

## 1. IDENTITY

These are the By-Laws of THE ASSOCIATION OF THE MEADOWS OF CRYSTAL LAKE, INC. herein called "Association", a corporation not-for-profit under the laws of the State of Florida. The Association has been organized for the purpose of administering to the common interests and to oversee the performance of the common obligations of the single family residential property known as The Meadows of Crystal Lake, as such purposes are more fully expressed in the Articles of Incorporation of the Association, as applying to that real estate located in Broward County, Florida and more particularly described in Exhibit "A" of the Articles of Incorporation of the Association and made a part hereof (the "PROPERTY"). The Association shall also administer a second phase of the PROPERTY as described in Exhibit "B" of the Articles of incorporation of the Association if, as and when such second phase is developed.

- a. The office of the Association shaft is at 2300 S. N. 17th Circle, Deerfield Beach, Florida, 33442
- b. The fiscal year of the Association shall begin on the first day of January. And shall end one (1) year thereafter.
- c. The seal of the corporation shall bear the name of the corporation, the word "Florida", the words "corporation not-for-profit" and the year of incorporation, an impression of which is as follows: (SEAL)

## 2. MEMBERS' MEETINGS

- a. The annual members' meeting shall be held at the Clubhouse of the corporation on the second Monday in January of each year for the purpose of electing directors and transacting any other business authorized to be transacted by the members.
- b. Special members' meetings shall be held at the office of the corporation whenever called by the President or of the Vice President or by a majority of the Board of Directors, and must be called by such officers upon receipt of a written request from members entitled to cast 20% (78) of the votes of the entire membership. The business conducted at a special meeting shall be limited to that stated in the notice of the meeting.
- c. Notice of all members' meetings stating the time and place and the objects for which the meeting is called shall be given by the President or Vice President or Secretary unless waived in writing. Such notice shall be in writing to each member at his address as it appears on the books of the Association and shall be delivered or mailed not less than fourteen (14) days nor more than sixty (60) days prior to the date of the meeting. Proof of delivery shall be acknowledged in writing by the home site owner or his agent. Proof of such mailing shall be given by the affidavit of the person mailing the notice.
- d. A quorum at member's meetings shall consist of persons entitled to cast thirty percent (30%) of the votes of the entire membership. The acts approved by a majority of the votes present at a meeting at which a quorum is present shall constitute the acts of the members, except where approval by a greater number of members, is required by the Declaration, the Articles of Incorporation or these By-Laws.

- e. Voting.
- i. In any meeting of members, the owners collectively, of each Home site shall be entitled to one vote per Home site, as to the matters requiring a vote by owners as provided by these By-Laws, the Declaration aforesaid, and the Articles of Incorporation.
  - ii. If a Home site is owned by one person, his right to vote shall be established by the roster of owners kept by the Secretary of the Association. If a Home site is owned by more than one person, the person entitled to cast the vote for the Home site shall be designated by a certificate signed by all the record holders of the Home site according to the roster of owners filed with the Secretary of the Association. If a Home site is owned by a corporation, the person entitled to, cast the vote for the Home site shall be designated by a certificate signed by the President or Vice President and attested by the Secretary or Assistant Secretary of the Corporation and filed with the Secretary of the Association. Such certificates shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the Home site concerned. A certificate designating the person entitled to cast the vote of a Home site may be revoked by any owner thereof. If such a certificate is not on file, the vote of such owner shall not be considered in determining the requirement for a quorum nor for any other purpose. If a Home site is owned jointly by a husband and wife, the following three provisions are applicable thereto:
    1. They may, but they shall not be required to designate the person entitled to cast the vote for the Home site,
    2. If they do not designate the person entitled to cast the vote of the Home site, and if both are present at a meeting and are unable to concur in their decision upon any subject requiring a vote, they shall lose their right to vote on that subject at that meeting
    3. Where they do not designate the person entitled to cast the vote for the Home site, and only one of them is present at a meeting, the person present may cast the Home site vote individually without establishing the concurrence of the absent person.
- f. Proxies. Votes may be cast in person or by proxy. A proxy may be made by any person entitled to vote and shall be valid only for the particular meeting designated therein and must be filed with the Secretary before the appointed time of the meeting or any adjournment thereof. The proxy shall designate a person entitled to vote, or the Secretary of the Association, but in no case shall a person entitled to vote, other than the Secretary, be allowed to submit more than four (4) proxies. When instructions are provided on the proxy, proxies are to be voted as instructed. In the event a proxy is received by the Secretary without instructions, the proxy will be counted toward obtaining a quorum and as an affirmative vote on proposals submitted by the Board, but in no case may the Secretary vote for candidates running for election or re-election the Board of Directors. Where a Home site is owned jointly by a husband and wife, and if they

