## BYLAWS KINGS POINTE HOMEOWNERS ASSOCIATION, INC

## ARTICLE I

1. NAME: The name of this corporation (here in after referred to as the "Association") shall be:

## "KINGS POINTE HOMEOWNERS ASSOCIATION, INC."

2. PURPOSE: The purpose of this Association is to promote the health, safety, and general welfare of the residents of Kings Pointe Manufactured Home Park, Lake Alfred, Florida, to stimulate good fellowship between the homeowners in the Park, and to promote good will between the resident homeowners, and Park ownership and management.

## ARTICLE II POWERS

The Directors of the Association and all activities of the Association shall be governed by these By-laws and the Articles of Incorporation as long as they are in conformity with all current. State of Florida and Federal Statutes as they apply to Manufactured Home Owners Associations."

## ARTICLE III HOMEOWNERS ASSOCIATION

1. In order to exercise the rights provided in s 723.071 , the manufactured home owners shall form an association, in compliance with this section, and ss 723.077, 723.078, and 723.079. which shall be a corporation for NOT FOR PROFIT, and of which not less than two-thirds of all the manufactured home owners within the park shall have consented, in writing, at the time of incorporation, to become members. Upon such consent by two-thirds of the manufactured home owners, all consenting manufactured home owners in the park, and their successors, shall become members of the association, and shall be bound by the provisions of the articles of incorporation, the bylaws of association, and such restrictions as may be properly promulgated pursuant thereto.

The association shall have no member who is not a bona fide owner of a manufactured home located in the park. Upon incorporation and service of the notice described in s.723.076. The association shall become the representative of the manufactured home owners in all matters relating to this chapter.
2. It is the intent of the Legislature that any homeowners association properly created be deemed an association created pursuant to the provisions of this section and have all rights and powers granted under this section and ss. 723.077 and 723.079. Any inconsistency in the provisions of the charter of such previously created homeowners association shall be deemed amended to conform herewith.

## ARTICLE IV INCORPORATION

1. Upon receipt of its certificate of incorporation, the homeowners' association shall notify the park owner in writing of such incorporation, and shall advise the park owner of the names and addresses of the officers of the homeowners' association by personal delivery upon the park owner's representative as designated in the prospectus or by certified mail, return receipt requested. Thereafter, the homeowners association shall notify the park owner in writing by certified mail, return receipt requested of any change of names and addresses of its president or registered agent.
2. Upon written request by the homeowners' association, the park owner shall notify the homeowners' association by certified mail, return receipt requested, of the name and address of the park owner, the park owner's agent for service of process, and the legal description of the park. Thereafter, in the event of a change in the name or address of the park owner or the park owner's agent for service of process, the park owner shall notify in writing the president or registered agent of the homeowners' association of such change by certified mail, return receipt requested.
3. The homeowners' association shall file a notice of its right to purchase as set forth in s.723.071. The notice shall contain the name of the association, the name of the park owner, and the address or circuit court in the county where the manufactured home Park is located. Within 10 days of the recording, the homeowners' association shall provide a copy of the recorded notice to the park owner at the address provided by the park owner by certified mail, return receipt requested.

## ARTICLE V ARTICLES OF INCORPORATION

The articles of incorporation shall provide:
(1) That the association has the power to negotiate for, acquire, and operate the Manufactured Home Park on behalf of the Manufactured Home owners.
(2) For the conversion of the manufactured home Park once acquired to a condominium, a cooperative, or a subdivision form of ownership, or another type of ownership. Upon acquisition of the property, the association, by action of its board of directors, shall be the entity that creates a condominium, cooperative, or subdivision or offers condominium, cooperative, or subdivision unit for sale or lease in the ordinary course of business or, if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of property.

