

Revised (8 December 2020)

BYLAWS

OF

TIMBER COVE PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is Timber Cove Property Owners Association, Inc., hereinafter referred to as the "Association". The principal office of the corporation shall be located at Residence of TCPOA President, but meetings of Members and Directors may be held at such places within the State of Texas as may be designated by the Board of Directors. All terms used in these Bylaws shall have the same meanings ascribed to them in those certain deed restrictions, described as follows (collectively the "Declaration"):

1. DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
(as document 2016-0014883, Real Property Records, Hood County, Texas);

ARTICLE II

BOARD OF DIRECTORS

Section 1. Number of Directors. The Association shall be managed by a Board of Directors (the "Board") whose initial number shall be five (5) but which number may be increased or decreased from time to time by the affirmative vote of the Members of the Association. With the exception of the initial election of the Board, each Director of the Board will serve a term of three (3) years. At the first annual meeting of the Association, the Members shall elect one (1) Director for a term of one (1) year, two (2) Directors for a term of two (2) years, and two (2) Directors for a term of three (3) years. At the end of a Director's term of office, the Members of the Association will elect a replacement or an incumbent Director for a new term of three (3) years. Notwithstanding anything contained herein to the contrary, the Director then serving will continue to serve until his/her successor is elected. Only one (1) person from any Tract owner's family may serve on the Board of Directors at a given time. All Directors must be Members of the Association.

Section 2. Compensation. Directors will not receive any compensation for their services.

Section 3. General Powers and Duties of the Board. The Board will have general charge of the affairs, property, and assets of the Association. It will be the duty of the Board to carry out the goals and purposes of the Association and, to this end, to manage and control all of its property and assets. In carrying out its duties, the Board is authorized to elect Officers and to employ or to arrange for the services of such other persons, including attorneys, agents, managers, and assistants, as in the Board's opinion are necessary or desirable for the proper administration of the Association and or its properties, and to pay reasonable compensation for such Officers' and persons' services and expenses. The Board may also, from time to time, appoint and retain as advisors, persons whose advice, assistance, or support may be deemed helpful in determining policies and formulating programs for carrying out the Association's purposes and pay the reasonable expenses thereof.

Section 4. Specific Powers. The Board of Directors shall specifically, but without limiting any general powers, have the power to:

- a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;
- b) exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to the Membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration.

Section 5. Specific Duties. It shall be the duty of the Board of Directors to:

- a) cause to be kept a complete record of all its acts and corporate affairs;
- b) supervise all Officers, agents, and employees of this Association, and see that their duties are properly performed;
- c) carry out the duties more fully provided in the Declaration;
- d) issue, or cause an appropriate Officer to issue, upon demand by any person, a certificate setting forth whether or not any Assessment has been paid. A reasonable charge may be made by certificate stating an Assessment has been paid, such certificate shall be conclusive evidence of such payment.

Section 6. Vacancies. Vacancies in the Board of Directors occurring during the year may be filled for the unexpired term by a majority vote of the remaining Directors at any special meeting called for that purpose, or at any regular meeting of the Board, or, in the absence of such meetings or action of the remaining Directors thereat, may be filled by the Members at any regular or special meeting.

Section 7. Removal. Any Director may be removed from the Board with or without cause by a 2/3 vote of the Members of the Association at a meeting called for such purpose. In the event of removal of a Director, his/her successor shall serve for the unexpired term of his/her predecessor.

Section 8. Indemnification. To the maximum extent permitted or required by Texas Business Corporation Act, as it now exists or as it may hereafter be amended, the Association shall indemnify persons who are or were members of the Board and persons who are or were officers of the corporation following January 1, 2006, and, to the maximum extent permitted by Article 2.02-1 as it now exists or as it may hereafter be amended, the Association shall pay or reimburse those expenses incurred by persons who are or were members of the Board and persons who are or were officers of the Association following January 1, 2006 in advance of the final disposition of any proceeding to which such expenses relate.

ARTICLE III

MEETING OF THE BOARD OF DIRECTORS

Section 1. Annual Meeting. The annual meeting of the Board will be held each year on such day and date as determined by the Board and stated in the written notice to all Directors, or at such other time as may be determined by the Board for the purpose of electing Officers and for the transaction of such other business as may come before the meeting.

Section 2. Regular Board Meetings. Regular meetings of the Board will be held, if necessary, at, such times as may be determined from time to time by the Board and preceded by written notice sent to each Director at least five (5) business days before the date scheduled for the meeting.

Section 3. Special Meetings. Special meetings of the Board may be held at any time upon the call of the President, the Secretary, or any two (2) Directors of the Association. Notice will be sent by mail, email, to the last known physical address, email address, of each Director at least three (3) days before the meeting. Oral notice may be substituted for such written notice if given not later than one (1) day before the meeting. Oral notice means spoken notice in person or via telephone conversation. Notices of such meeting may be waived in writing before or after such meeting, and such waiver will be equivalent to the giving of notice.