have not designated one of them as the person entitled to vote as provided under Article 1.5.b of these By-Laws, a proxy must be signed by both husband and wife where a third person is designated

- g. Adjourned meetings. If any meeting of members cannot be organized because a quorum has not attended, the members who are present either in person or by proxy, may adjourn the meeting from time to time until a quorum is present.
- h. The order of business at annual members' meetings, and as far as practical at other members' meetings, shall be:
  - i. The President of the Board of Directors will act as chairman of the meeting
  - ii. Calling of the roll and certifying of proxies,
  - iii. Proof of notice of meeting or waiver of notice,
  - iv. Reading and disposal of any unapproved minutes,
  - v. Reports of Officers.
  - vi. Reports of committees
  - vii. Election of inspectors of election,
  - viii. Election of directors.
  - ix. Unfinished business
  - x. New business
  - xi. Adjournment

### 3. DIRECTORS

- a. Membership. The affairs of the Association shall be managed by a board consisting of seven (7) homeowners.
- b. Election of directors shall be conducted in the following manner:
  - i. Election of directors shall be held at the annual members' meeting
  - ii. A nominating committee of five (5) members shall be appointed by the Board of Directors not less than ninety (90) days prior to the annual members meeting.
    - 1. The committee shall nominate nine (9) Homeowners, and make its report at the November Board of Directors' meeting prior to the Annual Meeting. Other nominations may be made from the floor at the time of the Nominating Committee's report by home site owners present at this Board of Directors' meeting.
- c. Beginning in 1992, the Board of Directors shall consist of seven (7) Homeowners: four of whom received the largest number of votes shall serve for a period of two (2) years; the remaining three (3) shall serve for a period of one (1) year. Beginning in 1993, and in each odd numbered year thereafter, three (3) directors shall be elected for a term of two (2) years. In each even numbered year after 1992, four (4) directors shall be elected for two (2) years. This provision shall give the Association a constant seven-member Board of Directors.
  - 1. The election shall be by ballot (unless dispensed by unanimous consent) and by a plurality of the votes cast, each person voting being entitled to cast his or her votes for each of as many

nominees as there are vacancies to be filled. There shall be no cumulative voting.

2. Except as to vacancies provided by removal of directors by members, vacancies in the Board of Directors occurring between annual meetings of members shall be filled by election of a new member by the remaining directors.
  3. Any director may be removed by concurrence of the majority (195) of the votes of the entire membership at a special meeting of the membership called for that purpose. The vacancy in the Board of Directors so created shall be filled by the members of the Association at the same meeting.
- d. The term of each director's service shall extend until his or her successor is duly elected and qualified or until he or she is removed in the manner elsewhere provided.
  - e. The organization meeting of a newly-elected Board of Directors shall be held within ten (10) days of their election at such place and time as shall be fixed by the Directors at the meeting at which they were elected and no further notice of the organization meeting shall be necessary.
  - f. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors. Notice of regular meetings shall be given to each director, personally or by mail, telephone or telegraph at least three (3) days prior to the day named for such meeting. Special meeting of the directors may be called by the President and must be called by the Secretary at the written request of one-third of the directors. Not less than three days notice of the meeting shall be given personally or by mail, telephone or telegraph, which notice shall state the time, place and purpose of the meeting.
  - g. Waiver of Notice. Any director may waive notice of a meeting before or after the meeting and such waiver shall be deemed equivalent to the giving of notice.
  - h. A quorum at directors meetings shall consist of a majority of the entire Board of Directors. The acts approved by a majority of those present at a meeting at which a quorum is present shall constitute the acts of the Board of Directors, except where approval by a greater number of directors is required by the Declaration, the Articles of Incorporation or by these By-Laws.
  - i. Adjourned meetings. If at any meeting of the Board of Directors there 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 adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

