



**Lakeside Terrace HOA
By-Laws
2024**

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**LAKESIDE TERRACE
HOMEOWNERS ASSOCIATION
A Not-For-Profit Florida Corporation**

**ARTICLE 1
NAME, REGISTERED OFFICE, AND REGISTERED AGENT**

Section I. NAME

The name of this corporation (hereinafter referred to as the "Association") is:
Lakeside Terrace Homeowners Association, Inc.

Section 2. REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this Association and agent at said address is:

**LAKESIDE TERRACE Homeowners Association, Inc.
24 Sunrise Lane
Fruitland Park Florida 34731**

**ARTICLE II
SEAL**

Section I. SEAL

The seal of this Association shall have inscribed on it Lakeside Terrace Homeowners Association, the date of its organization and the words "Corporate Seal, State of Florida" or the words "corporate seal" or their equivalent.

**ARTICLE III
POWERS**

The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association and may do all acts except such acts which by law or by these by-laws may not be delegated to the Board of Directors by the membership. The Board of Directors shall have the power and duty to determine the expenses required for the operation of the Association; establish committees of the Board of Directors and advisory committees of members collect assessments, dues, and fees necessary for the common expenses of the Association; maintain bank accounts; exercise all of the powers specifically set forth in the Articles of Incorporation, these by-laws, and the laws of the state of Florida. The Directors of this Association and the operation of the Association itself shall be governed by the By-Laws. Pursuant to Section 723,075(1), Florida Statutes, (The Florida Mobile Home Act), the Association shall be the representative of all of the Mobile Home Owners in all matters, relating to Chapter 723, Florida Statutes.

ARTICLE IV MEMBERSHIP

Section 1. MEMBERS

All persons owning mobile homes and leasing lots, located in Lakeside Terrace Mobile Home Park, Fruitland Park, Florida shall be eligible for membership in this Association except that any person or spouse of a person related to the park owner including but not limited to past or present employees, agents, shareholders, officers, directors, partners or relatives by blood or marriage shall not be eligible to be nominated for or serve on the Board of Directors. These restrictions may be waived by a majority vote of the Board of Directors.

Section 2. ASSOCIATE MEMBERS

All persons renting a mobile home in the Park shall be eligible for associate memberships. Associate members shall be entitled to all benefits except that associate members shall have no voting rights.

Section 3. MEMBERSHIP-CERTIFICATES

No membership certificates shall be issued by the Association.

Section 4. MEMBERSHIP DUES AND ASSESSMENTS

Members shall pay all dues, fees, and assessments as levied by the Association. Any Member more than 30 days in arrearage 10 days prior to any scheduled meeting is considered not in Good Standing and is ineligible to vote. Failure to make timely payments of Association dues or assessments shall result in loss of all membership rights and privileges.

Section 5. LIFETIME MEMBERSHIP

All members 90 years and older are considered Lifetime Members and no dues will be collected.

ARTICLE V MEETINGS OF MEMBERS

Section 1. PLACE OF MEETINGS

Meetings of the members shall be held at the office of the Association, the park clubhouse, or recreation hall or at any other place within the State of Florida that the Board of Directors or members may from time to time elect.

Section 2. ANNUAL MEETINGS

The first annual meeting of the members shall be held within one year from the date of incorporation of the Association and each subsequent annual meeting of the members shall be held on the second Tuesday of January thereafter, at a time to be designated by the Board of Directors. If the day for the annual meeting of the members is a

legal holiday, the meeting will be held at the noticed hour on the first day following which is not a legal holiday. At the annual meeting, the members shall elect a Board of Directors in accordance with these By-Laws and shall transact other business. If an annual meeting has not been called and held within six months after the time designated for the annual meeting, any member or members may call the meeting.

Section 3. SPECIAL MEETINGS

Special meetings of the members may be called at any time by the President or by the majority of the Board of Directors. Special meetings shall be held if ten (10%) percent of the members sign, date, and deliver one or more written demands for the meeting to the Association's secretary. Said demands must describe the purpose or purposes for which the meeting is to be held.

Section 4. ACTION BY WRITTEN AGREEMENT

The members can act by written agreement of the members without meetings on the condition that the written agreement is agreed to and signed by at least fifty-one (51%) percent of the members and the written agreement is posted in a conspicuous place upon the park property within fourteen (14) days after the date of the written agreement and provided to the Association Secretary. The written agreement shall be filed with the minutes of proceedings of the members.

