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BY-LAWS
OF
MILL CREEK LANDING HOMEOWNER'S ASSOCIATION
A NON-PROFIT CORPORATION

ARTICLE I

NAME

Section 1. NAME. The name of this Association shall be:

MILL CREEK LANDING HOMEOWNER'S ASSOCIATION.

Section 2. Principal Office. The principal location of the Association office shall be MILL CREEK LANDING SUBDIVISION, MONTGOMERY COUNTY, TEXAS.

ARTICLE II

CAPITAL STOCK

CAPITAL STOCK. The Association is a non-profit Corporation and no stock shall be issued.

ARTICLE III

MEMBERS AND ORGANIZATION

Section 1. QUALIFICATION OF MEMBERS. Every person of entity who is a record owner of a fee or undivided fee interest in any one or more lots which are subject to covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, shall be a Member of the Association. Membership shall be appurtenant to and may be separated from ownership of a lot which is subject to assessment by the Association. When more than one person holds an interest in any lot, all such persons shall be Members.

Section 2. VOTING BY MEMBERS. The vote for such lot shall be exercised as such Members may determine among themselves, but in no event shall more than one (1) vote be cast with respect to any lot owned. Members shall be all owners and shall be entitled to one (1) vote for each lot owned. Members who are delinquent in the payment of maintenance fees may still vote in the 1994 and 1995 elections. Subsequent to 1995, maintenance fees must be current to maintain voting rights in the Association.

Section 3. ANNUAL MEETING OF THE MEMBERS. The Members shall meet annually during the month of November to elect Directors for the succeeding year and to transact such other business as may properly be brought before it. The Secretary shall at least ten (10) days prior to each annual meeting give each registered and qualified Member of the Association written notice of the time and place thereof by addressing and mailing same to each such Member at the address last known to the Association. The first annual meeting of the Members shall be held during November, 1994.

Section 4. SPECIAL MEETING OF MEMBERS. Special meetings of Members may be called at any time by the President or the Board of Directors. The Secretary shall at least ten (10) days prior to each annual meeting give each registered and qualified Member of the Association written notice of the time and place thereof by addressing and mailing same to each such Member at the address last known to the Association at least ten (10) days prior to the convening. Or such special meeting may be held at any time by majority consent of a quorum of the Members.



Section 5. QUORUM OF MEMBERS. At all annual and special meetings of the Members, at least fifteen percent (15%) of the votes entitled to be cast at such meeting in person or in writing shall constitute a quorum. At such meetings, a majority of a quorum may decide any question coming before the meeting.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. DIRECTORS GENERAL POWERS. All of the powers and duties of the Association shall be vested in and exercised by a Board of Directors as outlined in the Articles of Incorporation and the Bylaws herein provided.

Section 2. NUMBER, TENURE AND QUALIFICATIONS OF DIRECTORS. The number of Directors of the Association shall be five (5). This number may be increased or decreased by amendment of the Bylaws; provided however, that the number of Directors shall not be reduced to less than three (3). Each of the Directors of the Association shall hold office until his successor has been elected and qualified or until he has died or resigned or has been removed in the manner herein provided. Thereafter the Directors shall be elected as hereinafter provided and each Director shall continue in office until his Successor is duly elected and qualified. Directors shall be owners of property in Mill Creek Landing Subdivision, Montgomery County, Texas. To qualify, Directors shall be qualified Members and owners of property in Mill Creek Landing Subdivision, Montgomery County, Texas. Directors may or may not be Officers of the Association.

Section 3. ELECTION AND TERM OF DIRECTORS. At the first annual meeting of the Members, five (5) Directors shall be elected; two (2) of which shall serve for terms of three (3) years each, two (2) of which shall serve for terms of two (2) years each, and one (1) of which shall serve for one (1) year. Thereafter, the Directors shall be elected at the annual meeting of the Members to be held during the month of October of each year. Election to the Board of Directors shall be by written ballot distributed to all Members at least ten (10) days prior to the annual meeting. Those candidates for election as Director receiving the greatest percentage of the votes cast at the annual meeting shall be elected.

