



H/CS

**1st Amended Bylaws of Legends at Rancho Del Lago Maintenance
Corporation, a Texas non-profit corporation**

Basic Information

Property Owners' Association: The Legends at Rancho Del Lago Maintenance Corporation, established by the certificate of formation and articles of incorporation filed with the secretary of state of Texas on August 13, 2004 under file number 800378053.

Principal Office: PO Box 2, Fischer, TX 78623-2134. The Property Owners' Association may have other offices.

- Restrictions:
1. The Restrictions, Assessments and Easements of The Legends @ Rancho Del Lago, Unit 1 were filed of record on or about March 28, 2003 as Clerks' File No. 200306010986, Official Records of Comal County, TX ("Unit 1 Restrictions");
 2. The Restrictions, Assessments and Easements of The Legends @ Rancho Del Lago, Unit 2 were filed of record on or about October 31, 2003 as Clerks' File No. 200306040775, Official Records of Comal County, TX ("Unit 2 Restrictions");
 3. The Restrictions, Assessments and Easements of The Legends @ Rancho Del Lago, Unit 3 were filed of record on or about March 28, 2003 as Clerks' File No. 200306010986, Official Records of Comal County, TX ("Unit 3 Restrictions" and collectively with the Unit 1 Restrictions and Unit 2 Restrictions the "Original Restrictions");
 4. The Original Restrictions were updated and amended in the Amended, Restated and Consolidated Restrictions, Assessments and Easements of The Legends at Rancho Del Lago, Units 1, 2 and 3 on or about February 6, 2018, as Clerks File No. 201806004498 Official Records of Comal County, TX (the "1st Updated Restrictions"); and

5. The 1st Updated Restrictions were updated and amended in the 2nd Amended, Restated, and Consolidated Restrictions, Assessments and Easements of The Legends at Rancho Del Lago, Units 1,2, and 3 Annexation and Joint Management on or about 3 January 2024 and recorded as Clerks File No. 202406009095 Official Records of Comal County, TX (the "2nd Updated Restrictions" the Original Restrictions, Updated Restrictions and these 2nd Amended, Restated, and Consolidated Restrictions, Assessments and Easements of the Legends at Rancho Del Lago, Units, 1, 2, 3 and Annexation and Joint Management collectively referred to sometimes as the "Restrictions")

Definitions: Capitalized terms used but not defined herein have the meaning set forth in the Restrictions.

Voting Members: Members entitled to vote or their proxies.

A. Members

A.1. Membership. Every Owner is a Member of the Association. Membership is appurtenant to and may not be separated from ownership of a Lot. Members are all Owners and have one vote per Lot owned (as reflected on the current Comal County tax role, whether or not such property has been subsequently combined, replatted, subdivided, or otherwise altered in dimension). When more than one person is an Owner, each is a Member, but only one vote may be cast. Neither may an Owner sell, assign, transfer, convey, pledge or encumber their Membership in any way, except upon the sale or encumbrance of the Lot to which the Membership is appurtenant, and then only to the purchasers of fee simple title to the same. A transfer of ownership of a Lot may also be made by deed, intestate succession, testamentary disposition, foreclosure of a mortgage or deed of trust of record or such other legal process as is now effective or may hereafter become effective in that regard under the laws of the State of Texas. Any attempt to transfer such membership outside of the terms of these Bylaws shall be null and void.

A.2. Place of Meeting. Members meetings will be held at the Property Owners' Association's Principal Office or at another place designated by the Board. Members may attend the meeting(s) by any means reasonably acceptable to the Board, including teleconference, video conference, or by other electronic means which the Board may make available to the Membership in advance of each meeting.

A.3. Annual Meetings. Regular annual Members meetings will be held at a date and place reasonably designated by the Board which shall be publicized to the Members in accordance with the terms of these Bylaws.

A.4. Special Meetings. The president may call special meetings at any time. The president must call a special meeting if directed by the Board or by a petition signed by 25% percent of the Members.

A.5. Notice of Meetings, Election, and Vote. Written notice stating the place, day, and hour of each Members meeting, other than a reconvened meeting, must be given to each Member not less than fifteen nor more than sixty days before the meeting. For voting not at a meeting, notice must be given not later than the twentieth day before the latest day on which a ballot may be submitted to be counted. The special Members meeting notices must also state the meeting's purpose, and no business may be conducted except as stated in the notice. Notice to a Member must state the purpose of an association-wide election or vote and is deemed given when hand delivered or mailed. If mailed, notice is deemed given (whether actually received or not) when deposited with the United States Postal Service, postage prepaid.