Section 5. NOTICE OF MEETINGS

Written notice of all special or regular meetings of the members, stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes of the meeting shall be given by the Secretary of the Association, or by the person authorized to call the meeting, to each member of record entitled to vote at the meeting. Unless waived, this notice shall be mailed, hand-delivered, or electronically transmitted to each member at least fourteen (14) days before the date named for the meeting. In addition, the notice of all regular, special and annual meetings shall be posted in a conspicuous place on the park property at least fourteen (14) days prior to the meeting. The notice of the annual meeting shall be as set forth above, except that, unless waived, all notices of annual meetings shall be mailed, hand-delivered, or electronically transmitted to each member at the address appearing on the books of the Association, and shall constitute notice, unless a member waives, in writing, the right to receive such notice. Members may elect, in writing, to receive notices of the annual meeting of members by any of the following methods; hand-delivery, electronic transmission, posting on the Association website, community televised service, or by the inclusion of said notices in the Association newsletter and such elected methods of delivery shall constitute notice.

Section 6. AFFIRMATION OF NOTICE

An officer of the Association shall provide an Affidavit affirming that the notices of the annual meeting were mailed or waived, and posted in a conspicuous place on the park property, in accordance with Section 5 hereof and said affidavit shall be filed in this Association records.

Section 7. WAIVER OF NOTICE

Such written waiver of notice of the annual membership meetings received by the Association, either before or after the meeting, shall be deemed the equivalent of giving notice. Waivers of receipt of the notice of the annual meeting by mail must be filed in the corporate records and maintained therein for the duration of the waiver.

Section 8. VOTING RIGHTS AND REGULATIONS

In any membership meeting, the owners of a mobile home located on a lot in the park shall be entitled to cast only one (1) vote for each mobile home. Voting is limited to Members in Good Standing only. When a mobile home is owned by one (1) person his or her right to vote shall be established by the record title of the mobile home. If a mobile home is owned jointly, i.e. by more than one (1) person or is under lease, the person entitled to cast the vote for the unit shall be designated by a Certificate signed by all of the Record Owners of the mobile home and filed with the Secretary of the Association. In the event, a mobile home is owned by a corporation the person entitled to cast the vote shall be designated by a Certificate signed by the officers of the corporation with the formalities required of a deed and filed with the Secretary of the Association. In the event the mobile home is owned by a trust, and there is more than one trustee(co-trustees), the co-trustees shall present evidence of the trust document to the Association and designate one of the co-trustees as the designated voter for that mobile home. Such Certificate shall be valid until it is revoked or superseded by a subsequent Certificate or until the ownership of the mobile home is changed or recorded. For the purposes of this paragraph a purchaser under a Contract for Sale, shall not be regarded as an owner. The proper filing of a Certificate designating the person entitled to cast the vote of a mobile home is a condition precedent to that person's vote. In the event, such a Certificate is not on file the vote of such owner shall not be considered in determining whether a quorum is present nor for any other purpose, except if the home is owned jointly by a husband and wife or a Trust with co-trustees. If a home is owned jointly by a husband and wife, or Trust with co-trustees, they may, without being required to do so, designate a voting member in the manner provided above. In the event a husband and wife do not designate a voting member, the following provisions shall apply.

A. If both spouses or co-trustees are present at a meeting and are unable to concur in their decision upon any subject requiring their vote, they shall lose the right to vote on that subject at that meeting, provided that their vote shall be considered in determining whether a quorum is present on that subject at the meeting.

B. If only one (1) spouse or co-trustee is present at a meeting, the person present shall be counted for the purposes of a quorum and may cast the vote for the home, just as though he or she owned the home individually or was the sole trustee, and without establishing the concurrence of the absent person.

C. If both spouses or all co-trustees are present at a meeting and concur, either one may cast the vote for the home.

D. Members may vote in person at Membership meetings, or by secret ballot, including absentee ballots.

E. A majority shall constitute any number greater than 50% of the total.

F. The exercise of the right to purchase the Park, as set forth in Chapter 723.071, Florida Statutes, is accomplished by the Association, through its Board of Directors, and a vote of the membership is not required for the Board to exercise its right to enter into an agreement to purchase the Park.

Section 9. PROXIES

A member may not vote by general proxy but may vote by limited proxy substantially conforming to a limited proxy form adopted by the Division. Limited proxies and general proxies may be used to establish a quorum. Limited proxies may be used for votes taken to amend the Articles of Incorporation or By-laws and any other matters for which Chapter 723, Florida Statutes, requires or permits a vote of members, except that no proxy, limited or general, may be used in the election of board members. All proxies shall be in writing and filed with the Secretary of the Association before the appointed time of the meeting in order to be effective. Any proxy given shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings thereof. In no event shall any proxy be valid for a period longer than ninety (90) days after the date of the first meeting for which it was given. Every proxy shall be revocable at any time at the pleasure of the member executing it. No one person may be designated to hold more than five(5) proxies for any purpose.

Section 10. QUORUM

The presence in person or by proxy of 30% of the members entitled to vote shall constitute a quorum at meetings requiring a vote on any business of the corporation except that related to the exercise of the rights provided in Chapter 723.071, Florida Statutes.

