

**Amended and Restated  
BYLAWS  
PARKSIDE VILLAGE PROPERTY OWNERS' ASSOCIATION, INC.  
approved by a majority of owners this 9<sup>th</sup> day of February, 20 16**

**ARTICLE I**

**MEETING OF MEMBERS**

SECTION 1. **REGULAR MEETINGS:** (a) The regular meetings of the Association shall be on the third Tuesday of January. If that day is a legal holiday in any year, the meeting shall be held on the next day following that is not a legal holiday.

(b) The regular meeting held in January shall be known as the Annual Meeting and shall be used for the purpose of electing directors, receiving reports of officers and committees and for any other business that may arise. If the annual meeting of members is not held as herein described, the election of directors may be held at any meeting thereafter called pursuant to these Bylaws.

SECTION 2 **NOTICE OF REGULAR MEETINGS:** (a) Notice of each meeting of members shall be given in the manner required by law and by mailing at least fourteen (14) days prior to the date fixed for such meeting, a copy of the notice of such meeting, with postage prepaid, stating the purpose or purposes for which the same is held, to each member of the Association, unless he shall have filed with the Secretary of the Association, written request that notices intended for him be mailed to some other address, in which case it shall be mailed to the address designated in such request. Notice by electronic transmission may be given to the members that have provided their email address.

(b) Members have the right to speak at any meeting with reference to all items opened for discussion or included on the agenda. Members have the right to speak for at least 3 minutes on any item, provided that the member submitted a written request to speak prior to the meeting.

SECTION 3 **SPECIAL MEETINGS:** (a) Special meetings may be called by the President, by the Board of Directors, or by twenty (20) members of the Association. Written notice of such meeting shall be mailed to all property owners fourteen (14) days before the date of this meeting and shall specify the place, within Citrus County, time, date, the purpose or purposes of the meeting, and by whom this meeting is called. Notice by electronic transmission may be given to the members that have provided their email address. No officer nor member of the Board of Directors nor the property owners who signed the call for this meeting shall in any manner deny or interfere with the call of this meeting. The place, date or time specified for the call of the meeting can only be changed if the party(s) responsible for the call agree in writing to such change.

(b) Special meetings called by the members shall be addressed to the President or acting President, or the Secretary. The officer or officers in receipt of such call shall acknowledge receipt of this request within five (5) days of receipt thereof, and shall act on this request within twenty (20) days of receipt.

(c) In emergency, members may be notified of special meetings by telephone, by the President or a member of the Board of Directors, and arrange for such meeting at the earliest time deemed possible by the Board of Directors.

**SECTION 4. QUORUM:** At each meeting of the members of the Association, except where otherwise provided by law or the Bylaws, a quorum shall consist of members holding 33 1/3% of the total property within the recorded subdivision of Parkside Village (29 voting entities), as present either in person or by proxy. In the event that some members depart after a quorum was established, thereby reducing the number of members entitled to vote, the affirmative vote of 51% of the remaining members will constitute a majority vote.

**SECTION 5. QUALIFICATION OF VOTERS:** At each meeting of the members, every member of record of the Association shall be entitled to vote as provided in the charter of this Association. The Directors may, by resolution, fix a day not more than forty (40) days prior to the day of holding any meeting of members as the day as of which members entitled to notice of and to vote at such meeting shall be determined, and only members of record of such day shall be entitled to notice of and to vote at such meeting.

**SECTION 6. VOTING:** Upon demand of any member entitled to vote, the vote for the election of directors and the vote upon the question before the meeting shall be by secret ballot. Voting on motions from the floor during meetings shall be by hand vote and not by secret ballot. A member may vote either in person or vote by mail.

**SECTION 7. WAIVER OF NOTICE:** Notice of meetings where required may be waived by the affirmative vote of fifty-one percent (51%) of all members of the Association.

**SECTION 8. PETITIONS:** Petitions submitted to the Board by 20 percent of the voting interests will be taken up by the board at its next regular board meeting or at a special meeting of the board, but not later than 60 days after receipt of the petition. A 14 day notice of the meeting at which the petition will be addressed shall be given to all the members. Each member shall have the right to speak for at least 3 minutes on each matter placed on the agenda by petition, provided that the member signs the sign-up sheet, if one is provided, or submit a written request to speak prior to the meeting. Other than addressing the petitioned item at the meeting, the board is not obligated to take any other action requested by the petition.

