

## **Board Officer Positions & Duty Descriptions Bylaw**

The Board shall establish the following Board Officer positions and position duties.

**A. Board Officer Positions.** The High Point Estates Association Board shall have a President, Vice President, Secretary, Treasurer, and Member-At-Large. The positions of President and Secretary shall not be combined with another position in compliance with the Texas Business Organizations Code. Each Board Officer position serves at the will of the Board of Directors, and can be removed with or without cause at any time by a majority vote of the board.

**B. Board President Duties.** The president shall have an affirmative duty to carry out the responsibilities of the office in the best interests of the Association. The president shall assume general charge of the day-to-day administration of the Association and shall serve as spokesman for the Board of Directors in most matters relating to general Association business. The president shall preside over all meetings of the Board and Association. The president shall execute contracts, orders and other documents in the name of the Association as its agent. All correspondence, notices, and other documents that contain Association and Board business shall be signed by the president.

**C. Vice President Duties.** The vice-president is vested with all the powers which are required to perform the duties of the Board President in the absence of the president. The vice president does not automatically possess inherent powers to act in the capacity of the president, and may act for the president only when the president is actually absent or otherwise unable to act.

**D. Secretary Duties.** The secretary of the Association shall be responsible for keeping and maintaining a record of all meetings of the board and the membership and shall be the custodian of the official records of the Association. As the custodian for the minutes and other official records of the Association, the secretary shall be responsible for insuring access to those records by the members of the Association and their authorized representatives. It shall be the duty of the secretary to send to the owner of each lot legal notice of each Board, Annual and Special Meeting of the Board and Association, stating the purpose of the meeting, in case of a special meeting or when required by Texas Property Code and the Texas Business Organization Code, as well as the time and place where it is to be held. Such notice shall be delivered in advance of the meetings and in a manner as prescribed by Texas Property Code and the Texas Business Organization Code. The secretary shall not have authority to sign any Association or Board document with the exception of meeting notices and reports of meeting minutes.

**E. Treasurer Duties.** The treasurer shall be the custodian of the funds, securities and financial records of the Association and shall insure that the

financial records and reports are properly kept, maintained and reported at each Board and Annual meeting. The treasurer shall make all financial records of the association available to the secretary when the secretary receives a request from any association member to review or copy those records. The treasurer shall be responsible for coordinating the development of the proposed annual pro forma budget and for preparing and giving the annual financial report on the financial status of the Association. The treasurer does not have the authority to bind the Association or the board of directors in dealings with third parties unless the Board by majority vote at a Board meeting provides express authority for the treasurer to do so in defined circumstances. The treasurer does not have authority to sign or apply a signature to, any Association or Board document with the exception of financial reports that he or she generates.

**F. Member At Large Duties.** The Member At Large shall serve as a Board member with all full Board member rights and responsibilities and shall represent all Association members.

Enacted by the Board on January 27, 2012 and effective from that date.