

MINUTES OF ORGANIZATIONAL MEETING

OF

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RUBY RANCH HOMEOWNER'S ASSOCIATION

Call and Notice of Meeting

1. These are the minutes of the organizational meeting of the Board of Directors of RUBY RANCH HOMEOWNER'S ASSOCIATION (referred to as the "Corporation"), a Texas nonprofit corporation. This meeting was held at 1900 F.M. 967 in Buda, Hays County, Texas on October 18, 1995, at 9:00 o'clock a.m.. This meeting was called by all of the incorporators named in the articles of incorporation. Notice of the time and place of this meeting was waived by each director named in the articles of incorporation as evidenced by their signatures to these minutes.

Attendance and Quorum

2. The following persons, Michael Thames, Terri Lee Wimmer and Larry Cearley, were present at this meeting in person. These persons are named as initial directors of the Corporation in the articles of incorporation and their attendance constituted a quorum.

Chair and Secretary

3. On motion duly made and seconded, by a unanimous vote of the Board of Directors, Terri Lee Wimmer was elected to act as Chairman of the meeting and Larry Cearley was elected to act as Secretary of the meeting. Both persons accepted the election and acted in their respective capacities.

Waiver and Consent

4. On a motion duly made and seconded, by unanimous vote of the Board of Directors:

RESOLVED, that the Directors, by their signatures affixed to the minutes of the first meeting of the Board of Directors, and by this resolution, do hereby waive notice of the time and place of this meeting, consent to this meeting, approve of the contents of the minutes of the first meeting, and direct that the original of the minutes shall be retained in the minute book of this corporation.

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Articles of Incorporation

5. The Articles of Incorporation, together with the Certificate of Incorporation issued by the Secretary of State of the State of Texas on October 16, 1995, were presented. After review of such Articles, on a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the Articles of Incorporation, together with the Certificate of Incorporation issued by the Secretary of State of the State of Texas on October 16, 1995, are approved by the Board of Directors as the Articles of Incorporation for this Corporation and the Secretary is directed to maintain such Articles of Incorporation, together with the Certificate of Incorporation, in the minute book of this Corporation.

Bylaws

6. A document consisting of 16 pages entitled "Bylaws of RUBY RANCH HOMEOWNER'S ASSOCIATION" was presented. After discussion of the document, on a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the bylaws presented to and considered at this meeting are adopted as the bylaws of this Corporation. The Secretary is directed to certify a copy of the bylaws and insert them in the minute book of the Corporation.

Officers

7. The Chair stated that nominations were in order for the election of officers of the Corporation. The following nominations were made: Terri Lee Wimmer, President; Michael Thames, Vice-President; Larry Cearley, Secretary; and Michael Thames, Treasurer. No other nominations were made. A motion to elect the nominees was made and seconded. By a unanimous vote of the Board of Directors, the nominees were elected. Each of the officers elected was present and accepted the office.

Bank Account

8. On a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the Corporation establish in its name one or more accounts with the State Bank and Trust Company in San Marcos, Texas.

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Organizational Expenses

9. On a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the Treasurer is directed to pay the expenses of incorporation and organization of the Corporation.

Approval of Actions

10. On a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the actions taken by the incorporators and other persons involved in setting up this Corporation are approved.

Approval of Membership Dues

11. On a motion duly made and seconded, by a unanimous vote of the Board of Directors, the Board of Directors:

RESOLVED, that the annual membership dues for members of the corporation as such membership is defined and set forth in the Articles of Incorporation of the Corporation, the Bylaws of the Corporation, and the Declaration of Covenants, Conditions, and Restrictions for Ruby Ranch Subdivision (recorded at Volume 1181, Pages 57 - 79, Official Public Records of Hays County, Texas) are hereby approved.

Architectural Control Committee

12. The Chair nominated the following persons to serve on the Architectural Control Committee (as set forth in the Declaration of Covenants, Conditions, and Restrictions for Ruby Ranch Subdivision (recorded at Volume 1181, Pages 57 - 79, Official Public Records of Hays County, Texas): Terri Lee Wimmer, Michael Thames, and Larry Cearley. No other nominations were made. A motion to appoint the nominees was made and seconded. By a unanimous vote of the Board of Directors, the nominees were appointed. Each of the nominees appointed was present and accepted the appointment.