

SEVEN OAKS

Property Owners' Association

A Distinctive Residential Community

Bylaws

As Amended

April 1, 2008

Amended December 15, 2022

**AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS
OF
SEVEN OAKS**

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**AMENDED AND RESTATED BYLAWS
OF
SEVEN OAKS PROPERTY OWNERS' ASSOCIATION, INC.**

ARTICLE I NAME, PRINCIPAL OFFICE, DEFINITIONS

Section 1.1 Name

The name of the Association shall be Seven Oaks Property Owners' Association, Inc. (the "Association").

Section 1.2 Principal Office

The principal office of the Association shall be located at such place as may be designated by the Board of Directors from time to time. The Association may have such other offices as the Board of Directors may determine or as the affairs of the Association may require.

Section 1.3 Definitions

The words used in these Bylaws shall be given their normal, commonly understood definitions. Capitalized items shall have the same meaning as set forth in the Articles of Incorporation of the Association (the "Articles") and the Declaration of Covenants, Conditions and Restrictions for Seven Oaks (the "Declaration"), unless the context indicates otherwise.

ARTICLE II MEMBERSHIP AND MEETINGS

Section 2.1 Membership

The Association shall have two classes of membership, as set forth in the Articles, the terms of which (pertaining to membership) are incorporated by this reference.

Section 2.2 Place of Meetings

Meetings of the Association shall be held at the principal office of the Association or at such other suitable place convenient to the Members as may be designated by the Board.

Section 2.3 Annual Meetings

The first meeting of the Association, whether a regular or special meeting, shall be held within one year from the date of incorporation of the Association. Meetings shall be of the Members. Subsequent regular annual meetings shall be set by the Board so as to occur annually on a date and at a time set by the Board.

Section 2.4 Special Meetings

The President or a majority of the Board of Directors may call special meetings. In addition, it shall be the duty of the President to call a special meeting if so directed by resolution of the Board or upon a petition signed by the Members representing at least 35% of the total votes of the Association. Signatures on any such petition may be filed by facsimile transmission or other electronic means provided the signature clearly acknowledges the substantive content or purpose of the petition.

Section 2.5 Notice of Meetings

Written or printed notice stating the place, date and hour of any meeting of the Members shall be delivered, either personally or by mail, to each Member then entitled to vote at such meeting, not less than fourteen nor more than fifty days before the date of such meeting by or at the direction of the President, Secretary or the officers or persons calling the meeting. The Association may also provide notices to the Members by electronic means such as electronic mail or facsimile, if the Member has consented to receive notices in this manner, in accordance with the Florida Statutes.

In the case of a special meeting or when otherwise required by statute or these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. No business shall be transacted at a special meeting except as stated in the notice.

If mailed, notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Member at the address appearing on the records of the Association, with postage prepaid.

Section 2.6 Waiver of Notice

Waiver of notice of a meeting of the Members shall be deemed the equivalent of proper notice. Any Member may, in writing, waive notice of any meeting of the Members, either before or after such meeting. Attendance at a meeting by a Member shall be deemed waiver by such Member of notice of the time, date and place thereof, unless such Member specifically objects to lack of proper notice at the time the meeting is called to order. Attendance at a special meeting shall also be deemed waiver of notice of all business transacted at such meeting unless an objection is raised on the basis of lack of proper notice before the business is put to a vote.

Section 2.7 Adjournment of Meeting

If any meeting of the Association cannot be held because a quorum is not present, a majority of the Members who are present at such meeting may adjourn the meeting to a time not less than five nor more than thirty days from the time the original meeting was called. At the reconvened meeting, if a quorum is present, any business may be transacted which might have been transacted at the meeting originally called. If a time and place for reconvening the meeting is not fixed by those in attendance at the original meeting, or if for any reason a new date is fixed for reconvening the meeting after adjournment, notice of the time and place for reconvening the meeting shall be given to Members in the manner prescribed for regular meetings.

The Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of Members leaving less than a quorum, provided any action taken is approved by at least a majority of the votes required to constitute a quorum.

Section 2.8 Voting

The voting rights of the Members shall be as set forth in the Articles.