## ARTICLE II

### DIRECTORS

**SECTION 1. DIRECTORS AND THEIR TERM OF OFFICE:** The Board of Directors shall consist of not less than three (3) nor more than five (5) persons and they shall be elected for two-year terms. Directors shall be elected at an annual meeting and shall hold office until their successors are elected or appointed, and have qualified. Co-owners of a unit may not serve as members of the Board of Directors at the same time.

**SECTION 2. DUTIES:** The Board of Directors shall have general supervision of the affairs of the Association between its business meetings, fix the hour and place of meetings, make recommendations to the membership, and perform such other duties as are specified in these Bylaws. The Board shall be subject to the majority votes of the Association and none of its acts shall conflict with actions taken by the Association.

**SECTION 3. REGULAR MEETINGS OF DIRECTORS:** Regular meetings of the Board of Directors may be held at any place within Citrus County, State of Florida, on such days and at such hours as the Board of Directors may, by resolution, appoint.

**SECTION 4. SPECIAL MEETINGS OF DIRECTORS:** Special meetings of the Board of Directors may be called at any time by the President or by any three (3) members of the Board and may be held at any place or places within Citrus County, State of Florida at any time.

**SECTION 5. NOTICE OF REGULAR MEETINGS OF DIRECTIONS :** Notice of meetings shall be posted in a conspicuous place on the Association property at least 48 hours in advance, except in an emergency. Written notice of any meeting at which special assessments will be considered or at which rules that regulate the use of parcels in the community may be adopted, amended, or revoked must be mailed to the members and parcel owners not less than 14 days before the meeting. Notice by electronic transmission may be given to the members that have provided their email address. A written notice concerning changes to the rules that regulate the use of parcels in the community must include a statement that changes to the rules regarding the use of parcels will be considered at the meeting.

**SECTION 6. NOTICE OF SPECIAL MEETINGS OF DIRECTORS:** Notice of each special meeting of the Board of Directors, stating the time, place and purpose or purposes thereof, shall be given by the President or by the Secretary or by any three (3) members of the Board to each member of the Board not less than three (3) days in advance by mail or one (1) day in advance by telephone, electronic transmission or telegraph. Special meetings of the Board of Directors may also be held at any place and time in Citrus County, State of Florida without notice, by unanimous consent of all the members or provided all the members are present at the meeting.

**SECTION 7. QUORUM:** At any meeting of the Board of Directors, a majority of the whole Board shall constitute a quorum.

**SECTION 8. COMPENSATION:** The Directors, as such, shall not receive any stated salaries for their services, nor shall they receive any compensation for expenses of attendance at each regular or special meeting of the Board.

### ARTICLE III

#### OFFICERS

**SECTION 1. OFFICERS ENUMERATED:** The officers of the Association shall be President, one or more Vice-Presidents, a Secretary, and a Treasurer, all of whom shall be elected annually by the Board of Directors at the first meeting held after the annual meeting of members. The officers of the Association shall be elected from among the Directors.

**SECTION 2. TERM OF OFFICE:** The officers of the Association shall be elected for a term ending upon the date of the next annual meeting of the Board of Directors, but shall hold office until their successors are elected and have qualified. The officers shall be elected by a majority vote of the Board of Directors and the election for officers may be by secret ballot.

**SECTION 3. THE PRESIDENT:** The President is Chief Executive Officer of the Association and is traditionally vested with all the powers generally given to the chief executive officer of a corporation. The President will execute contracts and other documents in the name of the association as its agent. When signing documents, the President should indicate the capacity in which he or she is signing to avoid any personal liability. The President shall have general charge of the day-to-day administration of the association and has the authority to authorize specific actions in furtherance of the Board's policies. Notwithstanding the foregoing, the President shall not have authority to execute any contract exceeding \$300.00 in value without prior Board approval. The President will preside at all meetings of the Board of Directors and the membership. The President is ex-officio member of all committees except the Nominating Committee.

**SECTION 4. THE VICE- PRESIDENT:** The Vice-President, and each Vice-President if there be more than one, shall have such powers and perform such duties as usually pertains to such office or as are properly required by the Board of Directors. In the absence or disability of the President, the Vice Presidents, in order of their seniority, shall perform the duties and exercise the powers of the President.

**SECTION 5. THE SECRETARY:** The Secretary is responsible for preparing notice of all meetings of the board and the membership. The Secretary is the recording officer of the Association and is the custodian of the records. The records will be physically located and maintained in Parkside Village on the premises of a full time resident owner or in the care of any management company that may be contracted by the Association. The Secretary keeps accurate minutes of all meetings, and signs the minutes and other documents as required. The minutes of the meetings are a record of what actually took place in the meetings, not what was said by the members.