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- j. Joinder in meeting by approval of minutes. The joinder of a director in the action of a meeting by signing and concurring in the minutes thereof shall constitute the presence of such director for the purpose of determining a quorum.
  - k. The presiding officer of directors' meetings shall be the President or in his absence, the Vice President. In the absence of the President or Vice President, the directors present shall designate one of their numbers to preside.
  - l. The order of business at directors' meetings shall be:
    - i. Calling of roll
    - ii. Proof of due notice of meeting
    - iii. Reading and disposal of any unapproved minutes
    - iv. Reports of officers and committees
    - v. Election of officers (where applicable)
    - vi. Unfinished business
    - vii. New Business
    - viii. Adjournment
- 4. OFFICERS**
- a. The executive officers of the Association shall be a President, who shall be a director, a Vice President, who shall be a director, a Treasurer and a Secretary, all of whom shall be elected annually by the Board of Directors and who may be peremptorily removed by vote of the directors at any meeting by concurrence of a majority of all of the directors. Any person may hold two or more offices except that the President shall not also be the Secretary. The Board of Directors shall from time to time elect such other officers and designate their powers and duties as the board shall find to be required to manage the affairs of the Association.
  - b. The duties of the President shall be as follows:
    - i. Preside at a 11 membership meetings and meetings of the Board Of Directors:
    - ii. See that all resolutions of the Board of Directors are carried into effect:
    - iii. Have general supervision and direction of all of the officers:
    - iv. Appoint alt committees unless otherwise directed by the Board of Directors.
    - v. Call special meetings of the members of the Board of Directors whenever he deems it necessary.
  - c. The duties of the Vice-President shall be:
    - i. Perform the duties and exercise the authority of the President in the event of the President's absence, or resignation or inability to perform the duties of the President.
    - ii. Assist the President in the performance of the duties of the President as set forth herein.
  - d. The Secretary shall keep the minutes of all proceedings of the directors and the members. He / She shall attend to the giving and serving of all notices to the members and directors and other notices required by law. He / She shall have the custody of the seal of the Association and affix the same to instruments

requiring a seal when duly signed. He / She shall keep the records of the Association, except those of the Treasurer, and shall perform all other duties incident, to the office of the Secretary of an Association and as may be required by the directors or the President.

- e. The duties of the Treasurer shall be: The treasurer shall have custody of all monies belonging to the Association which are received, and shall give receipts therefore, when requested; shall deposit such funds in the name of the Association in such bank or banks, brokerage house, or savings institutions as the Board of Directors may designate; shall keep a correct account of the receipts and disbursements and of the financial affairs of the Association and shall have the custody of the books appertaining to his office which shall be subject to examination by the Board of Directors and the finance committee; shall render to the Association at each annual meeting a statement in writing of the receipts and disbursements of the Association for the preceding year, and shall report in writing to the Board of Directors monthly; shall have custody of the financial records of the Association and generally perform all the duties of his office.

He, together with the president, or in the absence of the president, the vice-president and the chairman of the finance committee shall select and make the investments of the Association, subject to the approval of the Board of Directors. He shall upon request of the Board of Directors furnish a bond with a surety or sureties to the Association to be approved by the Board of Directors in such sum as the Board shall determine conditioned on the faithful performance of his duties, the cost of which bond shall be borne by the Association. He shall deliver to his successor at the end of his term all monies and other property and books, accounts, vouchers and documents belonging to the Association which are in his possession.

- f. Directors and Officers shall serve without compensation. The compensation of all employees of the Association shall be fixed by the directors. The Board of Directors shall not be precluded from employing a manager as an employee of the Association, nor be precluded from contracting with a director for the management of the Project, however said director must first resign Board membership prior to commencing to act as manager.