Section 2.9 Proxies

On any matter as to which a Member is entitled to personally cast the vote for his/her Residential Unit(s), such vote may be cast in person or by proxy, subject to the limitations of Florida law relating to use of general proxies and subject to any specific provision to the contrary in the Articles or these Bylaws. No proxy shall be valid unless signed by the Member of the Residential

Unit(s) for which it is given, dated and filed with the Secretary of the Association prior to the meeting for which it is to be effective. Proxies shall be valid only for the specific meeting for which given and lawful adjournments of such meeting. In no event shall a proxy be valid more than ninety days after the date of the original meeting for which it was given. Every proxy shall be revocable and shall automatically cease upon termination of membership or conveyance of the Residential Unit(s) for which it was given.

Section 2.10 Majority

As used in these Bylaws, the term "majority" shall mean those votes of Members, totaling more than 50%.

Section 2.11 Quorum

The presence of 10% of the total voting Members represented in person or by proxy shall constitute a quorum at all meetings of the Association.

Section 2.12 Conduct of Meetings

The President shall preside over all meetings of the Association, and the Secretary shall keep the minutes of the meeting and record in a minute book all resolution adopted at the meeting, as well as a record of all transactions occurring at the meeting.

Section 2.13 Action Without A Meeting

Any action required or permitted by law to be taken at a meeting of the Members may be taken without a meeting, without prior notice and without a vote if written consent specifically authorizing the proposed action is signed a majority of the Members. Such consents shall be signed within sixty days after receipt of the earliest dated consent, dated and delivered to the Association at its principal place of business in the State of Florida. Such consents shall be filed with the minutes of the Association and shall have the same force and effect as a vote of a Member at a meeting. Within ten (10) days after receiving authorization for any action by written consent, the Secretary shall give written notice (delivered by hand or regular U.S. mail) to all Members who did not give their written consent, fairly summarizing the material features of the authorized action.

Section 2.14 Management

A property manager or management company may perform certain duties which would otherwise be performed by the Secretary or Treasurer, as approved by the Board of Directors from time to time.

ARTICLE IIIARTICLE III BOARD OF DIRECTORS

Section A. Composition and Selection

Section 3.1 Governing Body Composition

The affairs of the Association shall be governed by a Board of Directors, each of whom shall have one vote. The Board of Directors shall have the authority to delegate any of its duties to agents, employees or others; provided, however, in the event of such delegation, the Board of Directors shall remain responsible for any action undertaken by such delegate. The directors shall be Members or spouses of such Members; provided, however, no person and his or her spouse may serve on the Board at the same time, and that the initial directors named in the

Articles (the "Initial Directors") shall be exempt from this requirement. In the case of a Member who is not a natural person, any person appointed by or an officer, director, partner or trust officer of such Member shall be eligible to serve as a director unless otherwise specified by written notice to the Association signed by such Member.

Section 3.2 Number of Directors

The affairs of the Association shall be governed by a Board of Directors consisting of seven (7) members. Beginning with the 2006 annual meeting, the four candidates receiving the largest number of votes shall be elected for a two-year term, and the three other candidates who are elected to the Board shall be elected for a one-year term of office. In the event that there is no contested election held due to there being seven or less candidates for the Board of Directors, the new directors elected to the Board at the 2006 annual meeting shall either agree among themselves as to how the staggering of terms shall be implemented, or they shall draw lots in order to determine whether each director shall serve a one-year term or a two-year term. At each annual meeting which follows, the terms of office of either three or four directors will expire, and successors will be elected in regard to these expired terms. The terms of office of all successors will be two years each. Notwithstanding any other provision of the Bylaws, any person appointed to fill a vacancy on the Board of Directors shall serve for the remaining unexpired term of the position on the Board that is being filled.

Section 3.3 Nomination and Election Procedures

(a) Nomination and Declaration of Candidacy

Nominations for election to vacancies on the Board of Directors shall be made either 'by a Notice of Intent being submitted as set forth below, or by nomination from the floor at the annual meeting. A letter will be sent to all members at least 45 days prior to the election, along with a Notice of Intent form. on which the intent to run for the Board can be stated. Owners will have 20 days from the date of the mailing of this letter within which to nominate themselves or another eligible person (subject to acceptance of such nomination). The Notice of Intent form must actually be received in the Association office, by regular mail, facsimile or personal delivery, by the deadline or it will not be valid. A written receipt will be issued to those persons who have submitted a Notice of Intent. Any nominees may also include information on a one-sided 8½ X 11 page on their background and their reasons for seeking to be elected to the Board, and such information sheets will be provided to the membership as set forth below. Persons may also be nominated as a candidate for the Board at the meeting where the election is to be held, as further set forth below.

