

## **By-Laws of Hilltop Lakes Wildlife Team**

### **Article I: Organization**

1. The name of the organization shall be Hilltop Lakes Wildlife Team.
2. The organization may at its pleasure by a vote of the membership body change its name.

### **Article II: Purposes**

To establish and maintain a balanced wildlife population by improving the habitat and maintaining the population within the guidelines set forth by the State of Texas and its representative along with the Hilltop Lakes Wildlife Team Board Members.

### **Article III: Membership**

Membership in this organization shall be open to all property owners and their dependents in good standing with the Hilltop Lakes Property Owner`s Association.

### **Article IV: Meetings**

The annual membership meeting of this organization shall be held on the 3<sup>rd</sup> Saturday of July each and every year at time set by the President. Regular meetings of this organization shall be held the 3<sup>rd</sup> Saturday in March, and the 3<sup>rd</sup> Saturday in September.

Notice will be posted on the organization`s website and delivered via website email for all regular meetings and the annual meeting within 10 days of the meeting date. Meeting time and place shall be announced at the same time. The members present at any called or scheduled meeting shall constitute a quorum and shall be able to conduct the business of the organization. If a set date for a meeting lands on a holiday, the president shall change the meeting date to 2 weeks prior or 2 weeks after the original set date.

Special meetings of this organization may be called by the president, any three directors, or 51% of the members in good standing (as defined by Article IX). The secretary shall send notice of the time and place of the meeting, to all members in good standing at least 10 days prior to the scheduled meeting. Notice will be sent to the member's email address as it appears in the membership roll book of this organization as registered on the organization`s website. Such notice shall state the reason for the special meeting, the business to be transacted and by whom the meeting was called. The members present at any special meeting shall constitute a quorum and shall be able to conduct the business of the organization.

The organization`s president, or any three directors, may call an Executive Session of the Board members, when deemed in the best interest of the organization. Notices of such meetings shall be emailed to all organization Board members at the email address which appears in the membership roll book at least 10 days before the scheduled date set for such a meeting. Such notice shall state the reason for the meeting, the business to be discussed. No action may be taken.

## **Article V: Voting and Elections**

At all meetings, except those meetings for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such a ballot that might tend to indicate the person who cast such a ballot. However, if the officer or director positions are unopposed, a general consensus vote by voice may be taken at the discretion of the inspector or chairman of the election.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot, the chairman of such meeting shall, prior to the commencement of the balloting, appoint a committee of three who shall serve as “inspectors of election” and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results, and the certified copy shall be affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Members must be in good standing (as defined in Article XI), in order to participate in general membership voting, including election of officers. Non-hunting members cannot vote.

Proxy voting shall be allowed on behalf of another member with a statement by the absentee member. The statement shall contain language stating who is to receive the proxy, the meeting date and issue the proxy is to cover, the member identification number, and original signature by absentee member. The statement shall be delivered to the Secretary to become part of the official records. Proxy voting will not be allowed for votes concerning the removal of an officer.

Family memberships in good standing (as defined in Article XI) shall have 2 votes whenever there is a vote by the general membership. One member of a family membership may exercise both votes for the membership if no other family members are present.

## **Article VI: Order of Business**

1. Roll call
2. Reading of the minutes of the preceding meeting.
3. Reports of the committees
4. Reports of the officers
5. Old and unfinished business
6. New business
7. Adjournment

## **Article VII: Board of Directors**

The business of this organization shall be managed by a Board of Directors consisting of 7 members together with the officers of this organization. All of the directors elected shall be a property owner at Hilltop Lakes.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of two years.

Terms of the directors and officers of this organization shall be staggered so that the elections for each positions occurs as follows. The positions of president, treasurer, director 1, and director 3 shall be elected in odd years. The positions of vice-president, secretary, and director 2 shall be elected in even years.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all directors of such a meeting,

A majority of the members of the Board of Directors shall constitute a quorum.

