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Hidalgo County
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County Clerk
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BY-LAWS

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STATE OF TEXAS
COUNTY OF HIDALGO

I hereby certify that this Instrument was FILED in the File Number sequence on the date/time printed hereon, and was duly RECORDED in the Official Records of Hidalgo County, Texas.

Arturo Guajardo Jr.
County Clerk
Hidalgo County, Texas

**AMENDED BYLAWS OF
PLANTATION HOMEOWNERS ASSOCIATION, INC.**

These Amended and Restated Bylaws hereby supersede the terms and provisions set forth in the Bylaws of Plantation Homeowners Association (“Original Bylaws”), as amended by the Members of Plantation Homeowners Association, Inc. in accordance with its Covenants and Bylaws, effective March 11, 2023.

**ARTICLE I
NAME, LOCATION AND APPLICABILITY**

1.1. Name and Location. The name of the corporation is Plantation Homeowners Association, Inc. The principal office of the Association shall be located in the County of Hidalgo, State of Texas. Meetings of members and directors may be held at such places within the State of Texas, County of Hidalgo, as may be designated by the Board of Directors. The Certificate of Incorporation was filed in the Office of the Secretary of State of Texas on June 23, 1988. The Association was organized for the purpose of administering the affairs of the Association.

1.2. Applicability of Bylaws. The provisions of these Bylaws are applicable to the affairs of the Association.

**ARTICLE II
OBJECTIVE AND FISCAL YEAR**

2.1. Objective. The objective of the corporation is set forth in its Articles of Incorporation filed under the Texas Non-Profit Corporation Act. This corporation is not organized for business purposes. No profit and no part of the net earnings shall inure to the benefit of any member or officer thereof, but shall inure exclusively to the benefit of the corporation for the accomplishment of its purposes.

2.2. Fiscal Year. The fiscal year of the corporation shall begin and end as the Board of Directors may from time to time determine.

**ARTICLE III
DEFINITIONS**

3.1. "Association" shall mean and refer to Plantation Homeowners Association, Inc. a Texas, Non-profit Corporation.

3.2. "Member" shall mean any person or entity that holds record title to property in the Plantation South Subdivision.

3.3. "Property" shall mean and refer to any numbered lot or plat of land, each individual condominium, townhouse, or individual apartment shown in any recorded subdivision map or plat of the Properties with the exception of the Common Area.

3.4. "Board Member" shall mean and refer to a member of the Board of Directors elected by Members.

3.5. "Common Area" shall mean and refer to all real property and improvements thereon for the common use and enjoyment of the owners.

3.6. "Bylaws" shall mean the Bylaws of the Association which may be approved and adopted AS provided herein and as may be amended from time to time.

3.7. "Declaration" shall mean the Declaration of Restrictions recorded in Volume 1823 Pages 600-611, and amendments Unit 2 through 16 as recorded in Official Public Records of Hidalgo County, Texas and as amended.

3.8. "Lot" shall mean any designated parcel of land located in Plantation South Subdivision including any improvements on the designated lot.

ARTICLE IV MEMBERSHIP, MEETINGS OF MEMBERS, VOTING

4.1. Annual Meetings. Annual Meeting of the members shall be held on the second Saturday of March of each year at the hour of 9:00 AM. If the day for the Annual Meeting of the members is a legal holiday, then the meeting shall be held at the same hour on the first Saturday following.

4.2. Special Membership Meetings. Special Membership Meetings may be called at any time by the President, or a majority of the Board of Directors, or by written request or demand by ten-percent (10%) of the members entitled to a vote at a membership meeting. The notice of any Special Membership Meeting shall state the time and place of such meeting and the purpose thereof. No business shall be transacted at a Special Membership Meeting except as stated in the notice.

4.3. Notice of Special Membership Meetings. (a) Means of Notice. The Secretary or another person designated by the Board must provide notice of Special Membership Meetings and must be met by email, posting on the website (www.phoatx.com), and on the official PHOA Bulletin Board, which is located in the front foyer of the PHOA Activity Center. (b) Content of Notice. The notice must contain at least the following minimum requirements: (1) the date and time of the meeting; (2) the location of the meeting or a notice that the meeting is to be held entirely by telephone or other electronic conference technology and the means to electronically access the meeting; (3) the purpose for which the Special Membership Meeting is being called; (c) Timing of Notice. The Special Membership Meeting Notice must be delivered to each Member entitled to vote at the meeting no earlier than sixty (60) days and no later than ten (10) days before the date of the Special Membership Meeting.