A. Decisions shall be made by a majority of members represented at a meeting at which a quorum is present, and the affirmative vote of those members present and entitled to vote shall be the act of the Association. Meetings of members for informational, reporting or discussion purposes may be held without the presence of a quorum. No action or other business requiring the vote of members may be taken without the presence of a quorum.

B. In those instances where there is a quorum present at the beginning of any duly organized meeting, the members present can continue to do business until adjournment even though members have withdrawn from the meeting leaving less than a quorum present.

Section 11. PRIOR NOTICE OF MOTIONS FROM THE FLOOR OR PETITIONS OF MEMBERS

All petitions requiring action by the Board of Directors or the membership and all motions to be made from the floor must be in writing and delivered to the Secretary of the Board of Directors at least five (5) business days (excluding weekends and holidays) prior to the scheduled membership meeting. Failure to comply with this requirement shall result in the motion or petition being postponed for consideration or action until the next scheduled regular or special Membership meeting.

Section 12. CONDUCT

All meetings of the Association and its committees shall be conducted in accordance with Robert's Rules of Order and the By-Laws of the Association. In the event there are questions as to procedure, the presiding officer shall refer the question to the Parliamentarian for a ruling thereon. If no Parliamentarian has been appointed, the presiding officer shall make the ruling. Unless authorized by the President, only members in good standing may address the chair.

Section 13. ORDER OF BUSINESS

The order of business at all annual or special meetings of the members shall be as follows:

- A.** Roll Call
- B.** Proof of notice of meeting or waiver of notice
- C.** Reading of minutes of previous meeting
- D.** Report of officers
- E.** Report of committees
- F.** Election of directors (if election to be held)
- G.** Unfinished business
- H.** New Business
- I.** Adjournment

Section 14. APPROVED MINUTES

Approved minutes of all meetings of members, Board of Directors, and committees, must be in written form and approved by the members, Board of Directors, or committees, as applicable. A vote or abstention from voting on each matter voted upon, for each director present at a Board meeting must be recorded in the minutes. The approved minutes shall be kept in a businesslike manner and shall be available for inspection by members, or their authorized representatives, and board members as set forth herein. The Association shall retain these minutes, within the State of Florida, for a period of not less than seven (7) years.

Section 15. ADJOURNMENTS

Any meeting of members may be adjourned. Notice of the adjourned meeting or the business to be transacted there, other than by announcement at the meeting at which the adjournment is taken shall not be necessary. If, however, after the adjournment the board fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given in compliance with section 5 hereof to each member of record on the new record date entitled to vote at such meeting. At an adjourned meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting originally called.

Section 16. FIXING OF RECORDED DATE

For the purpose of determining members entitled to notice of, or to vote at, any meeting of members, or any adjournment thereof, or in order to make a determination of members for any other purpose, the Board of Directors may fix in advance a date as the record date for any such determination of members, such date, in any case, to be not more than sixty (60) days and, in case of a meeting of members, not less than ten (10) days prior to the date on which the particular action requiring such determination of members is to be taken. If no record date is fixed for the determination of members entitled to notice or to vote at a meeting of members, the date on which notice of the meeting is mailed, shall be the record date for such determination of members. When a determination of members entitled to vote at any meeting of members has been made, as provided herein, such determination shall apply to any adjournment thereof, unless the Board of Directors fixes a new record date for the adjourned meeting.

Section 17. VOTING LISTS

The officer or agent of the Board of Directors having charge of the membership books of the Association shall make, at least ten (10) days before each meeting of members, a complete list of the members entitled to vote at such meeting or any adjournment thereof. Such list shall be kept on file at the registered office of the Association for a period of ten (10) days prior to such meeting, and shall be subject to inspection by any member at any time during usual business hours. Such a list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member at any time during the meeting.

ARTICLE VI

Board of Directors: SELECTION - TERM OF OFFICE AND ELIGIBILITY

Section 1. NUMBER

The business and affairs of the Association shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5) directors, none of whom need to be a resident of the State of Florida, but all of whom must be members in good standing. The initial Board of Directors shall be composed of nine (9) members.

Section 2. ELIGIBILITY REQUIREMENTS

A. To serve on the Board of Directors, an Association Member must be a Homeowner, maintain a current Lease, and reside in the park for a minimum of one hundred and thirty-five (135) days in a calendar year.

B. If a resident's ownership and/or lease cannot be verified by the nominations committee, the nominated candidate may be required to present proof of ownership and a copy of the lease.

C. To serve on Board of Directors. Any person elected or appointed to the Board of Directors after July 1, 2015, must either certify by an affidavit that he or she has read the governing documents, will work to uphold such documents, and discharge his or her fiduciary responsibility, within 90 days after their election or appointment to the board or in lieu thereof, within 90 days after being elected or appointed to the board, the newly elected or appointed director must complete the educational curriculum approved by the division, within one (1) year before or ninety (90) days after the date of the election or appointment, all pursuant to Section 723.0781, Florida Statutes. Failure to comply with such requirements shall result in suspension from the board until compliance with these requirements is completed.

