

2011
BY-LAWS
OF
TAYLOR CREEK VILLAGE ASSOCIATION, INC.

I. Name: This Corporation, hereinafter referred to, as “Association” is known as TAYLOR CREEK VILLAGE ASSOCIATION, INC., A CORPORATION NOT FOR PROFIT.

II. Definitions: The words “said property” as used in these By-Laws shall be deemed to mean the following described real property situated in the County of Monroe, State of Florida, and more particularly described as follows:

All of the Lots in Blocks 1, 2 and 3, KEY LARGO MOBILE HOMESITES, Plat Book 5, at Page 103, Public Records of Monroe County, Florida; all of the Lots in Blocks 4, 5, 6 and 7, KEY LARGO MOBILE HOMESITES, PLAT No. 2, Plat Book 6, at Page 6, Public Records of Monroe County, Florida; all of the Lots in Blocks 8 and 9, KEY LARGO MOBILE HOMESITES, Plat No. 3, Plat Book 6, at Page 7, Public Records of Monroe County, Florida; all of the Lots in Blocks 10, 11, 12 and 13, and CLUB HOUSE TRACT, in KEY LARGO MOBILE HOMESITES, Plat No. 4, Plat Book 6, at Page 15, Public Records of Monroe County, Florida;

TOGETHER with any and all other real property which may hereafter, through the operation of conditions, restrictions, covenants, easements, reservations or charges pertaining to the same, be placed under or submitted to the jurisdiction of this Association by resolution of the Board of Directors of this Association.

The word “lot” wherever used in these By-Laws shall be deemed to mean a lot as defined in any declaration of conditions, covenants, restrictions, easements, reservations or charges affecting the portion of said property in which the lot is located.

III. The members of the Association shall be:

A. All persons who are owners of record of any lot or lots in said property, whether or not they reside thereon, provided that no person or corporation taking title as security for the payment of money or the performance of any obligation are entitled to membership provided that all *assessments, fees, and annual dues are paid in full.*

(1) When a lot is owned of record in joint tenancy or tenancy in common, or when two or more are purchasing a lot under an agreement for deed, the membership as to such lot shall be joint and the right of such membership (including the voting power arising therefrom) shall be exercised only by the joint action of all owners of record of such lot, or of all purchasers under said agreement for deed, respectively.

(2) Such ownership and the purchasing of such lot or lots under an agreement for deed *together with any current assessment, fees, or annual dues* shall be the only qualifications for membership in this Association.

(3) Any person claiming to be a member of this Association shall establish his right to membership to the satisfaction of the Secretary of this Association and all members shall place on file with the Secretary their mailing addresses, in writing, and notify the Secretary, in writing, of any change of mailing address.

(4) Membership in this Association shall lapse and terminate when any member shall cease to be the owner of record of a lot or *when assessment, fees, or annual dues are unpaid by June 30th of any year.*

(5) Members shall be required to pay annually the charges or assessments set forth in these bylaws by January 1 of each year, which together with these By-Laws shall constitute the RULES AND REGULATIONS of this Association.

Until changed by action of the Board of Directors, one time membership shall be \$250.00 per non-member lot plus any past-unpaid assessment or fees plus dues; current annual dues are \$100.00 for each member lot owned. Said annual dues charges shall be payable January 1st of each year and a \$25 late fee may be collected after January 1st, any non-payment by June 30th of each year shall revoke membership of said member and reinstate fee of \$250 plus any other assessment, fee, or annual dues will be applicable and required for reinstatement of membership and to enjoy the use of the common areas owned by the Association and any other privileges. The Board of Directors shall take such action to collect unpaid assessments, fees, and annual dues, as it shall deem advisable. The amount of such assessments, fees, and annual dues charges may be changed from time to time by action of the Board of Directors. In the event membership shall lapse or terminate in accordance with (4) above, no refund of assessments, fees, and annual dues will be made. Dues, assessments, and fees are payable in advance.

IV. ASSOCIATE MEMBERSHIP:

Persons who are not owners of record of a lot in said property, but are residing thereon as tenants of the owner may apply to the Association through its Secretary for an Associate Membership. All *assessments, fees, and annual dues will apply.*

V. VOTING RIGHTS: In all matters which shall come before the members of this Association, the voting power of the members of this Association shall be according to the following rules:

- (a) Each member lot in good standing shall have the right to one vote per lot regardless of the number of owners.
- (b) Associate members shall have no voting rights.

