

Amended
Dec, 2012
Sec. 5.1

BYLAWS

OF

YESTERDAY'S CROSSING

PROPERTY OWNERS ASSOCIATION

(Amended and Restated February 2012)

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YESTERDAY'S CROSSING PROPERTY OWNERS ASSOCIATION

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ARTICLE 1 OFFICES

1.01. Principal Office. The principal office of the Association shall be located at 5042 Rimrock Pass, Montgomery, Texas 77316.

1.02. Other Offices. The corporation also may have offices at such other places within Montgomery County, Texas, as the Board of Directors may from time to time determine or the business of the Association may require.

1.03. Change of Location. The Board of Directors may change the location of any office of the Association.

ARTICLE 2 DEFINITIONS

2.01. "Association" shall mean and refer to Yesterday's Crossing Property Owners Association, its successors and assigns.

2.02. "Subdivision" shall mean and refer to (i) that certain real property heretofore platted and known as Yesterday's Crossing, Section 1, a subdivision in Montgomery County, Texas, according to the map or plat thereof recorded in Cabinet Z, Sheets 257-259, inclusive, of the Map Records of Montgomery County, Texas, and as described in the Declaration of Covenants, Conditions and Restrictions for Yesterday's Crossing, said Declaration being recorded in the Official Public Records of Real Property of Montgomery County, Texas under Clerk's File Number 2006-090778 and Clerk's Film Code Number 145-11-2712, *et. seq.*, and (ii) such other properties as may be subjected to the covenants, conditions and restrictions of said Declaration of Covenants, Conditions and Restrictions pursuant to the provisions and authority of said Declaration.

2.03. "Common Area" shall mean all real property (including the improvements thereto), within the Subdivision owned by the Declarant and/or the Association for the common use, benefit and/or enjoyment of the Owners and/or any other real property and improvements, including, but not limited to roads, parks, open spaces, detention and/or retention ponds, drainage facilities, lakes, dams, greenbelt areas and other facilities and areas designated on the recorded plat(s) of the Subdivision within the Common Area to which the Owners may become entitled to use.

2.04. "Lot" or "Lots" shall mean and refer to the numbered lots as shown on the recorded plat(s) of the Subdivision and any other lots brought within the jurisdiction of the Association.

2.05. "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 Subdivision. "Owner" does not include those persons or entities having an interest merely as security for the performance of an obligation, persons or entities who own only an easement, or those having an interest in the mineral estate only.

2.06. "Developer" and/or "Declarant" shall mean and refer to D & M Development, L.L.P., and to any successor that acquires all of the unsold lots owned by the Declarant in the Subdivision by merger, consolidation or conveyance and to whom the Declarant's status, rights and privileges as the developer of the Subdivision are specifically assigned in a written document recorded in the Official Public Records of Real Property of Montgomery County, Texas.

2.07. "Restrictions" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions for Yesterday's Crossing, as recorded in the Official Public Records of Real Property of Montgomery County, Texas under Clerk's File Number 2006-090778 and Film Code No. 145-11-2712, *et. seq.*, together with any amendments or supplements thereto, and to any similar declaration applicable to other properties that may be subjected to the covenants, conditions and restrictions of said Declaration of Covenants, Conditions and Restrictions.

2.08. "Member" shall mean and refer to those persons entitled to membership in the Association.

ARTICLE 3 **QUALIFICATIONS FOR MEMBERSHIP**

3.01. **Membership.** The membership of the Association shall consist of all the Owners of the lots within the Subdivision. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation, persons or entities who own only an easement, or those having an interest in the mineral estate only. Membership shall be appurtenant to and may not be separated from ownership of any lot.

3.02. **Proof of Membership.** The rights of membership shall not be exercised by any person until satisfactory proof has been furnished to the Secretary of the Association that the person is qualified as a Member. Such proof may consist of a copy of a duly executed and acknowledged deed, or title insurance policy evidencing ownership of a lot in the Subdivision. Such deed or policy shall be deemed conclusive in the absence of a conflicting claim based on a later deed or policy.

