

ARTICLES OF INCORPORATION
OF
WESTRIDGE CIVIC ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is Westridge Civic Association, Inc.

ARTICLE TWO

The corporation is a non-profit corporation

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose for which the corporation is organized is to promote welfare by fostering civic pride, establishing public unity in the community, obtaining needed improvements in the community, assisting in all civic, economic and social activities that are for the welfare of the community, and enforcing the restrictions that are applicable to the Westridge and Westridge Annex Subdivisions to the City of Houston, Texas.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 3217 Westridge, Houston, Harris County, Texas, and the name of the initial registered agent at such address is Marie Gay.

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation is eight (8) and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Carl C. Thomas	9725 Chatfield, Houston, Texas
Marie Gay	3217 Westridge, Houston, Texas
Linda George	9414 Bevlyn, Houston, Texas
Cliff Warren	3214 Elmridge, Houston, Texas
A I Moe bring	9714 Bevlyn, Houston, Texas
Lola Darby	3327 Cloverdale, Houston, Texas
Virginia Wood	3214 Cloverdale, Houston, Texas
Kay Shepherd	3229 Rochdale, Houston, Texas

ARTICLE SEVEN

The name and street address of each incorporator is:

Carl C. Thomas	9725 Chatfield, Houston, Texas
Marie Gay	3217 Westridge, Houston, Texas
Linda George	9414 Bevlyn, Houston, Texas
Cliff Warren	3214 Elmridge, Houston, Texas

ARTICLE EIGHT

In the event of the dissolution of this corporation or the liquidation of its business or the winding up of its affairs for any reasons, all of its remaining property of every kind, nature and description, wheresoever situated, shall be disposed subject to Article 6.02 of the Texas Non-Profit Corporation Act, by dedicated to such non-profit charitable corporation devoted to one or more of the aims and purposes for which this corporation is organized, as selected by the board of directors of this corporation, and none of such properties shall in any manner, directly or indirectly, be transferred to or in any respect whatsoever inure to the benefit of any director, officer, or member of the corporation.

CONSTITUTION AND BY-LAWS

WESTRIDGE CIVIC ASSOCIATION, INC-

ARTICLE I. NAME

Section One

The name of this organization shall be: "The Westridge Civic Association, Inc." It is a non-profit Corporation.

ARTICLE II, PURPOSE

Section One

The purpose of this organization shall be to promote civic pride, develop social welfare and establish public unity in the community; to obtain needed improvements for the community; to assist in all economical, civic and social enterprises or activities that are for the welfare of the community of enforce the restrictions applicable to the Westridge and Westridge Annex Subdivisions.

ARTICLE III. OFFICERS

Section One

The officers of this club shall consist of a President, a Vice President, Secretary, Treasurer, and a Board of Directors who shall serve for a period of two years or until his successor is elected.

Section Two

The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, and five other members elected by the Club. In addition to which the immediate past-president shall serve as an ex-officio member of the Board of Directors without vote.

ARTICLE IV. CONTROL

Section One

The control and management of this organization shall be vested in the membership, unless otherwise provided by this Constitution or the By-Laws.

ARTICLE V. FISCAL YEAR

Section One

The fiscal year of this organization shall be from the first day of February to the last day of January of the following year.

ARTICLE VI. REVISION

Section One

This Constitution may be revised at any time by a two-thirds majority vote of the membership present at any Annual or called meeting, provided the entire membership shall have been notified in writing of the proposed revision at least ten (10) days prior to the meeting at which time such proposed revision will be voted on, provided further, that a quorum be present for voting on such proposed revision.

ARTICLE VII. QUORUM

Section One

Fifteen members of this club in good standing shall constitute a quorum.

ARTICLE VIII. PRIVILEGE

Section One

All meetings shall be open to the general public, but the privilege of making motions, debating and voting shall be limited to active members in good standing.

BY-LAWS

ARTICLE I. MEMBERSHIP

Section One

The membership of this club shall be composed of citizens of Westridge Addition and Westridge Annex Addition.

Section Two

Any resident citizen of Westridge Addition or Westridge Annex Addition of good moral character may become a member by paying the required amount of dues to the Treasurer.