5. omitted in original documents, this is not an error in this document

## 6. FISCAL MANAGEMENT

The provision for fiscal management of the Association set forth in Declaration and articles of Incorporation shall be supplemented by the following provisions:

- a. Accounts. The receipts and expenditures of the Association shall be credited and charged to accounts under the following classifications as shall be appropriate, all of which expenditures shall be common expenses:
  - i. Current expenses, which shall include all, receipts and expenditures to be made within the year for which the budget is made, including 3 reasonable allowances for contingencies and working funds, except expenditures chargeable to reserves or to betterments. The balance in



this fund at the end of each year shall be applied to reduce the assessments for current expense for the succeeding year.

- ii. Reserve for deferred maintenance, which shall include funds for maintenance items which occur less frequently than annually, shall be defined as funds set aside solely for repainting homes, buildings and walls in the Club House area plus repairs and replacement of roads, sidewalks and driveways, and shall also include funds set aside for repairs and maintenance necessary due to severe storm damage, as well as non-budgeted repairs and/or renovations to the Clubhouse and recreational areas.
  - iii. "Reserve for replacement, which shall include funds for repair or replacement requirement because of damage, depreciation or obsolescence of all other items with the exception of those mentioned in section 7.a.ii (Reserve for deferred maintenance)"
  - iv. Betterments, which shall include the funds to be used for capital expenditures for additional improvements or additional personal property which will be a part of the Association Areas.
- b. Budget. The Board of Directors shall adopt a budget for each calendar year which shall include the estimated funds required to defray the common expense and to provide and maintain funds for the foregoing accounts and reserves according to good accounting practices as follows:
- i. Current expense, the amount for which shall not exceed 115% of the budget for this account for the prior year.
  - ii. Reserve for deferred maintenance, the amount for which shall not exceed 115% of the budget for this account for the prior year.
  - iii. Reserve for replacement, the amount for which shall not exceed 115% of the budget for this account for the prior year.
  - iv. Betterments, which shall include the funds to be used for capital expenditures for additional improvements or additional personal property which will be part of the Association Areas, the amount of which shall not exceed Fifteen Thousand (\$15, 000.00) Dollars; provided, however that in the expenditure of this fund no sum in excess of Three Thousand (\$3,000.00) Dollars shall be expended for a single item or purpose unless such betterment has been approved by the members of the Association, in the manner required by Article 6.2 herein below.
  - v. Provided, however, that the amount for each budgeted item and the limits for betterments in 6.1 d. may be increased over the foregoing limitations

when approved by the affirmative vote of the owners of not less than a majority of the votes of the Home site owners present in person or by proxy at a duly called meeting of the Home site owners.

- vi. Copies of the budget and proposed assessments shall be transmitted to each member on or before December 1 preceding the year for which the budget is made. If the budget is subsequently, amended, a copy of the amended budget shall be furnished to each member.
  
- c. Assessments for Common Expenses. Assessments against the home owners for their shares of the items of the budget shall be made for the calendar year annually in advance on or before December 20 preceding the year for which the assessments are made. Such assessments shall be due in four equal installments on the first days of January, April, July and October of the year for which the assessments are made.

If the annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior assessment and quarter-annual installments thereon shall be due upon each installment payment date until changed by an amended assessment. In the event the annual assessment proves to be insufficient, the budget and assessment there for may be amended at any time by the Board of Directors if the accounts of the amended budget do not exceed the limitations thereon for that year.

Any account which does exceed such limitation shall be subject to the approval of the membership of the Association heretofore required. The unpaid assessment for the remaining portion of the calendar year for which the amended assessment is made shall be due upon the date of the assessment if made on or after July 1, and if made prior to July 1, one-half of the increase shall be due upon the date of the assessment and the balance of the assessment upon the next July 1.

- d. Assessments for Charges. Charges by the Association against Home site owners for other than common expense shall be payable in advance. Such charges shall be collected in the same manner as assessments for common expense, and when circumstances permit, such charges shall be added to the assessments for common expense.
  