Attendance of a Director at such meeting will also constitute a waiver of notice thereof, except where he/she attends for the announced purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened. Except as otherwise required by law, neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board, need be specified in notice or waiver of notice of such meeting.

Section 4. Action without a Meeting. Any action required or permitted by law, the Articles of Incorporation, or these Bylaws to be taken at a meeting of the Board may be taken without a

meeting if a consent in writing or vote, setting forth the action to be taken, is signed or agreed by emails, by all of the Directors.

Section 5. Quorum and Determination of Majority Vote. A quorum for the transaction of business will require the presence of fifty-one percent (51%) of the Directors of the Board of Directors. Unless otherwise required by law or these Bylaws, all acts and determinations of the Board will require the affirmative vote of fifty-one percent (51%) of the Directors present at any duly called and held meeting of the Directors at which a quorum is present throughout, and the phrases "majority vote," "majority vote of the Board," and other phrases describing or requiring action of the Directors will be so construed. Every act or decision done or made or ratified by a majority of the Directors present at a duly held meeting at which quorum is present shall be regarded as an act of the Board.

Section 6. Electronic or Telephonic Meeting. A meeting of the Board of Directors may be held by any method of communication, including electronic and telephonic communication, provided that each Director must be able to hear and be heard by every other Director during the meeting. A Director that is able to hear and be heard by every other Director during a meeting is considered to be present at that meeting for the purpose of establishing quorum or majority vote under Article III, Section 5.

ARTICLE IV

OFFICERS

Section 1. Officers. The Officers of the Association will be elected by the Board and will consist of a President, two (2) Vice Presidents, a Secretary, and a Treasurer, all of whom will hold office until their successors are elected. Two (2) or more offices may be held by the same person. All Officers will be entitled to be paid or reimbursed for all costs and expenditures incurred while serving the Association. Officers shall serve one (1) year terms and shall be elected at the annual meeting of the Board. All Officers must be Members of the Association.

Section 2. Vacancies. Vacancies in any office of the Association occurring during the year may be filled for the unexpired term by a majority vote of the Directors at any special meeting called for that purpose, or at any regular meeting of the Board, or, in the absence of such meetings or action of the remaining Directors thereat, may be filled by the Members at any regular or special meeting.

Section 3. Removal. Any Officer elected or appointed by the Board may be removed by the Board whenever in its judgment the best interest of the Association will be served thereby. The Board shall then elect the successor for such removed Officer.

Section 4. President. It will be the duty of the President to preside at all meetings of the Board, to sign all deeds, conveyances, releases, and to be the Chief Executive Officer of the Association. At each regular meeting of the Members, he/she must submit a full statement of the operations of the Association for the preceding year, and whenever required must make a report of the condition of the Association to the Board.

Section 5. Vice President. The Vice President may perform the usual and customary duties that pertain to such Officer (but no unusual or extraordinary duties or powers conferred by the Board upon the President) and, under the direction and subject to the control of the Board, such other duties as may be assigned to him/her. If multiple Vice President positions are designated, such Vice Presidents will perform such services as designated by the Board of Directors.

Section 6. Secretary. It will be the duty of the Secretary to attend all meetings of the Board and to record correctly the proceedings of such meetings in a book suitable for that purpose. The person holding the office of the Secretary also will perform such other duties as may be assigned to him/her by the Board of Directors. The duties of the Secretary may also be performed by any Assistant Secretary.

Section 7. Treasurer. The Treasurer will keep and account for such monies of the Association as may be entrusted to his/her keeping. He/she will be prepared at all times to give information as to the financial condition of the Association. The person holding the office of Treasurer also will perform such other duties as may be assigned to him/her by the Board. The duties of the Treasurer may also be performed by any Assistant Treasurer. The Board can hire an accountant to track expenses, produce reports, file documents as required by the Board.

Section 8. Delegation of Authority. In the case of any absence of any Officer of the Association, or for any other reason that the Board may deem sufficient, the Board may delegate some or all of the powers or duties of such Officer to any other Officer or to any Director, employee, or agent for whatever period of time seems desirable.

Section 9. Appointed Staff and Service Providers. The Board of Directors, by majority vote, may appoint additional staff to serve in the organization as deemed convenient or necessary in the judgment of the Board for the administration and operation of the Association. These appointed staff members will hold office until their successors are appointed and qualified. Two (2) or more appointed positions may be held by the same person. All appointed staff members will be entitled to be reimbursed for all Board approved costs and expenses incurred while serving the Association. An appointed staff member may be paid for his/her services with the approval of the majority of the Board.