A.6. Waiver of Notice. A Member may, in writing, waive notice of a meeting. Attendance at a meeting is a waiver of notice of the meeting, unless the Member objects to lack of notice when the meeting is called to order.

A.7. Quorum. Representation of the Members owning 10% of the lots in the subdivision is a quorum. If a Members meeting cannot be held because a quorum is not present, either in person, by proxy, by absentee ballot, or by electronic ballot, a majority of the Members who are present may adjourn the meeting. At the reconvened meeting, 8% percent of the Members is a quorum. If a quorum is not present, a majority of the Voting Members who are present may

adjourn the meeting. At the second reconvened meeting, a majority of the Board is a quorum. Written notice of the place, date, and hour of each reconvened meeting must be given to each Member not more than 7 nor less than 2 days before the reconvened meeting.

A.8. Majority Vote. Voting by Members may be at a meeting or outside of a meeting. Voting must be as required by law. Votes representing more than 50 percent of the Members present at a meeting at which a quorum is present are a majority vote and shall be sufficient to bind all Members in the Association as an action of the Members.

A.9. Voting Methods. Voting Members may, at the option of the Board, vote in person, by proxy, by absentee ballot, by electronic ballot, or by any other process approved by the Board. A Member must be allowed to vote by absentee ballot or proxy, but the Board is not required to provide a Member with more than one voting method. No proxy shall remain valid for any term longer than 11 months without renewal.

A.10. Conduct of Meetings. The president will preside over Members meetings. The secretary will keep minutes of the meetings and will record in a minutes book the votes of the members.

A. 11 Increase of Dues. At any Members meeting, the Board may call for a vote to increase (or decrease) regular assessments or call for a special assessment. Approval by the Membership requires a majority approval vote of Members in attendance at a properly called Special Meeting of the Members or regular Annual Meeting of the Members at which a quorum of Members are present.

B. Board

B.1. Governing Body; Composition. The affairs of the Property Owners' Association are governed by the Board. Each director has one vote. Each director must be a Member or, in the case of an entity Member, a person designated in writing to the secretary.

B.3. Number of Directors. The Board consists of 3 directors.

B.4. Term of Office. The terms of directors will be staggered. At least one-third of the Board will be elected each year. The initial Board will determine the initial term, not to exceed

three years, of each director. At the expiration of the initial term of a director, each successor will have a term of 3 years. Directors may serve consecutive terms.

B.5. Election. At each annual meeting of Members, the Members will elect directors to succeed the then current directors up for election. To be eligible for election a Member in attendance at the annual meeting shall nominate the proposed director whose nomination must be seconded by another member. In addition to nominations made at meetings, any member of the Board then up for election may nominate themselves or another Member for reelection or to succeed the retiring member of the Board. Cumulative voting is prohibited. The candidate or candidates receiving the most votes will be elected. The directors elected by the Members will hold office until their respective successors have been elected.

B.6. Removal of Directors and Vacancies

B.6.a. Removal by Members. Any director may be removed, with or without cause, by a majority of the Members. Any director whose removal is sought will be given notice of the proposed removal.

B.6.b. Removal by Board. Any director may be removed at a Board meeting if the director—

- i. failed to attend 3 consecutive Board meetings;
- ii. failed to attend 25 percent of Board meetings within one year;

B.6.c. Vacancies. A director's position becomes vacant if the director dies, becomes incapacitated, resigns, or is no longer a Member.

B.6.d. Successors. If a director is removed or a vacancy exists, a successor will be elected by the remaining directors for the remainder of the term. In the event of a tie between remaining members the President shall appoint a director to fulfill the remaining term. If the presidency is vacant, the Vice President shall make such appointment.

B.7. Compensation. Directors will not receive compensation. A director may be reimbursed for expenses approved by the Board.

B.8. Powers. The Board has all powers necessary to administer the Property Owners' Association's affairs to be employed for the purposes of promoting the recreation, health, safety, and welfare of the Members of the Association and in particular for the improvement, maintenance, and operation of the properties, services, and facilities devoted to the use and enjoyment of the subdivision by the Members. The Board may assess late fees and fines promulgated in the Rules and regulations and collect interest on unpaid amounts due to the Association at ten percent per annum, or the highest rate allowable by law, whichever is less. The Board may appoint certain committees of Members (who may or may not be members of the Board) to accomplish delegated tasks within the general powers of the Board and to enforce any restriction, rule or regulation by any means allowable at law.

B.8.a Limitations on Regular Assessment Increases and/or Special Assessments. As of the date of these Bylaws the annual regular assessment shall be fixed at \$150.00 per lot.

