

**DEDICATORY DOCUMENTS
OF
WALDEN ON LAKE CONROE COMMUNITY IMPROVEMENT
ASSOCIATION, INC.**

BEFORE ME, the undersigned authority, on this day personally appeared the below named person, who, being by me first duly sworn, states the following:

My name is David L. Hartman Jr. I am over 21 years of age and of sound mind. I am capable of making, and am authorized to make this affidavit. I am personally acquainted with the facts herein stated. I am the agent and General Manager of Walden on Lake Conroe Community Improvement Association, Inc. Pursuant to the Texas Property Code, Section 202.006, the following document is the original, or a true and correct copy of the original, of the governing instruments of the Association:

**Walden on Lake Conroe Community Improvement Association, Inc.
Section 11 By Laws – Revised**

WITNESS MY HAND, to this document this 19th day of September, 2018

Walden on Lake Conroe Community Improvement
Association, Inc., a Texas non-profit corporation


BY: 
Agent and General Manager

Print Name: David L Hartman, Jr

**THE STATE OF TEXAS
COUNTY OF MONTGOMERY**

THIS affidavit was acknowledged before me on the 19th day of September, 2018 by David L. Hartman Jr., who stated that he is the Agent and General Manager for Walden on Lake Conroe Community Improvement Association, Inc.




NOTARY PUBLIC IN AND FOR THE STATE OF TEXAS

AFTER RECORDING, RETURN TO:
David Hartman, General Manager
Walden on Lake Conroe
Community Improvement Association, Inc.
13301 Walden Rd.
Montgomery, TX
Phone: (936) 582-1622

BY-LAWS OF
WALDEN'S SECTION ELEVEN ASSOCIATION

ARTICLE I

NAME AND LOCATION

Section 1. The name of the Corporation is Walden's Section Eleven Association, hereinafter referred to as the "Association"

Section 2. Meetings of the members and trustees will be within Montgomery County, Texas, and can be held at such places as may be designated and directed by the Board of Trustees.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to Walden's Section Eleven Association, a Texas Non-Profit Corporation, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain property described in the Declarations of Restrictions for Walden on Lake Conroe, Section Eleven, a subdivision in Montgomery County, Texas.

Section 3. "Lot" shall mean and refer to a plot of land subject to the jurisdiction of the Association as is more fully specified in the said Declarations of Restrictions.

Section 4. "Owner" shall mean and refer to the owner of a fee, undivided fee interest or a purchaser thereof under a contract of sale whether one or more persons or entities of any Lot which is a part of the Properties subject to a maintenance charge capable of being assessed by the Association, but excluding those having such interest merely as a security for the performance of any obligation and those having only an interest in the mineral estate.

Section 5. "Declarants" shall mean and refer to Jerry H. Deutser, Trustee, and S. Conrad Weil, Jr., Trustee, the Declarants in the Declarations of Restrictions.

Section 6. "Declarations" shall mean and refer to the Declarations of Restrictions for Walden. Section Eleven.

Section 7. "Member" shall mean and refer to those persons who are the Owners as such term is defined above of a Lot or Lots which are a part of the Properties and are this entitled to membership in the Association. Members shall be all those Owners as defined in Section Four hereinabove. Members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Section Eleven. When more than one person holds such interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves shall determine, but in no event shall more than one vote be cast with respect to any lot.

Section 8. The masculine and neuter pronouns used in this instrument shall include the masculine, feminine and neuter genders.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The regular annual meeting of the members of the Association shall be held on the third Wednesday in January of each year, or on such other day as designated by the Board of Trustees, at a place to be designated by the Board of Trustees.

Section 2. Special Meetings. Special meetings of the Members may be called upon the written request of one-fourth (1/4) of all of the Members who are entitled to vote.

Section 3. Notice of Meetings. Members shall be given notice of the date, hour, place, and general subject of a regular or special members meeting. The notice shall be mailed or delivered to each property owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or by sending the notice not later than 3 days before the meeting by e-mail to each owner who has registered an e-mail address with the association. It is an owner's duty to keep an updated e-mail address registered with the property owners' association.

Section 4. Quorum. The presence at the meeting of the Members in person or by proxy of one-tenth (1/10) of the total votes of all Members shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or by these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented. The proxy shall be used solely for the purposes of obtaining a quorum and for voting on matters at the Annual Members' Meeting other than the election of Trustees.

ARTICLE IV

BOARD OF TRUSTEES

Section 1. Board of Trustees. The Association shall act through a three (3) member Board of Trustees, who need not be members of the Association.

Section 2. Term of Office. Each Trustee will be elected to a three year term of office with terms of each trustee expiring on a rotating basis so that there will be continuity of service by the Board.

Section 3. Nomination Nominations for the election to the Board of Trustees shall be made by a Nomination Committee appointed by the Board of Trustees. Nominations may also be made from the floor at the annual meeting. The Nominating committee consists of a chairman, who must be a Trustee, and two other members of the Association.

Section 4. Election. Election to the Board of Trustees shall be by written ballot signed by the member. At such election the members may cast, in respect of each vacancy, as many votes as they are entitled to cast under the provisions of the Declarations. The person receiving the largest number of votes shall be elected. Cumulative voting shall not be allowed.

