

**LAKWOOD VILLAGE OF PUNTA GORDA HOMEOWNERS ASSOCIATION, INC.
PUNTA GORDA, FLORIDA 33982**

BYLAWS

**ARTICLE I
PURPOSE and MEMBERSHIP**

SECTION 1. Purpose

As stated in the Articles of Incorporation Article III, dated March 7, 1994: "The purpose for which this corporation (Association) is organized is to provide for social and recreational activities for the benefit of its members and this Association shall possibly have the right to request and consider and thereafter purchase the foundation/basic lands and other assets of the mobile home park within which its members reside, if and when the owners of such land should decide to sell same. This corporation (Association) shall further have the right to obtain contributions from its members for the purchase of the lands and other assets of the mobile home park in which they reside, should said lands and assets become available for sale, the right to acquire, hold, or sell or otherwise dispose of real property, to erect, furnish, equip and maintain buildings, to acquire, hold, sell or dispose of personal property, to receive donations, bequests and endowments, to borrow or loan money and to mortgage or encumber its' property, and to bargain any contract". (References: Articles of Incorporation, Article III ~ Florida Statute 723.071, Sale of Mobile Home Parks)

This Association shall also act as liaison between all lessee residents and Park Management. (References: Florida Statute 723.075 1 ~ Association Bylaws Article V, Section 2, Standing Committees.)

SECTION 2. Membership

This Association shall have one class of members only. All Rights and Privileges of each member shall be equal. The Rights and Privileges of members, their liability for Dues and Fees shall be:

A. Rights:

1. All lessee residents may elect to become Consenting members in the Association.
2. Only one vote per Prospectus related to all matters pertaining to issues set forth in Article I, Section 1. Purpose, If a mobile home is owned jointly, the owners of that mobile home shall be counted as one for the purpose of determining the number of votes required for a majority. Only one vote per mobile home shall be counted. Florida Statute 723.078.b(2).

B. Privileges:

1. In keeping with the spirit and intent of Article I, Section 1, Association sponsored, organized or hosted social and/or recreational activities, on or off site, are open to all residents.
2. Guests of all residents may participate in selected social and/or recreational activity(ies).

C. Dues:

1. Each Lessee resident shall pay Annual Dues set by the Board of Directors of the Association and approved by the Membership at a regular or special meeting. Such Annual Dues are to be paid in full by 4:00 pm on the day prior to that years' Annual Meeting. All such Dues are to be credited to the Association General Fund.
2. New lessee prospectus holder(s) who purchase a home in Lakewood Village after September 1 of any year and who wish to join the Association shall pay the current full, non-prorated dues amount. This amount, paid after September 1, will entitle the new lessee prospectus holder(s) to paid membership in the Association thru December 31 of the following year.

D. Fees:

It is understood a per person Event Fee may be assessed for any and/or all social and/or recreational activity(ies). All such fees are specific to help offset the cost of such activity(ies). Any excess event funds are to be credited to the Association General Fund.

**ARTICLE II
OFFICERS and DIRECTORS**

SECTION 1. Officers and Directors

The Board of Directors shall be composed of nine members, all of whom shall serve without compensation. The Board of Directors shall elect a President, Vice President, Secretary and Treasurer who shall perform the duties of those offices customarily performed by officers of corporations, and these officers shall serve without compensation and at the pleasure of the Board of Directors. The Board of Directors may elect and designate other officers and grant them those duties it deems appropriate. FL Statute 723.078 (2)a A HOA member may serve as a Director for two full elected terms but not more than eight consecutive years. The officers and directors of the association have a fiduciary relationship to the members. Florida Statute 723.078 (2)(c) 8a

SECTION 2. Duties of Officers/Directors

Officers and Directors shall perform the following duties:

PRESIDENT:

- A. Shall preside at all duly-called and convened meetings of the Board of Directors and at meetings of the membership of the Association.
- B. Shall appoint an Election Committee Chairperson at least thirty (30) days prior to the January Annual Meeting (See Article IV, Section 4).
- C. Shall appoint two (2) members, none of whom shall be members of the Board of Directors, who shall perform an audit of the financial books and records of the Association for the fiscal year ending December 31. Upon completion of this review, an audit report shall be submitted to the membership at the March Membership meeting, which shall adopt this report as part of the minutes.
- D. May have a voice but not a vote at each Standing Committee meeting.
- E. If absent and unable to preside the Vice President will preside and if the Vice President is absent, the Secretary will preside.