3.03. **No Additional Qualification.** The sole qualification for membership shall be ownership of a lot in the Subdivision. No initiation fees, costs, or dues shall be assessed against any person as a condition of membership except such assessments, levies, and charges as are specifically authorized under the Restrictions.

3.04. **Certificates of Membership.** The Board of Directors may provide for the issuance of certificates evidencing membership in the Association which shall be in such form as may be determined by the Board. All certificates evidencing membership shall be consecutively numbered. The name and address of each Member and the date of issuance of the certificate shall be entered on the records of the Association and maintained by the Secretary at the principal office of the Association.

ARTICLE 4

VOTING RIGHTS

4.01. Voting. Voting shall be on a one vote per lot basis. The Owner or Owners of each lot are entitled to one vote for each lot owned in the Subdivision. If record title to a particular lot is in the name of two or more persons, all co-owners shall be Members and may attend any meeting of the Association but the voting rights appurtenant to each such lot may not be divided and fractional votes shall not be allowed. Any one of said co-owners may exercise the vote appurtenant to each such lot so owned at any meeting of the Members and such vote shall be binding and conclusive on all of the other co-owners of said lot who are not present; provided however, if one of the non-attending co-owners has given the Association notice of objection to the attending co-owner's vote, no vote shall be cast for said lot except upon notice of unanimous consent by all such co-owners being given to the Association. In the event more than one vote is cast for a single lot by an Owner, none of the votes so cast shall be counted and all of such votes shall be deemed void.

4.02. Methods of Voting. The voting rights of a Member may be cast or given in person or by proxy at a meeting of the Association, by absentee or mailed ballot, or by electronic ballot by electronic mail or facsimile.

Absentee ballots may not be counted, even if properly delivered, if the Member attends any meeting to vote in person so that any vote cast at a meeting by the Member supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal. Absentee or electronic ballots may not be counted on the final vote of a proposal if the motion was amended at a meeting of the Members to be different from the exact language on the absentee or electronic ballot. Any solicitation for votes by absentee ballot by the Association must include an absentee ballot that contains each proposed action and provides an opportunity to vote for or against the proposed action, instructions for delivery of the completed absentee ballot, including the delivery location, all of which are required by Section 209.00592 of the TEXAS PROPERTY CODE.

4.03. Signed Ballots. Any vote cast must be in writing and signed by the Member as required by Section 209.0058 of the TEXAS PROPERTY CODE. Electronic votes constitute written and signed ballots.

4.04. Proxies. At all meetings of Members, Members may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary of the Association. Every proxy shall be revocable and shall automatically cease on conveyance by the Member of his lot, or on receipt of notice by the Secretary of the death or judicially declared incompetence of such Member. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise specifically provided in the proxy.

4.05. Quorum. The presence, either in person or by proxy, at any meeting, of Members entitled to cast at least twenty (20%) percent of the total votes of the Association shall constitute a quorum for any action. Absentee, electronic and faxed ballots shall count for purposes of establishing a quorum. In the absence of a quorum at a meeting of Members, the meeting may be adjourned and immediately reconvened for the sole purpose of conducting Director elections. The quorum required

for election of Directors at the reconvened meeting shall be the number of votes cast in person, by proxy, by absentee ballot or electronic or faxed ballot. For any purpose other than the election of Directors, if at any meeting of Members, the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. No subsequent meeting shall be held more than (60) days following the preceding meeting.

4.06. Required Vote. The vote of the majority of the votes entitled to be cast by the Members present, or represented by proxy, and by those voting by absentee or mailed ballot or by electronic or faxed ballot at a meeting at which a quorum is present shall be the act of the meeting of the Members, unless the vote of a greater number is required by statute, the Restrictions, the Articles of Incorporation or these Bylaws.