## ARTICLE VI <br> MEMBERSHIP AND VOTING RIGHTS

1. MEMBERSHIP: Any and all homeowners in the Park shall be eligible for membership in the Association. It shall not be mandatory that homeowners be members of the Association in
order to participate in activities and monthly meetings, but only paid members are eligible to attend the HOA annual meeting, board of directors' meetings or special meetings. Only paid members can speak and vote on matters, which may come up to the membership. Any non-paid member may address the board if they are put on the agenda prior to the meeting and are recognized by the chair.
2. MEMBERSHIP UNIT: One membership unit shall be offered per household.
3. RECOGNIZED ELIGIBLE MEMBERS: Recognized members, eligible to vote on all matters, which may come up for vote are deemed to be resident owners who have paid their annual dues.
4. VOTING RIGHTS: Voting on all matters shall be restricted to recognized homeowner/members, with one vote per household, pursuant to Chapter 723 of the Florida State Statutes/ Mobile Home Administrative Rules 61B-32.003(2). Voting may be by voice, hand, or secret written ballot.

## ARTICLE VII

## MEETINGS OF MEMBERS

1. PLACE OF MEETINGS: Meetings of the members shall be held in the Park club house or any other place in the State of Florida which the Board of Directors or a majority of the members may select.
2. SPECIAL MEETINGS: Special meetings of the members may be called at any time by the President of the Association; by a majority of the members of the Board of Directors; or upon written request of one-third of the members. Business transacted at a special meeting of the members shall be limited to the purposes announced in the notice of said meeting.
3. NOTICE OF MEETINGS: Written notice of special meetings and of the annual meeting shall be posted by the Secretary of the Association; or by the person authorized to call the meeting. Such notice must be posted on the Park bulletin board at least fourteen (14) days prior to the date of the meeting.
4. ANNUAL MEETING: The annual meeting of the members shall be held on the second Monday in December. At this meeting the new members of the Board of Directors shall be elected. As per Florida Statutes 723, no nominations for new Directors may be made from the floor at the Annual Meeting. Unless waived, the notice of the annual meeting shall be sent by mail, E-mail, or hand delivered to each paid voting member of the Association, and the mailing, E-mailing, or hand delivering shall constitute a notice. An officer of the Association shall provide an affidavit affirming that the notices were mailed or hand delivered in accordance with the provisions of this section to each member at the addresses last furnished to the corporation. This notice shall be posted and mailed according to Article VII, item 3 of these by-laws.
5. REGULAR MEETINGS: The regular business meetings of the association members shall be held on the second Monday of the following months: January, February, March, April, October, November and annual meeting In December. If this date falls upon a legal holiday then the meeting shall be held at the same time on the following Monday which is not a legal holiday.
6. QUORUM REQUIREMENTS: Fifteen percent (15\%) of the paid voting members of the Association, including any proxy shall constitute a quorum for regular and or special meetings unless otherwise specified in the by-laws or Articles of Incorporation. At a duly organized meeting, members initially present and counted as part of the quorum can continue to do business until adjournment even though enough members withdraw from the meeting to leave less than a quorum. For the annual meeting, thirty percent (30\%) of the paid voting members will constitute a quorum.
7. CONDUCT: All meetings of the Association and its committees shall be conducted in accordance with Robert's Rules of Order and the by-laws of the Association.
8. ORDER OF BUSINESS: The order of business at all regular or at annual meetings shall be as follows:
(A) Pledge of Allegiance to the Flag
(B) Reading of the minutes of the previous meeting
(C) Reading of the Treasurer's report
(D) Reports of Officers
(E) Reports of Committees
(F) Unfinished business
(G) New business
(H) Items from the Floor
(J) Election of directors (if election is to be held)
(K) Benediction
(L) Adjournment
9. MINUTES: Minutes of all meetings of members and of the Board of Directors shall be kept in a business-like manner and shall be available for inspection by members, or their authorized representatives and Board Members at reasonable times. The Association shall retain these minutes for a period of not less than seven (7) years.
10. ADJOURNMENTS: Any meeting of members may be adjourned (postponed). Notice of the adjourned meeting or of the business to be transacted therein, other than by announcement at the meeting at which the adjournment is taken, shall not be necessary. If, however, after adjournment the Board fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given in compliance with section 3 of Article VII hereof. At an adjourned meeting at which a quorum is present any business may be transacted which could have been transacted at the meeting originally scheduled.
11. FIXING OF RECORD DATE: For the purpose of determining members entitled to notice of, or to vote, at any meeting of members, or any adjournment thereof, or in order to make a determination of members for any other purpose, the Board of

