



RESPONSIBILITIES OF A DIRECTOR OF THE SPRING SHADOWS CIVIC ASSOCIATION

Welcome to the Board of Directors of the Spring Shadows Civic Association (Association), a Texas non-profit corporation whose Members are the Owners of Lots subject to maintenance charge assessments in Spring Shadows Subdivision. As one of the Association's 47 volunteer Directors, you will promote and protect the interests of the residents, foster a healthy interest in the civic affairs of the community, and enhance and maintain the value and aesthetic qualities of the homes located within Spring Shadows.

Dedictory Instruments and Governing Documents. Dedictory Instruments are the documents governing the establishment, maintenance, or operation of the Spring Shadows Subdivision. Such documents include the Spring Shadows Amended Restrictions, the Articles of Incorporation, the Bylaws, governing the administration or operation of the Association, rules and regulations of the Association, and amendments to the covenants, Bylaws, rules, or regulations.

The Spring Shadows Amended Restrictions provide that the Owners agree to pay to the Association annual and special assessments which shall be used exclusively to improve, beautify and maintain entry ways and signs, to promote recreation, health, safety, and the welfare of the Members, which may include patrol service, insect control, special garbage pick-up, and the enforcement of the covenants contained among the dedicatory instruments for the maintenance and improvement of Spring Shadows, and for the benefit of the Association's Members.

The business and property of the Association are managed and controlled by the Board of Directors. Subject to the restrictions, applicable law, the Articles of Incorporation, and the Bylaws, the Board may exercise all of the powers of the Association, using the funds and other assets in a manner consistent with the governing documents.

- Directors have a duty to act in good faith, with ordinary care, and with a reasonable belief that the Directors' actions are in the best interests of the Association. Failure to observe the required standard of care may result in individual liability.
- Directors should become familiar with the Association's dedicatory instruments in order to make decisions that comply with the provisions of the governing documents, as well as applicable federal, state, and local laws governing homeowners' associations.
- Directors should be familiar with the Association's Budget so as to approve expenses, review the collection of dues, examine financial reports, and generally oversee the sound fiscal management of the Association.



- Directors should set an example of good citizenship and community concern by the maintenance and use of the Director's property in accordance with the dedicatory instruments.
- Directors should be attentive to the properties in the Section represented by the Director to uphold community standards, reporting violations of maintenance and use restrictions as necessary, and address violations with fairness and consistency to maintain harmony within the neighborhood.
- Directors should communicate with the residents of Spring Shadows, in particular, with the residents of the Section represented by the Director, to foster a sense of community and to address the concerns of the residents.
- Directors should communicate respectfully with other Directors and residents of Spring Shadows during meetings and when representing the Association outside of meetings, including social media communications.
- Directors should commit to serve on a Committee established by the Board to further the business of the Association.

Meetings of the Association. The meetings of the Association include the Spring General Meeting of Members, the Annual Meeting of Members, the monthly meetings of the Board of Directors, and any Special Meetings of Members or Directors.

- Directors should attend each Meeting acting as a decision-maker for the Association, setting policies and making strategic decisions that benefit the community, voting in an informed manner on all questions presented to the Board.
- In order for Directors to reach decisions in the best interests of the Association, Directors must feel free to request information and express opinions on issues pertinent to the Association. Directors should respect the privacy of these discussions and recognize privileged information. Directors should exercise discretion and refrain from divulging such information and the positions and comments of specific Directors, outside of official meetings. Notwithstanding the foregoing, Directors will consider and vote on certain matters in an open meeting as required by applicable law.

By each Director's compliance with these guidelines, the Association will continue to serve its Members in the manner intended by the developers of the Spring Shadows Subdivision and Spring Shadows will flourish and prosper as a community of which we can all be proud.

Date Signed: _____

Director's Printed Name: _____

Director's Section: _____