Section 3. TERM OF OFFICE

Those persons named in the Articles of Incorporation as directors shall hold office and comprise the Board of Directors until the first annual meeting of the members, at which meeting an election of directors shall be held and the successors to the original directors chosen by the members. There shall be no restriction on the number of terms for which a director of this Association may be elected. A director shall hold office for a term of three (3) years and shall be elected so that the terms of a bare majority if there is an odd number of directors, or one-half of the directors if there is an even number of directors. Directors shall hold office until their successors have been elected and have qualified.

Section 4. REMOVAL/RECALL

All actions or lack thereof relating to the recall and removal of a Director shall be in accordance with the procedures set forth in Section 723.078(2)(i), Florida Statutes, and in accordance with procedural rules adopted by the Division.

Section 5. RESIGNATION

Any director may resign at any time by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice, or at such later time specified therein. Unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. VACANCIES

Any vacancy on the Board of Directors, for any reason, shall be filled by the affirmative vote of a majority of the members of the Board of Directors. The term of a director, elected or appointed to fill a vacancy, expires at the next annual meeting at which directors are elected.

Section 7. COMPENSATION

No director shall receive compensation for any service he or she may render to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of his or her duties. A director may serve the Association in a capacity other than director and receive compensation for the services rendered in that other capacity.

ARTICLE VII NOMINATION FROM THE FLOOR AND BY COMMITTEE, AND ELECTION OF DIRECTORS

Section 1. NOMINATION

Nomination for election to the Board of Directors shall be made by a Nominating Committee, whose report of nominees shall be made to the Board at the Membership Meeting held at least thirty (30) days prior to the Annual Membership Meeting. All nominations from the floor must be made at a duly noticed membership meeting held at least thirty (30) days before the annual membership meeting, and at the conclusion of said meeting, nominations for election to the Board of Directors shall be closed. No nominations from the floor shall be accepted at the annual meeting. The Nominating Committee shall consist of a chairman, who shall be a member of the Board of Directors, and two or more members of the Association, who are not members of the Board. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such an annual meeting until the close of the next annual meeting and such appointment(s) shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.

Section 2. ELECTION.

Election to the Board of Directors shall be by members voting in person at membership meetings, or by secret written ballot, including absentee ballots unless this method is waived by a majority of the members in attendance at the meeting. Proxies shall in no event be used in electing the Board of Directors, either in general elections, or elections to fill vacancies caused by recall, removal, or resignation. At such an election, the members shall cast one (1) vote per vacancy. The persons receiving a plurality of the votes cast for that office shall be elected. Cumulative voting is not permitted. Written ballots shall be kept by the secretary for a period of (1) year following elections.

ARTICLE VIII MEETINGS OF DIRECTORS AND COMMITTEES

Section I. REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held at least six (6) times each year, at such place, date, and hour as may be fixed from time to time by resolution of the Board. Should such regular meeting dates fall upon a legal holiday, then the meeting shall be held at the same time on the next day which is not a legal holiday. Notice of the date, time, and place of all regular meetings of the Board of Directors shall be posted in conspicuous place upon the park property at least forty-eight (48) hours in advance, except in an emergency.

Section 2. SPECIAL MEETINGS

Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days' notice to each director of the date, time, and place of the meeting. Notice of special meetings shall be posted in a conspicuous place upon the park property at least forty-eight (48) hours in advance, except in an emergency. The notice of special meetings shall contain the purpose or purposes of the meeting. Notice of any meeting, regular or special, in which dues or assessments against members are to be considered for any reason, shall specifically contain a statement that dues or assessments will be considered and the nature of such assessments.

Section 3. EMERGENCY MEETINGS

Emergency meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors. Emergency meetings of the Board of Directors may be held by telephone conference. Any such emergency issue or question shall be determined by the affirmative vote of a majority of the Board which shall then be considered to be the action of the Board. Minutes of any emergency meeting of the Board, whether by telephone conference or otherwise, shall be filed by the Secretary or other designated officer, and the correctness of the minutes shall be certified by a said officer and posted in a conspicuous place upon the park property within fourteen (14) days after the date of the emergency meeting. It is contemplated that emergency meetings, include but not be limited to such subjects as re-designation of the Homeowners Committee, filling vacancies on the Board of Directors of officers of the Association and the conduct of necessary or important business while a majority of the Board of Directors is not present in the State of Florida

Section 4. MEMBER'S RIGHT TO SPEAK

Members shall have the right to speak at meetings of the Board of Directors and its Committees, with reference to all designated agenda items.

Section 5. MEETINGS BY TELECOMMUNICATIONS

A Board or a Committee member's participation in a meeting via telephone, real-time video conferencing, or similar real-time telephonic, electronic, or video communication counts toward a quorum, and such members may vote as if physically present. A speaker shall be used so that the conversation of those Board or Committee speaker shall be used so that the conversation of those Board or Committee members attending by telephone may be heard by the Board or Committee members attending in person, as well as by members present at a meeting. Members of the Board of Directors or Committees may use email as a means of communication but may not cast a vote on an Association matter via email.

