

HOLIDAY ESTATES, THIRD ADDITION
HOMEOWNERS ASSOCIATION, INC. BYLAWS

Approved April 17, 2019

| | |
|--|--------|
| ARTICLE I - Name and Objectives | page 1 |
| Section 1 - Name | page 1 |
| Section 2 - Objectives | page 1 |
| ARTICLE II - Membership | page 1 |
| Section 1 - Members | page 1 |
| Section 2 - Dues | page 1 |
| Section 3 - Term | page 2 |
| Section 4 - Privileges | page 2 |
| Section 5 - Voting | page 2 |
| Section 6 - Membership List | page 2 |
| Section 7 - Termination of Privileges | page 2 |
| ARTICLE III - Executive Board and Responsibilities | page 2 |
| Section 1 - Executive Board | page 2 |
| Section 2 - Officers | page 3 |
| Section 3 - Directors | page 3 |
| Section 4 - Elections | page 3 |
| Section 5 - Meetings of the Executive Board..... | page 4 |
| Section 6 - Termination | page 4 |
| Section 7 - Vacancies | page 5 |
| Section 8 - Insurance | page 5 |
| ARTICLE IV - Duties of the Executive Board | page 5 |
| Section 1 - President | page 5 |
| Section 2 - Vice-President..... | page 5 |
| Section 3 - Secretary | page 5 |
| Section 4 - Treasurer..... | page 5 |
| ARTICLE V - Amendment to Bylaws | page 6 |
| Section 1 - Amendments | page 6 |
| ARTICLE VI - Association Meetings | page 6 |
| Section 1 - Meetings | page 6 |
| Section 2 - Types of Meetings | page 6 |
| Section 3 - Regular Meetings..... | page 6 |
| Section 4 - Special Meetings..... | page 7 |
| Section 5 - Annual Meeting | page 7 |
| Section 6 - Quorum..... | page 7 |
| Section 7 - Procedure..... | page 7 |
| ARTICLE VII- Committees | page 7 |
| Section 1- Committee Chairpersons | page 7 |
| ARTICLE VIII - Controversial Subjects | page 7 |
| ARTICLE IX - Corporation Seal | page 7 |

**HOLIDAY ESTATES, THIRD ADDITION
HOMEOWNERS ASSOCIATION, INC. BYLAWS**

ARTICLE I - Name and Objectives

Section 1 - Name

- a. The official name of the organization shall be HOLIDAY ESTATES, THIRD ADDITION, HOMEOWNERS ASSOCIATION, INC. hereafter referred to as the "Association."
- b. This organization shall be a not for profit organization.

Section 2 - Objectives

- a. To promote safety, general welfare, civic responsibility and the social well-being of those owning real estate in the Holiday Estates III community, more particularly described in the Declaration of Restrictions recorded in Official Records Book 1888, Page 714, ("Holiday Estates III") as amended from time to time.
- b. To encourage friendly relations among its members.
- c. To address matters of common interest or concern to owners of property in Holiday Estates III.

ARTICLE II - Membership

Section 1 - Members

- a. Membership shall be limited to those persons who are property owners in Holiday Estates III.
- b. The owner or owners of each property, who joins the Association, shall be entitled to one vote for each property with a paid membership in good standing.
- c. Only one person per property within Holiday Estates III is entitled to vote, including without limitation if a property is owned by multiple owners. In such event, the property owners shall designate the person entitled to vote and so inform the Association. In the event that the property owners do not designate the person entitled to vote, the Association may, at its sole option, decline to consider the votes of the property owners until such time as they designate one person entitled to vote.
- d. Only members in good standing have the right to hold office or vote at a meeting.
- e. Under no circumstances may a membership be transferred to a person not owning property in Holiday Estates III.

Section 2 - Dues

- a. Dues for each year are to be paid in advance by December 31st of the prior calendar year.
- b. The Association shall endeavor to send notification that Association dues are to be paid by December 31st electronically and to post notification on the Association bulletin board at the clubhouse at least 30 days in advance; provided that failure to do so shall not constitute a waiver of the right to collect dues from members.
- c. New property owners become members of the Association by paying the current year's dues and complying with other reasonable requirements of membership. Those new members joining after October 1st will be considered paid through the end of the following calendar year.
- d. Each year, the Executive Board shall establish the amount of dues at least 30 days prior to the end of the current year. This vote shall be ratified by members at a Regular Meeting.

Section 3 – Term

Membership shall be from January 1st to December 31st.

Section 4 – Privileges

Members of the Association may:

- a. run for election to hold a position on the Association Executive Board.
- b. vote in the election of the Association Executive Board.
- c. vote and participate in the decision-making process in which the business of the Association is conducted through Regular, Annual and Special membership meetings.
- d. serve on committees of the Association if so appointed by the Executive Board.
- e. submit action proposals to the Executive Board.

Section 5 - Voting

Any person who owns more than one property shall be entitled to a membership and vote for each property owned, provided they are in good standing and dues are paid for each property. Failure to pay dues for any of the multiple properties owned will result in the owner not having a vote and the rights of membership with regard to that property.