Section 4. CHAIRMAN OF BOARD OF DIRECTORS. The President, or in the absence of the President, the Vice-President, shall act as Chairman at all meetings of the Board of Directors. The Secretary of the Association shall act as Secretary of the Board of Directors, and in his/her absence the President may appoint any person to serve as Secretary.

Section 5. REMOVAL AND RESIGNATION OF DIRECTOR. Any Director may resign giving 90 days written notice to the President or Secretary of the Association. Such resignation must be accepted by the remaining Board of Directors before it shall become effective. Any and all Directors may be removed at any time by appropriate resolution adopted by a majority of a quorum of the Members present at an annual or special meeting of the Members. Unexcused absence from three (3) consecutive meetings is deemed de-facto resignation.

Section 6. VACANCY ON BOARD OF DIRECTORS. In case of one or more vacancies on the Board of Directors from any cause, the remaining Directors may elect or appoint a Director to fill such vacancy. A Director so elected or appointed shall hold office for a term equal to the unexpired term of the Director he succeeds.

Section 7. REGULAR MEETINGS OF DIRECTORS. A regular meeting of the Directors shall be held within ten (10) days following the annual meeting of Members. The Board of Directors may provide the time and place for the holding of additional regular meeting(s) without other notice than such amendment, and it shall be the duty of each Director to attend the same without notice.

Section 8. SPECIAL MEETING OF DIRECTORS. Special meetings of the Board of Directors may be called by the President or by unanimous consent of the Directors upon one (1) day's notice.

Section 9. QUORUM OF DIRECTORS. Three (3) Directors shall constitute a quorum. At any regular or special meeting of the Board of Directors, a majority vote of those Directors present at which a quorum is in attendance shall be necessary to contract business. Every act or decision done or made by a majority of Directors present at a meeting at which a quorum is present shall be regarded as an act of the Board.

Section 10. SALARIES OF DIRECTORS. No director shall receive any salary for performing duties as a Director of the Association unless expressly provided for in an amendment duly adopted by a majority of the Members as described hereinafter.

Section 11. MAINTENANCE FEES. Maintenance fees are set by the Board as provided for in the Declaration of Covenants, Conditions and Restrictions. Increases in maintenance by the Board shall be limited to fifteen percent (15%) annually without a majority vote of Members.

ARTICLE V.

OFFICERS OF THE ASSOCIATION

Section 1. QUALIFICATION OF OFFICERS. The Officers of the Association shall be President, Vice-President, Secretary and Treasurer. To qualify, Officers shall be qualified Members and owners of property in Mill Creek Landing Subdivision, Montgomery County, Texas. Officers may or may not be Directors of the Association.

Section 2. ELECTION AND TERM OF OFFICERS. The Officers of the Association shall be elected by the Board. The election shall take place at the regular meeting of the Directors hereinafter described. The President and the Treasurer shall hold office for a term of three (3) years. The remaining Officers shall hold office for a term of one (1) year. Each Officer shall continue in office until his successor has been duly elected and qualified or until he dies, resigns or shall have been removed by the Board of Directors as herein provided.

Section 3. REMOVAL AND RESIGNATION OF OFFICERS. Any Officer may resign giving 90 days written notice to the President or the Secretary of the Association. Such resignation must be accepted by the Board of Directors before it shall become effective. Unexcused absence from three (3) consecutive meetings is deemed de-facto resignation. Any Officer may be removed from office without cause at any time by a majority vote of the Board of Directors.

Section 4. VACANCY IN OFFICE. A vacancy in any office from any cause – death, resignation, removal, disqualification, or any other cause, shall be filled by the Board of Directors by a majority vote of the Board at a regular or special meeting of the Board or through appointment by the Board. Such Officer shall hold office only for a term equal to the unexpired term of the Officer he succeeds.

Section 5. PRESIDENT. The President shall be the principal executive Officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. The President shall preside at all meetings of the Members and of the Board of Directors. The President may sign, with the Secretary or any other proper Officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments that the Board of Directors and the Articles of Incorporation have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by resolution to some other Officer or agent of the Association. In general, the President shall perform all duties incident to the office of President and other duties as may be prescribed by the Directors from time to time.

