

Rivers Edge
Property Homeowners Association

BYLAWS

Section 1: Name and Purpose

1.1 Name

The name of this organization shall be RIVERS EDGE PROPERTY HOMEOWNERS ASSOCIATION, a nonprofit organization dedicated to the maintenance and improvement of a Senior 55+ Community.

1.2 Nonprofit organization

This is a nonprofit organization organized under the laws of the state of Florida.

Rivers Edge

Property Homeowners Association

Section 2: Objectives and Meaning of Terms

2.1 Objectives

The objectives of RIVERS EDGE PROPERTY HOMEOWNERS ASSOCIATION shall be:

- a. To collectively protect the interests of the property owners.
- b. To arrange for maintenance and improvement of the common areas of the park.
- c. To interface with neighboring organizations and parties as necessary.

2.2 Meaning of Terms

As used herein, unless the context clearly indicates otherwise, the terms:

2.2.1 REPHA, Association or “the Association” shall be considered synonymous with RIVERS EDGE PROPERTY HOMEOWNERS ASSOCIATION.

2.2.2 Members, Officers, committees, delegates and subjects treated generally refer to, and mean those of this Association.

2.2.3 The Board of Directors, Executive Committee, The Board, etc, refer to and mean the elected members of the Board, (see par 3.2).

2.2.4 Gender: A word denoting gender used in these By-Laws Shall apply equally to either gender as the context may require.

2.3 Order of Precedence

In the eventuality that there is a conflict between the governing documents of the Association, the following order of precedence shall be observed:

- a. The Deed Restrictions and Covenants
- b. Articles of Incorporation of the Association.
- c. By-Laws of the Association.
- d. The Homeowners Act Chapter 720, will take precedence over conflicting provisions in the Association Documents.

Rivers Edge

Property Homeowners Association

Section 3: Officers and Committees

3.1 General Provisions

3.1.1 No member shall be nominated for, or hold more than one elective office simultaneously except for a "lame duck" period due to overlapping terms of office.

3.1.2 A vacancy occurring in any elective office shall be filled by the Executive Committee until the next annual meeting of the Association, and a vacancy occurring in any appointive office shall be filled by appointment by the president.

3.2 Elected Officers and Committees

The elected officers of the Association shall be the President, the Vice President, the Treasurer, the Secretary and four directors. These officers and directors shall be the Board of Directors. The President, the Vice President, the Treasurer, and the Secretary shall be elected to a term of office of one year. Directors shall serve for two years and shall be elected on a staggered basis, two directors being elected each year.

3.3 Assistants

The Executive Committee may optionally authorize the appointment of an assistant secretary and/or an assistant treasurer who shall assist the parent officers in the discharge of his duties and in his absence or incapacity act in his stead.

3.4 Elected Committees

3.4.1 Executive Committee

There shall be an Executive Committee consisting of the President, the Vice President, the Treasurer, and the Secretary nominated for such positions by the Nominating Committee and elected by the members at the annual meeting each year.

3.5 Appointed Committees

3.5.1 Ad hoc committees such as Budget, Auditors, Nominating and/or Rules committees may be formed as required. The Association Board Members will provide written instruction to the various committees on their duties and responsibilities.

Rivers Edge

Property Homeowners Association

Sections 4: Duties and Powers of Officers and Committees

4.1 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 authorize all checks, promissory notes and shall have All of the powers and duties which are usually vested the office of the President of a corporation. The President shall advise the Vice President of all current Association business in a timely fashion. The Vice President shall be included in all internal/external Association business meetings if available.

4.2 Vice President

The 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.

4.3 Secretary

The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the members, serve notice of meetings of the Board of Directors and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as may be required by the Board of Directors.

4.4 Treasurer

The treasurer shall receive and deposit in 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; , shall prepare a statement of income and expenditure to be presented to the membership at all meetings. An annual audit of the Association books to be made at the completion of each fiscal year.

4.5 Customary Duties

The officers, in addition to the duties specifically set forth herein, shall perform the duties of those officers customarily performed by officers of corporations and as directed by the state of Florida Statute Chapter 720 and others governing directives.

4.6 Executive Committee

Rivers Edge

Property Homeowners Association

The Executive Committee of the Association shall:

4.6.1 Meet at least quarterly or when convened by the President, have general charge of the policy, management and finances of this Association, and have legal custody of all Association property, and appropriate such sums as may be deemed advisable, with the limits of Association resources, for the normal and usual operation of this Association.