Section 6. ACTION BY WRITTEN AGREEMENT

The Board of Directors may act or render decisions by written agreement without meetings on the condition that the written agreement is agreed to and signed by all of the Board of Directors and the written agreement is posted in a conspicuous place upon the park property within fourteen (14) days after the date of the written agreement.

Section 7. OPEN MEETINGS

All regular and special meetings of the Board of Directors and meetings of committees shall be open to all members of the Association. The above requirement does not apply to Board or Committee meetings held for the purpose of discussing personnel matters, or meetings between the Board or Committee and the Association's attorney with respect to proposed potential or pending litigation when the meeting is held for the purpose of seeking or rendering legal advice.

Section 8. QUORUM

A majority of the number of directors shall constitute a quorum for the transaction of business. *(Example: The quorum of a five-member board shall be three (3). The quorum of a seven-member board is four (4). A quorum of a nine-member board is five (5)).* Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board. Directors may not vote by proxy or by secret ballots at Board meetings, except that officers may be elected by the board by Secret Ballot. A director may join in the action of a meeting of the Board by signing the minutes thereof and such signing shall constitute the presence of such director for the purpose of determining a quorum. If at any meetings of the Board there shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any meeting that takes place on account of a previously adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted. In the case of the adjournment of a meeting, no further notice of the adjourned meeting need be given unless otherwise determined by the Board.

Section 9. NOTICE OF DIRECTORS MEETING

Notice of Directors meetings shall be posted in a conspicuous place upon the park property at least forty-eight (48) hours in advance, except for emergency meetings. Notice of any Directors meeting in which dues or assessments against members are to be considered for any reason shall specifically contain a statement that dues or assessments will be considered and the nature of such assessments.

Section 10. TAPING BOARD AND COMMITTEE MEETINGS

Any member may tape record or videotape meetings of the Board of Directors and its Committees. The Board shall adopt reasonable rules governing the tape recording and/or videotaping of the meeting, which rules shall be consistent with rules on this subject that are adopted by the Division.

Section 11. WAIVER OF NOTICE

A director may waive in writing notice of a regular or special meeting of the Board of Directors either before or after the meeting, and his waiver shall be deemed the equivalent of getting noticed. Attendance of a director at any meeting shall constitute waiver of notice of that meeting unless the director attends with the express purpose of objecting to the transaction of business because the meeting has not been lawfully called or convened.

Section 12. APPROVED MINUTES

Approved minutes of all meetings of the Board of Directors must be in written form and approved by the Board of Directors. A vote or abstention from voting on each matter voted upon for each director present at a board meeting must be recorded in the minutes. The approved minutes shall be kept in a businesslike manner and shall be available for inspection by members, or their authorized representatives, and board members at reasonable times. The Association shall retain these approved minutes, within the State of Florida, for a period of not less than seven (7) years.

Section 13. BUDGET

The annual budgets of the Association may be adopted by the members or by the Board of Directors as determined by the resolution of the Board of Directors. If the Board of Directors determines to provide for the adoption of the annual budget, the Board of Directors shall send a meeting notice and copies of the proposed annual budget of income and expenses to the members at least thirty (30) days before the meeting at which the budget will be considered. If the budget is to be adopted by the Board of Directors, the members shall be given written notice of the time and place, as aforesaid, of the meeting of the Board of Directors at which the budget will be considered. This meeting shall be open to all members. If the budget is to be adopted by the members per resolution of the Board of Directors, the Board shall propose a budget to the members at a meeting of the members or in writing, and if the budget or proposed budget is approved by the members at the meeting or by a majority of their whole number in writing, that budget shall be adopted.

Section 14. EXPENDITURES

Officers/Directors shall have a seven hundred fifty dollars (\$750.00) limit to spend without permission of the membership at large once per fiscal year.

Section 15. PARLIAMENTARIAN

The Board may appoint a parliamentarian whose duties shall be prescribed by the Board.

ARTICLE IX OFFICERS

Section 1. ENUMERATION OF OFFICERS

The officers of the Board of Directors and the Association shall be one and the same and shall be a President, a Vice President, Second Vice President, a Secretary, and Treasurer, and such other officers as the Board may determine from time to time by resolution. All officers shall at all times be members of the Board of Directors and no officers may be elected or appointed who are not members of the Board of Directors.

Section 2. ELECTION OF OFFICERS

The election of officers by the Board of Directors shall take place at the first meeting of the Board of Directors which shall immediately follow the adjournment of each annual meeting of the members. No notice is required for this meeting and except for the election of Officers, no business of the Board will be conducted. Attendance and participation at this meeting shall be restricted to Board members only.

