

# WOLF PEN CREEK HOMEOWNERS ASSOCIATION BY-LAWS

AMENDED DECEMBER 1998

AMENDED JANUARY 1999

AMENDED JANUARY 2013

**AMENDED JANUARY 27, 2024\***

\*Denotes Specific Article(s), Section(s) and/or Sub-Section(s) Amended and Effected on January 27, 2024

## **\*ARTICLE I - NAME AND LOCATION.**

The name of the Corporation is WOLF PEN CREEK HOME OWNERS ASSOCIATION, hereinafter referred to as the "Association". The principal office of the Corporation shall be located at c/o Association Services BCS, 1701 Southwest Parkway, Suite 209, College Station, Texas 77840, or at the address of record otherwise reflected on the Association's management certificate as filed in Brazos County, Texas. However, meetings of members and directors may be held at such places within the State of Texas, County of Brazos, as may be designated by the Board of Directors.

## **ARTICLE II - DEFINITIONS.**

Section 1. "Association" shall mean and refer to WOLF PEN CREEK HOME OWNERS ASSOCIATION, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to WOLF PEN CREEK CORPORATION, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the County Clerk, Brazos County, Texas.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

### **ARTICLE III - MEETING OF MEMBERS.**

Section 1. Annual Meetings. The annual meeting shall be held in January of each year, the date, time and place to be specified as required by Article III Section 3 of the By-laws. NOTE: Whereas at least fifteen (15) days' notice is required for meetings of the Association, for increases in the monthly assessment above 3% and special assessments for capital improvements the Declaration of Covenants, Conditions and Restrictions requires not less than 30 days and not more than 60 days' notice for such meetings.

Section 2. 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-fourth (1/4) of the membership.

Section 3. Notice of Meetings. Written notice of each meeting of the members 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 15 days before 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 specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have 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 5. Proxies. At all 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 of a member's lot by the member.

### **ARTICLE IV - BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE.**

Section 1. Number. The affairs of this Association shall be managed by a Board of nine (9) directors, who need not be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall elect three (3) directors for a term of one (1) year, three (3) directors for a term of two (2) years and three (3) directors for a term of three (3) years; and at each annual meeting thereafter the members shall elect three (3) directors for a term of three (3) years.

\*Section 3. 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, that director's successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of the director being replaced.

\*Section 4. Compensation. No director shall receive compensation for any service that may be rendered to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of that person's duties as director.

\*Section 5. Action Taken Without a Meeting. The directors shall have the authority to take any action related to routine and/or administrative matters outside of the called meetings of the directors by using electronic or telephonic communication. Any such action(s) approved outside of a called meeting of the directors shall be reported at the next regular meeting and be included in the minutes, and will have the same effect as though taken at a meeting of the directors.

#### **ARTICLE V - NOMINATION AND ELECTION OF DIRECTORS.**

Section 1. 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 or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. 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 may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret and signed written ballot, except for uncontested races. 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 provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

#### **ARTICLE VI - MEETINGS OF DIRECTORS.**

Section 1. 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 2. 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 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Section 4. Open Meetings. All regular and special meetings of the Board of Directors are open to all members of the Association. Executive session meetings can only include actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's attorney and confidential matters. Executive sessions must be summarized orally in regular meeting, and placed in the minutes in general terms, including any expenditures approved.

\*Section 5. Notice of Meetings of the Directors. Notice of all meetings to include date, hour, place and agenda will be posted on the Pool Gate and emailed to all property owners with a registered email address no later than 144 hours (6 days) before the meeting.

## **ARTICLE VII - POWERS AND DUTIES OF THE BOARD OF DIRECTORS.**

**Section 1. Powers.** The Board of Directors shall have 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) suspend the right to use the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;
- (c) 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 By-Laws, the Articles of Incorporation, or the Declaration;
- (d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors;
- (e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties;
- (f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- (g) provide exterior maintenance as provided in the Declaration.

**Section 2. 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 and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the members who are entitled to vote;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) as more fully provided in the Declaration, to:
  - (1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;
  - (2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period.
- (d) issue, or to 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 the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- (e) procure and maintain adequate liability and hazard insurance on property owned by the Association;
- (f) cause the Common Area to be maintained.

## **ARTICLE VIII - OFFICERS AND THEIR DUTIES.**

**Section 1. Enumeration of Offices.** 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.

**Section 2 . Election of Officers.** The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

\*Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless an officer shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed 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 at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

\*Section 6. 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 officer being replaced.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers 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 checks and promissory notes.

VICE-PRESIDENT

\*(b) The vice-president shall act in the place and stead of the president in the event of the president's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of the vice-president by the Board.

SECRETARY

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

TREASURER

\*(d) The treasurer, or the agent appointed by the Directors, shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; may cause an audit of the Association books to be made by a public accountant; and shall prepare an annual

I, Raul Castillo, President of the Board of Directors of the Wolf Pen Creek Homeowners Association (WPCHOA), and on behalf of the Board of Directors and the Association Members, do hereby acknowledge and affirm the **Wolf Pen Creek Homeowner Association By-Laws** (as hereto attached) to be those amended, approved and effected by the Members at the Annual Meeting of the WPCHOA on January 27, 2024.

Signed on February 27, 2024.

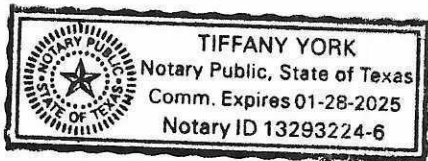
Raul Castillo  
Raul Castillo, President  
WPCHOA Board of Directors

STATE OF TEXAS

COUNTY OF BRAZOS

THIS DOCUMENT WAS ACKNOWLEDGED AND SIGNED before me on this 27<sup>th</sup> day of February 2024 by Raul Castillo, evidenced to me to be President of the Wolf Pen Creek Homeowners Association Board of Directors.

Tiffany York  
NOTARY PUBLIC, State of Texas





\*VG-267-2024-1522923\*

**Brazos County  
Karen McQueen  
County Clerk**

**Instrument Number:** 1522923  
Volume : 19075  
Real Property Recordings

Recorded On: February 29, 2024 02:45 PM

Number of Pages: 8

**" Examined and Charged as Follows: "**

Total Recording: \$49.00

\*\*\*\*\* **THIS PAGE IS PART OF THE INSTRUMENT** \*\*\*\*\*

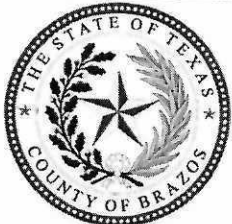
Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.

**File Information:**

Document Number: 1522923  
Receipt Number: 20240229000105  
Recorded Date/Time: February 29, 2024 02:45 PM  
User: Victoria E  
Station: CCLERK06

**Record and Return To:**

TIFFANY YORK  
1701 SOUTHWEST PARKWAY SUITE 209  
COLLEGE STATION TX 77840



STATE OF TEXAS  
COUNTY OF BRAZOS

I hereby certify that this Instrument was FILED In the File Number sequence on the date/time printed hereon, and was duly RECORDED in the Official Public Records of Brazos County, Texas.

Karen McQueen  
County Clerk  
Brazos County, TX