VICE PRESIDENT:

- A. Shall perform duties as may be prescribed by the Board of Directors at a duly-called and convened meeting.
- B. May have a voice but not a vote at each Standing Committee Meeting.
- C. Upon the absence of the President shall preside and discharge all of the above duties of the President during that absence.

SECRETARY:

- A. Shall be responsible for proper and timely notification of all duly-called meetings of the Board of Directors and Membership (see Article VI, Section 11).
- B. Shall keep a record of all proceedings of the Association and keep on file all committee reports. The HOA shall provide the computer and software for the Secretary for the sole purpose of Secretary records.
- C. Shall receive from the Treasurer and keep an official Membership roll and call the roll if required.
- D. Shall make minutes and records available to the members on request at a reasonable time and place.
- E. Shall, in the absence of the President and Vice President, call the meeting to order and preside.
- F. Shall maintain books and records of the Association, including minutes, of all meetings of the Board of Directors and the Membership, quarterly financial reports and all Association correspondence.
- G. Shall cause the Corporate Seal of the Association to be affixed to all documents generated by the Association. (Bylaws and Standing Procedures and Rules issued to each lessee shall have the Association Corporate Seal affixed.)
- H. Shall store the books and records in a secure and locked place in the Clubhouse of Lakewood Village. The Secretary, Treasurer and the Assistant Treasurer have the responsibility for these materials, and shall have keys or combination.
- I. Shall cause the books and records to be retained for not less than seven (7) years. (The first year 1993/1994 books and records are packaged to be kept as the History of Lakewood Village.)
- J. Upon request, the Secretary shall electronically transmit the most recently approved Board minutes and/or Treasurer's report to a current Association member(s). Florida Statute 723.076 (1).
- K. Shall provide Association members with meeting agendas by email when possible for Membership or Annual Meetings.
- L. Shall post meeting agendas no later than 24 hours prior to a membership or annual meeting on both the clubhouse bulletin board and on the association website. Agendas may be transmitted electronically to current association members upon request.

TREASURER:

- A. Shall have charge of and the responsibility for all funds, receipts and disbursements of the Association and shall maintain records of same. The HOA shall provide the computer and accounting software to the Treasurer for the sole purpose of the Treasurers records.
- B. Shall deposit, or cause to be deposited in the name of the Association, all money or other valuable effects in such banks or other depositories, which have been selected by the Board of Directors, and shall maintain records of same.

- C. Shall prepare a proposed balanced Annual Budget pursuant to Article I, Section 1. for the coming fiscal year. This proposed annual budget shall be posted on the Clubhouse bulletin board for review by the Membership at least thirty days prior to the January Annual Meeting. Additionally, not less than 30 days prior to the annual meeting, each member of the Association shall be provided a copy of the annual budget or a written notice that a copy of the budget is available upon request at no charge to the member. At that January Annual Meeting, the proposed budget shall be considered (and/or amended), voted upon and approved. This approval requires expenditures of the Association to remain within the confines of that budget.
- D. Shall prepare and present at the January Annual Meeting a full and correct statement(s) of the financial affairs of the Association, including, but not limited to: a Balance Sheet and Financial Statement covering operations for the preceding fiscal year. Each member shall be provided with a copy of the annual financial report or provided written notice that a copy of the financial report is available upon request at no charge to the member within 10 days thereafter.
- E. Shall maintain a list of current Members. A copy shall be made available to the Secretary.
- F. Shall maintain a comprehensive and accurate inventory of all property owned by the Association.
- G. Shall open financial records to the Audit Committee for the annual review of the Association's records. (Monthly financial records are available to Association Members upon request.) At the end of the fiscal year the records and books shall be placed in a secured and locked place in the Clubhouse of Lakewood Village.
- H. May have an assistant who, in the absence of the Treasurer will receive monies, maintain a receipt book and make necessary and timely bank deposits. The Assistant Treasurer does not have signing authority. If not a Board Member the assistant does not have voting rights.
- I. Shall cause the financial books and records of the Association to be retained for a period of not less than seven (7) years with the exception of the 1993/1994 records which are bound together as a History of Lakewood Village. (Reference: Secretary, Item I.)