Section 3. TERM

The Officers shall be elected annually by the Board of Directors and each shall hold office for one year unless he or she shall sooner resign, or shall be removed or otherwise disqualified to serve.

Section 4. SPECIAL APPOINTMENTS

The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine. Such additionally elected officers shall be chosen from the Board of Directors and shall at all times be members of the Board of Directors.

Section 5. COMMITTEES

The Board may appoint regular and special committees to serve for the purposes designated by the Board and for such terms as determined by the Board.

Section 6. RESIGNATION AND REMOVAL

Any officer may be removed from office with or without cause by a majority vote of the Board. Any officer may resign at any time by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at such later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7. VACANCIES

In the event of death, resignation, or removal of an officer or any vacancy created by reason of adding new offices, the vacancy may be filled by the affirmative vote of a majority of the members of the Board of Directors. The new officer(s) shall hold office until the end of the annual term.

Section 8. MULTIPLE OFFICES

The offices of the President and Secretary may not be held by the same person.

Section 9. DUTIES

The duties of the officers are as follows:

- A. President:** The President shall preside at all meetings of the Board of Directors; see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other written instruments, if determined by resolution of the Board and shall have all of the powers and duties which are usually vested in the office of the President of a corporation. The President may appoint any board member, who is a full-time resident, to sign in his/her absence.
- B. First Vice President:** The First Vice President shall act in the place and stead of the President in the event of his or her absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him or her by the Board of Directors.
- C. Second Vice President:** The Second Vice President shall perform such duties as may be required of them by the board and in the absence of the President and First Vice President those duties incidental to the office of the President
- D. Secretary:** The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and the members; obtain the approval of minutes of the Board and its committees; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board of Directors and the members; keep appropriate current records showing the members of the Association together with their addresses; keep, maintain, and secure the Official Records of the Association within the State of Florida for a period of seven (7) years; and shall perform such other duties as may be required by the Board of Directors.
- E. Treasurer:** The treasurer shall receive and deposit in the appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; if determined by resolution of the Board, shall cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

F. Customary Duties: The officers, in addition to the duties specifically set forth herein, shall perform the duties of those offices customarily performed by officers of corporations.

G. The immediate past President of the Association may become an "ex officio" member of the Board of Directors upon an affirmative vote of a majority of the Board of Directors. As an "ex officio" member, the immediate past President shall have no voting rights, shall act in an advisory position only, and shall not count towards a quorum.

Section 10. COMPENSATION

The officers shall serve without compensation.

ARTICLE X OFFICIAL RECORDS, ACCESS, AND INSPECTION, AND COPYING

Section I. OFFICIAL RECORDS

The Association shall maintain the following items, which shall constitute the Official Records of the Association.

- A.** Articles of Incorporation and amendments thereto.
- B.** By-laws and amendments thereto.
- C.** Written rules or policies, and amendments thereto.
- D.** Approved Minutes.
- E.** Current roster of all members. Their mailing addresses, lot, identifications, and email addresses, if applicable.
- F.** Insurance policies.
- G.** All contracts or agreements
- H.** Financial and Accounting records.
- I.** All other written records of the Association not specifically included in the foregoing, which are related to the operation of the Association.

The Official Records shall be maintained within the State of Florida for at least seven (7) years.

Section 2. ACCESS, INSPECTION, AND COPYING.

The Official Records of the Association must be made available to members for inspection or photocopying within ten (10) business days after receipt of a written request submitted by a member by certified mail, return receipt requested, pursuant to Section 723.079, Florida Statutes, may result in penalties and damages.

Section 3. RECORDS NOT ACCESSIBLE

The following records are not accessible to members, homeowners, or either of their representatives:

- A.** Records protected by lawyer client privilege as described in Sec.90.502, Florida Statutes, and a record protected by work privilege.
- B.** Email addresses, telephone numbers, facsimile numbers, and other personally identifying information.
- C.** Electronic security measures used by the Association.
- D.** The software and operating system used by the Association.

Section 4. RELINQUISHMENT OF RECORDS

A. All outgoing Board or Committee members must relinquish all official records and property of the Association in his or her possession, or under his or her control, to the incoming Board within five (5) days after the election or removal. The above sections are a summary of the specific language and requirements of Section 723.079, Florida Statutes. For specific language, terms, or conditions, refer to the above statute.

B. Relinquishment of said records and property shall affect the transition of officers and in the case of President, Secretary, and Treasurer shall be witnessed by another Board Member.

ARTICLE XI ACCOUNTING RECORDS; FISCAL MANAGEMENT; ASSESSMENTS

Section I. BOOKS AND RECORDS

A. The Association shall keep correct and complete books and records of account including all receipts and expenditures. The books and records of the Association shall be open to inspection by members or their authorized representatives at reasonable times. Such authorization as a representative of a member must be in writing and signed by the person giving the authorization and dated within thirty (30) days of the date of the inspection. Written summaries of the accounting records shall be made available to the members or their authorized representatives. Such records shall include a record of all receipts and expenditures.