Directors may fix in advance a date as the record date for any such determination of members, such date in any case to be not more than thirty (30) days and, in case of a meeting of members, not less than ten (10) days prior to the date the particular action requiring such determination of members is to be taken. If no record date is fixed for the determination of members entitled to notice or to vote at a meeting of members, the date of which notice of that meeting is mailed, shall be the record date for such determination of members. When a determination of members entitled to vote at any meeting of members has been made, as provided herein, such determination shall apply to any adjournment thereof unless the Board of Directors fixes a new record date for the adjourned meeting.

## ARTICLE VIII BOARD OF DIRECTORS; SELECTION AND TERMS OF OFFICE

1. NUMBER: The business and affairs of the Association shall be managed and governed by a Board of Directors composed of not less than seven (7) nor more than nine (9) directors. The President, and one Vice President, Secretary and Treasurer and 2 other Directors must be full-time residents of Kings Pointe and the state of Florida, but all of whom must be members in good standing.
2. TERM OF OFFICE: Those persons named in the Articles of Incorporation as directors shall hold office and comprise the Board of Directors until the first annual meeting of the members, at which meeting an election of directors shall be held and the successors to the original directors chosen by the members. There shall be no restriction of the number of terms for which a director of this Association may be elected. The members shall elect directors for a term of three (3) years, as their terms expire.
3. REMOVAL - VACANCY: Any director may be removed from the Board with or without cause, by a majority of the members of the Association. A special meeting of the members to recall a member or members of the Board of Directors may be called by $10 \%$ of the members giving notice of the meeting as required for a meeting of members, and the notice shall state the purpose of the meeting. In the event of death, resignation, removal of a director or any vacancy created by reason of an increase in the number of directors, the vacancy may be filled by the affirmative vote of a majority of the remaining members of the Board of Directors. A Director selected to fill a vacancy shall serve until the next annual meeting when a Director will be elected to fill out the remaining term of the person being replaced if there is a year or more remaining of the term.
4. COMPENSATION: Directors shall not receive compensation for any service he or she may render to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of his or her duties. A director may serve the Association in a capacity other than director and receive compensation for the services rendered in that other capacity.
5. FIDUCIARY DUTY: The directors of the Association have a fiduciary duty to the members when acting on behalf of the Association.

## ARTICLE IX NOMINATION AND ELECTION OF DIRECTORS

1. NOMINATION: Nomination for election to the Board of directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the November meeting. All nominations from the floor must be made at a duly noticed meeting of the members held at least 30 days before the annual meeting. At that point nominations would be closed. The Nominating Committee shall consist of a chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the President at the October Board of Directors meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as necessary but in no case less than the number of vacancies to be filled. All nominees must be paid members in good standing at the time of nomination. Any person nominated has the right to decline the nomination in writing to the President or secretary before the notice of the Annual Meeting and election is posted and sent out. The names shall be given to the Board at the November Board of Directors meeting. The nominees' names will be published along with the Annual Meeting notice.
2. ELECTION: Election to the Board of Directors shall be by secret written ballot. At such elections the members shall cast one (1) vote per each vacancy. The persons receiving a majority of the votes cast for that office shall be elected. Cumulative voting is not permitted. Five of the directors elected by the membership will be selected by the Board of Directors to fill the leadership positions (President, 1st Vice President, 2nd Vice President, Secretary and Treasurer). The Directors will be elected by the membership. No write in candidates.
3. VOTING:
A. Selection of Election Committee: The Election Committee shall be established at the October HOA Meeting. Consisting of three HOA members plus one alternate. No Board members, their Spouses, Candidates or their Spouses can be on the Election Committee. The purpose of the Election Committee is to oversee the Election process.
B. Method of Voting:

Process:
(1) The Secretary will send notification email to all paid members who are not going to attend the Annual Meeting so that they can request an Absentee Ballot. This notification will be sent out in October.
(2) Absentee Ballots must be requested by the Second Wednesday of November and returned by the First Wednesday of December to the Election Committee at 100 Winterdale Dr., Lake Alfred, FL.
(3) Once requested, ballots will be sent to paid HOA Members.
(4) Use two envelope system, place the ballot in an envelope marked "Ballot", which is then placed in an envelope addressed to the Election Committee Kings Pointe. Make sure the return address is
clearly on the envelope to ensure accurate cross referencing with Absentee Ballot requests.
(5) The Secretary will retain and provide a list of requested ballots. He/She will then provide a list to the Election Committee.
(6) The Election Committee will retrieve the Absentee Ballots on the night of the election, and then separate the addressed envelope from the envelope marked Ballot. The envelope with the address will be destroyed. The Ballot envelopes will then be opened and included with the ballots from the meeting. The official count will then begin.

## (7) Any Absentee Ballots not complying with the system established will be deemed an invalid vote.

## ARTICLE X MEETINGS OF DIRECTORS

1. REGULAR MEETINGS: Regular meetings of the Board of Directors shall be held on the first Monday of each month except July. Notice of the date, time and place of all regular meetings of the Board of Directors shall be posted in a conspicuous place upon the Park property at least two business days in advance, except in an emergency.
2. SPECIAL MEETINGS: Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days' notice to each director. Notice of special meetings shall be posted in a conspicuous place upon the Park property at least forty-eight (48) hours in advance, except in an emergency. The notice of special meetings shall contain the purpose or purposes of the meeting. Notice of any meeting, regular or special, in which assessments against members are to be considered for any reason, shall specifically contain a statement that assessments will be considered and the nature of such assessments.
3. EMERGENCY MEETINGS: Emergency meetings of the Board of Directors shall be held when called by the President of the Association or by any two directors. Emergency meetings of the Board of Directors may be held by telephone conference. Emergency decisions, as determined by the President or a majority of the Board of Directors, may be made by means of a designated officer or member of the Board polling the members of the Board by telephone and any such emergency issue or question shall be determined by affirmative vote of a majority of the Board which shall then be considered to be the action of the Board. Minutes of any emergency meeting of the Board, whether by telephone conference, telephone polling or otherwise, shall be filed by the Secretary or other designated officer, and the correctness of the minutes shall be certified by said officer and posted in a conspicuous place upon the Park property within fourteen (14) days after the date of the emergency meeting. It is contemplated that emergency meetings include but not be limited to such subjects as pre-designation of the Homeowners Committee, filling vacancies on the Board of

Directors or officers of the Association and the conduct of necessary or important business while a majority of the Board of Directors is not present in the State of Florida.
4. ACTION BY WRITTEN AGREEMENT: The Board of Directors may act or render decisions by written agreement without meetings on the condition that the written agreement is agreed to and signed by a majority of the Board of Directors and the written agreement is posted in a conspicuous place upon the Park property within fourteen (14) days after the date of the written agreement.
5. BOARD MEETINGS: All meetings of the Board of Directors shall be open to all paid members of the association. Any paid member wishing to speak at a board meeting may do so if they are put on the agenda prior to the posting of said agenda, or it's already on the agenda.
6. QUORUM: A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board. A director may join in the action of a meeting of the Board by signing the minutes thereof and such signing shall constitute the presence of such director for the purpose of determining a quorum. If at any meetings of the Board there shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any meeting that takes place on account of a previously adjourned meeting, any business, which might have been transacted at the meeting as originally called, may be transacted. In the case of the adjournment of a meeting, no further notice of the adjourned meeting need be given unless otherwise determined by the Board. Members of the Board of Directors shall be deemed present at any meeting held by telephone conference or similar communications equipment where all persons participating in the meeting can hear each other.
7. NOTICE OF DIRECTORS MEETING: Notice of Directors meetings shall be posted in a conspicuous place upon the Park property at least 2 Business Days in advance, except for emergency meetings. Notice of any directors meeting in which assessments against members are to be considered for any reason shall specifically contain a statement that assessments will be considered and the nature of such assessments.
8. WAIVER OF NOTICE: A director may waive in writing notice of a regular or special meeting of the Board of Directors either before or after the meeting, and his waiver shall be deemed the equivalent of getting notice. Attendance of a director at any meeting shall constitute waiver of notice of that meeting unless the director attends with the express purpose of objecting to the transaction of business because the meeting has not been lawfully called or convened.
9. MINUTES: Minutes of all meetings of the Board of Directors shall be kept in a businesslike manner and shall be available for inspection by members, or their authorized representative, and Board members at reasonable times. The Association shall retain these minutes for a period of not less than seven (7) years.