MEMBERS OF THE BOARD OF DIRECTORS

- A. Shall represent the membership on the Board of Directors, and shall attend all duly-called and convened meetings of the Board of Directors and of the membership of the Association unless good cause prevents.
- B. Each Director shall serve on at least one (1) Standing committee and will have a voice but no vote on that committee. No Standing Committee shall have more than one (1) Director as a member.

SECTION 3: Terms of Office/Term Limits/Elections

Terms of Office shall be as follows: President, Vice President, Secretary and Treasurer shall be elected by the Board of Directors at the Transition Meeting held following the Annual Meeting of the Association. Members of the Board of Directors shall serve a term of three (3) years. A member may serve two (2) elected terms but not more than a total of eight (8) consecutive years.

SECTION 4: Recall of Board Members

Any officer or member of the Board of Directors may be recalled and removed from office with cause by the vote of, or agreement in writing by, a majority of all members. A special meeting of the members to recall an officer or a member or members of the Board of Directors may be called by ten (10) percent of the members giving notice of the meeting as required for meeting of members, said notice shall state the purpose of the meeting. Electronic transmission may not be used as a method of giving notice of a meeting called in whole or in part for this purpose. All recall proceedings will be held in accordance with and as detailed in Florida Statute 723.078 (2)(i).

SECTION 5: Vacancy

When an Officer or Director is unable or unwilling to continue serving, he/she shall promptly submit written notice of resignation to the board of directors. A vacancy shall be filled with a previous Board Member who completed training as required by ARTICLE II, Section 6: Training. If no previous Board member is able to complete the term vacated, a member of the Lakewood Village HOA who has completed the required training per ARTICLE II, Section 6 may be considered. In this instance, the selected Board member shall serve until the next election. A vacancy occurring on the Board of Directors may be filled by the affirmative vote of the majority of remaining directors, even though the remaining directors constitute less than a quorum, in accordance with Florida Statute 723.078 (2) c 5. The term of a director elected or appointed to fill a vacancy expires at the next annual meeting at which directors are elected. A directorship to be filled by reason of an increase in the number of directors

may be filled by the board of directors, but only for the term of office continuing until the next election of directors by the members. Florida Statute 723.078 (2) c 6.

SECTION 6: Training

Within 90 days after being elected or appointed to the board, a newly elected or appointed director shall certify by affidavit in writing to the secretary of the association that:

- A. He or she has read the associations current articles of incorporation, bylaws, and the mobile home park's prospectus, rental agreement, rules, regulations, and written policies;
- B. That he or she will work to uphold such documents and policies to the best of his or her ability; and
- C. That he or she will faithfully discharge his or her fiduciary responsibility to the association's members.

In lieu of written certification, within 90 days after being elected or appointed to the board, the newly elected or appointed director may submit a certificate of having satisfactorily completed the educational curriculum approved by the Department of Business and Professional Regulation of the State of Florida within one year before or 90 days after the date of election or appointment which certificate remains valid and does not have to be resubmitted as long as the director serves on the board without interruption. A director who fails to timely file the written certification or educational certificate is suspended from service on the board until he or she complies with this section. Florida Statute 723.0781.

**ARTICLE III
BOARD of DIRECTORS**

SECTION 1. Authority

Pursuant to Article I, Section 1. Purpose, the business affairs of the Association shall be managed by its' Board of Directors according to these Bylaws. The Board may, upon approval of a majority of board members, recommend to the membership approval or disapproval of specific business or committee affairs that are not otherwise addressed in these Bylaws.

In the event of an extraordinary or emergency situation or condition, and when it is not practical or possible to call for a special meeting of the Membership, the Board of Directors may, upon approval of a majority of its members, take what action(s) or expenditure(s) deemed necessary to resolve any such situation or condition.

SECTION 2. Members

The Board of Directors shall consist of the duly elected Directors, as defined above in Article II, Section 1.

SECTION 3. Meeting Frequency

The Board of Directors shall convene at least once monthly, with no less than forty-eight (48) hours' notice of such meeting posted on the bulletin Board of the Lakewood Village Clubhouse except in an emergency. Meetings of the Board of Directors shall be open to all members Florida Statute 723.078 ¶2 (c).

SECTION 4. Standing Committee Chairs

The Board of Directors shall appoint Chairpersons of Standing Committees at a duly called and convened meeting.

SECTION 5. Additional Committees

The Board of Directors may appoint additional committees and chairpersons as deemed appropriate.