B. The Board of Directors shall appoint a committee to audit the Associations Financial Records on an annual basis, which audit shall take place at least thirty (30) days prior to the annual meeting and which audit shall be attended by the Treasurer. The results of said audit shall be reported to the membership at the annual meeting.

Section 2. FISCAL YEAR

In administering the finances of the Association, the following procedures shall govern:

A. The fiscal year shall be the calendar year.

B. Any monies received by the Association in any calendar year may be used by the Association to pay expenses incurred in the same calendar year subject to the provisions for excess revenues set forth in Section 3 of this Article.

C. There shall be apportioned between calendar years on a prorated basis. any expenses which are prepaid in one calendar year for operating expenses which cover more than such calendar year.

D. Items of operating expenses incurred in a calendar year shall be charged against income for the same calendar year regardless of when the bill for such expenses is received.

E. Board of Directors shall have the discretion to allocate the annual dues between reserves i.e. legal funds, for future expenses and current expenses.

F. Legal expenses shall be such items as:

1. Attorney's fees and costs.
2. Litigation expense.
3. Liability insurance premiums; and
4. Expenses, including but not limited to those associated with statutory requirements, or actions involving disputes with the management of the park.

Section 3. ASSESSMENTS

Assessments for operating expenses and such other assessments as the Board of Directors may determine by resolution shall be payable as determined by the Board of Directors. Each member is obligated to pay the Association annual and special assessments as determined by the Board of Directors. Assessments shall be made against members not less frequently than quarterly, in amounts no less than are required to provide funds in advance for all the anticipated current operating expenses and for all of the unpaid operating expenses previously incurred. Notwithstanding the foregoing, the assessments for operating expenses or other expenses and any periodic installments thereof shall be of sufficient magnitude to ensure adequacy and availability of cash to meet all budgeted expenses in any calendar year. In the event that the Board of Directors should anticipate that the Association may end its fiscal year with excess assessments (in cash or taxable income), or should that event in fact occur, then the Board of Directors may vote to apply said excess towards the operating expenditures of the subsequent year.

Section 4. ANTICIPATED REVENUE - DEFICIT

The Board shall not be required to anticipate revenue from assessments or expend funds to pay for operating expenses not budgeted which shall exceed budgeted items and the Board is not required to engage in deficit spending. If there exists any deficiency which results from there being greater operating expenses than income or money from assessments, then such deficit shall be carried into the next succeeding year's budget as a deficiency and shall be the subject of an applicable assessment.

Section 5. DEPOSITORY. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board of Directors in which the monies of the Association shall be deposited. Withdrawal of monies from such account shall be only by checks signed by such persons as are authorized by the Board.

ARTICLE XII FIDUCIARY RELATIONSHIP

The Officers and Directors of the Association shall have a fiduciary relationship to the members.

ARTICLE XIII INDEMNIFICATION

The Association may be empowered to indemnify any officer or director or any former officer or director, by a majority vote of a quorum of directors, or by a majority vote of a quorum of members, who are not parties to such action, suit, or proceeding, in the manner provided in the applicable Chapter of Florida Statutes. If such indemnification is authorized by the directors or members, expenses incurred in defending such civil or criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding, in the manner described in the Florida Statutes upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless he or she is found to be entitled to such indemnification.

**ARTICLE XIV
AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS**

Section 1. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

The Articles of Incorporation or these By-Laws may be amended by a majority vote of the members of this Association, at any duly noticed regular or special meetings. The notice of any meeting at which such amendments are to be considered shall contain a statement that such amendments shall be considered,

Section 2. GOVERNMENTALLY REQUIRED AMENDMENTS

Notwithstanding anything to the contrary in the Articles of Incorporation or Bylaws, if an amendment to the By-laws is required by any action of any Federal, State, or local governmental authority or agency, or any law, ordinance, or rule thereof, the Board of Directors may, by a majority vote, at a duly noticed meeting of the Board, amend the Articles of Incorporation or By-laws at any time without notice to or a vote by the Membership.

Section 3. BI-ANNUAL REVIEW OF BY-LAWS

A. By-Laws Shall be reviewed bi-annually by a committee appointed by the Board of Directors, which may include members of the Board of Directors.

B. The Board of Directors shall present any changes for a vote of the membership. The decision(s) of the members shall be incorporated into the revised By-Laws.

**ARTICLE XV
LOANS**

No loans shall be contracted on behalf of the Association, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

**ARTICLE XVI
ALTERNATIVE DISPUTE RESOLUTION**

A. SUBMISSION TO BINDING ARBITRATION.

Should deadlock, dispute or controversy arise among the members or directors of the Association in regard to matters of management and company policy or matters arising under the provisions of the charter and should the members, by using their legal power and influence as members, be unable to resolve such deadlock, dispute or controversy, the matter shall be submitted by the members to arbitration.