B.9. Intentionally Deleted.

B.10. Accounts and Reports. Accounting and controls must conform to good accounting practices. Accounts will not be commingled with accounts of other persons. The following financial reports will be prepared at least annually:

B.10.a. An income statement reflecting all income and expense activity for the preceding period.

B.10.b. A statement reflecting all cash receipts and disbursements for the preceding period.

B.10.c. A variance report reflecting the status of all accounts in an "actual" versus "approved" budget format.

B.10.d. A balance sheet as of the last day of the preceding period.

B.10.e. A delinquency report listing all Owners who are delinquent by more than 30 days in paying any Assessment and describing the status of any action to collect those delinquent Assessments.

B.11. Intentionally Deleted.

B.12. Rights of Association. With respect to the common areas (including all streets, community gates, amenities, and other jointly maintained areas), and in accordance with the Restrictions, the Association will have the right to contract with any person for the performance of various duties and functions. Such agreements require the approval of the Board.

B.13. Enforcement Procedures

B.13.a. Notice. Before the Board may (i) suspend an Owner's right to use a common area or community amenity (note that in no event may the Board prevent an Owner or Member from accessing their lot via denying access or use of community streets or gates), (ii) file a suit against an Owner other than a suit to collect any Assessment, (iii) foreclose the Property Owners' Association's lien, (iv) charge an Owner for property damage, or (v) levy a fine for a violation of the Restrictions or the Rules and Regulations, the Property Owners' Association or its agent must give written notice to the Owner as required or permitted by law. The notice must describe the violation or property damage that is the basis for the suspension action, charge, or fine and state any amount due the Property Owners' Association from the Owner. The notice must also (i) inform the Owner that if the violation is curable and does not pose a threat to public health or safety, which means it could not materially affect the health or safety of an ordinary resident, the Owner is entitled to a reasonable period to cure the violation and avoid the fine or suspension unless the Owner was given notice and a reasonable opportunity to cure a similar violation within the preceding six months; (ii) indicate that the Owner may request a hearing in accordance with Texas Property Code section 209.007 on or before the thirtieth day after the date the notice was mailed to the Owner; (iii) state that the Owner may have special rights if the Owner is serving on active military duty, and (iv) state the date by which the Owner must cure a curable violation that does not pose a threat to public health and safety.

B.13.b. Hearing. If the Owner is entitled to an opportunity to cure the violation, the Owner has the right to submit a written request for a hearing to discuss and verify facts and resolve the matter in issue before a committee appointed by the Board or before the Board if the Board does not appoint a committee. If a hearing is to be held before a committee, the notice must state that the Owner has the right to appeal the committee's decision to the Board by written notice to the Board.

The Property Owners' Association must hold a hearing under this section not later than the thirtieth day after the date the Board receives the Owner's request for a hearing and must notify the Owner of the date, time, and place of the hearing not later than the tenth day before the date of the hearing. The Board or the Owner may request a postponement, and, if requested, a postponement will be granted for a period of not more than ten days. Additional postponements may be granted by agreement of the parties. The Owner or the Property Owners' Association may make an audio recording of the meeting.

The hearing will be held in executive session affording the alleged violator a reasonable opportunity to be heard. Before any sanction hereunder becomes effective, proof of proper notice will be placed in the minutes of the meeting. Such proof will be deemed adequate if a copy of the notice, together with a statement of the date and manner of delivery, is entered by the officer, director, or agent who delivered the notice. The notice requirement will be satisfied if the alleged violator appears at the meeting. The minutes of the meeting will contain a written statement of the results of the hearing and the sanction, if any, imposed. The Board may, but will not be obligated to, suspend any proposed sanction if the violation is cured within a 14-day period. Such suspension will not constitute a waiver of the right to sanction violations of the same or other provisions and rules by any person.

B.13.c. Appeal. Following hearing before a committee, if any, the violator will have the right to appeal the decision to the Board. To perfect this right, a written notice of appeal must be received by the managing agent, if any, president, or secretary within 7 days after the hearing date.

B.13.d. Changes in Law. The Board may change the enforcement procedures set out in this section to comply with changes in law.

B.13.e Good Standing. Any Member more than 365 days in arrears on any assessment, fine, or other charge levied by the Board be considered in Bad Standing and shall not be eligible for office or to vote at any meeting of the Members or Board until such account is brought current, including all late charges and interest. At the time of adoption of these Bylaws, any account which is more than 365 days delinquent shall be given 30 days in which to request a hearing or other enforcement procedure under this section B13 after which such Member will

automatically be deemed to be in Bad Standing until such account is brought current, including all late charges and interest.