(b) Election Procedures

After the expiration of the time period for sending in a Notice of Intent, the Secretary, or other designated agent of the Board, shall send a second notice of the annual meeting/election to be mailed or delivered to each Member at least fourteen (14) days prior to the date of the meeting where the election will be held. Such notice shall be accompanied by a written ballot listing all candidates who have submitted a Notice of Intent. Such ballot shall also have a space for write-in candidates, subject to any such candidates being nominated from the floor at the annual meeting. This mailing will also include all information sheets that have been submitted by candidates, as well as a proxy form which may be used by members to appoint someone else to act for them at the meeting if they are unable to attend personally. Only one vote shall be allowed for each lot within the community, and any of the owners of the lot may exercise the vote on behalf of a lot that is owned by more than one person. If a lot is owned by more than one person, and the owners

cannot agree as to how their vote is to be exercised, then the vote for that lot shall not be counted. The second notice and accompanying documents shall not contain any communication by the Board which endorses, disapproves, or otherwise comments on any candidate. Accompanying the ballot shall be an outer envelope addressed to the person or entity authorized to receive the ballots and a smaller inner envelope in which the ballot shall be placed. The exterior of the outer envelope shall indicate the name of the voter, and the lot number and/or address of the property being voted, and shall contain a signature space for the voter. Once the ballot is filled out, the voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The inner envelope shall be placed within the outer larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one ballot, but if a person is entitled to cast more than one ballot, the separate inner envelopes required may be enclosed within a single outer envelope. The voter shall sign the exterior of the outer envelope in the space provided for such signature. The envelope shall either be mailed or hand delivered to the Association, and must be received at or prior to the time of the election.

- (i) Alternatively, if a member does not wish to personally vote in regard to the election, but instead wishes to designate someone as a general proxy holder who will have authority to vote on their behalf, the proxy holder will be provided with a ballot at the meeting where the election is to be held, in order to be able to cast the votes of the Member who has designated such proxy holder. Each member or their proxy holder may cast one vote for each candidate for each lot owned by such member, provided that any ballot which contains votes for more candidates than the number of vacancies which exist shall be invalid and will be disregarded. There shall be no cumulative voting.
- (ii) The ballots and outer envelopes which are sent in by mail prior to the date of the meeting are generally not to be opened until the time of the election; however, the outer envelopes may be verified and may be opened prior to the commencement of the annual meeting by an impartial committee appointed by the Board, up to three days prior to the date when the annual meeting is to be held, if a notice is posted at least 48 hours in advance, in the location where meeting notices are posted in the community, identifying the specific time and place where the outer envelopes will be opened. At the committee meeting, the signature and property identification on the outer envelope shall be checked against the list of qualified voters. The voters shall be checked off on the list as having voted. Any exterior envelope not signed by the eligible voter shall be marked "Disregarded" or with words of similar import, and any ballots contained therein shall not be counted. Any members who wish to observe the opening of the outer envelopes are allowed to be present during the time that the ballots are opened by the committee. No Board members, person who is seeking to be elected, or their spouse, will be allowed to participate in the opening of the outer envelopes.
- (iii) At the meeting where the election is to be held, any eligible candidate may be nominated for the Board, subject to acceptance of such nomination by the person being nominated, in person or in writing. Any members or proxy holders who are voting in person at the election meeting will be allowed to write in the name of such nominees on the ballot that they are provided with, but owners who have sent in their ballots by mail will not be allowed to change their votes.

- (iv) Once all ballots have been submitted, the remaining outer envelopes are to be verified, and ballots will be counted by neutral persons who are appointed by the existing Board of Directors or the Chairman of the meeting where the election is to be held. All ballots are to be retained as official records of the Association, and will be available for inspection and copying by any interested member, until the date of the next annual meeting. After the conclusion of the election in the following year, the ballots from the prior year's election may be destroyed.
- (v) The persons receiving the highest number of votes shall be elected to the vacant positions which exist. In the event of a tie vote for any of the positions to be filled, if the candidates cannot agree among themselves as to how to resolve the tie (e.g., drawing lots or some other procedure), then a run-off election will be held for the position(s) which remain to be filled. The procedure for the run-off will be that an envelope containing a ballot listing the candidates, and their information sheets, will be mailed out to the entire membership, and the run-off elections will be conducted strictly by mail, with the members being given fourteen (14) days from the initial mailing within which to return their ballots in order to decide who shall be elected to the remaining directors' position(s). The same dual envelope procedure as described above will be used to insure secrecy of the ballots.

