

By-Laws Of
Country Bend Homeowners Association

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Article I - Name And Location

The name of the organization is Country Bend Homeowners Association, hereinafter referred to as the "Association". The office of the association may be established and located in the Country Bend Subdivision. The Association will maintain a Post Office Box mailing address as well as an email address database.

Country Bend Homeowners Association is a voluntary association open to all owners of Country Bend, and is located in Northwest Bexar County, Texas, immediately off of Boerne State Road.

Article II - Definitions

Section 1. "Association" shall mean and refer to Country Bend Homeowners 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, Country Bend and Bexar County, Texas, and such additions thereto 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 COUNTRY BEND PROPERTIES, its successors or assigns who are designated as such in writing by Declarant, provided such writing shall specifically indicate the intention of Declarant to assign all or part of its rights or powers hereunder to such assignee. Accordingly, "Declarant" shall mean and include the Association to the extent, if any, Country Bend Properties shall make an assignment or partial assignment to the Association of any of its rights, powers, or privileges herein created or retained.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restriction applicable to the properties recorded in the office of the County Clerk, Bexar County, Texas.

Section 8. "Member" shall mean and refer to those who are owners of lots within the Country Bend Subdivision.

Section 9. "Member In Good Standing" shall mean a member who has paid the annual Homeowners Association dues.

Section 10. "Board Of Directors" shall mean Members In Good Standing elected annually who shall provide governance of the Association.

Section 11. "Director" shall mean elected member of the Board of Directors.

Section 12. "Officer" shall mean those members of the Board of Directors elected by the Board annually to serve in an Officer position.

Article III - Board of Directors

Section 1. Number. The affairs of this Association shall be managed by a Board of Directors consisting of between five (5) and eleven (11) who shall be Members in Good Standing of the Association.

Section 2. Term of Office: Each Director shall be elected annually and will serve a term of one (1) year unless they resign prior to the end of their term, shall be removed, or otherwise disqualified to serve.

Section 3. Removal and Resignation. Any director may be removed from the Board of Directors, with or without cause, by a majority vote of 67% of the Directors of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining Board of Directors and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken By Board of Directors. The Board of Directors have the right to take any action on behalf of the Association. These actions will be presented and voted on by the Board of Directors at the periodic meetings. If a need arises, an email may be used to obtain approval from all directors. Any action so approved shall have the same effect as though taken at a meeting of the directors. In the case of emergencies, the President and Treasurer may approve expenditures up to \$750 without majority approval from the full Board of Directors.

Section 6. Term of Officers. The officers of this Association, consisting of President, Vice President, Secretary and Treasurer, shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. The remaining Board of Directors members shall be considered Directors At Large.

Section 7. Special Appointments. The Board may elect such other Committee Chairs 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 determine. A Director may also serve as Committee Chair. Such appointed positions are not considered Directors of the Association unless such person has been duly elected by the Members in Good Standing.

Section 8. Vacancies. A vacancy in any Director position may be filled by appointment by the Board. The person appointed to such vacancy shall serve for the remainder of the term of the Director he/she replaces.

Section 9. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No Director may simultaneously hold more than one of any of the other officer positions. Directors may, however, serve as Committee Chairs such as in the case of special appointments created pursuant to Section 7 of this Article.

Section 10. Powers. The Board of Directors shall have power to:

(a) 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;

(b) declare the office of a Director of the Board of Directors to be vacant in the event such Director shall be absent from three (3) consecutive regular meetings of the Board of Directors;

(c) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 11. 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 in Good Standing who are entitled to vote;

(b) supervise all Committee Chairs, agents, contractors and employees of the 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 assessment period;

(2) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether 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;

(d) procure and maintain adequate liability and hazard insurance on property owned by the Association as may be deemed necessary;

(e) consider whether Officers or others having fiscal responsibility should be bonded, as may deemed appropriate;

(f) cause the Common Area to be maintained;

Article IV - Officer Roles

Section 1. Enumeration of Officers. The Officers of this Association shall be a President, Vice-president, Secretary and Treasurer, who shall at all times be members of the Board of Directors, and such other Officers as the Board may from time to time by resolution create. Officer roles include:

(a) The President shall preside at all meetings of the Membership shall see that orders and resolutions of the Board are carried out.

