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**RESOLUTION OF THE BOARD OF DIRECTORS
OF
MOUNTAIN SPRINGS RANCH PROPERTY OWNERS ASSOCIATION, INC.,
COMAL COUNTY, TEXAS**

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF COMAL §

THAT WHEREAS, on or about January 29, 2004, MOUNTAIN SPRINGS RANCH PROPERTY OWNERS ASSOCIATION, INC., a Texas non-profit corporation, through its predecessor and assignor (hereafter, "Declarant"), caused to be filed of record at Document No. 200406003365 of the Real Property Records of Comal County, Texas, an instrument containing various covenants, conditions, restrictions, reciprocal negative easements and equitable servitudes (hereinafter, "the Declaration") applicable to the property or subdivision known as MOUNTAIN SPRINGS RANCH (hereafter, "the Property", or "Mountain Springs Ranch Subdivision").

WHEREAS, the Declarant caused to be filed in the Real Property Records of Comal County the following supplemental restrictions filed at the following Document Number (hereafter, collectively, "the Restrictions"):

1. Mountain Springs Ranch, Unit One, at Document No. 200406003366
2. Mountain Springs Ranch, Unit Two, at Document No. 200506005158
3. Mountain Springs Ranch, Unit Three, at Document No. 200506043479
4. The Vistas at Mountain Springs Ranch, Unit One, at Document No. 200406003367
5. The Ridge at Mountain Springs Ranch, at Document No. 200506005160
6. The Estates at Mountain Springs Ranch, at Document No. 200506005159
7. The Hills at Mountain Springs Ranch, at Document No. 200506044691

WHEREAS, Declarant also caused to be filed in the Official Map and Plat Records of Comal County the following maps or plats of the Mountain Springs Ranch Subdivision, such documents filed at the following Document Number (hereafter, collectively, "the Plat"):

1. Mountain Springs Ranch, Unit One, at Document No. 200406002715
2. Mountain Springs Ranch, Unit Two, at Document No. 200506004873
3. Mountain Springs Ranch, Unit Three, at Document No. 200506042959
4. The Vistas at Mountain Springs Ranch, Unit One, at Document No. 200506002717
5. The Ridge at Mountain Springs Ranch, at Document No. 200506004867
6. The Estates at Mountain Springs Ranch, at Document No. 200506004864
7. The Hills at Mountain Springs Ranch, at Document No. 200506043733

WHEREAS, at Article 1.8 of the Declaration, the Board of Directors of the Mountain Springs Ranch Property Owners Association ("the Board of Directors") is established as "[t]he body responsible for administration of the Association, selected as provided in the By-Laws and generally serving the same role as the board of directors under Texas corporate law", and

WHEREAS, at Article 4.4 of the Declaration, entitled "Implied Rights; Board Authority", Declarant provided that "[t]he Association may exercise any right or privilege given to it expressly by this Declaration or the By-Laws, or reasonably implied from or reasonable necessary to effectuate any such right or privilege. Except as otherwise specifically provided in this Declaration, the By-Laws, the Articles, or by law, all rights and powers of the Association may be exercised by the Board without a vote of the membership", and

WHEREAS, the Board of Directors has determined that it would be in the best interests of the Association to adopt rules for the purpose of avoiding or eliminating any potential conflict of interest for any member of the Board of Directors with regard to business conducted by or action taken by the Board in performing its duties.

NOW THEREFORE, pursuant to the authority of the Board of Directors to establish rules and policies for the Properties as set forth above, the Board of Directors hereby adopts the following resolution:

Conflicts of Interest. No Board Member may profit from any action taken by the Board of Directors in performing its duties for the Mountain Springs Ranch Property Owners Association ("the Association"). In addition, no Board Member shall vote on any matter in which he or she has a financial or other personal interest. Such prohibited conduct includes, but is not limited to, purchasing, either directly or through a third party, any property that has been or will be sold through non-judicial foreclosure procedures available to the Board under the Governing Documents and/or Texas law. Such prohibition does not preclude a Board Member from entering into a valid contract or transaction with the Association so long as the contract or transaction complies with the good faith disclosure, voting and fairness requirements of the Texas Business Organizations Code.

This Resolution of the Board of Directors of Mountain Springs Ranch Property Owners Association, Inc. is executed to be effective on the 1st day of October, 2010, at New Braunfels, Comal County, Texas. By signature below, the President and Secretary of the Board of Directors certify the forgoing Resolution of the Board of Directors was validly adopted at the _____, 2010 meeting of the Board of Directors, or by unanimous written consent in lieu of a meeting.

Board of Directors, Mountain Springs Ranch POA

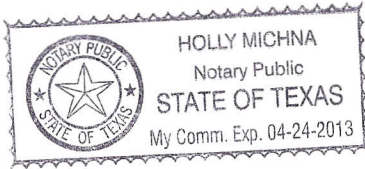
By: Julia Doerle
Julia Doerle, President

By: Mary Lu Zellers
Mary Lu Zellers, Secretary

STATE OF TEXAS §

COUNTY OF COMAL §

This instrument was acknowledged before me on the 6 day of Oct, 2010, by
Julia Doerle, President, and Mary Lu Zellers, Secretary, of MOUNTAIN SPRINGS RANCH
PROPERTY OWNERS ASSOCIATION, INC.




Notary Public, State of Texas

Filed and Recorded
Official Public Records
Joy Streater, County Clerk
Comal County, Texas
10/06/2010 02:07:36 PM
CASHTHREE
201006032939