SECTION 6. Interim Officers and/or Directors

The Board of Directors shall appoint interim officers and/or directors when necessary. (Reference: Article II, Section 5, Vacancy)

**ARTICLE IV
ELECTIONS**

SECTION 1. Nominating Committee

At least ninety (90) days prior to the January Annual Meeting, the President shall select a Chairperson for the Nominating Committee. The Committee shall consist of the Chairperson, one (1) Director, and three (3) other members selected by the Chairperson.

SECTION 2. Slate of Candidates

The Nominating Committee shall submit to the Board of Directors, at least sixty (60) days prior to the January Annual Meeting, a slate of at least one (1) candidate for each vacant office. This slate of candidates shall be posted on the Bulletin Board of the Clubhouse for a period of sixty (60) days prior to the January Annual Meeting. The Nominating Committee shall have contacted all persons who may be interested in being nominated to serve as Directors. The purpose of this contact is to assure the membership that all nominees are willing to serve in the position for which they may be nominated.

SECTION 3. Floor Nominations

Nominations may be made by association members from the floor at the November Membership Meeting or December Board of Directors meeting. Any person nominated from the floor must have expressed a willingness to be nominated and to serve if elected. There shall be no limit to the number of candidates nominated from the floor.

SECTION 4. Election Committee

At least thirty (30) days prior to the January Annual Meeting, at which an election shall occur, the President shall appoint an Election Committee Chairperson. The Chairperson shall select not less than two (2) additional members to serve on the Election Committee. The Election Committee shall convene until candidates for all vacancies have been filled.

If a person on the Election Committee is nominated and accepts that nomination, that person shall immediately be replaced on the Election Committee.

The Committee shall prepare a sufficient number of ballots and appoint a sufficient number of tellers. The Chairperson of the Election Committee shall preside over the election process during the Annual Meeting.

SECTION 5. Ballots

The Secretary shall provide the Chairperson of the Election Committee with a list of association members. Ballots shall be issued to eligible voters and a record shall be maintained of all members receiving ballots.

Ballots will contain names of all persons who have agreed to be candidates.

SECTION 6. Multiple Candidates

In the case of multiple candidates for any Board of Director's position, a majority of the votes cast shall elect. Upon tabulation and verification, the names and vote count of the elected candidates will be reported to the membership.

Challenges to any election shall be made in writing to the Election Committee Chairperson within twenty-four (24) hours following said election. Any such unresolved challenge shall be forwarded to the Board for resolution.

The Secretary shall hold all records of the vote. Such records shall be destroyed ten (10) days after each election.

SECTION 7. Transition Periods

Within ten (10) days after the election of the Board of Directors the new Board shall meet with the outgoing Board Members, to facilitate a smooth transition.

SECTION 8. Management Notification of Officers/Directors

- A. Following the annual meeting and/or an election and subsequent transition meeting, or any time a new President is elected or a new Registered Agent is named, and prior to any subsequent Board meeting, the Secretary shall notify Management in writing by certified mail, return receipt requested, of any change of the name and address of the Association President, the names and addresses of all of the officers, names and addresses of all the directors, and name and address of the Registered Agent of the Association. Florida Statute 723.076(1).
- B. In those years having no Board/Officer/Registered Agent changes, the Secretary shall notify Management in writing of the names and address of all of the officers and all the directors, including the name and address of the current President and Registered Agent of the Association. The secretary shall provide this notification by hand-delivery to the Management office, requesting a signed receipt as proof of notification.

ARTICLE V COMMITTEES

SECTION 1. Committees

There shall be Standing and Special Committees. Each Standing Committee shall have:

- A. A Board of Directors representative having a voice but no vote
- B. A Chairperson appointed to serve at the pleasure of the Board
- C. No less than three (3) additional members of the Association.
- D. Except for the Nominating Committee, any other Special Committee shall have as many members as the Board of Directors deems necessary to carry out the assignment given.

SECTION 2. Standing Committees

Chairpersons of all Standing Committees shall report to the Board of Directors at its monthly meeting.

Activities: Shall organize and oversee Association social and/or recreational activities. It is acknowledged and accepted a variety of ongoing social and/or recreational activities (such as card games, bingo, bocce ball, golf, potluck dinners, shuffle board, tennis, etc.) occur on an ad hoc basis. Such activities may choose to appoint a Chairperson/coordinator.

