

BY-LAWS OF
THE LIBERTY HILL CEMETERY ASSOCIATION OF LIBERTY HILL, TEXAS
OCTOBER 2018

ARTICLE I

Name, Domicile, and Headquarters

Section 1: Name

The name of the association is “The Liberty Hill Cemetery Association of Liberty Hill, Texas”.

Section 2: Domicile

The domicile of the association shall be at the Chapel on The Cemetery Grounds, Liberty Hill, Texas. ***The domicile of the Association shall be at the Association office building located on Brown Bridge Road in Liberty Hill, Texas.***

Section 3: Headquarters

The headquarters of the association shall be at the place of residence of the then acting President.

The headquarters of the Association shall be the Association office building.

ARTICLE II

Purpose

Section 1: Purpose

The Purpose of the association shall be for the establishment, managing, maintaining, improving and operating the Liberty Hill Cemetery, including the selling of lots or parts of lots for burial purposes. It shall be a non-profit association of cemetery lot owners. Same shall be a non-perpetual care cemetery with right to acquire endowment funds through gifts, devises, or otherwise, for perpetual care of any specific lot, or to assist in perpetual care of the entire cemetery as donors may direct. ***It shall be a non-profit association and a non-perpetual care cemetery with right to acquire funds through gifts, devises, or otherwise, for long term care and normal operating expenses***

Section 2: ***Perpetual Long Term*** Care Fund

A trust fund shall be established to be dedicated to the ***perpetual long term*** care of the cemetery as shall be more specifically provided by these by-laws.

ARTICLE III

Membership

Section 1: **Composed of** *Qualifications*

The **association** *Association* shall be composed of all persons who have purchased or acquired (by fee simple title or right of sepulcher), or who shall hereafter purchase or acquire (by fee simple title or right of sepulcher), lots in the Liberty Hill Cemetery. ***(1) all persons who have purchased or acquired (by fee simple title or right of sepulcher), or who shall hereafter purchase or acquire (by fee simple title or right of sepulcher), lots in the Liberty Hill Cemetery and (2) all persons who have a spouse, child, sibling, parent, or grandparent buried in the Liberty Hill Cemetery. Corporate lot owners shall not be entitled to membership.*** Each member shall be entitled to vote in the election of the **association's** *Association* officers, and upon any other matter, to the same extent as stockholders in a corporation. The owner or owners of each burial lot or plot shall be entitled to but one vote, even though there be more than one owner for each lot or plot. ***No person shall be entitled to more than one vote regardless of burial lots or plots owned by that person.***

Section 2: Annual Meetings

The **association** *Association* shall meet annually, which meeting shall be called its regular annual meeting. **Such meeting shall be held on the First Sunday in the Month of June at 9 a.m., upon or adjacent to the cemetery grounds and at the Chapel situated on the main grounds. Such meeting shall be held on a designated Saturday in October of each year beginning at 10:00 am at the Association office building.**

Section 3: Other Meetings

The Board of Directors may call a **general** (delete) meeting of the **association** *Association* members at any time by first publishing a notice thereof for at least thirty (30) days prior to such meeting in some newspaper published in Williamson County, Texas ***or by posting on the Association website for at least thirty (30) days prior to such meeting. Special called meetings of the Board of Directors shall be posted on the Association website 72 hours in advance of the meeting.***

Section 4: Quorum

The members **annually sitting(delete)** at any regular annual meeting of said **association** *Association* or **any regular and legally (delete)** called meeting thereof shall constitute a quorum for the transaction of the association's business, and a majority vote shall prevail, except that a two-thirds vote of all members present and voting shall be required to alter or change the by-laws.

ARTICLE IV

Officers

Section 1: Board of Directors

The **normal (delete)** business of the **association** *Association* shall be in the exclusive management and control of **its (delete)** *the* Board of Directors ***and its designated representatives: including a General Manager. Only members shall be eligible for a Director position..***

Section 2: Election of Board of Directors

One member of The Board of Directors shall be elected annually by the membership of the association at its regular annual meeting. The Board shall consist of eleven (11) Directors and each Director shall serve for seven (7) years after his/her election. If a Director does not complete his/her seven year term, a replacement Director shall be selected by the Board to serve the remainder of that Director's term. A Director shall never be limited as to re-election.

Section 3: Association Officers

The officers of the **association** *Association* shall be: A. President; B. Vice-President; C. Secretary; D. Treasurer.

Section 4: Election of Officers

The Officers of the Association shall be elected by a majority of the Board and shall serve for the length of his/her Director term.

A. President

The President shall call the **regular** annual meeting of the **association** *Association* membership to order, and shall preside over such meeting until such time as the membership may in its pleasure select a chairman for such meeting. The President of the association shall be the **managing** **executive** officer thereof, shall execute all deeds, papers, or other documents required of the **association** *Association* , and shall perform any and all other duties entrusted to him by the Board of Directors.

B. Vice-President

The Vice President shall perform the duties of President during the absence of the President or his inability to act. He shall become President upon the death or resignation of the President.

C. Secretary

The Secretary shall be charged with the duty of keeping the records and minutes of the **association** *Association*, its annual meeting, any called meetings, and meetings of the Board of Directors.