4.07. Cumulative Voting. Cumulative voting shall not be permitted.

4.08. Election Vote Tabulators. A person who is a candidate in an Association election or who is otherwise the subject of an Association vote, or a person related to that person within the third degree of consanguinity or affinity, as determined under Chapter 573 of the TEXAS GOVERNMENT CODE, may not tabulate or otherwise be given access to the ballots cast in the election or vote.

4.09. Recount Procedures. An Owner may, not later than the fifteenth (15th) day after the date of a meeting at which an election was held, require a recount of votes in accordance with Section 209.0057 of the TEXAS PROPERTY CODE.

ARTICLE 5 **MEETINGS OF MEMBERS**

5.01. Annual Meetings. The annual meeting of the Members of the Association shall be held at a time on any Saturday in January of each year as determined from time to time by the Board of Directors.

5.02. Special Meetings. Special meetings of the Members may be called by the President, the Board of Directors, or by Members representing at least twenty-five (25%) percent of the total votes entitled to be cast by the Members.

5.03. Place. Meetings of the Members shall be held within the Subdivision or at a convenient meeting place as close thereto as possible as the Board may specify in writing.

5.04. Notice of Meetings. Written notice of all Members' meetings shall be given by or at the direction of the Secretary of the Association (or other persons authorized to call the meeting) by mailing or personally delivering a copy of such notice at least ten (10) but not more than fifty (50) days before such meeting to each Member entitled to vote at such meeting, 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 nature of the business to be undertaken. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the Member at the address last appearing on the books of the Association with postage thereon paid.

5.05. Order of Business at Meetings. The order of business at all meetings of the Members shall be as follows:

- (1) Roll call;
- (2) Proof of notice of meeting or waiver of notice;
- (3) Reading of Minutes of preceding meeting;
- (4) Reports of officers;
- (5) Reports of committees;
- (6) Election of directors;
- (7) Unfinished business; and
- (8) New business.

5.06. Action Without Meeting by Unanimous Consent. Any action required or permitted by the Certificate of Formation, these Bylaws, or the Code to be taken at a meeting of the Members of the Association may be taken without a meeting if all the Members entitled to vote with respect to the subject matter sign a written consent setting forth the action so taken.

5.07. Action by Non-Unanimous Consent. Any action required or permitted by the Certificate of Formation, these Bylaws, or the Code to be taken at any annual or special meeting of Members may be taken, subject to any statutory requirements, without a meeting, without prior notice, and without a vote, if the Members having not less than the minimum number of votes that would be necessary to take such action (had the matter arisen at a membership meeting at which the all Members entitled to vote on the action were present and voted) sign a written consent or consents setting forth the action so taken.

ARTICLE 6

BOARD OF DIRECTORS

6.01. Number. The affairs of the Association shall be managed by the Board of Directors consisting of no less than three (3) Directors, all of whom must be Members of the Association. The initial members of the Board of Directors have been chosen by the Declarant. Except for the initial Directors and Directors chosen to fill a vacancy on the Board, Directors will be elected by the Members of the Association.

6.02. Term. The Directors set forth in the Certificate of Formation shall hold office until the first annual meeting of the Members of the Association or until their successors are elected and qualified. At the first annual meeting of the Members, three (3) Directors will be elected, who will be divided into three classes. There will be one (1) Director in the first class, who will hold office until the first annual meeting of Members after his election or until his successor is elected and qualified; there will be one (1) Director in the second class, who will hold office until the second annual meeting of Members after his election or until his successor is elected and qualified; and there will be one (1) Director in the third class, who will hold office until the third annual meeting of

members after his election or until his successor is elected and qualified. At each annual meeting of Members thereafter, a Director or Directors will be elected for the class whose term of office expires at that meeting, and he/they will hold office until the third annual meeting of Members after his/their election or until his/their successor(s) is elected and qualified.

6.03. Removal. Directors may be removed from office with or without cause by a majority of all of the votes entitled to be cast by the Members of the Association.

6.04. Vacancies. In the event of a vacancy on the Board caused by the death, disability, resignation, or removal of a Director, the remaining Directors shall, by majority vote, elect a successor who shall serve for the unexpired term of his predecessor in office.

Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of Members called for that purpose.

6.05. Director Appointments. Any Board member whose term has expired must be elected by the Members of the Association. A Board member may be appointed by the Board only to fill a vacancy caused by a resignation, death, disability, or removal, as provided in these Bylaws. A Board member appointed to fill a vacant position shall serve the unexpired term of the predecessor Board member.

6.06. Compensation. No Director shall receive compensation for any service he may render to the Association. A Director may, however, be reimbursed by the Board for actual expenses incurred by him in the performance of his duties.

6.07. Powers and Duties. The Board shall have the powers and duties, and shall be subject to limitations on such powers and duties, as enumerated in these Bylaws or in the Restrictions or as set forth in the Certificate of Formation of the Association. In addition, the Board of Directors shall have the following powers and duties:

- 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;
- b. supervise all officers, agents and employees of this Association, and see that their duties are properly performed;
- c. as more fully provided in the Restrictions to:
 - (1) adjust the amount of the annual maintenance fund Assessment against each lot;
 - (2) send written notice of each Assessment to every Owner subject thereto; and
 - (3) foreclose the lien against any property for which Assessments are not timely paid and/or bring an action at law against each Owner personally obligated to pay the same;

- 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, if possible, adequate liability and hazard insurance on property owned by the Association;
- f. cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- g. cause any private roads, streets and drives in the Subdivision to be maintained;
- h. cause the Common Area to be maintained;
- i. cause the Restrictions of the Subdivision to be enforced and administered;
- j. cause the architectural control of the Subdivision as set forth in the Restrictions;
- k. employ such accountants, attorneys, contractors or other persons or entities as the Board deems necessary to manage and administer the affairs of the Association;
- l. manage the affairs of the Association; and
- m. perform all acts and do all things provided for or contemplated to be done by the Association in the Restrictions and/or the Certificate of Formation.

Directors shall exercise ordinary business judgment in managing the affairs of the Association. Directors shall act as fiduciaries with respect to the interests of the Members. In acting in their official capacity as Directors of this Association, directors shall act in good faith and take actions they reasonably believe to be in the best interests of the Association and that are not unlawful. In all instances, the Directors shall not take any action that they should reasonably believe would be contrary to the Association's best interests or would be unlawful. A Director shall not be liable if, in the exercise of ordinary care, the director acts in good faith relying on written financial and legal statements provided by an accountant or attorney retained by the Association.

6.08. Actions of Board of Directors. The Board of Directors shall try to act by consensus. However, the vote of a majority of Directors present and voting at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors unless the act of a greater number is required by law, the Certificate of Formation or these Bylaws. A Director who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the decision of the Board of Directors. For the purpose of determining the decision of the Board of Directors, a Director who is represented by proxy in a vote is considered present.

ARTICLE 7
NOMINATION AND ELECTION OF DIRECTORS

7.01. Nomination of Directors. Candidates for the Board of Directors of the Association may be nominated (i) by petition signed by Members entitled to cast at least two (2) votes, provided such petition shall be received by the Secretary at least twenty (20) days before the annual meeting, or (ii) at the annual meeting by motion and second by eligible Members.

7.02. Election. Directors are elected at the annual meeting of Members of the Association. Members, or their proxies, and those voting by absentee or mailed ballot or by electronic or faxed ballot, may cast, in respect to each directorship to be filled, as many votes as they are entitled to exercise under the provisions of these Bylaws. The nominees receiving the highest number of votes shall be elected. No Member may cumulate votes.

7.03. Rules and Procedures. The Board of Directors may adopt rules and procedures for the conduct of annual elections of Directors, provided that such rules and procedures are not inconsistent with these Bylaws.

