

RICHWOOD PLACE CIVIC ASSOCIATION, INC.
PO BOX 980262
HOUSTON, TEXAS 77098-0262
BYLAWS
As adopted on April 12, 1992
and updated on April 12, 2011

ARTICLE I NAME

The name of the organization shall be Richwood Place Civic Association, (hereinafter called the "Association.")

ARTICLE II TERRITORY BOUNDARIES

The Association shall represent the residents and property owners of the area of the City of Houston, Harris County, Texas bounded on the north by Richmond Avenue, on the south by U.S. Highway 59, on the west by Shepherd Drive, and on the east by Dunlavy Street, originally developed as the Richmond Place and the Richwood addition subdivisions (hereinafter referred to as the "Boundary.")

ARTICLE III SCOPE AND PURPOSE

The Association is an incorporated, non-profit civic improvement group formed by the residents, property owners and business operators of the area defined in Article II. This group shall work together to protect, preserve and improve the social and civic welfare of the primarily residential community which this organization represents. The purpose of the organization shall be to maintain the residential character of the community, to monitor and enforce deed restrictions and to promote the civic and social welfare in the area.

ARTICLE IV MEMBERSHIP

Section 1 – MEMBERSHIP

Membership in this organization shall be open to all individuals who: 1) are US citizens or permanent residents over 18 years of age; 2) have applied for membership and comply with the payment of dues, as set forth in Article V, and; 3) who qualify for Active or Associate Membership as defined in Sections 3 and 4 of this Article.

Section 2 – DEFINITIONS

Definitions used in this Article shall be:

1. A Property is defined as real property or contiguous real properties within the Boundary described in a recorded deed(s).
2. A Resident Property Owner is defined as the holder of a recorded deed to real property within the Boundary who resides on said Property.
3. A Business Operator/Owner is defined as the operator or owner of a profit making or nonprofit activity located within the Boundary.
4. A Nonresident Property Owner is defined as the holder of a recorded deed to real property within the Boundary who does not reside on said Property.
5. A Resident is defined as anyone who currently legally resides on, but does not own, Property.

Section 3 – ACTIVE MEMBERS

The Active members shall include Resident Property Owners, Nonresident Property Owners, and qualifying Associate Members (as defined in Section 5) who currently comply with Article V below. Active Members' rights shall include:

1. Voting on all matters requiring a vote,
2. Holding an office or position on the Board of Directors,
3. Attending, making resolutions and participating in meetings of the Association,
4. Such other rights as the Board of Directors may determine.

Section 4 – ASSOCIATE MEMBERS

The Associate Members shall include Residents and Business Operators/Owners who currently comply with Article V below.

Associate Members' rights shall include:

1. Attending meetings of the Association,
2. Such other rights as the Board of Directors may determine.

Section 5 – MEMBERSHIP CLASS CHANGES

Associate Members who are: 1) Business Operators/Owners, or 2) Residents who have lived on the same Property for at least three consecutive years shall be eligible to petition for Active Membership. Associate Members who submit a written petition for Active Membership to the President and whose petition are accepted by a 2/3 majority vote of Active Members at a regularly scheduled meeting shall become Active Members.

Section 6 – VOTING

Every question that comes before a meeting of the Association, the Board of Directors or a committee shall be decided by a majority vote. Each Property shall be entitled to cast two votes. Each Active Member shall be entitled to cast two votes. However, no Property shall be entitled to cast more than two votes, and no Active member shall be entitled to cast more than two votes.

ARTICLE V - DUES

The membership dues for Active Members in the Association shall be \$50.00 per year, per Property. Dues for Associate Members shall be \$50.00 per year, all dues payable in advance of Membership. Payment of appropriate dues establishes the Active or Associate Membership in good standing. Dues can be paid online at www.richwoodplace.org with the Member paying any fees for this service.

Any Member whose dues are thirty days in arrears shall forfeit Membership in the Association, but may be reinstated upon payment of current dues.

ARTICLE VI - FISCAL YEAR

The fiscal year of the Association shall begin January 1 and end December 31 of each year.

ARTICLE VII - MEETINGS

Section 1 – GENERAL MEETINGS

The general meetings of the Active and Associate Members shall be held quarterly at a time and place designated by the elected officers upon seven days notice to the Members

Section 2 – BOARD OF DIRECTOR MEETINGS

Elected Officers of the Association shall hold Board meetings quarterly to prepare for general meetings and to attend generally to the business of the Association between meetings subject to instruction from the Association. All Members will be welcomed at these meetings.