B. DETERMINATION BY BINDING ARBITRATION.

Should the members or directors be unable to agree as to the scope of this provision or the application of this provision to the deadlock, dispute, or controversy at issue, the scope and applicability of this provision shall be determined by the arbitrator.

C. NOTICE.

Notice shall be given by such objecting or dissenting members that such deadlock exists within fifteen (15) days of such deadlock, by certified mail, postage prepaid addressed to the remaining member(s) at the addresses listed on corporate books

D. SELECTION OF ARBITRATOR.

The members shall then select an arbitrator within 60 days of the receipt of such notice of deadlock, upon a unanimous vote of the members entitled to vote. The members shall reserve the right to replace the arbitrator by unanimous vote of the members entitled to vote.

E. INABILITY TO SELECT.

Should the members be unable to select an arbitrator or a successor arbitrator, the deadlock, dispute or controversy shall be resolved in accordance with the Florida Arbitration Code, Chapter 682 of the Florida Statutes? In the event Chapter, 682 of the Florida Statutes is found to be legally inapplicable for any reason whatsoever. The arbitration between the parties may be governed by Section 718.1255 of the Condominium Act, except that the decision of the arbitrator shall be binding.

F. FINAL DECISION.

The decision of the arbitrator shall be final and binding upon all members. The members shall vote as the arbitrator shall direct.

G. ENFORCEMENT.

To enforce these provisions, the arbitrator may obtain an injunction from a court having jurisdiction to direct the members to vote as the arbitrator has determined.

**ARTICLE XVII
INTERESTED DIRECTORS**

Section 1: CONFLICT OF INTEREST

No contract or other transactions between the Association and one or more of its directors, or between the Association and any other corporation, firm, association or other entity in which one or more of its directors are directors or officers, or are financially interested, shall either be void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors, or of a committee thereof, which approves such contract or transaction or that his or their votes are counted for such purposes if:

1. The fact of such common directorship, officership, or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or
2. Such common directorship, officership, or financial interest is disclosed or known to the members entitled to vote thereon, and such contract or transaction is approved by a vote of the members; or
3. The contract or transaction is fair and reasonable as to the Association at the time it is approved by the Board, a committee, or the members.

Section 2: QUORUM

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board or of a committee that approves such contract or transaction.

ARTICLE XVIII PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the association may adopt.

ARTICLE XIX EMERGENCY POWERS

During an emergency defined in subsection (e), unless emergency By-Laws provide otherwise:

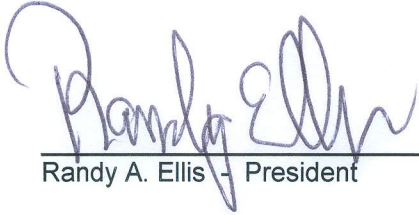
- 1.** Notice of a meeting of the Board of Directors need be given only to those directors whom it is practicable to reach and may be given in any practicable manner, including by publication or electronic media.
- 2.** One or more officers of the Association present at a meeting of the Board of Directors may be deemed to be directors for the meeting, in order of rank and within the same rank in order of seniority, as necessary to achieve a quorum; and the director or directors in attendance at a meeting, or any greater number affixed by the emergency By-Laws, constitute a quorum.
- 3.** Association action taken in good faith during an emergency under this section to further the ordinary affairs of the Association Binds the Association; and may not be used to impose liability on an Association director, officer, employee, or agent.
- 4.** An officer, director, or employee acting in accordance with any emergency By-Laws is only liable for willful misconduct.
- 5.** An emergency exists for purposes of this section if a quorum of the Association directors and/or members cannot readily be assembled because of some catastrophic or emergency event.
- 6.** To the extent not inconsistent with any emergency By-Laws so adopted, the Laws of the Association shall remain in effect during any emergency, and upon the termination of the emergency, the emergency By-Laws will cease to be operative.

ARTICLE XX DISSOLUTION

This Association may be dissolved by the Board of Directors adopting a resolution recommending that the Association be dissolved, and having the membership adopt a resolution to dissolve the Association, which resolution shall be adopted upon receiving at least a majority of the votes which members present at such meeting or represented by proxy are entitled to cast. The Board of Directors shall recommend to the members a plan of distribution of assets, which plan may provide for the sale or disposal of all real property, if the any, tangible personal property and the distribution of all receipts from said sales, together with all funds of the Association, on a prorated basis, directly to all then-current dues-paying members as of ninety (90) days prior to the date of the adoption of the resolution to dissolve the Association. The plan of distribution shall be adopted by at least a majority of the votes which the members present at such meeting or represented by proxy are entitled to cast.

DATED:

I hereby certify that the foregoing is a true and correct copy of the By-Laws
as adopted by the Board of Directors at their meeting held on the 16th day of January 2024.



Randy A. Ellis - President



William C. Johnson - Secretary

