

**TIMBERGROVE NEIGHBORHOOD ASSOCIATION
BY-LAWS**

Revised August 12, 2009

ARTICLE I - NAME

The name of the organization shall be TIMBERGROVE MANOR NEIGHBORHOOD ASSOCIATION, hereafter called the ASSOCIATION.

ARTICLE II - BOUNDARIES

The TIMBERGROVE MANOR NEIGHBORHOOD ASSOCIATION is bounded on the north by Wynnwood, on the south by Glen Oaks, on the west by White Oak Bayou, and on the east by Durham and includes Sections 1, 2, 3 and 4.

ARTICLE III - PURPOSE

The purpose of the ASSOCIATION shall be to maintain the residential character of the community which the ASSOCIATION represents and promote the civic and social welfare in the area defined in Article II. The ASSOCIATION may assist in economic, civic and social enterprises or activities outside the boundaries of the defined area in Article II that promote the welfare of the community.

ARTICLE IV - MEMBERSHIP

Section 1. Membership in the ASSOCIATION shall be open to all individuals over 18 years of age who reside or own property within the boundaries of the ASSOCIATION as described in Article II.

Section 2. A member will be considered in good standing if that member has paid dues to the ASSOCIATION for the current year as set forth in Article IX, Section 1.

Section 3. Voting will be limited to one vote per member in good standing, with a maximum of two votes per household.

ARTICLE V - OFFICERS

The officers of the ASSOCIATION shall be President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 1. The President shall preside over general meetings and any Executive Committee meetings. The President shall have the authority to conduct meetings and to maintain order.

Section 2. The Vice President shall preside at meetings in the absence of the President. The Vice President shall assist the President in performing various duties.

Section 3. The Recording Secretary shall keep an accurate record of proceedings of all general meetings, act as custodian of current records, and file and maintain up-to-date membership lists and attendance records for the ASSOCIATION.

Section 4. The Corresponding Secretary shall review and attend to all incoming and outgoing correspondence of the ASSOCIATION. The Corresponding Secretary assumes the duties of the Recording Secretary in his absence.

Section 5. The Treasurer shall keep an up-to-date record of all financial transactions, receive all money, and deposit funds into ASSOCIATION bank accounts. The Treasurer shall disburse money as authorized by a majority of the officers. The Treasurer's records will be subject to a quarterly audit by a majority of the officers. This audit can be performed during an Executive Committee meeting and incorporated into the minutes of the meeting. The Treasurer's records will be subject to an annual audit by an accounting firm or Certified Public Accountant. The Treasurer, in conjunction with the President, will also prepare a general budget, to be approved by a majority of the Executive Committee, within the first quarter of each fiscal year.

Section 6. All officers of the ASSOCIATION shall be elected annually at the regular April general meeting by a quorum of the members "in good standing" in attendance at the April general meeting. Officers shall be installed as the last matter of business at the April general meeting, and shall hold office for one (1) year.

Section 7. Officers shall be limited to serving two (2) successive terms in any one position.

Section 8. A vacancy in an officer position shall be filled by appointment of the Officers. Officers appointed to fill vacancies shall assume the new position immediately upon election by majority vote of the Officers and shall hold office until the next general meeting. At the next general meeting, the Association shall vote to approve or disapprove the appointment. If approved, the appointed officer shall hold office until the next regular installation of officers.

Section 9. Any officer who fails to meet the obligations and responsibilities of his office may be removed from office by a majority vote of the membership members in good standing at the next general meeting.

Section 10. It shall be the duty of the Officers to appoint all committee chairpersons.

ARTICLE VI - EXECUTIVE COMMITTEE

Section 1. The Executive Committee of the ASSOCIATION shall be comprised of the officers of the ASSOCIATION and the committees' chairperson.

Section 2. The President of the ASSOCIATION shall be the chairperson of the Executive Committee.

Section 3. The function of the Executive Committee shall be to set policies, to evaluate projects, and to act on behalf of the ASSOCIATION in between general meetings.

Section 4. The Executive Committee shall meet once a month, at a date prior to the general meeting of the ASSOCIATION; special meetings may be called by the President or by three (3) members of the Executive Committee.

Section 5. Each member of the Executive Committee must submit budget recommendations for their position or committee within the first six weeks of the fiscal year.

ARTICLE VII - MEETINGS

The general meetings of the ASSOCIATION shall be held on the last Thursday of January, April, July and October at the hour of 7:00 p.m., in a place designated by the Executive Committee.

Section 1. In the event that the general meeting falls on a legal holiday, the time and date of the general meeting shall be set by the President.

Section 2. The Executive Committee may from time to time call special meetings of the membership. Notification of general and special meetings shall be presented in writing to the membership at least ten (10) days prior to the scheduled meeting date. Such notification shall include information on items on which action is to be taken.

Section 3. Thirty (30) members in good standing shall constitute a quorum for the transaction of business at a general or special meeting.

ARTICLE VIII - STANDING COMMITTEES

The standing committees of the ASSOCIATION shall be determined by the Executive Committee.

Section 1. All standing committee chairpersons shall be appointed by the President, or the Vice-President in his absence. The committee chairperson shall, in turn, appoint at least two additional members.

ARTICLE IX - DUES

Dues will be payable January 1st of each calendar year.

Section 1. Dues shall be \$40.00 per household annually with an optional rate of \$10.00 per year for senior citizens 65 years of age or older. This dues rate shall be effective starting January 2004.

ARTICLE X - PROCEDURE

"Roberts Rules of Order" shall be authorized procedure in all points of order not covered by these by-Laws.

ARTICLE XI - AMENDMENTS

These By-Laws may be amended at any regular general meeting of the organization, provided that amendments have been submitted in writing at the previous regular general meeting. The adoption of the amendment shall require a majority vote in the affirmative of the members in good standing present.

ARTICLE XII - FUNDS

Section 1. No funds of the ASSOCIATION shall be expended or debts incurred on behalf of the ASSOCIATION except as follows:

(A) The Executive Committee, by a vote of its members made at its regular or special called meeting, may authorize the expenditure of a sum not to exceed two hundred fifty dollars (\$250.00) in keeping with the purposes of the ASSOCIATION. Any such expenditure shall be reported by the President to the ASSOCIATION at its next general meeting.

(B) The ASSOCIATION membership may approve the expenditure of any amount by a majority vote of the members in good standing attending a general meeting.

Section 2. No funds of this ASSOCIATION shall be used for any purpose other than those set out in Article III of these By-Laws.

ARTICLE XIII - RELATION OF MEMBERS AND INDEMNIFICATION

The officers, committee members and individuals acting for the ASSOCIATION shall not be deemed partners or agents of one another for any purpose by reason of any provision of these By-Laws, or any resolution of the Executive Committee or other action of the ASSOCIATION pursuant thereto, or by reason of any action taken by them in carrying out the purposes of the ASSOCIATION. The ASSOCIATION shall indemnify all officers of the ASSOCIATION, all members of standing committees of the ASSOCIATION, and all persons authorized by the Executive Committee to do business on behalf of the ASSOCIATION, and hold them harmless against any claim, loss or liability resulting from action taken by them in lawfully carrying out resolutions of the Executive Committee and their duties on behalf of the ASSOCIATION.