**SECTION 6. THE TREASURER:** The Treasurer is the custodian of the funds, securities and financial records of the Association. The records will be physically located and maintained in Parkside Village on the premises of a full-time resident owner or in the care of any management company that may be contracted by the Association. The Treasurer is responsible for the financial records of the Association being maintained properly in accordance with good accounting practices. The Treasurer's report is not adopted or approved in meetings. The Treasurer is responsible for the development of the proposed annual budget and for preparing and giving monthly financial reports to the Board of Directors and for preparing and giving the annual financial reports to the membership.

**SECTION 7. QUALIFICATION OF OFFICERS AND DIRECTORS:** An officer of the Association shall be a qualified member, or the spouse of such member, and shall be able to be physically present at meetings not less than nine months during the fiscal year. In the event that any Officer or Director shall miss three or more meetings in a calendar year or shall be more than 90 days in arrears on monthly maintenance assessments or other financial obligations to the Association, such Officer or Director shall be deemed to have abandoned the office and the

vacancy created by such abandonment shall be filled as set forth in Article III, Section 8 below.

**SECTION 8. VACANCIES:** Any office may be created and filled, and vacancies in offices may be filled, with qualified members only, at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

**SECTION 9. VOTING:** In the event that only one candidate is nominated for any office, the balloting procedure may be suspended and the nominee may be elected by one (1) vote cast by the President or the Secretary.

**SECTION 10. MULTIPLE OFFICES:** The same person may hold the offices of Secretary and Treasurer. No person may simultaneously hold more than one of the other offices, except in the case of special offices created pursuant to Article III, Section 8 of these bylaws.

#### ARTICLE IV

#### MEMBERSHIP

**SECTION 1. MEMBERS:** The membership of this Association shall be limited to the person or entity for the time being and their heirs, successors or assigns which hold the fee simple title, or their spouses, or the person or entity who have entered into an Agreement to Purchase a dwelling located in Parkside Village, or their spouses.

**SECTION 2. MONTHLY FEE:** A monthly fee shall be imposed on all property owners to cover the cost of operation of the Association, including the maintenance, repair and improvement of exterior of buildings, lamp posts, and all roads and grounds in Parkside Village as specified in the Bylaws or Declaration of Restrictions, including the establishment of a contingency fund to cover emergencies and anticipated future requirements. Such fee shall be budgeted, determined and set by the Board of Directors.

**SECTION 3. VOTING:** Each member thereof shall be entitled to one (1) vote for each tract thereof. When interest in the property is in the joint tenants, or tenants in common, the votes for such property shall be exercised as they, among themselves, determine, but in no event shall more than one (1) vote per dwelling be cast.

**SECTION 4. QUALIFICATION OF MEMBERS:** All members have voting rights in this Association, and there shall be no qualification for membership herein other than to be owner, or spouse of the owner, of the fee simple title of lands restricted as aforesaid, or persons or entities who have executed an Agreement to Purchase the lands, or the spouse of same.

#### ARTICLE V

#### FINANCES

**SECTION 1. FINANCES:** The funds of the Association shall be deposited in its name with such bank, or banks, trust company or trust companies, as the Board of Directors may from

time to time designate. All checks, notes, drafts, and other negotiable instruments of the Association shall be signed by such officer or officers, agent or agents, employee or employees, as the Board of Directors may, from time to time, by resolution, determine. No officers, agents, or employees of the Association, either singularly or together shall have power to make any check, note, draft or other negotiable instrument in the name of the Association or to bind the Association thereby, except as in this Article provided.

## ARTICLE VI

### CORPORATE SEAL

SECTION 1. **FORM OF SEAL:** The seal of the Association shall be circular in form, with the name of the Association in the outer circle and "Incorporated 1983-Florida" in the inner circle, and the seal impressed on the margin hereof is adopted as the corporate seal of the Association. (Seal not shown in this copy.)

## ARTICLE VII

### FISCAL YEAR

SECTION 1. **FISCAL YEAR:** The fiscal year of the Association shall be the calendar year.

## ARTICLE VIII

### COMMITTEES

SECTION 1. **COMMITTEES:** The Board may create special committees to which it may delegate responsibilities related to carrying out the duties of the Association. Committee members must also be members of the Association.

SECTION 2. **NOMINATING COMMITTEE:** The nominating committee shall consist of a chairman who will be a member of the Board of Directors and two or more members of the Association. The nominating committee shall be appointed by the Board of Directors at least three (3) months before each annual meeting to serve for such meeting. The nominating committee shall present to the Board of Directors at the December Board meeting as many nominations for election to the Board of Directors as it has obtained. If the committee does not have enough nominees to fill the vacancies, the Board of Directors shall vote to reduce the size of the upcoming Board of Directors to a small odd number, but no less than three (3), so that there shall be at least enough candidates to fill the vacancies.

