

BYLAWS

As revised

ST. ANDREWS ESTATES ASSOCIATION, INC.

A corporation not for profit under the laws of the State of Florida

ARTICLE 1-GENERAL PROVISIONS

1.1 Identification

These are the bylaws of St. Andrews Estates Association, Inc., hereinafter called "Association", a corporation not for profit under the laws of the State of Florida, which Articles of incorporation were filed in the office of the Florida Secretary of State on November 3, 1982; and tax-exempt as a social welfare organization described in Internal Revenue Code (IRC) section 501(c)(4).

1.2 Corporate Purpose

The Association has been organized to promote the common good, health, safety, and general welfare of all the residents residing on lots in St. Andrews Estates in Sun City Center, Hillsborough County, Florida and to promote and encourage a good neighborhood relationship through understanding and cooperation for the general good of all residents by issuing a guide of recommendations and suggestions, providing social contact between Association members and providing investigation, recommendations, and suggestions to problems of the members.

1.3 Office

The affairs of the Association do not require that it obtain office space. The mailing address shall be a P.O. Box located in Sun City, FL, which if necessary is subject to change by the Board of Directors. The P.O. Box number will be shown on the Association's website. The physical address will be that of the incumbent Treasurer in situations where a physical address is needed.

1.4 Fiscal Year

The fiscal year of the Association will be January 1 to December 31.

1.5 Seal

The Seal of the Corporation shall bear the corporate name, the word "Florida", and such other information as the Board of Directors shall designate. The Seal of the Corporation shall be held by the Secretary.

1.6 Members Qualifications

Membership in the Association shall be limited to those persons who shall be owners of record of real property in Sun City Center, Unit 35, as recorded in Plat Book 45, Page 90, of the public records of Hillsborough County, Florida, which area is commonly known as St. Andrews Estates. If the ownership of a parcel of real property is in more than one name, the several owners shall be deemed to be one for purpose of voting.

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Court Hillsborough County

ARTICLE 2-MEMBERS' MEETINGS

2.1 Annual Meeting

The annual meeting of the membership shall be held in November or December of each year as designated by the President, subject to the approval of the Board of Directors, and at such place as shall be designated by the President also subject to the approval of the Board of Directors.

2.2 Special Meetings

Special meetings of the membership shall be held whenever called by the President or in the President's absence, by an officer of the Corporation. A special meeting must be called within thirty (30) days after receipt of a request for a special meeting by twenty-five (25) members.

2.3 Notice of all Meetings

a. Notice of all meetings of membership stating the time, place, and purpose for which the meeting is called shall be given in writing to each member at such member's physical address or e-mail address as it appears in the books of the Association and shall be mailed, e-mailed or hand delivered not less than fourteen (14) days nor more than forty-five (45) days prior to the date of the meeting.

b. Each purpose, except for the election of Directors for which the meeting is called and which shall be acted upon by vote of the members shall be identified by letter and such summary information that will enable the members to identify the subject of the vote.

c. Notice of meeting of the Board of Directors stating the date, time, and place shall be given to member of the Association by signage placed at the entrance to St. Andrews Estates five (5) days prior to such meeting.

2.4 Quorum

A quorum at a members' meeting shall consist of 30% of persons entitled to cast a vote of the entire membership ($30\% \times 209 \text{ units} = 63 \text{ members}$). Acts approved by a majority of the votes present at a meeting at which a quorum is present shall constitute action of the members except when approval by a greater number of members is required by the Certificate of Incorporation, these bylaws, or applicable law. In the event a quorum is not present at any meeting the President or presiding officer shall call for a motion to adjourn the said meeting to a future time. Absentee ballots will be included in determining the quorum requirements.

2.5 Voting Rights

Members of the Association, in good standing, shall be entitled to cast one vote for each parcel of real estate owned by them in St. Andrews Estates. A member in good standing is in compliance with all SAEHOA Covenants and Restrictions and all Association fees and/or assessments are paid in full.

2.6 Designation of Voting Representative

If a parcel of real property is owned by more than one person, the person entitled to cast the vote shall be designated by registration at the meeting where such vote will be cast.