ARTICLE V

COMMITTEES

Section 1. Executive Committee. The Board may create an Executive Committee, the Members of which will be appointed by a majority vote of the Board, to serve at the pleasure of the Board. Except as otherwise provided herein, the Executive Committee, during the intervals between the meetings of the Directors, will possess and may exercise those powers of the Directors specifically assigned to such Committee by the Board. The Executive Committee will keep full records and accounts of its proceedings and transactions. All actions taken by the Executive Committee will be reported to the Board at its meeting next succeeding such action and will be subject to control, revision, and alteration by the Board. The Board shall have the power and authority to fill any vacancies in the Executive Committee from time to time. All persons serving on the Executive Committee must be Members of the Association.

Section 2. Other Committees. The Board may provide for such other standing or special committees, the members of each of which will be appointed by the Board, and the Board may discontinue any such committee at its pleasure. Each such committee will have such powers and perform such duties, not inconsistent with the law, the Articles of Incorporation, the Declaration, or these Bylaws, as the Directors may prescribe. Vacancies in such other committees will be filled by the Board, or as the Board may provide. All persons serving on a committee subject to this Article V, Section 2, must be a Member of the Association.

ARTICLE VI

DECLARATION

Section 1. Incorporation by Reference. The Declaration, and all amendments and supplements thereto, and all annexation agreements recorded in connection therewith, as such documents may be from time to time amended by the Board, are hereby incorporated herein by reference, the same as if such documents, as amended, were set out in full herein.

ARTICLE VII

MEETINGS OF MEMBERS

Section 1. Annual Meeting of Members. The Members of the Association will meet at an annual meeting which will be held on such day and date and at such time of each calendar year as is set forth in the notice of annual meeting sent to Members, or at such other time and date as the Board may determine and so notify the Members. The purpose of said annual meetings shall be to elect the Directors of the Board of Directors for the current year and/or for the transaction of business as may come before the Members at that particular meeting. No business other than that

mentioned in such notice will be transacted at such meeting except by the unanimous consent of all of the Members present, whether in person or by proxy.

Section 2. Special Meetings. Special meetings of the Members may be called by the President of the Association or by not less than one-half (1/2) of the Members. No business other than that mentioned in the notice of such meeting will be transacted at such meeting except by the unanimous consent of all of the Members present whether in person or by proxy.

Section 3. Place of Meeting. The Board of Directors may designate any place, either within or outside of the State of Texas, as a place of meeting for any annual meeting or for any special meeting of the Members. If no designation is made, the place of meeting will be the boat ramp area within Timber Cove Subdivision. If all the Members meet at any time and place, either within or outside of the State, and all Members consent to the holding of a meeting, then such meeting will be valid, without call or notice, and at such meeting any action authorized to be taken by such Members may be taken.

Section 4. Notice of Meetings. Written or printed notice stating the place, day, and hour of any meeting of Members will be delivered, either personally, by mail, or by email to each Member entitled to vote at such meeting, not less than ten (10) nor more than fifty (50) days before the date of such meeting, by or at the direction of the person or persons calling the meeting. In case of a special meeting, or when required by statute or these Bylaws, the purpose or purposes for which the meeting is called will be stated in the notice. 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/her address as it appears on the records of the Corporation, with postage thereon prepaid. If emailed, the notice of meeting shall be deemed to be delivered when the notice is sent.

Section 5. Quorum. At all meetings of Members there must be present in person or by proxy, in order to constitute a quorum for the transaction of business; a quorum is defined by 46 property owners. If a quorum is not present at any meeting of such Members, the Members present who are eligible to vote shall adjourn the meeting from time to time without further notice.

Section 6. Proxies. At any meeting of Members, a Member entitled to vote may vote by proxy executed in writing by the Member or by his/her duly authorized attorney-in-fact. No proxy will be valid after one (1) months from the date of its execution, unless otherwise provided in the proxy. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his/her Tract.

Section 7. Voting by Mail. Where Directors are to be elected, such election may be conducted by mail or electronic mail in such manner as the Board of Directors shall determine.

Section 8. Authority of Members. Each Member entitled to vote in accordance with the Declaration and these Bylaws has the power to cast the authorized number of votes as set forth in the Articles of Incorporation or the Declaration.

Section 9. Authority to Repeal and Remove. Any Director of the Association may be removed, and any action by the Board of Directors may be repealed, by a documented vote of two-thirds (2/3) of the Members of the Association. Notice of such repeal or removal action must be provided to the Board of Directors by registered mail.

ARTICLE VIII

CONTRACTS, CHECKS, DEPOSITS AND GIFTS

Section 1. Contracts. The Board may authorize any Officer or Officers, staff or staff Members of the Association, in addition to the Officers so authorized by these Bylaws, to enter into any contract, or execute and deliver any instrument, in the name of, and on behalf of, the Association. Such authority may be general or confined to specific instances.