Section 3.4 Election and Term of Office

Notwithstanding any other provision of these Bylaws:

- (a) The term of the Initial Directors shall expire when the Developer turns over control of the Association to Members other than the Developer.
- (b) If for any reason a director is no longer a Member, as defined in the Articles, or the spouse of a Member, said director shall immediately resign and a successor director shall be elected in accordance with Section 3.5 of these Bylaws.

Section 3.5 Removal of Directors and Vacancies

Any director may be removed, with or without cause, by the vote of a majority of the Members. Any director whose removal is sought shall be given notice prior to any meeting called for that purpose. A separate vote shall be held for each director whose removal is sought. Upon removal of a director, a successor shall be appointed by the Board to fill the vacancy for the remainder of the term.

Any director who has three consecutive unexcused absences from Board meetings may be removed by a majority of the directors present at a regular or special meeting at which a quorum is present, and a successor may be appointed by the Board to fill the vacancy for the remainder of the term.

In the event of the death, disability or resignation of a director, the Board may declare a vacancy and appoint a successor to fill the vacancy for the remainder of the term. The Board shall make reasonable efforts to appoint successors that will balance representation throughout the Association.

Section B Meetings

Section 3.6 Organization Meetings

The first meeting of the Board following each annual meeting of the membership shall be held within ten days thereafter at such time and place the Board shall fix.

Section 3.7 Regular Meetings

Regular meetings of the Board may be held at such time and place as a majority of the directors shall determine, but at least four such meetings shall be held during each fiscal year with at least one per quarter.

Section 3.8 Special Meetings

Special meetings of the Board shall be held when called by written notice signed by the President or by any two directors.

Section 3.9 Notices, Waiver of Notice

- (a) Notices of meetings of the Board shall specify the time and place of the meeting and in the case of a special meeting, the nature of any special business to be considered. Notice of all regular and special meetings shall be posted in a conspicuous place in the community at least forty-eight hours in advance of a meeting, except in an emergency. In the alternative, if notice is not so posted, notice of each Board Meeting shall be mailed or delivered to each Member at least seven days before the meeting, except in an emergency. If the Association has more than one hundred Members, as an alternative to posting or mailing of notice of Board Meetings to Members as provided herein, notice may be provided by providing each Member with an annual schedule of regular Board Meetings at the beginning of the year.
- (b) Notice of meetings of the Board shall be given to each director by (i) personal delivery; (ii) first class mail, postage prepaid; (iii) telephone communication, either directly to the director or to a person at the director's office or home who would reasonably be expected to communicate such notice promptly to the director, or (iv) telephone facsimile, computer, fiber optics or other electronic communication device, with confirmation of transmission. All such notices shall be given at the director's telephone number, fax number, electronic mail number, or sent to the director's address as shown on the records of the Association. Notices sent by first class mail shall be deposited into a United States mailbox at least four business days before the time set for the meeting. Notices given by personal delivery, telephone or other device shall be delivered or transmitted at least seventy-two (72) hours before the time set for the meeting.
- (c) The transactions of any meeting of the Board, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (i) a quorum is present; and (ii) either before or after the meeting each of the directors not present signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. Notice of a meeting also shall be deemed given to any director who attends the meeting without protesting before or at its commencement about the lack of adequate notice.
- (d) An assessment may not be levied at a Board Meeting unless notice of the meeting includes a statement that assessments will be considered and the nature of the assessment to be considered.

Section 3.10 Telephonic Participation in Meetings

Members of the Board or any committee designated by the Board may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this subsection shall constitute presence in person at such meeting.

Section 3.11 Quorum of Board of Directors

At all meetings of the Board, a majority of the Directors shall constitute a quorum for the transaction of business, and the votes of a majority of the directors present at a meeting at which a quorum is present shall constitute the decision of the Board, unless otherwise specifically provided in these Bylaws. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for that meeting. If any meeting of the Board cannot be held because a quorum is not present, a majority of the directors present at such meeting may adjourn the meeting to a time not less than five (5) nor more than thirty (30) days from the date of the original meeting. At the reconvened meeting, if a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.