ARTICLE 8
MEETINGS OF DIRECTORS

8.01. Regular Meetings. Regular meetings of the Board of Directors shall be held no less often than quarterly at such place and at such time as may be fixed from time to time by resolution of the Board. The first regular meeting of each new Board shall be held within thirty (30) days after the annual meeting of Members. Notice of the time and place of such meeting shall be mailed by U.S. mail, emailed or delivered to each member of the Board of Directors not less than five (5) nor more than fifteen (15) days before the date of the meeting. No notice of regular meetings of the Board of Directors (except for first regular meeting of each new Board) shall be required.

8.02. Special Meetings. Special meetings of the Board of Directors shall be held when called by written notice signed by the President and Secretary of the Board of Directors or by any two (2) Directors. The notice shall specify the time and place of the meeting and the nature of any special business to be considered. Notice of any special meeting must be given to each Director not less than five (5) days (except in the case of emergencies), or more than fifteen (15) days prior to the date fixed for such meeting by written notice delivered personally or sent by U.S. mail or email to each Director at his address as shown in the records of the Association.

8.03. Meeting Notice to Members. Members shall be given notice of the date, hour, place, and general subject of a regular or special meeting of the Board, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be (a) mailed to each member not later than the tenth (10th) day or earlier than the sixtieth (60th) day before the date of the meeting; or (b) provided at least seventy-two (72) hours before the start of the meeting by (i) posting the notice in a conspicuous manner reasonably designed to provide notice to the members in a place located on the Association's common property, or on conspicuously located private property within the subdivision, or by posting the notice on an Internet website maintained by the

Association, or (ii) by sending the notice by e-mail to each owner who has registered an e-mail address with the Association.

8.04. Meetings Without Notice. The Board, by any method of communication, including electronic and telephonic meetings, may meet without prior notice to Members, if each director may hear and be heard by every other director, or the Board may take action by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate Board attention. The action taken without notice to the Members must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes at the next regular or special meeting of the Board. Notwithstanding the authority to meet without notice to the Members, the Board may not, without prior notice to the Members, consider or vote on fines; damage assessments; initiation of foreclosure actions; initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety; increases in assessments; levying of special assessments; appeals from a denial of architectural control approval; or the suspension of a right of a particular Member before the Member has an opportunity to attend a Board meeting to present the Member's position, including any defense on the issue.

8.05. Quorum. A quorum for the transaction of business by the Board of Directors shall be a majority of the number of Directors constituting the Board of Directors as fixed by these Bylaws.

8.06. Voting Requirement. The act of the majority of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless any provision of the Certificate of Formation or these Bylaws requires the vote of a greater number.

8.07. Open Board Meetings; Executive Session. Regular and special Board meetings shall be open to Members, subject to the right of the Board to adjourn a meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the property Association's attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the Board. Following any executive session, any decision made in the executive session shall be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary shall include a general explanation of any expenditures approved in executive session.

ARTICLE 9 **COMMITTEES**

9.01. Appointed by Board of Directors. The Board of Directors shall appoint such committees as are required by the Restrictions. The Board may from time to time establish and appoint to such other committees as it shall deem necessary and advisable to assist the Board in the general operation and management of the Association. The Chairman and all Members of each such committee must be a Member of the Association.

9.02. Authority of Committees. The Board of Directors may grant to any committee thus established by the Board such authority and power consistent with these Bylaws as the Board shall deem required to carry out the intended purposes and functions of such committee.

9.03. Discharge of Committees and Committeemen. The Board of Directors may discharge any committee established by the Board and may remove and replace any committeeman appointed to any committee.

ARTICLE 10 **OFFICERS**

10.01. Enumeration of Officers. The Officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer. The Board of Directors may, by resolution, create such other offices as it deems necessary or desirable.

10.02. Term. The Officers of this Association shall be elected annually by the Board of Directors and each shall hold office for a term of one year, unless such officer shall sooner resign, be removed, or be otherwise disqualified to serve.

10.03. Resignation and Removal. Any Officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect at the date of receipt of such notice or at any later time specified therein. Any officer may be removed from office by the Board whenever, in the Board's judgment, the best interests of the Association would be served by such removal.