Each director shall have one vote and such voting may be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the term.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

The Board of Directors will authorize who may sign checks or drafts of the organization.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

### **Article VIII: Officers**

The initial officers of the Organization shall be as follows:

President  
Vice President  
Secretary  
Treasurer

The President shall preside at all membership meetings. He shall by virtue of his office be Chairman of the Board of Directors. He shall present at each annual meeting of the organization an annual report of the work of the organization. He shall appoint for all committees, temporary or permanent. He shall see all books, reports and certificates required by law are properly kept and filed. He shall be one of the officers who may sign checks or drafts of the organization. He shall have such powers as may be reasonably be construed as belonging to the chief executive of any organization.

The Vice President shall, in the event of the absence or inability of the President to exercise his office, become acting President of the organization with all of the rights, privileges and powers of the duly elected President.

The Secretary shall keep the minutes and records of the organization in the appropriate books. It shall be his duty to file any certificates required by any statute, federal or state. He shall give and serve all notices to members of this organization. He shall be the Official custodian of the records and seal of this organization. He may be one of the officers required to sign checks and drafts of the organization. He shall submit to the Board of Directors any communications which have been addressed to him as Secretary of the organization. He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary .

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization which he shall cause to be deposited in a regular business bank or trust company. He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization, and such a report shall be physically affixed to the minutes of meetings of the Board of Directors. He shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

No officer shall, for reason of his office, be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as director or officer.

#### **Article IX: Salaries**

The Board of Directors shall hire and fix the compensation of any and all independent contractors which they in their discretion may determine to be necessary for conducting the business of the organization.

#### **Article X: Committees**

Any committees of this organization shall be appointed by the Board of Directors and their term of office shall be one year or less if terminated by the action of the Board of Directors.

## **Article XI: Membership and Dues**

The dues and registration deadlines of this organization shall be determined by the Board of Directors annually.

New members shall be defined as a person or persons that was not an active member the previous hunting season.

A member in good standing, including family memberships, shall be defined as a member who has paid dues as of the registration deadline of the current fiscal year as set by the Board of Directors and has complied with all other requirements of this organization.

Active duty military are exempt from dues, meeting, and workday requirements.

Non-hunting members are exempt from meeting and workday requirements, sign-up deadlines, but cannot vote.

Members are expected to conduct themselves in a manner that will be a credit to the organization and its membership. Examples of conduct not complying with those standards include, but are not limited to, the following: 1) Creating a hostile environment, 2) Engaging in activities deemed detrimental to the organization, 3) Violating game laws, 4) Any material and serious violation of the organization's bylaws, or rules, or of law. If conduct does not comply with the standards set forth, the organization, and its leadership shall have the right to refuse any membership application, deny a confirmed membership, remove a member from a leadership position, remove a member from a location controlled by the organization, or expel a member from the organization.

## **Article XII: Amendments**

These By-laws may be altered, amended, repealed, or added to by an affirmative vote of not less than 51% of the members present at a called or scheduled meeting.

## **Article: XIII: Meetings and Work Day Requirements**

Each member must attend one of the three scheduled meetings unless that member meets one of the exceptions described in Article XI.

Each member allotted a common ground location shall complete at least one work day per year. In order to retain the allotted common ground location for the following season, the workday requirement must be completed by the last day of February (end of deer season) of the current season. Otherwise, the common ground location will be forfeited, the member shall remove all equipment and belongings from the common ground location by the following March 31, and the common ground location will be assigned to the next qualified member on the waiting list.

Each member requesting to be placed on the waiting list for a common ground location must complete at least one work day per year. Proof of completed workday must be presented before being placed on the waiting list.

A workday shall be defined as a charitable service to a charity or organization approved by the Board of Directors, or volunteer work performed for the benefit of the Hilltop Lakes Wildlife Team or Hilltop Lakes approved by the Board of Directors. Workday credit may be earned on a member's behalf by another current member of the Hilltop Lakes Wildlife Team, but all workday credits earned must be performed by a member of the Hilltop Lakes Wildlife Team.