It is also understood and accepted that from time-to-time private party events open to all residents or by invitation only may be scheduled, organized and hosted by a Lessee(s). All such private party events shall first have the event date(s) and function approved by the person keeping the calendar.

It is recognized that from time-to-time the Association Board (through an established or named committee) may schedule, organize and/or host an event(s) to provide funding pursuant to Article I, Section 1. Purpose.

Building: Shall be responsible for set up for membership meetings: Shall periodically inspect furnishings belonging to the Association.

Bylaws: Shall review the appropriateness of the Bylaws and Standing Rules and Procedures for the needs of the Association at any given time, but no less than once yearly. (See Article VIII, Section 1). Pursuant to Article I, Section 1, amendments and/or revisions proposed shall be deemed most beneficial to the membership.

Communication: The Communication Committee shall encompass Hospitality, Newsletter and Web-site activities. Separate Chairpersons may be appointed to oversee each of these activities. The HOA shall provide a computer and software for the Webmaster to be used solely to maintain the website.

Liaison: Shall regularly communicate with the Board of Directors on matters of interest and/or concern to lessee residents. A member of the Board of Directors (or a subcommittee of members of the Board), plus representatives of the Liaison Committee, will regularly meet with Park Management in an attempt to resolve lessee concerns and will make reports at all monthly scheduled meetings of the Board of Directors and at all Membership meetings.

Safety: Shall regularly review the condition of the common grounds with respect to the safety and welfare of the residents, and consider and organize efforts to improve these as needed. The Committee shall work in concert with any established Lakewood Village Neighborhood Watch Committee.

Rent: Rent Committee shall reference Florida Statutes 723. 037 (4) (a)

SECTION 3. Special Committees

Special Committees: Audit Committee (Reference Article II, Section 2, President ¶3.)
Election Committee (Reference Article IV, Section 4.)
Nominating Committee (Reference Article IV, Section 1.)

Special Committees (defined as one appointed for a specific purpose) cease to exist as soon as the Committees' final report is given. (Reference: RONR (11th edition), P 502 26-29.

ARTICLE VI MEETINGS

SECTION 1. Place of Meetings

All Membership and Board of Director's meetings, Committees, etc., shall be held at the Lakewood Village Clubhouse. (Committee meetings may be held at mutually agreeable sites.) At such time that the membership exceeds the Clubhouse capacity allowed by local fire and safety regulations, meetings may be held at a location away from, but within a reasonable distance of Lakewood Village.

SECTION 2. Openness of Meetings

All meetings of members, Board of Directors, Committees, etc. shall be open to all Association Members.

SECTION 3. Majority

For the purpose of these Bylaws, majority is defined as 40% plus one (1), unless otherwise required by Florida Law.

SECTION 4. Quorum

A majority of the voting members shall constitute a quorum for all membership and all Board of Directors Meetings. Decisions shall be made by a majority of members represented at a meeting at which a quorum is present. Florida Statute 723.078 2 (b). No vote shall be taken on any matters when a quorum is not present (with the exception of voting for the Board of Directors as per 723.078 (2)(b) 2.b) and when a larger quorum is required by Florida Statute or by these Bylaws. In the absence of a quorum (in person or by proxy as applies to annual and special meetings), the President shall convene the meeting, announce the absence of the quorum by number, and proceed with information only, prior to adjournment of the meeting.

A Quorum is not needed for the election of the Board of Directors. Elections shall be decided by the plurality of the ballots cast. There is no quorum requirement: however, at least 20 percent of the eligible voters must cast a ballot in order to have a valid election. Section 723.078 (2)(b)2a.-b.

SECTION 5. Votes Required /Proxies/ Absentee Ballots

A member will receive a voting device. Votes shall be tabulated according to procedures set forth in the latest edition of Robert's Rules of Order [RONR (11th ed.), P 411 23-33.

A majority of the votes cast at any duly called and convened meeting of the members shall be sufficient to take or authorize action upon any matter which may properly come before the meeting, unless otherwise required by Florida Statute or Robert's Rules of Order, newly revised edition.

Proxies. A member may not vote by general proxy but may vote by limited proxies substantially conforming to a limited proxy form adopted by the division. Limited 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 bylaws pursuant to Statute 723.078 (2) (b) 2, and any other matters for which Statute 723 requires or permits a vote of members, except that no proxy, limited or general, may be used in the election of board members. Notwithstanding the provisions of Statute 723, members may vote in person at member meetings.