4.4. Notice of Regular Meetings. The Association is required to provide notice of regular or annual membership meetings. In addition, notice of either a regular or annual membership meeting need not be provided to a member who has signed a written waiver of meeting notice, regardless of whether the waiver is signed before or after the time of such meeting. Notice of such meeting must be met by email, posting on the website (www.phoatx.com), and on the official PHOA Bulletin Board, which is located in the front foyer of the PHOA Activity Center, and needs to include the specific reason or purpose of said meeting.

4.5. Quorum for Membership Meetings. A Quorum of Members shall exist if four-percent (4%) of the number of Members eligible to cast a vote at an annual or special membership meeting are present at the meeting.

4.6. Proxies. A member may vote in person or by proxy executed in writing by the Member or his duly authorized attorney-in-fact. Proxies must be filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his property. No proxy shall be valid after thirty (30) days from the date of its execution. Limit per ballot issue of five (5) proxies per property owner.

4.7. Voting Rights. Each member shall be entitled to one (1) vote on all issues for each property for which they hold the interest required for membership. A majority of votes cast at a meeting where a quorum is established shall be sufficient to decide all matters except those considered a "Fundamental Action" under the Texas Non-Profit Corporation Act.

4.8. Absentee and Electronic Ballots. The Board may authorize the use of Absentee ballots for a single or all membership meetings where a vote of the membership is to be taken. If absentee ballots are to be used, a solicitation for votes by absentee ballot must include: (1) an absentee ballot form that contains each proposed action to be voted on at the membership meeting and provides lot owners an opportunity to vote for or against each proposed action; (2) instructions for delivery of the completed absentee ballot, including the delivery location. In addition, the solicitation must include the following advisory:

"By casting your vote via absentee ballot, you will forgo the opportunity to consider and vote on any action from the floor on these proposals, if a meeting is held. This means that if there are amendments to these proposals your votes will not be counted on the final vote on these measures. If you desire to retain this ability, please attend any meeting in person. You may submit an absentee ballot and later choose to attend any meeting in person, in which case any in-person vote will prevail."

The Board may also allow voting by electronic ballot, which may be by email, fax, or on a website. To be valid, the method of casting an electronic ballot must be sufficient to confirm the identity of the lot owner submitting the ballot and allow the lot owner to receive electronic transmission and receipt of his ballot. If electronic voting is to be performed by electronic posting on a website, a notice of the electronic voting procedure and instructions must be set to each lot owner detailing how to access the voting area on the website.

4.9. Voting at Membership Meetings. Any non-electronic ballot cast at a membership meeting must be in writing and signed by the Lot Owner or the Member to whom the Lot Owner has given a proxy vote. If an association-wide election is uncontested, however, written and signed ballots are not required.

4.10. Access to Ballots. Voting shall be by secret ballot, with only the persons tabulating or counting such votes having access to the identity of the voter. A person who is a candidate in an Association election or who is otherwise subject of a vote by the membership may not tabulate or otherwise be given access to the ballots cast in such election or vote. In addition, a person who is related within the third degree by consanguinity or affinity to a person who is a candidate in an Association election or who is otherwise subject of a vote by the membership may not tabulate or otherwise be given access to the ballots cast in such election or vote. Only those authorized to tabulate or count such ballots may have access to such ballots. In addition, those persons tabulating or counting such ballots shall not disclose the manner in which any individual voted.

4.11. Recount of Ballots. (a) To compel a recount, a lot owner must submit a written demand for a recount to the Association within fifteen (15) days from the date of the membership meeting at which the applicable election was held. The written demand for a recount must be submitted by certified mail return receipt requested, or by delivery by the USPS with signature confirmation service to the Association's mailing address; or in person to the Association's managing agent as reflected on its most recently recorded Management Certificate, or to the address to which absentee and proxy ballots are mailed.

(b) Upon timely receipt of a written demand for a recount, the Association shall, at the expense of the lot owner requesting the recount, retain and enter into a contract with an independent and qualified person to perform the recount of ballots. To be considered independent, a person may not be a lot owner in the Association, or related within the third degree by consanguinity or affinity to a Director of the Association. To be qualified, such a person must also be either: (1) a current or former county judge, county elections administrator, justice of the peace, or county voter registrar; or (2) a person agreed on by the Association and the lot owner or owners requesting the recount.