D. Treasurer

The Treasurer shall be the custodian of all monies and things of value belonging to the association **Association**. All monies of the association **Association** which are not in trust, as hereinafter provided, shall be placed in a depository to be named by the Board of Directors. All checks and withdrawals there from shall be signed by the Treasurer and countersigned by the President **All checks and withdrawals therefrom shall be signed and countersigned by two Board appointed signatories.**

Section 5: Vacancies in Office (delete)

In the event of a vacancy in any office, other than that of President (delete), such vacancy shall be filled by an election **majority vote** of The Board of Directors, and any office so filled shall be occupied by such person so elected until the next regular meeting of the association. **and shall be subject to confirmation by a majority vote of the Association membership at the next regular annual meeting.**

ARTICLE V

Fiscal Business and Management

Section 1: Pay of Officers and Directors

All officers and directors of the association **Association** shall serve without salary or expense allowance, save and except as may be authorized by the association at its regular annual meeting **as may be authorized by a unanimous vote of the entire Board of Directors.**

Section 2: Acceptance of Gifts, etc.

The Board of Directors and the Officers of the Association are hereby authorized and empowered to accept gifts of endowment, bequests, and legacies of money, lands, or anything of value to be used in the improvement of said cemetery and the perpetual maintenance of any lot or parcel thereof **in the normal operation and long term care of the cemetery.**

Section 3: Investment of Perpetual **Long Term** Care Funds

Any funds paid or donated to said association as a perpetual care fund shall not be used for any other purpose than to provide, through income only therefrom, the perpetual care stipulated in the instrument for which the fund was created or established, and it shall be the duty of the Board of Directors to appoint a trustee to invest, re-invest, and keep such funds invested in such securities or assets as are or shall hereafter comply with the provisions of the Texas Trust Act, insofar as the same may govern in the investment of trust funds by the trustee thereof. No such investment shall be made without the written approval of either an active officer of the cemetery association, or by a majority of its directors, and no such investment shall be made except at the prevailing market value of the security at the time of the acquisition thereof. **The Board of Directors shall invest long term care funds in a designated financial**

investment account separate and apart from any operating account. Except by a unanimous vote of the entire Board of Directors, only interest from the long term care account may be used for operating expenses or capital improvements

Section 4: Special Care of Cemetery (delete section)

In the event that any property or funds are bequeathed, granted, or given in trust to said association The Board of Directors shall apply the principal, or proceeds, or income therefrom to either or all of the following purposes:

- A. To the improvement or embellishment of such cemetery, or any part thereof, or any part therein;
- B. To the erection, renewal, repair, or preservation of any monuments, fence, building, or structure in such cemetery;
- C. To the planting, cultivation of trees, shrubs, or plants in or around such cemetery, or any part thereof;
- D. For the special care or ornamenting of any burial plot, lot, or building thereof, or any portion thereof in said cemetery, or to any other purpose or use not inconsistent with the purpose for which such cemetery was established or is being maintained;

Section 5: Private Care of Lots, etc. (delete section)

Any person desiring to provide a fund for maintaining and keeping up and beautifying private blocks, lots, or structures in such cemetery may do so by setting aside for such purposes a reasonable sum of money or property and by providing by written instrument which shall recite the terms of the trust for the trustee, which trustee shall be a trust company or a bank with trust powers operating within this State, to handle and invest said sums and property, and spend the proceeds or income therefrom as follows: Not exceeding 75% of the net income or proceeds therefrom shall be devoted to the keeping up and beautifying of the private blocks, lots, or structures designated in the instrument, and the portion of such income or proceeds not expended annually as set out, the amount to be not less than 25% of such income or proceeds as are spent annually, shall be devoted to the general upkeep and beautification of the cemetery in which such blocks, lots, or structures are located.

Section 6 4: Safe-keeping of Funds

It shall be the duty of the Board of Directors and the President to supervise the safe-keeping of all **Association** funds, trust funds, and otherwise, (delete) and to place the Treasurer of the association under such bond of fidelity as to said Board and President may appear wise and prudent. *normal business practice dictates.*

Section 7 5: Auditing of Accounts

The accounts of the Treasurer shall be audited annually, and each and every item thereof shall be verified by an auditing committee appointed by the Board of Directors, such verification to consist of a reconciliation of said Treasurer's accounts with the said depository, bank, or trust

company. *reviewed by a Certified Public Accountant annually, and a report by the Certified Public Accountant shall be presented to the Board not later than the first quarter of the calendar year following the review.*

Section 86: Types of Funds

The funds of the association shall be two (2) in number, namely, Current Maintenance Fund and Trust or Perpetual Care Fund. The two shall never be comingled, nor any part of either fund spent for the purposes of the other. *The funds of the Association shall consist of Operating Funds and Long Term Care Funds.*

Section 9: Supervision of Proceeds of Trust Funds (delete section)

All interest or income from the trust funds shall be spent under the supervision of the Board of Directors in caring for said cemetery and for the specific lots to which each trust fund account is dedicated.

Section 107: Plat of Cemetery

The Board of Directors and Officers shall cause a plat to be made of said cemetery delineating thereon the subdivision theretofore made of said cemetery, showing the blocks, lots, avenues, walks, etc. with the descriptive names and/or numbers, and also the ownership of each lot thereon. Explanation of said map or plat and the ownership thereof may be made by legend. There shall be appended thereto a written certificate of the dedication of the property delineated on said plat or map dedicating the same exclusively to cemetery purposes. The form of such certificate shall be prescribed by The Directors or Officers, and may be subscribed by the President or Vice-President, and Secretary of the Association, or such other person or persons as the Board of Directors. *The Board of Directors shall assure that the General Manager maintains a current plat of the cemetery delineating the blocks, lots, avenues, walks, etc. with the descriptive names and/or numbers, and also the ownership of each lot thereon.*