Any proxy given shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings thereof. No proxy shall be valid for a period longer than ninety (90) days from the date of the first meeting for which it was given. Such proxies shall be assigned only to members of the Association. Every proxy shall be revocable at any time at the pleasure of the member executing it.

In order to determine the will of the member executing the proxy, proxies will contain the following language:

- A. Vote as directed by Member;
- B. Vote as cast by Proxy Holder; or
- C. No vote.

SECTION 6. Election for Board of Directors / Ballots

Elections shall be decided by the plurality of the ballots cast. There is no Quorum requirement: however, at least 20 percent of the eligible voters must cast a ballot in order to have a valid election. A member may not allow any other person to cast his or her ballot, and any ballot improperly cast is invalid. 723.078(2)(b)2.c.

Ballots. At all meetings, a duly-qualified member may vote in person or by absentee ballot which is executed in writing on a pre-printed form provided by the Secretary. Ballots will contain the name(s) of all candidates in alphabetical order who have been contacted by the Nominating Committee and who have agreed to serve, and also the names of those persons who were nominated and who accepted nominations from the floor made at a duly noticed meeting of the members held at least 30 days before the annual meeting. A member is not required to vote. If a ballot contains more votes than vacancies it becomes an invalid ballot, but fewer votes than vacancy may be considered as a valid ballot. Florida Statute 723.078 (2) (b) 2 a-c

An absentee ballot shall be filed with the Secretary of the Association by 4:00 p.m. on the day prior to the date of the meeting. To keep the absentee ballot secret a 3 envelope system will be implemented.

Regarding a tie. If there is a 2-or-3 way tie on vote tabulation of multiple candidates then there will be a revote for the two/three candidates that had equal votes. Having the 2/3 candidates only on the ballot, if there is still a tie on multiple candidates then a coin flip will decide the tie 723.078 (2)(b) 2 a-c

SECTION 7. Annual Meeting

Annual meetings shall convene at 7:00 pm on the fourth Tuesday of January in each calendar year or at a date and time at the discretion of the Board. Election of members of the Board of Directors shall be held at the January Annual Meeting.

SECTION 8. Additional Meetings

Membership meetings shall convene at 7:00 pm or at a later time at the discretion of the Board on the fourth Tuesday of March and the third Tuesday of November, or at a date and time at the discretion of the Board.

SECTION 9. Special Meetings

Special meetings of the Membership may be called by the President or a majority of the Board of Directors and/or by written request of at least ten (10) percent of the Membership. A special meeting of the Membership for the purpose of recall and removal from office shall be in accordance with Article II, Section 4.

SECTION 10. Board of Directors Meetings (see Article III, Section 3)

The Board of Directors of the Association shall meet at least monthly. Special meetings of the Board of Directors may be called by the President, majority of the Board of Directors and/or by written request of at least ten (10) percent of the Membership. Notice of the Board of directors Meetings shall be posted on the Clubhouse Bulletin Board no less than forty-eight (48) hours prior to the meeting.

SECTION 11. Notice of Meetings

At least fourteen (14) days' written notice will be provided to each member in advance of a Membership meeting. Such notification shall include minutes of the most recent Membership meeting and proxy form(s). Such notice shall also be posted on the bulletin board in the Lakewood Village Clubhouse at least fourteen (14) days prior to a Membership meeting.

Member(s) shall have the right to direct in writing how he/she wishes to receive notification of meetings, reports, budgets, agendas, annual reports, etc. Choices shall include:

- A. Electronically to the member provided email address;
- B. Placed in the member's Clubhouse inside personal mailbox providing member does not have an email address;
- C. In writing delivered by US mail if not currently residing at Lakewood Village and/or does not have an email address.

Unless directed, notice of the meetings, reports, budgets, agendas, annual reports, etc., shall be sent by U.S. mail or electronically transmitted to each member and shall constitute notice. An officer of the Association shall provide an affidavit affirming that the notices were mailed, or emailed in accordance with the provisions of statute to each member at the address last furnished to the Association. Florida Statute Chapter 723.078 (2) (c) 11 d.

**ARTICLE VII
PARLIAMENTARY AUTHORITY**

SECTION 1. Parliamentary Authority

Directors and Officers shall perform the duties as prescribed by these Bylaws and by the adopted parliamentary authority (Robert's Rules of Order, most recent revision). The rules contained in Robert's Rules of Order, most recent revision, shall govern the conduct of the meetings of the Association in all cases except as are covered by these Bylaws. In all cases Florida Statutes shall apply.