Section 3.12 Compensation

No director shall receive any compensation from the Association for acting as such unless approved by Members representing a majority in the Association at a regular or special meeting of the Association. Any director may be reimbursed for expenses incurred on behalf of the Association upon approval of a majority of the other directors. Nothing herein shall prohibit the Association from compensating a director, or any entity with which a director is affiliated, for services or supplies furnished to the Association in a capacity other than as a director pursuant to a contract or agreement with the Association, provided that such director's interest was made known to the Board prior to entering into such contract and such contract was approved by a majority of the Board of Directors, excluding the interested director, and any contract in existence prior to the date of the first meeting of the Board.

Section 3.13 Conduct of Meetings

The President shall preside over all meetings of the Board and the Secretary shall keep a minute book of Board meetings, recording all Board resolutions and all transactions and proceedings occurring at such meetings.

Section 3.14 Open Meetings

Subject to the provisions of Section 3.15, all meetings of the Board shall be open to all Members and, if required by law, all owners of the Property identified in the Articles. Attendees other than directors may not participate in any discussion or deliberation unless permission to speak is requested on his or her behalf by a director. In such case, the President may limit the time any such individual may speak. Notwithstanding the above, the President may adjourn any meeting of the Board and reconvene in executive session, and may exclude persons other than directors to discuss matters of a sensitive nature.

Section 3.15 Action Without a Formal Meeting

Any action to be taken at a meeting of the directors or any action that may be taken at a meeting of the directors may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the directors. Such consent shall have the same force and effect as a unanimous vote.

Section C Powers and Duties

Section 3.16 Powers

The Board of Directors shall have all of the powers and duties necessary for the administration of the Association's affairs and for performing all responsibilities and exercising all rights of the Association as set forth in these Bylaws, the Articles, and as provided by Jaw. The Board may do or cause to be done all acts and things which the Declaration, Articles, these Bylaws, or Florida law do not direct be done and exercised exclusively by the Members or the membership generally.

Section 3.17 Duties and Rights

The duties and rights of the Board shall include, without limitation:

- (a) preparation and adoption of annual budgets and establishing an annual membership fee for Members of the Association;
- (b) assessing and collecting assessments from the Members;
- (c) depositing all funds received on behalf of the Association in a bank depository which it shall approve, and using such funds to operate the Association; provided any reserve fund may be deposited in the directors' best business judgment in depositories other than banks.
- (d) making and amending rules and regulations;
- (e) opening of bank accounts on behalf of the Association and designating the signatories required;
- (f) enforcing by legal means the provisions of the Declaration, these Bylaws and the rules adopted by it and bringing any proceedings which may be instituted on behalf of or against property owners subject to the Declaration; provided, the Association shall not be obligated to take action to enforce any covenant, restriction or rule which the Board in the exercise of its business judgment determines is, or is likely to be construed as, inconsistent with applicable law, or in any case in which the Board reasonably determines the Association's position is not strong enough to justify taking enforcement action; and filing and adjusting claims, as appropriate;
- (g) obtaining and carrying insurance, and providing for payment of all premiums, and filing and adjusting claims, as appropriate;
- (h) paying the cost of all services rendered to the Association or its Members;
- (i) keeping books with detailed accounts of the receipts and expenditures of the Association;
- (j) making available to any Member current copies of the Declarations, the Articles, the Bylaws, rules and all other books, records, and financial statements of the Association;
- (k) indemnifying a director, officer or committee member, or former director, officer or committee member of the Association, to the extent such indemnity is required by Florida Jaw, the Articles or these Bylaws; and

- (l) suspending, for a reasonable period of time, the rights of any Member or the guest, invitee, and tenant of any Member, to use any common areas, park areas, open spaces, or other areas controlled by the Association. and levying reasonable fines against any Member or the guest, invitee, and tenant of any Member, not to exceed an amount permitted by law and as prescribed by applicable law, for violation of the Articles of Incorporation, Bylaws or rules and regulations of the Association and for violation of any of the terms and conditions of the Declaration and any other governance documents of the Association.

Section 3.18 Accounts and Reports

An annual report shall be made available to all Members within one hundred twenty (120) days after the close of each calendar year. The report shall show the income and expenses for the prior year, and include a copy of the adopted budget for the year in progress.