Section 6. VICE-PRESIDENT. In the absence of the President or in event of an inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restriction on the President. The principal duties of the Vice-President shall be to enforce the Declaration of Covenants, Conditions and Restrictions and organize various committees as required and shall perform such other duties as from time to time may be assigned by the Board of Directors.

Section 7. SECRETARY. The Secretary shall:

- (a.) Give all notices as provided in the bylaws or as required by law.
- (b.) Take minutes of the Members and the Board of Directors meetings and keep the minutes as part of the corporate records.
- (c.) Maintain custody of the Association records and of the seal of the Association.
- (d.) Affix the seal of the Association to all documents as authorized.
- (e.) Keep a register of the mailing address of each Member, Director and Officer of the Association.
- (f.) Perform all duties incident to the Office of Secretary.
- (g.) Perform other duties as assigned by the President or by the Board of Directors.

Section 8. TREASURER. The Treasurer shall:

- (a.) Have charge and custody of and be responsible for all funds and securities of the Association.
- (b.) Request, collect, and record monies due and payable to the Association from any source.
- (c.) Deposit all money in the name of the Association in banks, trust companies, or other depositories as provided in the Bylaws or as directed by the Board of Directors or President.
- (d.) Write checks and disburse funds to discharge obligations of the Association. Funds may not be drawn from the Association or its accounts for amounts greater than \$100 without the signature of the President in addition to the signature of the Treasurer.
- (e.) Maintain the financial books and records of the Association.

- (f.) Prepare and provide financial reports at least annually.
- (g.) If required by the Board of Directors, give a bond for the faithful discharge of his or her duties in a sum and with a surety as determined by the Board of Directors.
- (h.) Perform all duties incident to the Office of the Treasurer.
- (i.) Perform other duties as assigned by the President or by the Board of Directors.

Section 9. SALARIES OF OFFICERS. No officer with the exception of Treasurer shall receive any salary for performing duties as an Officer of the Association unless expressly provided for in amendments duly adopted by a majority of the Members. The salary paid to the Treasurer will be determined by a majority vote of the Board of Directors.

ARTICLE VI

BOOKS AND RECORDS

Section 1. BOOKS AND RECORDS. The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Member, Board of Directors and committee meetings, and shall keep at the registered or principal office a record of the names and addresses of the Members entitled to vote. All books and records of the Corporation may be inspected by any member, or their agent or attorney, for any proper purpose with reasonable notice.

Section 2. FISCAL YEAR. The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.

Section 3. CORPORATE SEAL. The Board of Directors shall provide a Corporate Seal, which shall be in the form of:

“MILL CREEK LANDING HOMEOWNER’S ASSOCIATION”

ARTICLE VII

AMENDMENTS

The bylaws of this Corporation, covered by the Articles of Incorporation, may be amended, repealed, or added to, or new by-laws may be adopted by the vote of the majority of a quorum of the Members present at a regular or special meeting of the Members.

In case of any conflict between the Articles of Incorporation and these by-laws, the Articles shall control.

Attestation

The preceding "By-laws of Mill Creek Landing Homeowner's Association" were approved and adopted by the Mill Creek Landing Homeowner's Association Board of Directors on March 16th, 2011.

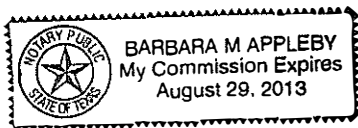
Lerna K. Hansel

MCLHOA Secretary

STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This 18 day of March ____, 2011, by Lerna K. Hansel, Secretary of MILL CREEK LANDING HOMEDOWNERS ASSOCIATION, in the capacity therein stated.



Barbara M. Appleby
Notary Public, State of Texas

FILED FOR RECORD

03/29/2011 12:29PM

Mark Turnbull

COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

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.

03/29/2011



Mark Turnbull

County Clerk
Montgomery County, Texas

Ret:
Martia Stillwell & Jones
1400 Woodloch Forest Dr.
Suite 590
The Woodlands, TX 77380