10.04. Multiple Offices. Any two or more offices may be held by the same person, except the offices of President and Secretary.

10.05. Compensation. Officers shall not receive compensation for services rendered to the Association.

ARTICLE 11 **PRESIDENT**

11.01. Election. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect one of its members to act as President. The President must be a member of the Board of Directors.

11.02. Duties. The President shall:

(a) Preside over all meetings of the Members and of the Board;

(b) Sign as President all deeds, contracts, and other instruments in writing which have been first approved by the Board, unless the Board, by duly adopted resolution, has authorized the signature of a lesser officer;

- (c) Call meetings of the Board whenever he deems it necessary in accordance with rules and on notice agreed to by the Board. The notice period shall, with the exception of emergencies, in no event be less than five (5) days; and
- (d) Have, subject to the advice of the Board, general supervision, direction and control of the affairs of the Association and discharge such other duties as may be required of him by the Board.

ARTICLE 12
VICE PRESIDENT

12.01. Election. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect one of its members to act as Vice President. The Vice President must be a member of the Board of Directors.

12.02. Duties. The Vice President shall:

- (a) Act in the place and in the stead of the President in the event of his absence, inability, or refusal to act; and
- (b) Exercise and discharge such other duties as may be required of him by the Board. In connection with any such additional duties, the Vice President shall be responsible to the President.

ARTICLE 13
SECRETARY

13.01. Election. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect a Secretary. The Secretary may, but need not be, a member of the Board.

13.02. Duties. The Secretary shall:

- (a) Keep a record of all meetings and proceedings of the Board and of the Members;
- (b) Keep the seal of the Association, if any, and affix it on all papers requiring said seal;
- (c) Serve such notices of meetings of the Board and the Members required either by law or by these Bylaws;
- (d) Keep appropriate current records showing the members of this Association together with their addresses; and

- (e) Sign as Secretary all deeds, contracts, and other instruments in writing which have been first approved by the Board if said instruments require a second Association signature, unless the Board has authorized another Officer to sign in the place and stead of the Secretary by duly adopted resolution.

ARTICLE 14 **TREASURER**

14.01. Election. At the first meeting of the Board immediately following the annual meeting of the members, the Board shall elect a Treasurer. The Treasurer may, but need not be, a member of the Board.

14.02. Duties. The Treasurer shall:

- (a) Receive and deposit in such bank or banks as the Board may from time to time direct, all of the funds of the Association;
- (b) Be responsible for, and supervise the maintenance of, books and records to account for such funds and other Association assets;
- (c) Disburse and withdraw said funds as the Board may from time to time direct, and in accordance with prescribed procedures; and
- (d) Prepare and distribute the financial statements for the Association required by the Restrictions.

ARTICLE 15 **BOOKS AND RECORDS**

15.01. Maintenance. Complete and correct records of account and minutes of proceedings of meetings of Members, Directors, and committees shall be kept at the registered office of the Association pursuant to a records retention policy adopted by the Board. A record containing the names and addresses of all Members entitled to vote shall be kept at the registered office or principal place of business of the Association.

15.02. Inspection. The Restrictions of the Subdivision, the Certificate of Formation and the Bylaws of the Association, the membership register, the books of account, the minutes of proceedings and other non-privileged records shall be available for inspection and copying by any Member of the Association or any Director for any proper purpose at any reasonable time pursuant to a records production policy adopted by the Board.

ARTICLE 16
AMENDMENTS

16.01. Amendments. The Board of Directors of the Association is expressly authorized to alter, amend or repeal the Bylaws or adopt new Bylaws. The Bylaws made by the Directors and the powers so conferred may be altered or repealed or new Bylaws adopted by a majority of the vote of the eligible Members present and voting, in person, by proxy, by absentee or mailed ballot or by electronic ballot or faxed ballot, at any annual or special meeting or election called for that purpose; provided, however, that a statement of the proposed modifications, alterations, amendments, or repeal and proposed new Bylaws shall be signed by either the Board of Directors or by twenty-five percent (25%) or more of the Members entitled to vote and delivered to the Board of Directors at least twenty (20) days before the date of such meeting or election; and it shall be the duty of the Board of Directors to cause a copy of such proposed modifications, alterations, amendments, or repeal and proposed new Bylaws to be mailed to each Member of the Association at his last known address as shown on the books of the Association at least ten (10) days before such meeting or election.