Section 3 – SPECIAL MEETINGS

Special general meetings of the Active and Associate members may be held at anytime or called by the President or by three of the elected officers. All Members shall be given notice in writing seven days prior to such meetings, stating the reason for the meeting and the time and place of such meeting.

Section 4 – QUORUM

Active Members holding one sixth of the total votes which may be cast shall constitute a quorum for the transaction of business at any general meeting.

ARTICLE VIII ELECTIONS AND TERMS OF OFFICE

Section 1- ELECTION OF OFFICERS

All designated officers shall be elected at the general meeting in the month of November of each year and shall take office January 1st of the following year. The officers shall be elected by a majority vote of all members present.

Section 2- TERMS

Officers or Directors are elected to a one year term. An Officer or Director may serve no more than three consecutive terms in the same office.

Section 3 – VACANCY

In the event of a vacancy on the Board of Directors, the vacancy shall be filled by a majority vote of the Members at the next general meeting.

ARTICLE IX - BOARD OF DIRECTORS

The Board of Directors of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer and two Councilors, who shall be called the officers of the Association.

ARTICLE X - DUTIES OF OFFICERS

Section 1 – PRESIDENT

The President shall, in addition to other duties;

1. Preside at all meetings of the Association,
2. Preserve order,
3. Enforce the By-Laws, and
4. Supervise the affairs of the Association.

Section 2 – VICE PRESIDENT

The Vice President shall, in addition to other duties:

1. Preside in the temporary absence or disability of the President.
2. Establish and maintain a relationship with Neartown Association or designate someone in his or her absence.

Section 3 – SECRETARY

The Secretary shall, in addition to other duties:

1. Attend all meetings of the Association,
2. Distribute agendas, provide proper notices for and record the proceeding of such meetings,
3. Record all business of the Association
4. Maintain all official correspondence and records of the Association.

Section 4 – TREASURER

The Treasurer shall, in addition to other duties:

1. Serve as the controller of funds,
2. Be responsible for collecting dues,
3. Maintain financial records of the Association,
4. Establish a banking relationship for the Association.

Section 5 – COUNCILORS

The Councilors shall, in addition to other duties:

1. Be responsible for the review of written and oral reports presented to the Board.
2. One Councilor shall be the immediate past president. Or, if the immediate past president is unable to serve or serving as another position on the Board, both Councilors will be elected.

ARTICLE XI COMMITTEES

There shall be standing and special committees created as the Association deems necessary. The members of such committees shall be appointed by the President and approved by the Board of Directors with such duties as the Board of Directors shall determine.

There shall be a five member standing Deed Restriction Committee

1. The purpose of the Deed Restriction Committee is:
 - a. monitor new construction for deed restriction compliance
 - b. monitor remodeling projects for deed restriction compliance
 - c. enforce deed restrictions
 - d. encourage residents to include previously excluded properties in the deed restrictions

2. The chair of the Deed Restriction Committee shall:
 - a. communicate with developers, real estate agents, prospective home buyers regarding deed restrictions
 - b. provide copies of deed restrictions upon request
 - c. host meetings of deed restriction committee to consider requests or issues
 - d. at least once a year provide the Association with a status of the Deed Restrictions and the activities of the committee

ARTICLE XII RULES ORDER

Section 1 – REPORTS

Reports presented to the Association should be presented to the Secretary for recording and copies shall be made available to any Active member that requests one.

Section 2 – RESOLUTIONS

Any major resolutions requiring the vote of the Membership of the Association should be submitted in written form to the President and Secretary not less than 3 days before a general meeting. The Board will review the resolution and recommend action to the Association prior to voting by the Active Members.

Section 3 – AUTHORITY

Roberts' Rule of Order shall be in authority for procedure in conducting meetings when not in conflict with the By-Laws.

ARTICLE XIII AMENDMENTS

Section 1

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the Active Members present at any regular meeting or at any special meeting, if at least seven days' written notice is given to all Members stating the intention to alter, amend or repeal or to adopt new by-laws at such meeting.

Section2

Amendments to the Bylaws of the Association may be presented at any Association meeting by a majority vote of the attending Active Members. Proposed amendments shall be circulated to the Active Membership and shall require a two-thirds (2/3) majority of Active Membership for adoption.