2.7 Voting Procedures

a. Voting for legislative changes such as but not limited to amending or revising the Articles of Incorporation or the Bylaws of this Association, and for the election of directors by proxy shall not be allowed. Rather absentee ballots will be made available in advance of the voting.

b. An eligible voter may request an absentee ballot from the Secretary of the Association. The ballot shall be counted if received by the Election Committee Chair before the commencement of the count during the meeting at which time the vote shall take place.

c. When voting is accomplished by voice or hand vote, the ye or nay is limited to one (1) vote per household and only by a property owner.

2.8 Order of Business

The order of business at annual members' meetings and as far as practical at other meetings shall be as follows:

- a. Calling of the roll
- b. Reading and disposal of any unapproved minutes
- c. Reports of officers
- d. Reports of committees
- e. Election of directors
- f. Unfinished business
- g. New business
- h. Adjournment

2.9 Miscellaneous

The President, or in the President's absence, the Vice President shall preside over all members' meetings. In the absence of the President and the Vice President, the Secretary shall preside.

ARTICLE 3-BOARD OF DIRECTORS

3.1 Management of Affairs

a. The affairs of the Association shall be managed by a Board of Directors which shall be seven (7) in number. Directors shall be elected at the annual meeting and shall serve for a period of three (3) years or until replacement. Directors are elected or appointed pursuant to the provisions of these bylaws

b. A Director shall not serve more than two (2) consecutive elected terms. Thereafter, two (2) years must elapse before a person is again eligible to serve as a Director. However, any time a person who has served on the board in a single appointment for the purpose of filling a vacancy prior to election as a director: shall be exempted.

c. No two (2) members of an immediate family (i. e., husband, wife, brother, sister) or two (2) members cohabiting in the same household may sit as Directors of the Association at the same time.

3.2 Election of Directors

The election of directors shall be conducted in the following manner:

a. Directors shall be elected at annual membership meeting for the term commencing January 1st of the succeeding fiscal year.

b. An Election Committee of three (3) Association members shall be appointed by the Board of Directors in October of each year. The committee shall nominate one (1) person for each Director then serving whose term will expire, or who chooses to resign at the end of the fiscal year. The recommendations of the Election Committee shall be made known to the membership of the Association prior to the annual meeting. Association members desiring to make nominations shall make such nominations in writing and deliver them to the Secretary at least sixty (60) days prior to the annual meeting so that these names can be placed on ballot forms. Any name not received in time can be a write in vote. Any member is permitted to nominate themselves as a candidate for the Board in accordance with these Bylaws. All nominations shall be in good standing.

c. The election shall be by written ballot. Each household is entitled to cast one vote for as many nominees as there are vacancies to be filled. The candidates with the most votes are elected.

d. Vacancies on the Board of Directors occurring between annual meeting of members shall be filled by appointment by a majority vote of the remaining members of the Board, providing that the member appointed shall serve until the next election.

3.3 Removal of Directors

- a. Any Director may be removed with or without cause by concurrence of a two-thirds (2/3) vote of a quorum present at a special meeting of the members called for that purpose.
- b. A Director may be removed from their officer position/s by a vote of five (5) Directors.

3.4 Directors Meetings

A newly elected Board of Directors shall hold a Directors meeting within ten (10) days of their election at such time and place as shall be fixed by them at the membership meeting at which they were elected. NO further notice of the first meeting of such newly elected Board of Directors shall be necessary. Regular meeting of the Board may be held at such time and place as the Board shall determine from time to time. Notice of regular meetings shall be given to each Director at least five (5) days prior to the day of such meeting.

3.5 Special Meetings of Directors

Special meetings of the Directors may be called by the President or upon request of three (3) Directors. Not less than three (3) days prior to such special meeting, notice shall be given as provided in these bylaws.

3.6 Waiver of Notice of Directors' Meetings

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 as required in 3.4 and 3.5 of these bylaws.

3.7 Quorum of Directors

A quorum at a Directors' meeting 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 when approval by a greater number of Directors is required by the Certificate of Incorporation, these bylaws, or by applicable law.

3.8 Adjourned Meetings of Directors

If at any meeting of the Board of Directors there be less than a quorum present, the President or presiding officer shall adjourn the meeting until which time a quorum is present.