4.6.2 Carry on the normal business of this Association between meetings of the Membership.

4.6.3 Establish "Ad Hoc" committees and appoint members thereto as may seem advisable and in the interest of this Association.

4.6.4 Consult with and advise the President regarding the appointment of members to offices or committees provided for herein.

4.6.5 With the advice of the treasurer, designate depositories insured by an agency of the U.S. government in which Association funds shall be kept and approve the budget for submission to the members.

4.6.6 Enforce the authority given to it under these bylaws and take any actions necessary to advance the best interests of this Association.

4.6.7 Executive Committee meetings shall be open to all members with the proviso that they may not actively participate unless invited to do so by the Committee.

Rivers Edge
Property Homeowners Association

Section 5: Official Records

The secretary shall maintain all of the official records required by Florida Statutes Chapter 720.303.3.4 "Official Records" where applicable.

Rivers Edge

Property Homeowners Association

Section 6: Meetings, Notices and Quorums

6.1 Scheduling of Meetings

Association business meetings shall be periodically scheduled throughout the year as business dictates. However, October thru May, meetings shall be held during the third week of each month on a day and time determined by the Board of Directors. The Executive Committee may designate other times and places for such business meetings upon proper notice. The Executive Committee shall meet as required by paragraph 4.6.1

6.2 Notice of Meetings

a. Notices of all Board meetings must be posted in a conspicuous place in the community at least 48 hours in advance of meeting. In the alternative, if notice is not posted in a conspicuous place in the community, notice of each board meeting shall be mailed or delivered to each member at least 7 days before the meeting.

b. It shall be permissible to issue the call for a meeting via electronic transmission in a manner authorized by law for meetings of the board of directors. Committee meetings requiring notice under this section, and annual and special meetings of the members; however, a member must consent in writing to receiving notice by electronic transmission.

6.3 Pre-Notice of Assessments

An assessment shall not be levied at a board meeting unless the notice of the meeting includes a statement that assessments will be considered and the nature of the assessments. Written notice of any meeting at which special assessments will be considered or at which amendments to rules regarding parcel use will be considered must be mailed, delivered, or electronically transmitted to the members and parcel owners and posted conspicuously on the property not less than 14 days before the meeting.

6.4 Postponement of Meetings

If a holiday or other circumstances make it impractical to hold any meeting as provided herein the Executive Committee may waive such meeting or set another meeting day. The membership shall be notified accordingly.

6.5 Annual Meeting

The annual meeting shall be held on the 1st Tuesday of February at such time and place as the Executive Committee may designate. At this time an election of

Rivers Edge

Property Homeowners Association

officers and members of elective committees, including the chairmen thereof, shall be held. Notice of the annual meeting, shall be sent to the members by the secretary, in such manner as determined by the Executive Committee at least 30 days prior to such meeting.

6.6 Posting of Nominee's

The secretary shall provide a list of all nominees by petition and shall give notice thereof to all active members in such manner that it will reach them at least seven days prior to the date of election.

6.7 Special General Meetings

Special meetings of the membership may be called at any reasonable time by the President or the Executive Committee at his or its discretion, and shall be called by the secretary upon the written request of three or more active members. The request shall state the specific business for which the meeting is desired.

6.8 Special Board Meetings

Special meetings of the Executive Committee may be called by the President or upon request 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 of the meeting to the President of the Board. Said demands must be in writing and describe the purpose or purposes for which the meeting is to be held.

6.9 Conditions for a Quorum

- a. A meeting of the Board of Directors of the Association occurs whenever a quorum of the Board gathers to conduct Association business.
- b. At Annual or special meetings, 30% or more of the members, as determined by the records of the Association shall constitute a quorum.
- c. A quorum for any committee of more than two persons shall be a majority of its members.
- d. At Executive Committee meetings a quorum of the Executive Committee shall be present in order to transact any business.

6.10 Voting

Voting at regular and special meetings shall be as follows:

Rivers Edge

Property Homeowners Association

- a. Only one representative of each property owner, defined as one of the individuals whose name appears on the land title documentation may vote.
- b. Each representative shall have one vote for each lot for which he is a title holder. Holders of subdivided or fractional lots shall not vote that fraction.
- c. Voting shall be by a show of hands or by secret ballot as determined by the Board of Directors prior to the meeting.
- d. Voting on the Budget, Assessments, Deed Restrictions, or changes to these Bylaws shall require a super-majority of sixty seven percent (67%) of the votes returned by the Association Membership, based on one vote per lot. All other issues shall require approval by a simple majority of fifty percent (50%) plus 1 of those present.
- e. The presiding officer shall vote only when necessary to break a tie on issues being voted on by the Board.