(c) Such recount must be performed within thirty (30) days of receipt by the Association of both the request for a recount and the payment for said recount. The Association shall provide the requesting lot owners with the results of said recount, and if the result of the recount changes the outcome of the election, shall reimburse the requesting lot owners for the costs of the recount paid by the requesting lot owners.

(d) Recount not to Change Interim Actions of the Board. Should the Board take any actions during the time interval between the challenged ballot and the outcome of a recount that changes the result of the challenged election, all such actions taken by the board in the interim are unaffected by the outcome, and shall be considered as valid and properly authorized actions of the Board.

ARTICLE V
BOARD OF DIRECTORS SELECTION AND TERM OF OFFICE

5.1. Duties. The business and affairs of the corporation shall be supervised by its Board of Directors, who may exercise all such powers of the corporation and do all such lawful acts and things as are permitted by statute, the Declaration of Covenants, Conditions and Restrictions (DCCR), the Articles of Incorporation, or these Bylaws.

5.2. Qualifications. All members are eligible to serve on the Board of Directors, unless such has been convicted of a felony or crime of moral turpitude.

5.3. Number of Directors. The Board of Directors shall consist of seven (7) members, each with a three-year term of office.

5.4. Term and Vacancies. Term of office will be staggered so that not more than three (3) Directors are elected in one year unless vacancies mandate more than three (3) Directors being elected. Each position shall be numbered from 1 to 7, with positions 1-3 elected the first year in rotation, positions 4-5 elected in the second year of the rotation, and positions 6-7 elected in the third year of rotation. Any vacancy occurring in the Board of Directors may be filled by affirmative vote of a majority of the remaining members. A Board member so elected to fill a vacancy shall serve until the next annual meeting of the general membership.

5.5. Removal. Any Board member may be removed from the Board, with or without cause, by unanimous vote of the entire Board excepting the Board member being removed, at any duly-called board meeting with a quorum. Any Board member may resign at any time by giving a manually signed written notice, delivered in person, by mail, e-mail or facsimile transmission, to the Board, the President, or Secretary. Such resignation shall take effect on the date receipt of such notice or at any later time specified therein, the acceptance of such resignation shall not be necessary to make it effective.

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

5.7. Board Action Taken without a Meeting. The Directors shall have no right to take any action in the absence of a meeting.

5.8. Voting Rights by Proxy. Pursuant to Article 1396-2.17 (D) of the Texas Non-Profit Corporation Act, any Director may vote at Director's meetings by proxy executed in writing by such Director. No proxy shall be valid after thirty (30) days from the date of its execution. Directors present by proxy may not be counted toward a quorum.

**ARTICLE VI
NOMINATION AND ELECTION OF DIRECTORS**

6.1. Elections of Directors. Elections of Directors are to be supervised by an Elections Committee. The Elections Committee shall consist of a chairperson, who shall be appointed by the Board of Directors, and two or more members of the Association, who cannot be on the Board of Directors. The Elections Committee shall be appointed by the Board of Directors within sixty (60) days following each annual meeting of the members, to serve until the close of the next annual meeting. The Elections Committee shall take nominations for a director's position from the floor of the annual meeting. Any member shall be eligible for a director's position provided that no two members of the same household shall hold a director's position at the same time. However, in the event that a director's position will stand vacant for lack of nominations, then and only then can a person from the same household as another director's position holder be eligible to fill the vacant director's position. In no event shall two people from the same household be allowed to co-sign checks.

6.2. Voting for Directors. Each member shall only be entitled to cast the number of votes such Member is entitled to exercise in accordance with the terms and provision of the Declaration. At such election, each member or proxy may cast, in respect to each vacancy, as many votes as he/she is entitled to under the terms of these Bylaws. The person receiving the largest number of votes for each vacancy to be filled shall be elected. Cumulative voting shall not be permitted.

6.3. Voting Rights by Proxy. Proxy voting is a procedure by which one member of a voting body delegates to another member of such voting body the power to vote in his or her absence. No proxy shall be valid after thirty (30) days from the date of its execution. Limit per ballot issue of five (5) proxies per property owner.

6.4. Voting Regulations. The Board may make such regulations, consistent with the terms of the Declaration, the Articles of Incorporation, these Bylaws and the Texas Non Profit Corporation Act, as it deems advisable for any meeting of the Member in regard to proof of membership in the Association, evidence of right to vote, the appointment and duties of inspectors of elections, registration of owners for voting purposes and the establishment of procedures concerning the conduct of meetings.