C. Board Meetings

C.1. Meetings. Except as permitted by law, all regular and special meetings of the Board must be open to the Owners. Except for a meeting held by electronic or telephonic means, a Board meeting must be held in a county in which all or part of the property in the subdivision is located or in a county adjacent to that county. A Board meeting may be held by electronic or telephonic means, provided all Owners and Board Members have access to the communication at the meeting as required by law.

C.2. Notice. Owners and Board Members must be given notice of the date, hour, place, and general subject of a regular or special Board meeting, including a general description of any matter to be brought up for deliberation in executive session. Notice must be given as required by law.

C.3. Waiver of Notice. The actions of the Board at any meeting are valid if (a) a quorum is present and (b) either proper notice of the meeting was given to each director or a written waiver of notice is given by any director who did not receive proper notice of the meeting. Proper notice of a meeting will be deemed given to any director who attends the meeting without protesting before or at its commencement about the lack of proper notice.

C.4. Quorum of Board. At all meetings, a majority of the Board will constitute a quorum, and the votes of a majority of the directors present at a meeting at which a quorum is present constitutes the decision of the Board. If the Board cannot act because a quorum is not present, a majority of the directors who are present may adjourn the meeting to a date not less than 2 nor more than 14 days from the date the original meeting was called. At the reconvened meeting, if a quorum is present, any business that may have been transacted at the meeting originally called may be transacted without further notice.

C.5. Conduct of Meetings. The president will preside at Board meetings. The secretary will keep minutes of the meetings and will record in a minute book the votes of the directors. The Board meeting will be conducted as required by law.

C.6. *Proxies.* Directors may vote by written proxy.

D. Officers

D.1. *Officers.* The officers of the Property Owners' Association are a president, vice president, secretary, and treasurer, to be elected from the Members. The Board may appoint other officers having the authority and duties prescribed by the Board. Any two or more offices may be held by the same person, except the offices of president and secretary.

D.2. *Election, Term of Office, and Vacancies.* Officers will be elected annually by the Board at the first meeting of the Board following each annual meeting of the Voting Members. A vacancy in any office may be filled by the Board for the unexpired portion of the term.

D.3. *Removal.* The Board may remove any officer whenever, in the Board's judgment, the interests of the Property Owners' Association will be served thereby.

D.4. *Powers and Duties.* Officers have such powers and duties as are generally associated with their respective offices and as may be specifically conferred by the Board. The president is the chief executive officer of the Property Owners' Association. The treasurer has primary responsibility for the preparation of the budget and financial reports and may delegate all or part of the preparation and notification duties to a finance committee, management agent, or both.

D.5. *Resignation.* Any officer may resign at any time by giving written notice to the Board, the president, or the secretary. Resignation takes effect on the date of the receipt of the notice or at any later time specified in the notice.

E. Committees

E.1. *Rules Committee.* At each Annual Meeting the Members present in person or by proxy shall elect not fewer than three Members to act as the Rules Committee. Any Member who meets the qualifications to be a Director shall be eligible to be on the Rules Committee although no Member may be both a Director and a member of the Rules Committee. The Rules Committee shall meet at least once annually at a time and place agreed upon by the committee members to discuss the then-current subdivision rules and regulations and to propose any modifications or

updates thereto. The Rules Committee shall take all actions it deems necessary with regard to community involvement, including, if desired, holding public forums or soliciting community feedback from the Members on proposed rules or regulations. The Rules Committee members shall elect among themselves a Rules Committee Chairperson who shall be responsible for all interaction between the Rules Committee and the Board. The Rules Committee shall thereafter deliver its recommendations along with a draft proposal for additions or deletions with regard to current Subdivision Deed Restrictions to the full membership for a vote. A vote requires a majority of Members in attendance at a properly called Special Meeting or a Regular Meeting of the Members at which a quorum of Members is present. A current copy of the Subdivision Deed Restrictions adopted by the majority vote of the Members shall be posted on the Association's website along with a schedule of fines or penalties for non-compliance and a written copy of the same shall be available for the Member's review upon demand in the records of the Association. Vacancies on the Rules Committee shall be filled by appointment by the President of the Board.