## ARTICLE IX

### AMENDMENTS

SECTION 1. **AMENDMENTS BY MEMBERS:** (a) These Bylaws may be amended at any regular or special meeting called for this purpose, by the affirmative vote cast by the

majority of members qualified to vote, represented either in person or by proxy, at any regular or special meeting of the members. Notice of such meeting must be mailed to all members at least fourteen (14) days in advance of meeting and the nature of these amendments must be stated.

(b) Bylaws adopted by the Board of Directors or by the members may be repealed or changed, and the members may adopt new bylaws. The bylaws may contain any provisions for the regulation and management of the affairs of the Association not inconsistent with the law or the Articles of Incorporation.

SECTION 2. **AMENDMENTS BY DIRECTORS:** These Bylaws may also be amended by two-thirds (2/3) consent of the entire Board of Directors, expressed in writing, or at any regular or special meeting of the Board of Directors where such proposed action has been incorporated in the notice of the meeting.

## **ARTICLE X**

### **INSURANCE & LICENSES**

SECTION 1. **LICENSES:** The sub-contractor/contractor must hold the proper competency licenses as required by the State of Florida and a license issued by Citrus County, State of Florida. A copy of these licenses must be up-dated as required, and filed with the Secretary of the Association.

SECTION 2. **INSURANCE:** The licensee must carry a minimum of Fifty Thousand Dollars (\$50,000.00) in sub-contractors/contractors and auto/truck liability insurance naming the Parkside Village Property Owners' Association, Inc., on a certificate of insurance issued by the licensee's insurance company and filed with the Secretary of the Association.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

SECTION 1. **RULES:** The rules contained in the current edition of ROBERT'S RULES OF ORDER shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these Bylaws, any special rules of order the Association may adopt, and any statutes applicable to this Association.

## **ARTICLE XII**

### **REMOVAL OF OFFICERS, MEMBERS OF THE BOARD OF DIRECTORS, AND MEMBERS OF COMMITTEES**

SECTION 1. **REMOVAL OF MEMBERS:** Any officer, member of the Board of Directors, or member of any committee elected by the Association may be removed from office, with or without cause, by the affirmative vote cast by a majority of members qualified to vote at any regular or special meeting called for such purposes.

**SECTION 2. REMOVAL BY DIRECTORS:** Any officer, member of the Board of Directors or member of any committee elected or appointed by the Board of Directors may be removed from office, with or without cause, by the affirmative vote cast by two-thirds (2/3) of the Board members.



**ADOPTED AMENDMENT TO THE BY-LAWS OF  
PARKSIDE VILLAGE PROPERTY OWNERS' ASSOCIATION, INC.**

Adopted amendment to ARTICLE II, Section 1, of the By-Laws of Parkside Village Property Owners' Association, Inc., to read as follows:

**ARTICLE II  
DIRECTORS**

SECTION 1. **DIRECTORS AND THEIR TERM OF OFFICE:** The Board of Directors shall consist of not less than three (3) nor more than five (5) persons and they shall be elected for two-year terms. Three (3) directors shall be elected in even numbered years and two (2) directors shall be elected in odd numbered years. Directors shall be elected at an annual meeting and shall hold office until their successors are elected or appointed, and have qualified. Co-owners of a unit may not serve as members of the Board of Directors at the same time.

**PLEASE NOTE: NEW LANGUAGE INDICATED BY UNDERLINING**

**ADOPTED AMENDMENT TO THE BY-LAWS OF  
PARKSIDE VILLAGE PROPERTY OWNERS' ASSOCIATION, INC.**

Adopted amendment to ARTICLE III, Section 7, of the By-Laws of Parkside Village Property Owners' Association, Inc., to read as follows:

**ARTICLE III  
SECTION 7, QUALIFICATION OF OFFICERS AND DIRECTORS**

An officer of the Association shall be a qualified member, or the spouse of such member, reside in the community not less than ten months per calendar year, and shall be able to be physically present at meetings not less than nine months during the fiscal year. In the event that any Officer or Director shall miss three or more meetings in a calendar year or shall be more than 90 days in arrears on monthly maintenance assessments or other financial obligations to the Association, such Officer or Director shall be deemed to have abandoned the office and the vacancy created by such abandonment shall be filled as set forth in Article III, Section 8 below.

**PLEASE NOTE: NEW LANGUAGE INDICATED BY UNDERLINING**