**ARTICLE VII
MEETINGS OF DIRECTORS**

7.1. Regular Meetings. The Board of Directors shall hold a meeting immediately following the annual membership meeting and shall elect a President, Vice President, Secretary and Treasurer from the members of the Board. Regular meetings of the Board shall be held monthly on the second Monday of each month at 6:30 P.M. at the PHOA Activity Center. Changes in time may be made if approved by the Board of Directors.

7.2. Special Meetings. Special Meetings of the Board shall be held when called by the President of the Association or, if an emergency exists which could cause irreparable harm to the Association, or its property by any two (2) directors. Notice of such meeting must be met by email, posting on the website (www.phoatx.com), and on the official PHOA Bulletin Board, which is located in the front foyer of the PHOA Activity Center, and needs to include the specific reason or purpose of said Special Meeting. Working Meetings are exceptions, where the same rules for notices apply, but no agenda is required and no motions or votes conducting business are to be taken. The public is invited to attend working meetings, but no public comment is allowed.

7.3. Quorum. A majority of the number of Board members shall constitute a quorum for the transaction of business. Board members present at a meeting by proxy shall not count for purposes of establishing a quorum. Every act or decision done or made by the majority of the Directors present in person, electronically, or by proxy at a meeting at which a quorum is present shall be regarded as an act of the Board.

7.4. Form of Meetings. A meeting of the Board may be held by any method of communication, including electronic and telephonic, so long as all Board members consent to holding the meeting in such manner and so long as all Board members may communicate with or hear each other.

7.5. Attendance at Board Meetings. Any member may attend regular and special Board meetings, subject to the right of the board to adjourn a board meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the Association's attorney, matters involving the invasion of privacy of individual owners, or matter that are to remain confidential by request of the affected parties and agreement of the board. Following an 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 expenditures approved in executive session.

7.6. Notice of Board Meeting. (a) General Requirements: Notice of Board Meetings must be given in a manner to be determined by the Board, and such meeting notice must state the date and time of the meeting, the physical location of the meeting, and any electronic communication system to be used for the meeting and the means to access it, but only if the meeting is to be held in part or in whole through electronic means. (b) Regular Board Meetings: Unless otherwise required, Regular Meetings of the Board may be held without notice to the Directors; (c) Regular Board Meetings: notice of Regular Meetings must be met by, email, posting on the website (www.phoatx.com), and on the official PHOA Bulletin Board, which is located in the front foyer of the PHOA Activity Center, and needs to include the specific reason or purpose of said meeting.

**ARTICLE VIII
POWERS AND DUTIES OF THE BOARD**

8.1. Powers. The Board shall have the power and authority to perform the following:

(a) Adopt and publish rules and regulations governing the use of the common areas, facilities, and the personal conduct of the members and their guests thereon, and to establish penalties and fines for the infraction thereof.

(b) Suspend the right to use Association facilities, or receive services during any period in which such Member shall be in default in the payment of any Assessment or fee levied by the Association, or after notice and hearing, for any period during which an infraction of the Association Rules, Covenants or Bylaws exists.

(c) Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provision of these Bylaws, the Articles of Incorporation, or the Declaration of Covenants, Conditions and Restrictions (DCCR).

(d) Declare the position of a Board member to be vacant in the event such individual shall be absent three consecutive regularly scheduled or special meetings of the Board, the President or Vice President, on the motion of any director shall call a vote to declare that vacancy exists on the Board. The first order of business at the next regular or special meeting of the Board shall be to fill the vacancy.

8.2. Duties. It shall be the duty of each Board member, in the discharge of his or her duties as a Board member, Committee member or officer, to act in good faith, with ordinary care, and in a manner the Board member reasonably believes to be in the best interest of the Association. Board members individually have no authority to act on behalf of the Association unless such authority has been specifically delegated in writing by the Board to such individual.

(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 of the membership who are entitled to vote, at least ten (10) days prior to the annual meeting or special meeting.

(b) To establish and regulate assessments as follows:

(1) Send written notice of each assessment - by regular mail and/or electronic mail - to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(2) At its discretion, foreclose the lien against any property for which assessments are not paid within ninety (90) days after the due date or to bring an action at law against the owner personally obligated for such assessments. Any foreclosure attempts must follow Texas Law.