- e. Acceleration of assessment installments upon default. If a Home site owner shall be in default in the payment of an installment upon an assessment, the Board of Directors may accelerate the remaining installment of the assessment upon notice thereof to the Home site owner, and there upon the unpaid balance of the assessment shall come due upon the date stated in the notice, but no less than ten days after delivery thereof to the Home site owner, or not less than twenty days after the mailing of such notice to him by registered or certified mail, whichever shall first occur.



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- i. Late payments - applies to any payment of maintenance fees or other assessments if the remittance is received by the Association or its Agents after the fifth (5th) day beginning with the Initial due date. Payments by mail will be deemed timely if postmarked on or before the fifth. (5th) day beginning with the established due date.
  - ii. Late charges - a charge will be added to the fees or assessments due and received by 'the Association or its Agents on or after .the fifth (5th) day beyond the due date, as follows; Ten (\$10.00) Dollars if payment is received on or before the tenth (10th) day of the first month; twenty (\$20.00) Dollars if payment is received on or before the twentieth (20th) day of the first month; and twenty-five (\$25.00) Dollars if payment is received on or before the last day of the first month.
  - iii. Default - applies to any payment of maintenance fees or other assessments if the remittance is not paid to the Association or its Agents on or before the thirtieth (30th) day beginning with the initial due date. Payment by mail will be deemed received on the date of the postmark.

Penalties - there shall be added to the late charges imposed in b. above, an amount equal to ten (10) percent of the outstanding balance due for each month or part thereof after the first month plus, any legal, collection or other costs incurred to satisfy the obligation of the home site owner.

Further, if the default is with respect to maintenance fees for any quarter period, then a prepayment of the two (2) subsequent quarters (at the rate of the maintenance fee in effect on the date payment) shall be payable in satisfaction and release of any liens resulting from the default.

- f. Assessments for emergencies. Assessments for Common Expenses or for emergencies or that apply to certain Home sites only and that cannot be paid from the annual assessments for Common Expenses shall be due only after 30 days' notice to the Homes owners concerned and shall be paid in such manner as the Board of Directors of the Association may require in the notice of assessment.
- g. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Directors and in which the monies of the Association shall be deposited. Withdrawal of monies from such accounts shall be by checks signed by such persons as are authorized by the directors, or by electronic funds transfer(wire transfer), if so authorized by the Board of Directors.
- h. An audit of the accounts of the Association shall be made annually by a certified public accountant, and a copy of the audit report shall be furnished to each member not later than May 1 of the year following the year for which the audit is made.

- i. Fidelity bonds shall be required by the Board of Directors from all persons handling or responsible for Association funds. The amount of such bonds and the sureties shall be determined by the directors. The premiums on such bonds shall be paid by the Association as a common expense.

## 7. PARLIAMENTARY RULES

Robert's Rules of Order (latest edition) shall govern the conduct of the Association meetings when not in conflict with the Declaration, Articles of Incorporation or these By-Laws.

## 8. AMENDMENTS

These By-Laws may be amended in the following manner:

- a. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered
- b. A resolution adopting a proposed amendment may be proposed by either the Board of Directors of the Association or by the members of the Association, Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by either:
  - i. The affirmative vote of not less than seventy (70%) percent of the votes of the entire membership of the Board of Directors and by the affirmative vote of the owners of not less than a majority of the votes of the Home sites owners present, in person or by proxy at a duly called meeting of the Home site owners; or
  - ii. By not less than 80% of the votes of the entire membership of the Association
- c. Proviso. Provided, however, that no amendment shall discriminate against any Home site owner nor against any Home site unless the owners so affected shall consent. No amendment shall be made which is in conflict with the Articles of Incorporation or the Declaration, or which would affect or impair the validity or priority of any approved mortgage.
- d. Execution and recording. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment of the Declaration and By-Laws, which certificate shall be executed by the officers of the Association with the formalities of deed. The amendment shall be effective when such certificate and recorded in the Public Records of Broward County, Florida.