

Hill Country Ranches Property Owners By-Laws  
(A Non-Profit Corporation)

Article I      Definition

- A. HCRPO is a voluntary Property Owners Association for the Hill Country Ranches (HCR) subdivision located on RR 2325 with properties located in both Hays and Blanco Counties.

Article II      Purpose

- A. HCRPO is established and organized as a Non-Profit Corporation registered with the Texas Secretary of State.
- B. The principal functions of the Corporation shall include, but not be limited to the following:
  - 1. Collect donations and disburse funds for common interest maintenance and general operations.
  - 2. Assure timely renewal and promote compliance to the HCR Deed Restrictions on record at Hays and Blanco Counties.
  - 3. Represent Hill Country Ranches property owners in dealing with County and State Officials, law enforcement authorities, tax agencies, public utilities, and other public authorities and agencies.
  - 4. Cooperate with other similar organizations in pursuing common interests and objectives.
  - 5. Promote social interchange and community spirit among residents.

Article III      Membership

- A. The members of the Corporation shall be owners of record title to lots in HCR who voluntarily agree to join.
- B. Membership in the Corporation shall not be transferable or assignable except by legal transfer of ownership of a lot in the HCR subdivision.
- C. Each member receives one (1) vote per ownership of one (1) original lot as established during the creation of HCR in 1971.

Article IV      Officers

A. Representatives

- 1. 6 Representatives elected at every even year Annual Meeting.
- 2. Representatives serve 2 year terms and terms are unlimited.
- 3. A vote of five (5) Representatives shall remove an individual Representative.
- 4. Any vacancy between elections shall be filled by a temporary appointment selected by the remaining seated Representatives.
- 5. Responsibilities
  - a. Manage general operations and generate agenda for regular member meetings
  - b. Gather information
  - c. Discuss Property Owner issues and propose solutions
  - d. Interact with property owners
  - e. Schedule and organize special meetings and coordinate special presentations/speakers

- f. Acknowledge need and then oversee committees of volunteer Association members

B. Officers

1. President, Vice-President, Secretary/Treasurer are selected from and by Representatives

C. Committees

1. Welcome Committee
2. Deed Restriction Renewal Committee
3. Other Committees
  - a. Established to address community issues
  - b. Comprised of volunteer Association members

Article V Compensation and Indemnification

- A. No member shall receive monetary compensation for their labor for the Association.
- B. The Association shall indemnify any Representative or Officer or former Representative or Officer of the Association, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit, or proceeding, whether civil or criminal, in which he is made a party by reason of being or having been such Representative or Officer, except in relation to matters as to which he shall be adjudged in such action, suitor proceeding to be liable for negligence or misconduct in the performance of duty. The Association shall also reimburse any such Representative or Officer or former Representative or Officer or any such person serving or formerly serving in the capacities set forth in the first sentence above at the request of the Association for the reasonable cost of settlement of any such action, suit or proceeding, if it shall be found by a majority of the Representatives, whether or not a quorum, not involved in the matter in controversy that it that it was in the best interest of the Association that such settlement be made, and that such Representative or Officer or former Representative or Officer or such person was not guilty of negligence or misconduct in performance of duty.

Article VI Meetings

A. Annual

1. There shall be one meeting held in September of every year at which the following shall take place:
  - a. Elections held every other year
  - b. Update on community issues
  - c. Hold an Open House for the community

B. Other Meetings

1. Any meetings called by Representatives as referenced in Article IV-C.

C. Meeting Notification

1. Notification of a meeting shall be issued between 3 and 4 weeks prior to the meeting.
2. Members may be notified by phone, e-mail, website posting, community mailbox and mailings.

D. Meetings of Representatives

1. Representative meetings shall be held at a minimum of quarterly.

E. Voting Procedures

1. Votes may be cast only by members physically present at the meeting, except for execution of proxy votes received by the Secretary no later than five (5) days prior to the meeting.
2. Enough members must be present to constitute 15 lot votes as established in Article III-C.
3. Approval requires a two-thirds (2/3) majority of lot votes.

#### Article VII Funds

- A. Funds are generated via donations and periodic fund raising activities.
- B. Expenditures shall be limited to funds currently available.
- C. Funds may only be used for the general benefit of the community in accordance with the purposes and objectives as established in Article II-B.
- D. Funds are held in an FDIC insured bank under the name "HCRPO". Two (2) Officer signatures are required for drafts and checks.
- E. Funds may be specified for restricted or unrestricted use.

#### Article VIII Books and Records

- A. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Representatives, and Committees, and shall keep at the Registered or Principal Office records giving the names and address of the owners of all lots in "Hill Country Ranches" and names and addresses of members of HCRPO entitled to vote.
- B. Any member or his agent or attorney may inspect all books and records of the Corporation for any proper purpose at any reasonable time.
- C. The fiscal year of the Corporation shall be from January 1st to December 31st.

#### Article IX Amendment of By-Law

- A. These by-laws may be altered, amended, or repealed and new by-laws may be adopted by a two-thirds (2/3) majority of the members lot voted at the Annual Meeting where written notice is given of an intention to alter, amend, or repeal these By-laws or to adopt new By-laws at such meeting.