- (c) Issue a resale certificate in accordance with Texas Property Code setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of such certificate. If a certificate states that an assessment has been paid, such certificate shall be conclusive evidence of such payment.
- (d) Procure and maintain adequate Directors and Officers, liability and hazard insurance to protect the Association from losses to the property owned by the Association or from claims arising from the acts of any employee or agent of the Association.
- (e) Cause all officers or employees having fiscal responsibilities to be bonded as the Board may deem appropriate.
- (f) Cause the Common Area to be properly maintained.
- (g) Maintain tax-exempt status for the Association from the Internal Revenue Service.
- (h) Assess special assessments as provided for in Article IV, Section 4.4 of the Covenants and Restrictions, or as otherwise authorized under the Covenants and Restrictions, or under Texas Law.
- (i) An Audit of the accounts of the Association shall be made annually in the manner as the Board of Directors may decide; provided, however, that after having received the Board's audit at the Annual Meeting, the members by a majority vote may require that the accounts of the Association be audited as a common expense by a public accountant.
- (j) Set requirements and procedures for records retention; costs to members requesting copies of corporate records; and establish a payment plan for lot owners owing past-due assessments, and cause such policies to be recorded with the recorder of deeds of Hidalgo County, Texas.

ARTICLE IX OFFICERS AND THEIR DUTIES

9.1. Enumeration of Officers. The officers of the Association shall be President and Vice-President, who shall at all times be members of the Board, and a Secretary and Treasurer, who shall be appointed by the Board, and such other offices as the Board may from time to time create by resolution.

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

9.3. Term. The officers of the Association shall be elected annually by the Board and shall hold office for one year unless the officer resigns before the term is up, shall be removed, or shall be otherwise disqualified to serve.

9.4. Special Appointments. 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 define.

9.5. Resignation and Removal. Any officer may be removed from office with or without cause by a majority vote of 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 upon the date of receipt or at any later time specified therein and, unless otherwise specified therein acceptance of such resignation shall not be necessary to make it effective.

9.6. Vacancies. A vacancy in any office must be filled with an appointment by majority vote of the Board. Any officer appointed to such vacancy shall serve until the next election at the Annual Meeting.

9.7. Multiple Offices. No person shall simultaneously hold more than one office in the Association.

9.8. Duties. The duties of the officers are as follows:

(a) **President.** The President shall preside over all meetings of the Board; shall see that orders and resolutions of the Board are carried out; and except as otherwise designated in these Bylaws, shall have the authority to sign written instruments on behalf of the Association, and shall supervise the PHOA Manager as authorized by the Board of Directors.

(b) **Vice-President.** The Vice-President (1) shall assist the President in directing the Board toward its goals; (2) shall act in the place of the President in the event of his absence or inability to act, and (3) shall exercise and discharge such other duties as may be required by the Board.

(c) **Secretary.** The Secretary shall: (1) record the votes and keep the minutes of all meetings and proceedings of the Board and the members; (2) serve notice of meetings of the Board and of the members; (3) keep appropriate current records showing the members of the Association together with their addresses, and (4) shall perform such other duties as required by the Board.

(d) **Treasurer.** The Treasurer; (1) shall oversee the deposits in appropriate bank accounts of all monies of the Association and (2) shall oversee the disbursement of such funds; (3) shall oversee the signing of all checks of the Association; (4) keep proper books of accounts; (5) shall have the right to conduct an audit by a CPA approved by the Board of Directors at the completion of each fiscal year and prior to the next Annual Meeting; (6) prepare an annual budget, including a statement of anticipated income and expenditures to be presented to the Board (7) prepare and present to the Board at its regular monthly meeting a report of income and expenditures for the preceding month substantiated by invoices and bank deposits; (8) shall perform such other duties as directed by the Board. The Treasurer may delegate items 1-4 to a designated Manager as authorized by the Board.

9.9. Compensation of Officers. No officer shall receive any compensation from the Association for acting in their capacity as an officer; however, any officer may be reimbursed for actual reasonable expenses incurred in the performance of duties as an officer providing prior approval has been granted by resolution of the Board.

ARTICLE X COMMITTEES

10.1. General. Committees to perform such tasks and to serve for such periods as may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present and hereby authorized. Such committees shall perform such duties and have such powers as may be provided in the resolution. Each committee shall be composed as required by law and shall operate in accordance with the terms of the resolution of the Board of Directors that designated the committee or with rules adopted by the Board of Directors.