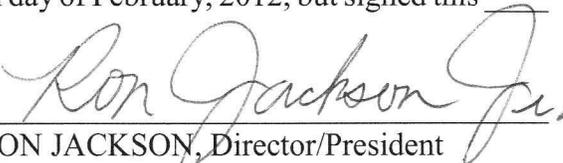
ARTICLE 17
CONFLICTS

17.01. Restrictions Govern. In the event of a conflict between the provisions of these Bylaws and the Restrictions, the terms and provisions of the Restrictions shall prevail.

***Correction Document:** These Bylaws were adopted by the Board of Directors of Yesterday's Crossing Property Owner's Association on February 8, 2012, but due to a scrivener's error in Section 5.1, the date of the annual meeting of the Members of the Association was stated to be "at a time on any Saturday in October of each year" instead of "at a time on any Saturday in January of each year" as intended by the Board of Directors. This documents is executed by the undersigned Directors for the sole purpose of correcting the error.*

Attestation

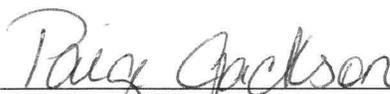
ADOPTED by the Board of Directors on the 8th day of February, 2012, but signed this day of NOVEMBER 28, 2012.



RON JACKSON, Director/President



SHAWNA FOUST, Director/Vice President



PAIGE JACKSON, Director/Secretary



**CERTIFICATE OF AUTHENTICITY OF DEDICATORY INSTRUMENTS
OF YESTERDAY'S CROSSING PROPERTY OWNERS ASSOCIATION**

The undersigned certifies that he is the duly appointed and acting President of YESTERDAY'S CROSSING PROPERTY OWNERS ASSOCIATION (the "Association"). The Association is the property owners' association for Section 1 and any subsequently developed sections of Yesterday's Crossing (the "Subdivision"), which is a subdivision in Montgomery County, Texas.

The Subdivision is subject to certain dedications, covenants, easements and restrictions as set out in the Declaration of Covenants, Conditions and Restrictions for Yesterday's Crossing recorded in the Official Records of Real Property of Montgomery County, Texas under Clerk's File No. 2016-090778.

The Association is a Texas nonprofit corporation, and a true and correct copy of the Association's current Bylaws are attached to this Certificate as Exhibit "A". The attached Bylaws reflect a correction made to the Bylaws adopted by the Board of Directors on February 8, 2012, wherein due to a scrivener's error, there was a mistake in Section 5.1 concerning the month for holding the annual meeting of the Members of the Association each year. The attached Bylaws correctly reflect that the annual meeting is to be held in January of each year.

Signed this 30 day of NOVEMBER, 2012.

YESTERDAY'S CROSSING
PROPERTY OWNERS ASSOCIATION

By: Ron Jackson Jr.
Ron Jackson, President

STATE OF TEXAS §

COUNTY OF MONTGOMERY §

SWORN TO AND SUBSCRIBED BEFORE ME on the 30 day of November, 2012, by RON JACKSON, President of YESTERDAY'S CROSSING PROPERTY OWNERS ASSOCIATION, a Texas non-profit corporation, on behalf of said corporation.

Megan Berry
NOTARY PUBLIC, State of Texas



THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 20 day of November, 2012, by RON JACKSON, President of YESTERDAY'S CROSSING PROPERTY OWNERS ASSOCIATION, a Texas nonprofit corporation, on behalf of said corporation.

Megan Berry

NOTARY PUBLIC, State of Texas



AFTER RECORDING RETURN TO:
Fowler Law Firm
300 W. DAVIS #510
CONROE TX 77301