Rivers Edge
Property Homeowners Association

Section 7: Rules of Order

Orderly parliamentary procedure shall govern at all meetings as defined in “Roberts Rules of Order”

Rivers Edge

Property Homeowners Association

Section 8: Nomination, Elections and Voting

8.1 Vacancies

If vacancies exist in the properly formulated slate of nominees at the time of the election, they shall be filled by nominations from the floor duly made by active members.

8.2 Eligibility

No member shall be eligible for nomination unless he signifies his willingness and ability to serve if elected. Member must be in good standing with the Association, name must be on Title to Lot, not an employee of the park or Association, and there can not be two members of same household.

8.3 Uncontested Offices

Election to an uncontested office may be effected by a supported Motion and a single ballot cast and recorded by the secretary.

8.4 Contested Offices

Election to a contested office shall be effected by secret ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not less than three tellers. All of whom shall be appointed by the President. The secret ballots shall be delivered to the judge of election, opened and inspected by the tellers. And the final results shall be published and announced to the members before the close of the meeting. Newly elected Officials will be seated at the next Board of Directors meeting.

8.5 Polling Duration

Polls shall remain open for no more than one hour after the election is initiated as an order of business or as determined by the Board of Directors prior to the election.

8.6 Recall of Elected Officials.

Recall will be in accordance with Chapter 720.303 (10), Florida Statutes.

Rivers Edge

Property Homeowners Association

Section 9: Miscellaneous

9.1 Remittance of Money

Any person collecting moneys for any activity of this Association shall be prepared at all times to make a full and complete accounting of the same to the President and to the Executive Committee.

9.2 Financial Obligations

No officer or member shall contract any bills or obligation in the name of this Association unless previously authorized by the Executive Committee or by the adopted budget , or a Standard Operating Procedure (S.O.P.) approved by the Board of Directors.

9.3 Excess Funds

When any account authorized by the Executive Committee or by the adopted budget is closed, any excess funds therein and a complete accounting shall be promptly turned over to the treasurer.

9.4 Financial Year

The Association fiscal (business) year shall be for 12 consecutive months beginning on 1 January and ending on the last day of December.

9.5 Release of Notices

All publications or notices of any nature issued by the Association shall have the prior approval of the President or the Executive Committee before being sent to members or to the public.

9.6 Notice to Board on Violations of the Deed Restrictions

The Executive Board will only accept written complaints from the membership regarding violations of the rules or misconduct or contravention of the deed restrictions. Upon receipt of such a complaint it will be given consideration at the next Board of Directors meeting. Notice of any decision will be sent to the complainant within 10 days of the Board meeting.

Rivers Edge

Property Homeowners Association

Section 10: Non-Payment of Maintenance Fee's and Assessments

10.1 Notice of Delinquency

Maintenance or Assessments fees are due and payable on the 1st of each month. Fees are considered late if received by the Association after the 10th of the month. Fees not received within 30 days will generate a delinquent letter and may be subject to a 5% delinquent charge.

10.2 Failure to pay Assessments

Should the property holder fail to remit the required payments within 90 days a lien shall be imposed upon each lot, to include unpaid fee's or assessments, which shall also secure reasonable attorney's fees and all costs and expenses including taxes, if any, incurred by the Association incident to the collection of such assessment or enforcement of such a lien plus interest at such a rate as may be set annually by the Board. The lien for assessments shall be superior (prior) to all other liens and encumbrances except assessments, liens and charges in favor of the state and any political subdivision thereof for taxes past due and unpaid and amounts due under mortgages recorded prior to the date such assessments become due.

Rivers Edge
Property Homeowners Association

Section 11: Distribution of Assets after Termination of Association

In the event of dissolution of the Association, all assets then belonging to this Association shall be distributed equally to each of the lot owners at the time of dissolution based on the number of years/months of ownership of said property.

Rivers Edge

Property Homeowners Association

Section 12: Amendments

These Bylaws may be amended, subject to approval by a two third vote of votes returned by the Association membership, based on one vote per lot. All members will be given ample time to vote by all reasonable means of notification - Posted Notices, U.S. Postal Service, e-mail. Etc. Only votes indicating a Yes or No vote will be used to calculate the 67% majority.