10.2. Covenants/Bylaws Committee. The President must appoint a Covenants/Bylaws Committee chairperson. The Covenants/Bylaws Committee shall consist of at least five and no more than seven members. Acting in accordance with the provisions of the Covenants, these Bylaws, and resolutions the Board may adopt, the Covenants/Bylaws Committee shall be the hearing tribunal of the Association for any alleged breaches of the Covenants, Bylaws, and Rules and Regulations by members.

10.3. Additional Committees. The President shall appoint a chairperson for an Architectural Committee, an Audit Committee, and any other committees deemed necessary. The duties of each such committee shall be prescribed by resolutions of the Board unless otherwise defined and prescribed under the terms of the Covenants or these Bylaws.

ARTICLE XI BOOKS AND RECORDS

11.1. The books, records and papers of the Association shall be subject to an inspection by any member at all times during reasonable working hours. The Declaration, Articles of Incorporation and these Bylaws, including any amendments, shall be available for inspection by any member at the principal office of the Association, and shall also be posted on the Association's website, if the Association maintains a website.

ARTICLE XII ASSESSMENTS

12.1. As provided in the Declaration, each member is obligated to pay to the Association annual and special assessments. Such assessments are secured by a continuing lien upon the property against which the assessment is made. Assessments not paid when due shall be considered delinquent. If any delinquent assessment is not paid within thirty (30) days after the due date, each such assessment, including all prior unpaid assessments, shall receive a late fee fine of \$10 per month and bear interest at the rate of ten-percent (10%) per annum, but in no case shall exceed the maximum interest rate allowed under the law. The Association may bring an action at law against the Owner personally obligated to pay such delinquent assessment or foreclose the lien against the property. Interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessments provided for herein. These fees and interest rates will apply from March 11, 2017 forward and shall not be made retroactive.

ARTICLE XIII AMENDMENTS

13.1. Amendment. These Bylaws may be amended at a special or annual meeting of the members, by a vote of a sixty-percent (60%) majority of the members present or by proxy.

13.2. Conflict of Governing Documents. In case of any conflict between these Bylaws and the Articles of Incorporation, the Articles of Incorporation shall control. In case of any conflict between these Bylaws and the Declaration, the Declaration shall control.

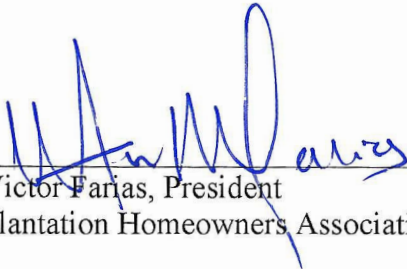
ARTICLE XIV INDEMNIFICATION

The Association shall indemnify every officer and director against any and all expenses, including legal fees, reasonably incurred by, or imposed upon, any officer or director in connection with any action, suit, or other proceeding (including settlement of any suit or proceeding if approved by the then Board of Directors) to which he or she may be a party by reason of being or having been an officer or director, which suit, action or proceeding is brought by third parties. The officers and directors shall not be liable for any mistake of judgment, negligence or otherwise, except for their own individual willful malfeasance, misconduct, or bad faith. The officers and directors shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the Association (except to the extent that such officers or directors may also be members of the Association) and the Association shall indemnify and forever hold each such officer and director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or director or former officer or director, may be entitled. The Association may, as a common expense, maintain adequate general liability and officers' and directors' liability insurance to fund this obligation. The Association may also secure a bond for each Board member.

**ARTICLE XV
PARLIAMENTARY PROCEDURE**

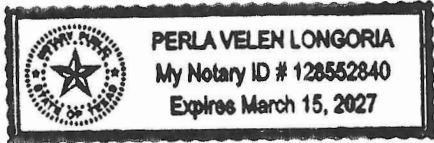
The rules contained in the then-current edition of Robert's Rules of Order shall govern the Plantation Homeowners Association, Inc. in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order that Plantation Homeowners Association, Inc., may adopt.

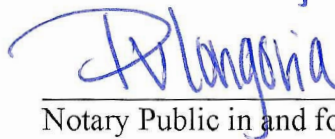
The foregoing Bylaws were duly adopted on the 11th day of March 2023.



Victor Farias, President
Plantation Homeowners Association, Inc.

Signed and sworn to before me on the 11th day of May, 2023.





Notary Public in and for the State Of Texas