Section 2. Checks and Drafts. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association will be signed by such Officer or Officers, staff or staff members of the Association, and in such manner as shall from time to time be determined by resolution of the Board.

Section 3. Deposits. All funds of the Association will be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board may from time to time select.

Section 4. Gifts. The Board may accept, on behalf of the Association, any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association.

ARTICLE IX

BOOKS AND RECORDS

Section 1. The Association or its designated agent will keep correct and complete books and records of account, and also will keep minutes of the proceedings of its Board and committees having any of the authority of the Board, and will keep at its registered or principal office a record giving the names and addresses of the Members. Copies of the Declaration, these Bylaws, and the Articles of Incorporation of the Association shall be available for purchase by Members at a reasonable cost to cover the cost of copying same.

ARTICLE X

RULES AND REGULATIONS

Section 1. At any meeting called for such purpose, or at any regular annual meeting, the Board may promulgate rules and regulations for the use and maintenance of Tracts and for the use of Common Areas, and for such other purposes as deemed necessary or desirable by the Board. Such rules and regulations will be enforceable by the Board as provided in the Declaration.

ARTICLE XI

SUPPORT SERVICES

Section 1. Manager. The Board, at its sole and absolute discretion, will have the authority to hire a managing agent ("Manager"), whose duties will be defined in a contract, entered into by and between the Association and such Manager.

Section 2. Support Services. The Board, or any Manager hired by the Association, will have the authority expressly granted to it by contract and, in addition, unless otherwise provided in such contract, will have the authority, subject to approval of the Board, to hire individuals or business entities for any purposes for which the Association has responsibility, and in addition, will have the authority to recommend for approval by the Board other individuals or business entities to carry out responsibilities of the Association on behalf of the Association.

ARTICLE XII

REMEDIES

Section 1. Late Charges. In all instances in which an Assessment provided for in the Declaration applicable to the Member's Tract is not paid within thirty (30) days after the due date reflected on such notice of Assessment, such Member shall be obligated to pay late charges, which may be billed against such delinquent Member in the amount provided in Article VI Section 6.2(b) of the Declaration. This late charge will be reflected on the Member's monthly statement for assessments each month the Member is delinquent for any payment.

Section 2. Default and Termination of Membership. When any Member shall be in default in the payment of dues or Assessments or in complying with the restrictions and provisions of the Declaration or the rules and regulations, such Members' voting rights shall be suspended, in accordance with Article V, Section 5.4(d), until the Member has cured all defaults.

ARTICLE XIII

OTHER TRANSACTIONS

Section 1. No contract or other transaction between the Association and one or more of its Directors, Officers, or Members, or between the Association and another corporation, partnership, joint venture, trust, or other enterprise of which one or more of the Association's Directors, Officers, or Members are security holders, Members, officers, directors, or employees or in which they are otherwise interested, will be invalid solely because of this relationship or because of the presence of such Director, Officer, or Member at any meeting authorizing the contract or transaction, or his/her participation or vote, in the meeting or authorization so long as such contract or transaction is approved in accordance with Articles of the Texas Business Corporation Act.

ARTICLE XIV

AMENDMENTS

Section 1. These Bylaws may be amended or repealed by the affirmative vote of two-thirds (2/3) of the Directors at any regular meeting of the Board or at any special meeting of the Board if notice of the proposed amendment or repeal is contained in the notice of such regular or special meeting. These Bylaws will be subject to amendment, alteration, or repeal at any annual meeting of the Members or at any special meeting called for that purpose by the vote of the Members holding a majority of the votes of the Association, unless a greater percentage is required pursuant to these Bylaws.

ARTICLE XV

FISCAL YEAR

Section 1. The fiscal year of the Association will begin on the first day of September of each year.

ARTICLE XVI

SEAL

Section 1. The seal of the Corporation will be in such form as will be adopted and approved from time to time by the Board. Such seal need not be affixed to, or impressed upon, any instrument or document in order for such instrument or document to be binding upon, or to be considered to be the act of, the Association.

The undersigned President and Secretary of Timber Cove Property Owners Association, Inc., Granbury, Texas, hereby certify that the above and foregoing Bylaws were adopted by the Board of Directors of the Association at Granbury, Texas, effective the 13 day of May, 2020.

The approve revised Bylaws were approved by 4 TCPOA Directors as noted below and Recorded in the minutes of TCPOA Board Meeting, 13 May 2020.

DIRECTORS:

Dan Childress - ___Approve_____

Ed Cromwell - ___Approve_____

Gene Morrison - _Approve_____

Greg Terrell - ___Abvsent_____

Robert Wells - __Approve_____