Section 3.19 Right to Contract

The Association shall have the right to contract for the performance of various duties and functions, including, without limitation, management, bookkeeping and legal services.

Section D. Enforcement

Violation of the Declarations by any property owner subject thereto shall be grounds for the Association to take enforcement action which may include, without limitation, an action to recover sums due for damages, injunctive relief, or any combination thereof, including costs and attorneys' fees incurred in bringing such actions, and if necessary, costs and attorneys' fees for appellate review. The Association may also suspend the voting rights of a Member. but only when said Member fails to pay Association membership fees or assessments, or other charges when due. The Board shall develop a procedure for addressing violations of the Declarations, and for notifying the property owner in violation.

ARTICLE IV OFFICERS

Section 4.1 Officers

The officers of the Association shall be a President, Vice President, Secretary and Treasurer who are appointed by the Board. Officers may, but need not, be members of the Board. The Board may appoint such other officers including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have such authority and perform such duties as the Board prescribes. Any two or more offices may be held by the same person, except the offices of President and Secretary. All officers must be Members of the Association except while the Association is controlled by the Declarant, the officers need not be Members.

Section 4.2 Election and Term of Office

The Board shall elect the officers of the Association at the first meeting of the Board following each annual meeting of the Members. The initial officers shall be elected at the Board's organizational meeting. Officers shall serve until a successor is elected, or until the officer ceases to be a Member of the Association.

Section 4.3 Removal and Vacancies

The Board may remove any officer whenever in its judgment the best interests of the Association will be served, and may fill any vacancy in any office arising because of death, resignation, removal, or otherwise, for the unexpired portion of the term.

Section 4.4 Powers and Duties

The officers of the Association shall each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may specifically be conferred or imposed by the Board of Directors. The President shall be the chief executive officer of the Association. The Treasurer shall have primary responsibility for the preparation of the budget as provided for in the Declaration and may delegate all or part of the preparation and notification duties to a finance committee, management agent, or both.

Section 4.5 Resignation

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

Section 4.6 Compensation

Compensation of officers shall be subject to the same limitations as compensation of directors under Section 3.12.

ARTICLE V MISCELLANEOUS

Section 5.1 Committees

The Board may appoint such committees as it deems appropriate to perform such tasks and functions as the Board decides. Committee members serve at the Board's discretion. Any committee member, including committee chair, may be removed by the vote of a majority of the Board. Each committee shall operate in accordance with the terms of the resolution establishing such committee.

Section 5.2 Fiscal Year

The fiscal year of the Association shall be from October 1 through September 30 of each year.

Section 5.3 Parliamentary Rules

Except as may be modified by Board resolution, Roberts Rules of Order (current edition) shall govern the conduct of Association proceedings when not in conflict with Florida law, the Articles, the Declaration, or these Bylaws.

Section 5.4 Conflicts

If there are conflicts between the provisions of Florida law, the Articles, the Declaration, and these Bylaws, the provisions of Florida law, the Declaration, the Articles and the Bylaws (in that order) shall prevail.

Section 5.5 Books and Records

Every Member shall have the absolute right to inspect all books, records, and documents of the Association and the physical properties owned or controlled by the Association, as set forth in Section 720.303, Florida Statutes. The right of inspection includes the right to make a copy of relevant documents at the expense of the owner who has requested such records.

Section 5.6 Notices

Unless otherwise provided in these Bylaws, all notices, demands, bills, statements or other communications under these Bylaws shall be in writing and shall be deemed to have been duly given if delivered personally or if sent by United States mail, first class postage prepaid:

- (a) if to a Member, at the address which the Member has designated in writing and filed with the Secretary or, if not such address has been designated, at the address of the Residential Unit(s) of such Member; or
- (b) if to the Association, the Board, or the managing agent, at the principal office of the Association or the managing agent, if any, or at such other address as shall be designated by notice in writing to the Members pursuant to this section.

Section 5.7 Amendment

- (a) By Director. These Bylaws may be amended only by the affirmative vote of a majority of the directors

- (b) Validity and Effective Date of Amendments.

Amendments to these Bylaws shall become effective upon adoption unless a later effective date is specified therein. In no event shall a change of conditions or circumstances alone operate to amend any provisions of these Bylaws.

END OF AMENDED AND RESTATED BYLAWS