The Board may seek out and appoint a Parliamentarian to serve at the Board's pleasure as an ex-officio member of the Board. With reference to the most recent edition of Robert's Rules of Order, the Parliamentarian shall be the final authority on all parliamentary issues that may arise at Membership meetings.

**ARTICLE VIII
BYLAWS/ STANDING RULES**

SECTION 1. Definition

The Bylaws shall govern all members, Officers and Directors of the Association, and shall not be in conflict with any applicable Florida Statute. Notwithstanding any other provisions of these bylaws, if an amendment to the articles of incorporation or the bylaws 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 majority vote of the board, at a duly noticed meeting of the board, amend the articles of incorporation or bylaws without a vote of the membership. Florida Statute 723.078 (2) (h) 1-2. All non-governmental changes to the bylaws or articles of incorporation will be brought to the membership for vote.

SECTION 2. Amendment of Bylaws

The Bylaws may be revised, altered, amended or added to, at any duly called and convened meeting of the Members by a majority vote of eligible voters. (See Article I, Section 2. Membership, A. Rights). This vote may occur only if:

- A. The proposed amendment(s) or addition(s) shall have been placed into the minutes of the previous duly called and convened meeting, and
- B. The proposed amendment or addition shall have been posted on the bulletin board of the Lakewood Village Clubhouse along with the notice of the current meeting.

SECTION 3. Adoption / Amendment / Rescission of Standing Rules

Standing Rules, defined as a rule related to the details of administration of a society may be proposed by any member of the Association, the Board of Directors, and/or the Bylaws Committee and presented to the membership at any membership meeting.

- A. A standing rule may be adopted in accordance with Roberts Rules of Order, Newly Revised, Edition:
- B. A standing rule can be adopted by a majority vote without previous notice, provided that it does not conflict with or amend any existing rule or act of the society.
- C. A standing rule remains in effect until rescinded or amended by a majority vote. [RONR (11th edition) P 18,15].

**ARTICLE IX
GENERAL**

SECTION 1. Checks, Drafts, etc.

All checks, drafts or other order for the payment of money, notes or other indebtedness (issued in the name of the Association) of \$1,000.00 shall be signed by any two (2) of the Officers pre-authorized by the Board of Directors to sign checks on the bank account signature card.

SECTION 2. Limitation on Expenditures

- A. Pursuant to Article I, Section 1, any total financial expense or commitment exceeding \$250.00 must be approved by the Board of Directors. Any total financial expense or commitment exceeding \$1,000.00 must be approved by the Association Membership at a duly convened meeting.
- B. A \$3,000 Contingency Fund shall be maintained for emergency purposes. (See Article III, Section 1).

SECTION 3. Indemnification

To the extent permitted by law, the Association shall indemnify and hold harmless each Officer and Director of the Association from any liability, loss, claim, action or suit. This indemnification shall include, but is not limited

to, attorneys' fees and cost arising from or by virtue of such action, except as results from: (1) willful or gross malfeasance, and (2) taking or failure to take any action relative to their service as an Officer and/or Director.

**ARTICLE X
ACQUISITION**

SECTION 1. Residential Acquisition Team

A Residential Acquisition Team was established in 2003 to establish procedures for responding to any formal notice with respect to a sale of Lakewood Village. The team investigated the following issues: legalities, financing, identification of spokesperson and other pertinent issues. The Team's report was forwarded to the Board of Directors, which placed the report on file as of August, 2003 to be utilized as needed.

Bylaws Reviewed/Revised:

Original:	1994
Revision I:	December 7, 1998
Revision II:	November 13, 2001
Revision III:	July 8, 2003
Revision IV:	November 8, 2005
Revision V:	January 12, 2010
Reviewed:	February 19, 2010
Reviewed:	March 8, 2011
Reviewed:	January 8, 2013
Revision VI:	April 10, 2013
Revision VII:	January 26, 2016
Revision VIII:	March 28, 2017
Reviewed:	March 27, 2018
Reviewed:	March 25, 2019
Reviewed:	November 18, 2019
Reviewed:	December 19, 2019
Revision IX:	March 18, 2020
Approved	November 16, 2021
Reviewed:	March 11, 2022
Revised:	March 14, 2022
Approved:	March 11, 2022
Approved	March 29, 2022