VI. PROPERTY RIGHTS:

(1) Each member of the Association shall have such an interest in all of the property owned by this Association as is represented by the ratio of the number of votes to which said member is entitled to the total number of votes in this Association. Such interest is and shall be appurtenant to the lots, which qualify such person for membership in this Association who have had back to back membership in good standing for a minimum of the last 5 consecutive years

(2) Associate members shall have **NO** Property Rights

(3) Property rights shall only apply to Members who have had back to back membership in good standing for a minimum of the last 5 consecutive years from the date of any property right issue, decision, or windfall.

VII. MEETING OF MEMBERS:

(1) **ANNUAL MEETING.** The Annual Meeting of the membership of this Association shall be held in January of each year, on the date and at a time and place designated by the Board of Directors, upon written notice given to the members at least ten (10) days prior to such date, which notice shall be mailed to each member of the Association at his/her address on record with the Secretary and/or will be posted at park or Taylor creek sign on US1. The purpose of the Annual Meeting shall be the election of members to the Board of Directors for the ensuing year, all of which shall take office immediately following election, and such other business as may be generally set out in the notice. At such meeting, the President and Treasurer will give their reports of the operation of the Association for the preceding year.

(2) **SPECIAL MEETINGS.** Special meetings may be held at the call of the President or by request of two (2) members of the Board of Directors or 15% of the membership by signed petition. At least ten (10) days written notice of such Special Meetings shall be posted on community board at park and/or Taylor Creek sign on US1. The purpose for which the Special Meeting has been called shall be generally set out in the notice on community board, and no other business will be considered.

(3) **QUORUM.** At any meeting of the members, the presence in person or by proxy of fifteen (15) members or 25% of current membership shall constitute a quorum for the transaction of business.

VIII. DIRECTORS:

(1) **Number and Term of Directors:** The business, property and affairs of this Association shall be managed by a Board of Directors composed of seven (7) persons who shall be members in good standing of this Association and at least four (4) of whom shall be members who reside on said property at least 60 days per year. Each Director shall hold office for a term of three (3) years and until his successor is elected and qualified.

(2) **Vacancies.** Vacancies in the Board of Directors shall be filled by election by the remaining Directors. Each person so elected to fill a vacancy shall remain a Director until his successor has been elected by a vote of the membership who may make such election at their next Annual Meeting or at any Special Meeting duly called for that purpose.

(3) **Duties of the Board.** The Board of Directors shall transact all business of the Association. It shall determine the policies, fiscal matters and in general assume responsibility for the guidance of the affairs of the Association. **Power to Elect Officers.** The Board of Directors at their Annual Meeting immediately following the Meeting of the Membership shall elect a President, one Vice President, a Secretary, and a Treasurer and co Treasurer if necessary. The Board of Directors shall have the power to appoint such other officers, as the Board may deem necessary for the transaction of the business of the Association. The Board shall have the power to fill any vacancy in any office, occurring for any reason whatsoever. Officer may hold two titles if necessary for the good of the association.

(4) Removal of Directors and Officers. Any Director or Officer may be removed by the Board of Directors whenever, in the judgment of the Board, the best interest of the Association will be served thereby, by a majority vote of the Board of Directors. Failure to attend three (3) consecutive meetings without valid excuse shall constitute cause for the removal of a Director or Officer.

(5) Annual Meeting of the Board of Directors. The Annual Meeting of the Board of Directors shall be held in January of each year on the same day as the Associations Annual meeting.

(6) Special Meetings of the Board of Directors may be held at the call of the President or by request of two (2) members of the Board of Directors. An officer shall give notice of such meeting to each Director not less than five (5) days before the meeting, unless each Director shall waive notice thereof before, at, or after the meeting.

(7) At any meeting of the Board of Directors the presence of five (5) Directors shall constitute a quorum.

IX. OFFICERS: The Officers of the Board of Directors shall be the Officers of the Association. They shall consist of the President, Vice President, Secretary and Treasurer and such other Officers as may be elected by the Board. All Officers shall be members of the Board of Directors. Each Officer shall be elected to hold office for a period of one year, provided that nothing herein shall be construed to prevent the election of an Officer to succeed himself.

A. PRESIDENT. The President shall:

- (1) Preside at all meetings of the Board of Directors and at all meetings and shall be Chairman;
- (2) Make all Committee appointments
- (3) Be a member ex-officio of all committees
- (4) Perform all other duties usually pertaining to the office of President.
- (5) President may take on other duties such as treasurer if necessary

B. VICE PRESIDENT. The Vice President shall:

- (1) Preside at all meetings of the Board of Directors
- (2) Perform all such other duties usually pertaining to the office of Vice President.
- (3) Vice President may take on other duties such as treasurer if necessary
- (4) Vice President will assume Presidency and President duties should President no longer be able to perform his/her duties or resign from the board.