Section 6 - Membership List

A list of members in good standing shall be kept by the treasurer for the purpose of accomplishing the objectives in Article I Section 2.

Section 7 - Termination of Privileges

Upon a two-thirds vote of the Executive Board, all privileges of membership in the Association may be terminated if a member fails to abide by the Bylaws and Deed Restrictions of the Association.

ARTICLE III - Executive Board and Responsibilities

Section 1 - Executive Board

- a. Shall consist of four Officers and three Directors, all of whom shall be members in good standing at the time of election and during the term of service.
- b. All Officers and Directors must reside in Holiday Estates III six months or more of the calendar year in which they hold office.
- c. Officers and Directors shall not hold the same office for more than three consecutive elected terms.
- d. Shall have the right to, but not be obligated to, approve all Association publications, news releases and rules proposed by any committee.
- e. Shall serve without compensation, except for reimbursement of approved expenses.
- f. Shall formulate policies and prepare recommendations to be presented to the Association at a membership meeting.
- g. Shall act, in all instances, on behalf of the Association and in accordance with the Incorporation documents, Bylaws and Deed Restrictions.

- h. Shall manage the affairs of the Association.
- i. All proceeds derived from any Association activity shall be turned over to the Treasurer to be included in the general funds of the Association.
- j. Single expenditures over \$100 must be presented to the Executive Board for approval.
- k. No funds, raised in the name of the Association or through any activity sponsored by the Association, may be donated to any institution or cause without the approval of the Membership.

Section 2 - Officers

- a. The officers of the Association shall consist of a President, Vice-President, Secretary and Treasurer.
- b. Outgoing officers shall pass all records to the incoming officers at the end of the Annual Meeting.

Section 3 - Directors

- a. Shall consist of three Association members.
- b. Shall attend Executive Board and Association meetings to conduct the business of the Association as outlined in Article III, Section 1.

Section 4 - Elections

- a. Shall be held at the February Annual Meeting.
- b. Each officer of the Executive Board shall serve a two-year term. The president and treasurer shall be elected in odd years and the vice-president and secretary shall be elected in even years.
- c. The outgoing Association President shall serve for one year as an ex-officio member of the Executive Board with no voting power.
- d. Of the three Directors, two shall be elected for two years and one for one year. Each year, one two-year term director and one one-year term director shall be elected.
- e. A Nominating and Election Committee will be composed of five non-board members appointed by the Executive Board. Appointments will be announced by the President at the regular November Association meeting.
- f. At the monthly meeting of the Association, prior to the Annual Meeting, the Nominating Committee shall endeavor to present more than one nominee for each office to be vacated.
- g. No more than one representative from a member household may serve simultaneously on the Executive Board.
- h. The name or names of the nominees for each position will be electronically provided to Association members and posted on the Association bulletin board by the Chairman of the Nominating Committee at least ten days before the Annual Meeting when the election will take place.
- i. Proxies shall be available from the Chairman of the Nominating and Elections Committee. Such proxies shall be numbered and recorded.

- j. Votes may be cast in person or by proxy. Each proxy shall set forth specifically the name of the person authorized to vote. Each proxy shall contain the date, time and place of the meeting for which the proxy is given. If the proxy is a limited proxy, it shall set forth those times for which the vote is to be cast. The proxy shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings. No proxy shall be valid for a period longer than 90 days after issued. It may be revoked at any time by the member executing it. The proxy shall be signed by the property owner or owners or other designated person mentioned in Article II, section I, or the duly authorized attorney-in-fact of that person or persons (provided the power of attorney is filed with the Secretary of the Association). The proxy shall be filed with the Secretary before or at the meeting for which the proxy is given.
- k. During the Annual Meeting, additional nominations may be made from the floor. No person shall be nominated without his/her consent. The chairman must call three times for additional nominations before declaring nominations closed. The Chairman may invite the nominees to speak.
- l. Only members in good standing shall be eligible to vote with one secret ballot per household. After voting is completed, the ballots will be collected and counted by the Nominating Committee. The results are to be announced by the Chairman of the committee. A vote of a majority of the members present in person or by proxy shall constitute action by the members unless a different amount is required by or otherwise stated in these Bylaws, the Declaration of Deed Restrictions, the Articles of Incorporation or other applicable law. A majority vote is required to elect Executive Board members.

Section 5 - Meetings of the Executive Board

- a. The Executive Board shall meet at such time and place as it may decide, on the call of the President or a simple majority of the Executive Board. Since all meetings are open, members will be informed of meeting date, time and place.
- b. A majority of the Executive Board members shall constitute a quorum to conduct regular business of the Association. A vote of the majority of the Executive Board members present and voting shall constitute action by the Executive Board unless a different amount is required by or otherwise stated in these Bylaws, the Declaration of Deed Restrictions, the Articles of Incorporation or other applicable law.
- c. Before being submitted to the membership, two-thirds vote of the Executive Board is required for: Bylaw or Declaration of Deed Restrictions revisions, Executive Board nominations and annual budget recommendations.