## ARTICLE XI OFFICERS

1. ENUMERATION OF OFFICERS: The officers of the Board of Directors and the Association shall be one and the same and shall include a president; a first vice-president; a second vice-president, a secretary and a treasurer. All officers shall at all times be members of the Board of Directors and no officers may be elected or appointed who are not members of the Board of Directors.
2. ELECTION OF OFFICERS: The election of officers shall take place at the first meeting of the Board of Directors following the annual meeting.
3. TERM OF OFFICE: Officers shall be elected annually by the Board of Directors and shall hold office for One (1) year, unless he or she shall sooner resign or be removed or disqualified to serve. President, Secretary and Treasurer elected to three year terms.
4. COMMITTEES: The Board may appoint regular and special committees to serve for the purposes designated by the Board and for such terms as determined by the Board.
5. RESIGNATION AND REMOVAL: Any officer may be removed from office with or without cause by a majority vote of the Board. An officer may resign at any time by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at such later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
6. VACANCIES: A vacancy in any office may be filled by appointment by a majority vote of the Board. The Director appointed to such vacancy shall serve until the annual meeting at which time a Director will be elected to fill out the remaining term if there is a year or more remaining of the term.
7. MULTIPLE OFFICES: The offices of president, secretary and treasurer may not be held by the same person. No household may have more than one (1) person on the Board of Directors.
8. DUTIES: Duties of the officers are as follows:
A. PRESIDENT: The president shall preside at all meetings of the Association and the Board of Directors; see that orders and resolution of the Board are carried out; shall appoint an auditing committee which shall audit the books at the close of each fiscal year and present a written report at the next regular meeting; shall have all of the powers and duties which are usually vested in the office of the president of a corporation.
B. FIRST VICE-PRESIDENT: The first vice-president shall act in the place and stead of the president in the event of his or her absence, refusal or inability to act and shall exercise and discharge such other duties as may be required of him or her by the Board of Directors.
C. SECOND VICE-PRESIDENT: The second vice-president shall act in the place and stead of the president or first vice president in the event of his or her absence, refusal or inability to act and shall exercise and discharge such other duties as may be required of him or her by the Board of Directors.
D. 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 date of original membership and shall perform other such duties as may be required by the Board of Directors.
E. 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 of the Association; keep proper books of account and report the Association's financial status at each meeting of the membership.
F. CUSTOMARY DUTIES: In addition to the duties specifically set forth herein, the officers shall perform the duties of those offices as customarily performed by officers of corporations. All disbursements shall require two (2) signatures; one being the treasurer, the other being the President, with both Vice-Presidents being alternates.
G. COMPENSATION: The officers shall serve without compensation.
H. SUBSTITUTIONS: Officers may temporarily substitute for one another in the event of long term absence from the Park, subject to approval of the president of the Association.
9. TRAINING NEW BOARD MEMBERS: Newly elected HOA board members have 90 days to complete training and those considering a board position also have one year prior to the election to be certified.