Section Three

Terms of membership shall be continuous from year to year, coinciding with the fiscal year as set out in Article V, above.

ARTICLE II. DUES

Section One*

The annual dues shall be twenty-five dollars per family for each year of membership or one (1) dollar for retired persons for each year of membership. All adult members of any family unit

shall be members of the Club and have voting and other privileges enjoyed by all other members of the Club.

Section Two

Special assessments may be levied by a two-thirds vote of all members present, if a quorum be present, at any meeting of this Club, provided such proposal shall have been submitted in writing to the entire membership at least ten (10) days prior to the meeting for the purpose of voting on such special assessment levy.

ARTICLE III.

ELECTIVES AND APPOINTEES

Section One

Only members of good standing shall have the right to a voice or a vote in any general or special election.

Section Two

The officers shall be elected for the organization for each ensuing year at the Annual meeting in January of each year.

Section Three

In case of a vacancy occurring in the office of President, Vice-President, Secretary, Treasurer or Board of Directors the club shall elect a successor to serve for the unexpired term under the same rules as already provided.

ARTICLE IV.

DUTIES OF OFFICERS - WESTRIDGE CIVIC ASSOC.

PRESIDENT

Section One

It shall be the duty of the President to preside at all meetings of this club and its Board of Directors; preserve order, enforce the constitution and its by-laws, and exercise supervision of its affairs generally. He shall decide all questions of procedure and order of the Club. He shall not be required to vote except in case of a tie vote at elections of officers. He shall, with the advice and consent of the Board of Directors, and ex-officio chairman of each committee, and shall see that all officers properly respond to and perform all duties that may be placed upon them.

VICE-PRESIDENT

Section Two

It shall be the duty of the Vice-President to assist the President in the discharge of his duties and to occupy the chair in his absence. He shall appoint a minority of all committees and in the event of the President's office becoming vacant, he shall discharge the duties and assume the responsibilities of the office of President until a successor has been elected. He shall act as a member of the Board of Directors.

SECRETARY

Section Three

It shall be the duty of the Secretary of this club to keep a true and correct record of all the proceedings of this club, receive all communications, conduct all correspondence, and have charge of all the records of this club and shall be Secretary of the Board of Directors and shall keep the minutes of all meetings.

TREASURER

Section Four

It shall be the duty of the Treasurer of this club to receive all dues of its members, giving his receipt for same. He shall report the finances of the club at each meeting. He shall act and be a member of all Committees of this club, required to receive or disburse money. He shall act as a member of the Board of Directors.

MEMBER OF THE BOARD OF DIRECTORS

Section Five

The duties of the Board of Directors of this organization shall be to determine the policy of the organization, to outline, plan, determine, and through the officers of the club, execute the business and activities of the organization; to discuss, plan, determine, and, through the officers of the club, carry out the projects of the organization.

Section Six

All resolutions passed, plans and projects agreed upon, and the business of the club determined upon by the Board of Directors in the interests of the membership shall be submitted to the club-for its information; and unless disapproved by two-thirds majority of the members in attendance shall be binding upon the members thereof, provided further a quorum be present.

Section Seven

The Board of Directors shall meet upon call of the President or Vice-President, whenever either of said officers shall deem a meeting necessary for the benefit of the club, but said Directors shall meet at least quarterly during the fiscal year of the club.

ARTICLE V, MEETINGS

Section One

The time of meetings shall be 7:30 P.M.

Section Two

There shall be an Annual Meeting of the club during the month of January of each year. The President may at the request of three (3) members call a meeting for any special business, public notice of same having been given.

ARTICLE VI. DIGEST AND PROCEDURE

Section One

A digest of these By-Laws shall be printed and furnished each officer and each member in good standing.

Section Two

Robert's Rules of Order shall be authority for procedure in conducting meetings when not in conflict with this Constitution or its By-Laws.

ARTICLE VIII. REVISIONS

Section One

These By-Laws may be revised at any time by a two-thirds majority vote of the membership present at any annual or called meeting provided the entire membership shall have been notified in writing of the proposed revision at least ten (10) days prior to the meeting at which time such proposed revision will be voted on, provided further that a quorum be present for voting on such proposed revision.

ADOPTED: 5/16/60

Revised 4/24/79 lkg