Section 6 - Termination

- a. Any Executive Board member may be removed as a result of failure to fulfill the duties of the office, or for failure to remain a member in good standing of the Association.
- b. Two-thirds vote of the Executive Board is required for the removal of an Executive Board member.
- c. Any officer or director who has had three unexcused absences from the Executive Board meeting will be automatically removed from office.

Section 7 - Vacancies

The Executive Board shall designate a successor to fill an un-expired term of any officer or director in the event of a vacancy for any reason.

Section 8 - Insurance

The Executive Board shall obtain and maintain insurance coverage sufficient to protect the officers and directors of the Association. Insurance must include liability but may include other types of insurance at the discretion of the Executive Board.

ARTICLE IV - Duties of the Executive Board

Section 1 - President

- a. Shall preside and conduct all Association and Executive Board meetings.
- b. Shall appoint regular and special committees as determined by the Executive Board. Such committees shall be discharged upon completion of their tasks.
- c. Shall call special meetings for due cause.
- d. Shall ensure financial and other reports, statements and certificates are properly maintained and filed.
- e. Shall appoint two Association members, other than Executive Board members, thirty days prior to the Annual meeting to audit the Treasurer's books. Their report shall be given to the President five days prior to the meeting.
- f. Shall be an ex-officio member of every committee with no voting power. The President may delegate this responsibility to any Executive Board member.

Section 2 - Vice-President

- a. Shall, in the President's absence, preside and conduct all meetings and assume all duties of the President.

Section 3 - Secretary

- a. Shall keep all records and minutes of the Association and Executive Board meetings.
- b. Shall carry out all correspondence of the Association as directed by the President or Executive Board.
- c. Shall maintain a record of all committees and membership, thereof.

Section 4 - Treasurer

- a. Shall collect Association dues and special fees.
- b. Shall deposit all monies in the Association's name with a bank designated by the Executive Board.
- c. Shall pay expenses as authorized by the Executive Board.
- d. Shall provide an itemized financial report at all membership meetings.
- e. Shall present financial records for review upon the request of the President or the Executive Board.

- f. Shall maintain a petty cash account not to exceed \$100 at any time. This account shall be replenished, when required, from general funds. Monies from the Association account shall be withdrawn by check signed by the treasurer.
- g. Shall maintain a list of Holiday Estates III residents and a list of the Association membership.

ARTICLE V - Amendments to Bylaws

Section 1 - Amendments

- a. Amendments to Bylaws can be proposed by two-thirds of the Executive Board or a petition signed by ten members in good standing.
- b. A proposed amendment shall be sent electronically and posted on the Association bulletin board at the clubhouse at least fourteen days prior to the meeting when a vote will be taken.
- c. A two-thirds vote of the members in attendance shall be required to amend the Bylaws.

ARTICLE VI - Association Meetings

Section 1 - Meetings

All member and Executive Board meetings shall be open to members of the Association in good standing and held at a location determined by the Executive Board.

Section 2 - Types of meetings

The official types of member meetings shall be: Regular, Special and Annual.

Section 3 - Regular Meetings

A minimum of six regular meetings of the Association, to be held monthly, can only be changed by a 15-day written notice with a majority approval of the Board. The following order of business shall be used at all meetings:

- a. Call meeting to order
- b. Pledge of Allegiance
- c. Roll Call
- d. Reading of previous meeting minutes (approval)
- e. Treasurer's report (approval)
- f. Reports of Directors and Committees
- g. Correspondence of the Association
- h. Old and unfinished business
- i. New business
- j. Good and welfare of the Association
- k. Grievances
- l. Motion to adjourn

Section 4 - Special Meetings

Special membership meetings may be called by the President, a majority of the Executive Board or by a signed petition of 25 members in good standing. Notification will be sent electronically, posted on the Association bulletin board at the clubhouse or by written notice at least 14 days prior to the Special Meeting. A specific agenda must be stipulated for any such meeting.

Section 5 - Annual Meeting

The Annual Meeting shall be held in February.

Section 6 - Quorum

A quorum of members for conducting Association business at Regular, Annual and Special Meetings shall be no fewer than 25 members. A quorum of the Executive Board shall consist of a simple majority.

Section 7 - Procedure

Parliamentary procedure shall be based on Robert's Rules of Order when practicable.

ARTICLE VII- Committees

Section 1- Committee Chairpersons

The Executive Board shall annually appoint committee chairpersons

ARTICLE VIII - Controversial Subjects

Subjects of a religious or political nature shall not be discussed at any Association meeting.

All members shall treat each other with the utmost respect.

ARTICLE IX - Corporation Seal

The seal of the Corporation shall be as follows:

HOLIDAY ESTATES, THIRD ADDITION, HOMEOWNERS ASSOCIATION, INC.

INCORPORATED 1983,

NOT FOR PROFIT, STATE OF FLORIDA

CERTIFICATION

I hereby certify that these bylaws were approved by the Board of Directors of this Corporation at their meeting held on April 3, 2019 and adopted by the membership of the Corporation at the membership meeting held on April 17, 2019.

Margaret Bennett

Print Name: Margaret Bennett, Secretary

By Arvilla Collins

Print Name: Arvilla Collins, President

4/24/19
Date