Section 5. Removal. Any trustee may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation

or removal of a trustee, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 6. Compensation. No trustee shall receive compensation for any service he may render to the Association; providing, however, any trustee may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 7. Action Taken Without a Meeting. The trustees shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining written approval of all of the trustees (except actions requiring an Open Meeting – See Article V – Section 3). Any action so approved shall have the same effect as though taken at a meeting of the trustees.

ARTICLE V

MEETING OF TRUSTEES

Section 1. Regular Meetings. Regular meetings of the Board of Trustees shall be held annually

Section 2. Special Meetings. Special meetings of the Board shall be held when called by the President of the Association or by any trustee after not less than three (3) days notice to all trustees.

Section 3. Open Meetings. If the board meeting is to consider or vote on any of the following items it must be conducted in an open meeting for which prior notice was given to owners;

- increases in assessments or levying of special assessments;
- the adoption or amendment of a dedicatory instrument;
- the approval of an annual budget or the approval of an amendment of an annual budget that increases the budget by more than 10 percent;
- the sale or purchase of real property;
- the filling of a vacancy on the board;

- the construction of capital improvements other than the repair, replacement, or enhancement of existing capital improvements; or
- the election of an officer.

Section 4. Notice of Open Trustee Meetings. The notice shall be mailed or delivered to each property owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or by sending the notice by e-mail at least 3 days ahead of the meeting to each owner who has registered an e-mail address with the association. It is an owner's duty to keep an updated e-mail address registered with the property owners' association.

Section 5. Quorum A majority of the number of trustees shall constitute a quorum for the transaction business. Every act or decision done or made by a majority of the trustees present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VI

POWERS AND DUTIES OF THE BOARD OF TRUSTEES

Section 1. Powers. The Board of Trustees shall have the power to:

- a) Suspend the voting rights of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations.
- b) Exercise for the Association all powers, duties and authority vested in or designated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declarations.
- c) Declare the office of a member of the Trustees to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Trustees; and
- d) Employ an independent contractor as they deem necessary, and to prescribe their duties and terms of service.

Section 2. Duties. It shall be the duty of the Board of Trustees to:

- a) Cause to be kept a complete record of all 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 required by a one fourth (25%) of the members entitled to vote;
- b) Supervise all officers and agents of the Association, and to see that their duties are properly performed;
- c) To fix the amount of the annual assessment against properties subject to the jurisdiction of the Association and to take such actions as it deems appropriate to collect such assessments and to enforce liens given to secure payment thereof.
- 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 appropriate such liability and hazard insurance as it may deem appropriate related to the properties and activities of the Association; and,
- f) Cause any officers or employees having fiscal responsibility to be bonded, as it may deem appropriate.

ARTICLE VII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be president, who shall be at all times a member of the Board of Trustees; a vice president, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Trustees following each annual meeting of the members.

Section 3. Term. The officers of this Association 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 is otherwise disqualified to serve.

Section 4. Special Appointment. The Board may elect such other officers 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, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the office being replaced.

Section 7. Multiple Officers No person shall simultaneously hold more than one office except the office of Vice President, Secretary, Treasurer and/or special offices created pursuant to Section Four of this Article.

Section 8. Duties The duties of the officers of the Association are as follows;

President

- a) The President shall preside at all meetings of the Board of Trustees and of the Association; shall see that the orders and resolutions of the Board are carried out, shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

Vice President

- 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.

Secretary

- 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.

Treasurer

- d) The Walden Lake Conroe Community Improvement Association Treasurer shall receive and deposit in the Association's bank account all monies of the Association and shall disburse such funds as directed by the Board of Trustees. The Association Treasurer shall co-sign all checks and promissory notes of the Association, keep proper books of account, and keep accurate books and records of the fiscal affairs of the Association and to make the same available for inspection by the members of the Association during normal business hours.

ARTICLE VIII
COMMITTEES

The Association shall appoint a Nominating Committee, as provided in these By-Laws. The Board of Trustees shall appoint other committees as deemed appropriate in carrying out its purpose.

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 Declarations, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principle office of the Association, where copies may be purchased at reasonable cost.

ARTICLE X
ASSESSMENTS

As more fully provided in the Declarations, each member is obligated to pay the Association certain annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at a rate of ten percent (10%) per annum, and the Association may bring an action at law against the Owners personally obligated to pay the same or foreclose the lien against the property, and interest, costs and reasonable attorney's fees of any such action shall be added to the amount of the assessment. No owner may waive or otherwise escape liability for the assessments provided herein by non-use of any of the facilities or services provided by the Association or by abandonment of the Lot.

ARTICLE XI
AMENDMENTS

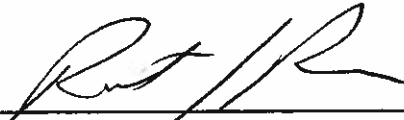
Section 1. Amendments. These By-Laws may be amended at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy or by the Board of Trustees.

Section 2. Conflict. In the case of any conflict between the Articles of Incorporation and these By-Laws, The Articles shall control; and in the case of any conflict between the Declarations and these By-Laws, the Declarations shall control.

ARTICLE XII
MISCELLANEOUS

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

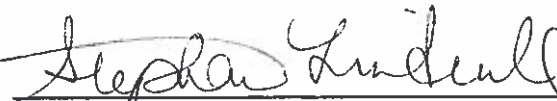
In witness whereof, we being all of the Trustees of the Walden Section Eleven Association, have hereunto set our hands this 12th day of September 2018



ROBERT J ROSE



SHARON MCLEAN



STEPHANIE LINDWALL