E.2. Architectural Control Committee. There is hereby created an Architectural Control Committee, composed of Lynn Morris, Steve Yates, and Amanda L. Pierson to serve until their successors are duly elected at annual meeting for the Property Owners' Association. All Members in Good Standing shall be eligible to serve on the Architectural Control Committee according to the same standards as a member of the Board. Vacancies on the Architectural Control Committee shall be filled by the President of the Board on recommendation from the members of the Architectural Control Committee. The Committee shall have the express authority to perform fact finding functions hereunder and shall have the power to construe and interpret any covenant condition or restriction contained herein, in the Restrictions or the Rules and Regulations. Members of the Architectural Control Committee and their representatives shall not be liable to any person subject to or possessing or claiming the benefits of the Restrictions, Bylaws, or Rules and Regulations, for any claim or loss or damage whatsoever, including without limitation, any claims for damage or injury to property or for damage or loss arising out of their acts hereunder. In the event of non-compliance with the Restrictions, the Architectural Control Committee shall have the power to halt such work through legal means, the first step of which shall be written notice to the non-complying Member of the Property Owners' Association, and to require the resolution of such non-compliance prior to continuation of construction. The Architectural Control Committee shall not be entitled to any compensation for

services rendered pursuant to this covenant but shall be entitled to be fully reimbursed for all amounts reasonably expended in the performance of their responsibilities. The Architectural Control Committee shall have the power to employ professional consultants to assist it in discharging its duties at the expense of the Property Owners' Association. The Architectural Committee is empowered to promulgate Architectural Design Guidelines for the Subdivision to clarify and distill the guidance provided by the Restrictions. Such Architectural Design Guidelines will be approved and enacted in the same manner as the Rules and Regulations provided by the Rules Committee. The Architectural Control Committee shall have broad discretion to permit, consent to, or approve a variance from the specific requirements or effect of a particular covenant.

E.3. The Board may establish other committees by resolution and authorize the committees to perform the duties described in the resolution.

F. Miscellaneous

F.1. Fiscal Year. The Board may establish the Property Owners' Association's fiscal year by resolution. In the absence of a Board resolution determining otherwise, the Property Owners' Association's fiscal year is a calendar year.

F.2. Rules for Meeting. The Board may adopt rules for the conduct of meetings of Members, Board, and committees.

F.3. Conflict. The Restrictions controls over these Bylaws.

F.4. Inspection of Books and Records

F.4.a. Inspection by Member. After a written request to the Property Owners' Association, a Member may examine and copy, in person or by agent, any Property Owners' Association books and records relevant to that purpose. The Board may establish rules concerning the (i) written request; (ii) hours, days of the week, and place; and (iii) payment of costs related to a Member's inspection and copying of books and records.

F.4.b. Inspection by Director. A director has the right, at any reasonable time, and at the Property Owners' Association's expense, to (i) examine and copy the Property Owners'

Association's books and records at the Property Owners' Association's Principal Office and (ii) all properties owned or managed by the Property Owner's Association.


F.5. Notices. Any notice required or permitted by the Restrictions or these bylaws must be in writing or delivered via electronic method (e-mail, neighborhood portal, etc.). Notices posted to an electronic community message board or other publicly accessible location shall constitute notice for all items except enforcement actions. Notices regarding enforcement actions must be given as required or as permitted by law. All other notices may be given by regular mail, electronic method, or personal delivery. Notice by mail is deemed delivered (whether actually received or not) when properly deposited with the United States Postal Service, addressed to (a) a Member at the Member's last known address according to the Property Owners' Association's records and (b) the Property Owners' Association, the Board, or a managing agent at the Property Owners' Association's Principal Office or another address designated in a notice to the Members. Unless otherwise required by law or the Restrictions, actual notice, however delivered, is sufficient.


F.6. Amendment. These Bylaws may be amended at any time by the vote of a majority of voting members present at a regular or special meeting of the Members where a quorum is present in person or by proxy. This provision will not be construed as limiting the Board's power to amend the enforcement procedures to comply with changes in law or the Board's authority to update or modify rules and regulations pursuant to the procedures described above.

SIGNATURE PAGE FOLLOWS

LEGENDS AT RANCHO DEL LAGO MAINTENANCE CORPORATION


BY: Gus McGrath
TITLE: PRESIDENT


BY: PARK JONES
TITLE: VICE PRESIDENT / SECRETARY


BY: GARY MESZAROS
TITLE: TREASURER

STATE OF TEXAS)

COUNTY OF COMAL:)

This instrument was acknowledged before me on March 23, 2024,
by us Gus McGrath, Park Jones, and Gary Meszaros in the capacities stated above by and on
behalf of the Legends at Rancho Del Lago Maintenance Corporation.



Notary Public, State of Texas

My commission expires: 5/25/25

Filed and Recorded
Official Public Records
Bobbie Koepp, County Clerk
Comal County, Texas
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