## ARTICLE XII ACCOUNTING RECORDS-FISCAL MANAGEMENT-ASSESMENTS

1. BOOKS AND RECORDS: The Association shall keep correct and complete books and records of account including all receipts and expenditures. The books and records of the Association shall be open to inspection by members or their authorized representatives at reasonable times. Such authorization as a representative of a member must be in writing and signed by the person giving the authorization and dated within thirty (30) days of the date of the inspection. Written summaries of the accounting records may be made available to the members. Such records if made available shall include a record of all receipts and expenditures.
2. DISBURSEMENTS:
A. Up to and including $\$ 100.00$ may be disbursed at the discretion of the Treasurer.
B. Disbursements over $\$ 100.00$ up to and including $\$ 700.00$ require approval of the Board of Directors
C. Disbursements over $\$ 700.00$ require membership approval.
D. Any persons(s) requesting disbursement must clearly state the purpose of the disbursement and provide appropriate documentation.

## 3. ANNUAL DUES:

(1) Annual dues shall be determined by the Board of Directors, subject to approval of the members at a special or regular meeting.
(2) Annual dues shall be payable immediately upon joining the Association regardless of when joining; and thereafter on or before the January meeting. Dues shall be pro-rated at 1/12 the annual dues per month for new residents initially joining the Association for the first year belonging to the Association.
4. FISCAL YEAR: In administering the finances of the Association, the fiscal year shall be the calendar year.
5. ANTICIPATED REVENUE - DEFICIT: The Board shall not be required to anticipate revenue from assessments or expend funds to pay for operating expenses not budgeted which shall exceed budgeted items, and the Board is not required to engage in deficit spending. If there exists any deficiency which results from there being greater operating expenses than income or money from assessments, then such deficit shall be carried into the next succeeding applicable assessment.
6. DEPOSITORY: The depository of the Association shall be such commercial banks as shall be designated from time to time by the Board of Directors in which the monies of the Association shall be deposited. Withdrawal of monies from such account shall be only by checks signed by such persons as are authorized by the Board.

## ARTICLE XIII INDEMNIFICATION

The Association may be empowered to indemnify any officer or director or any former officer or director, by a majority vote of a quorum of directors, or by majority vote of a quorum of members, who are not parties to such action, suit or proceeding, in the manner provided in Section 607.024 of the Florida Statutes, as amended. If such indemnification is authorized by the directors or members, expenses incurred in defending such civil criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding, in the manner described in subsection 5 of Section 607.014 of the Florida Statutes, as amended, upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless he or she is found to be entitled to such indemnification.

## ARTICLE XIV AMENDMENT OF THE BY-LAWS

1. APPROVAL: Every amendment to the by-laws shall be approved by the Board of Directors; presented to the members at a membership meeting for which due notice of the proposed amendment(s) were given; and approved by affirmative vote of a majority of the members present.
2. RESTRICTIONS: No amendment shall make any changes in the qualifications for membership in the Association nor voting rights of members without approval in writing by a majority of members.
3. ARTICLES OF INCORPORATION: No amendment shall be in conflict with the Articles of Incorporation.
4. AMENDMENT OF ARTICLES OF CORPORATION: The Articles of Incorporation may be amended in the manner provided by Statute or as described in the Articles of Incorporation, Article V.

## ARTICLE XV <br> LOANS

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Directors, and approved by a majority of the Associations members. Such authority may be for general or specific purposes.

## ARTICLE XVI CONFLICT OF INTEREST

No contract for goods or services may be made between the Association and any of its members, officers, or directors nor between the Association and any other firm, corporation or association In which an officer or Board member of the Association is involved. Exceptions may be made if it is in the best interest of the Association, but only with advance approval of a majority of a majority of the Board of Directors and by vote of the members at a regular or special meeting.

Revised 04/11/2022
APPROVED BY THE BOARD OF DIRECTORS


Wanda Atkins, Treasurer


Earl Dills, Director



APPROVED BY THE MEMBERSHIP:
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