(b) The Vice President shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

(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.

(d) The Treasurer 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; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting.

Article V - Nomination and Election of Board Of Directors

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by Members In Good Standing of the Association, solicited for in the Country Bend Homeowners Association newsletter by mail or by email. With prior approval from nominated Member In Good Standing, other members may make nominations. Nominations will be compiled by the Board of Directors.

Section 2. Approval. The approval of nominated directors shall take place at the annual membership meeting. Any Member In Good Standing or their proxy may vote.

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.

Article VI - Meetings of the Board of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly or as often as deemed necessary at such place and hour as may be fixed from time to time by resolution of the Board.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any three Directors, after not less than three (3) day notice to each Director.

Section 3. Quorum. A majority of Directors shall constitute a quorum for the transaction of business. Every act or decision 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.

Article VII - Committees

The Association shall appoint an Architectural Control Committee, as provided in the Declaration. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

Article VIII - Meeting of Members

Section 1. Annual meeting. A meeting of the general membership will be held once per year. The date, time, and location of the meeting will be announced 30 to 60 days in advance of the meeting.

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 petition of one-fourth of the Members In Good Standing.

Section 3. Notice of Meeting. Members of the Association will be notified of general membership meetings by the Country Bend newsletter, by e-mail or by mail.

Section 4. Quorum. The presence at the meeting of members entitled to cast (Members in Good Standing), or of proxies entitled to cast, one-tenth (1/10) of the votes of the membership 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 in Good Standing shall have the power to adjourn the meeting, without notice other than announcement at the meeting, until a quorum is present or represented.

Section 5. Proxies. At all meetings of members, each Member in Good Standing 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 his lot by a member.

Article IX - Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

Article X - Assessments

As more fully provided in the Declaration, each member is encouraged to pay to the Association annual and special assessments which are to be set forth by the Board of Directors. Any assessments which are not paid when due shall be delinquent and the member will not be considered a Member in Good Standing.

Article XI - Amendments

Section 1. These By-Laws may be amended by a 67% majority vote of the Board of Directors.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control. In the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

Article XII - Miscellaneous

Section 1. The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December.

Section 2. Each Director, whether or not then in office, shall be indemnified by the Association against all costs and expenses reasonably incurred by or imposed upon him in connection with or arising out of any action, suit or proceeding in which he may be involved by reason of his being or having been a Director of the Association, such expenses to include the cost reasonable settlements (other than amounts paid to the Association itself) made with a view to curtailment of costs of litigation. The Association shall not, however, indemnify any Director with respect matters as to which he shall be finally adjudged in any action, suit or proceeding to have been derelict in the performance of his duty as such director, or fraud or material misrepresentation to the Association, of Directors, its members, or any other person, nor in respect of any matter on which any settlement or compromise is effected, shall substantially exceed the expense which might reasonably be incurred by such director or officer in conducting such litigation to a final conclusion. The foregoing right of indemnification shall not be conclusive of other rights to which any director or officer may be entitled as a matter of law.

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IN WITNESS WHEREOF, we, being all of the current Directors of the Country Bend Homeowners Association, have hereunto set our hands this 13th day of August, 2026.

Mike Hutzler 8/13/2026

Mike Hutzler, President

Vincent Colacicco

Vincent Colacicco

Rat Magers

Rat Magers, Vice President

Elaine Hutzler 8/13/2026

Elaine Hutzler

Sue Naylor

Sue Naylor, Secretary

Rich Garcia

Rich Garcia

Peggy Lewis

Peggy Lewis, Treasurer

Lee Ward

Lee Ward

Elise Colacicco

Elise Colacicco

Tom Akin

Tom Akin