C. TREASURER / CO TREASURER. The Treasurer shall:

- (1) Be custodian of all funds and securities of the Association and collect interest thereon;
- (2) Keep a record of the accounts of the Association and report thereon at each Regular Meeting of the Board of Directors;
- (3) Make report at Annual Meetings and Special Meetings when requested;
- (4) Deposit all monies of the Association in the name of TAYLOR CREEK VILLAGE ASSOCIATION, INC., in a bank or banks selected by the Board of Directors, subject to withdrawal for authorized purposes, upon the joint signature of two of the Officers of the Association, one of whom shall be the Treasurer and the other of whom shall be the President or Vice President;

- (5) Give bond in such amount as the Board of Directors may require, the Association to pay the premium for such bond.
- (6) Treasurer position may be jointly held if necessary for the good of the association.

The detailed bookkeeping shall be kept electronically using electronic banking and/or by bookkeeper. President shall hold all securities and other valuable papers. All officers will be given most up to date electronic record of securities, valuable papers, and records of association at annual meeting. Any member may make a reasonable request for copies of records and will be given said records within 45 days of formal request for a fee of \$50.00 per request. The Treasurer's and/or bookkeeper's accounts maybe subject to annual audit by a certified public accountant, as designated by the Board of Directors, at the expense of the Association.

D. **SECRETARY.** The Secretary shall:

- (1) Record the minutes of all meetings;
- (2) Write up the minutes within fourteen (14) days following the meeting;
- (3) Confer with the President for possible omissions, or errors;
- (4) Send duplicate copy of minutes to the President;
- (5) Take attendance record at meetings;
- (6) Maintain all reports;
- (7) Carry on all necessary correspondence of the corporation unless other officer or board member is assigned by board
- (8) Perform such other duties as may be delegated to the Board of Directors and by the Executive Committee.

X. COMMITTEES:

A. Committees may be formed from time to time and scope of committee work will be as deemed appropriate by majority vote of officers and/or proxy majority vote of membership.

XI. FISCAL YEAR.

The fiscal year of the Association shall be the calendar year.

XII. RULES OF ORDER.

“Robert’s Rules of Order” shall be the parliamentary authority for all matters of procedure not specifically covered by these By-Laws.

XIII. Expenditures

Any single major expenditures shall be deemed to be one in excess of Three Thousand dollars (\$3,000.00) in amount, and any such expenditure recommended to the Board of Directors shall be submitted to a vote of the membership at a Special Meeting called for such purpose and shall not be approved by the Board of Directors unless approved by the two-thirds of membership in good standing at such Special Meeting duly held or by proxy. Exception of \$3,000 limit would be one for safety reasons or protection of association assets and would require majority vote of directors.

XIV. AMENDMENTS

The Board of Directors may later recommend to the membership of the Association the amendment, revision, addition, repeal, or rescission of these By-Laws and/or adoption of new By-Laws at pleasure by two-thirds majority vote of all members of the Association present or represented by proxy at the next annual or special meeting of the membership of the Association, provided that written notice of the proposed alteration, amendment, rescission, repeal or revision of the By-Laws or adoption of new By-Laws shall be given at least thirty (30) days preceding the meeting by mail and/or email. Any changes of these bylaws must be approved by two-thirds majority vote of members in good standing on date of vote in person or by proxy.

These revised By-Laws supercede and replace all previous By-Laws and/or Rules of Taylor Creek Village Association except were Florida State Law overrides.

XV. RULES

Following are the rules set forth for use of park / boat ramp facilities as of January 1, 2011 and may be changed from time to time as needed. Any member who is found to ignore or disobey these rules or is disrespectful of any other members rights of reasonable enjoyment of park / boat ramp will be subject to a temporary suspension of membership up to expulsion from the association with no refund of any funds paid to the association.

- Private Property / No Trespassing
- Park / Boat Ramp for members and their guest use only
- Use of Park / Boat ramp at your own risk
- Caution 10” submerged wheel stop at end of ramp
- No unattended boat docking, Launch and Go
- Be respectful of canal homes, no wake or excess noise
- No one under 16 allowed without adult member present
- Please take trash with you, do not discard here at park
- Have fun! Be Safe!
- Contact association at www.tcvkeylargo.com

- Boat ramp access cards are not to be shared with your neighbors they are for the exclusive use of paid members or their guest residing at the paid members lot. Any member found to be lending or sharing boat ramp card or gate access code to non paying resident of Taylor creek will be subject to membership suspension, card reinstate fee of \$25 and possible expulsion from association

- Park facilities may be used for private parties with advanced reservation. Deposit or small use fee may apply. Reservation must be requested in advance using website WWW.TCVKEYLARGO.COM and will be confirmed via email.