ballots. Absentee ballots must be received by 5 days prior to

the annual membership meeting. Election shall be by majority of votes cast. Elected officers and Director will assume their duties on May1 st after the April membership meeting.

Section II

Only active members in the association may vote, hold office, or serve as the chairman of any committee. The records maintained by the Association secretary shall determine the voting eligibility of any member. Members eligible to vote in the annual election shall be active members on the 60th day proceeding the date of the commencement of the annual meeting. Only one family member shall serve on the Board at any time.

Section III

The nominating Committee shall consist of three members, appointed by the President. No elected officers shall be eligible to serve on the Nominating Committee. And no member of the Nominating Committee shall be eligible to hold office.

Section IV

The nominating committee shall present a list of one or more names for each office to be filled in sufficient time to be printed in the Association newsletter prior to the annual meeting. Nominations may be made from the floor. The consent of each candidate must be obtained prior to any nominations.

Article VII
Meetings of the Members

Section I

The place of the regular annual membership meeting or for any special meeting of the Association shall be in Hidden Forest Estates or such other place as shall be determined from time to time by the Board of Directors.

Section II

The regular annual membership meeting of the Association shall be held on the 3rd Sunday of April or at such other time as the Board of Directors may set.

Section III

Special called meetings of the members for any purpose may be called by the President, or in his absence, the Vice President or by a majority of the Board of Directors or by any ten members of the Association who petition the Board of Directors to call such meeting. Any ten members, who submit a petition to the Board of Directors for the purpose of calling a special meeting, must deposit with the Treasurer of the Association, in cash or by cashiers check, the cost of mailing notices of the special meeting to the members.

Section IV

Notice of the time and place of all meetings of the members or of any changes in the time or the place of all meetings of the member shall be given to all members no later than ten days preceding the meeting.

Article VI
Finance

Section I

The monies of the Association shall be deposited in the name of the Association in such bank or bank trust or savings as the Board of Directors shall designate. All checks and instruments shall be signed by two of the following officers; President, Vice President, Treasurer.

Section II

Fiscal year for the Association shall be April 1st to March 31th.

Section III

The books, accounts and records of the Association will be audited within 30 days prior to the annual meeting and the audit report shall be presented to the annual membership meeting. In the event of a vacancy in the Treasurers position, an audit will be made within 30 days after such vacancy, and such audit report will be presented at the next meeting of the Board of Directors.

Article IX
Books and Records

Section I

The books, accounts and records of the Association shall be kept by the Secretary and the Treasurer as herein provided. Upon written request by any member, the financials, meeting notes, bank statements and records of the Association shall be readily available for examination at a reasonable time in accordance with the Associations record production Policy.

Article XI
Parliamentary Authority

Roberts Rule of Order, Newly revised, shall govern the proceeding of the Association in all cases not provided for in the bylaws or in the standing rule.

Article XII
Amendment

These Bylaws may be amended at any membership meeting by two thirds vote of the members voting in person or by absentee ballot returned at least five days before the membership meeting.

STATE OF TEXAS

COUNTY OF MONTGOMERY

CERTIFICATE OF BYLAWS

OF CIA HIDDEN FOREST INC.

At the duty authorized executive meeting on September 14th, 2014 the board members of CIA HIDDEN FOREST, INC adopted the attached Bylaws of CIA Hidden Forest, Inc. (a civic association).

Whereupon, among other business transacted, with a quorum of the members present , the Board considered the adoption of the Bylaws. A true, full, and correct copy of the Bylaws, as amended and adopted at the meeting is attached and follows this certificate.

SIGNED AND SEALED THE 9 DAY OF ~~SEPTEMBER~~ November 2014.

Arvella Dancaster, Secretary
Board of Directors,
CIA Hidden Forest, Inc.

SUBSCRIBED AND SWORN to before me by Arvella Dancaster on this 9th day of ~~September~~ November 2014.

Notary Public in and for the State of Texas

MARSHALL T. GASPARD
MY COMMISSION EXPIRES
March 28, 2016

STATE OF TEXAS

COUNTY OF MONTGOMERY

Before me, the undersigned notary public on this day, personally appeared Arvella Dancaster, proved to me through her Texas Driver's License to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed and is duly authorized to execute the same on behalf of CIA Hidden Forest, Inc. the same for the purposes and consideration therein expressed.

Given under my hand and seal of office
this 9th day of November 2014.

Marshall T. Gaspard

Notary Public in and for the State of Texas

MARSHALL T. GASPARD
MY COMMISSION EXPIRES
March 28, 2016

Return to :

Arvella Dancaster
P.O. Box 599
Montgomery, Texas 77356

Doc# 2015014429

FILED FOR RECORD
02/18/2015 11:35AM

COUNTY CLERK
MONTGOMERY COUNTY. TEXAS

RECORDER'S MEMORANDUM:
At the time of recordation, this instrument was found to be inadequate for the best photographic reproduction because of the illegibility, carbon or photo copy, discolored paper, etc. All blackouts, additions and changes were present at the time the instrument was filed and recorded.

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.

02/18/2015

County Clerk
Montgomery County. Texas