3.9 Presiding Officer at Directors' Meetings

The presiding officer of a Directors' meeting shall be the President or in the absence of the President, the Vice President shall preside. In the absence of the President and the Vice President, the Secretary shall preside.

3. 10 Order of Business

The order of business at a Directors' meeting shall be as follows:

- a. Calling of the roll
- b. Reading and disposal of any unapproved minutes
- c. Reports of officers and committees.
- d. Unfinished business
- e. New Business
- f. Adjournment

3. 11 Directors' Fees

Directors shall receive no fees for serving as Directors but shall not be precluded from being compensated for expenses incurred, properly furnished or services furnished where such compensation would be paid to non-Directors.

ARTICLE 4 - POWERS AND DUTIES OF BOARD OF DIRECTORS

4. 1 Powers and Duties

The board shall have all the powers and duties necessary for the administration of the Association which exists under the Certificate of Incorporation, these bylaws, and applicable law. These shall include, but not be limited to, the enforcement of and compliance with the Covenants and Restrictions and any amendments thereto, as well as overseeing and carrying out the purpose in article 1. 2 in these bylaws.

4. 2 Annual Budget

The Directors shall review and approve the proposed budget prepared by the Treasurer fifteen (15) days prior to submission to the membership at the annual meeting.

4. 3 Dues and Assessments

a. Dues shall be established by the Board of Directors, with recommendation from the treasurer, in such amount as may be necessary to meet the financial requirements and defray the costs and expenses of the Association. Directors will determine such amount yearly after reviewing projected budget and assigning amount relative to the finding of said review, keeping in mind the needs of the community. The Board may direct a special assessment over and above the annual dues to fulfill its' directive in articles 1. 2 and 4. 1 of these bylaws. The contingency assessment will be limited to twenty thousand (\$20,000 divided by 209 units = \$95.69 per unit) dollars per annum if necessary, as determined by the Board.

b. Any dues or assessments not paid by said date will be assessed \$5.00 per month, administrative fee, for every month past due for the first year. The assessment will increase to \$10 per month for every month past due for the second year. The third year will be \$15 per month and so on, increasing the fee \$5 per year until delinquent dues are paid in full. If said

property is sold during delinquent time, the balance due will be recorded and paid through the estoppel at closing.

4.4 Disbursements

The Treasurer shall make such disbursements of Association funds subject to the provisions of these bylaws and any amendments thereto.

4.5 Estoppel Fee

The cost to the Title Company to complete estoppels and delivered within the time limit of 10 days will follow Florida statute 720.30851. It specifies that an association may charge a reasonable fee for the preparation and delivery of an estoppel certificate, which may not exceed \$250.

- a. Reasonable fee will be \$100 for preparation and delivery of normal property with no delinquent dues or compliance issues.
- b. All expedited requests fee will be an extra \$75 if delivered within 3 days of request.
- c. All delinquent property fees will be an extra \$75 for the preparation of said estoppel certificate.

This is to ensure that homes are in compliance with SAEHOA Covenants and Restrictions; any corrections are completed prior to ownership transfer; any delinquent fees and/or assessments are paid in full; and the homeowner(s) are held accountable for such responsibilities. These fees are to defray the cost(s) to meet the financial requirements of the Association.

- d. It is resolved that a Board member or a member of the ARC (Architectural Review Committee) will complete the estoppel certificate with assistance from the Treasurer in order to receive updated accurate information. A copy of the completed document will be sent to the Title company as well as the Board.

4.6 Non-Compliance Fee (Statute 720.305 Levy of Fines)

a. This \$50 fee per month will be charged to any homeowner, notified with certified mail by the SAEHOA that they are out of compliance in some way and asked to remedy the situation. They will have sixty (60) days from the date of notification before the fee is charged. Fees are retroactive from the date of certified notice.

1. Proper Protocol – If no attempt to respond to concern made, a certified letter will be sent to homeowner explaining procedure to remedy non-compliance issue going forward.

2. One (1) week after certified letter is sent out, the Association has the authority to hire a professional tradesman to take care of the issue at hand. SAEHOA will pay tradesman for services provided and the fees will be charged to the property owner. If not paid, the fees will be attached to the estoppel when home is sold.

3. The tradesman will continue to provide services, when asked, until non-compliance issue is solved.

b. Fee will continue monthly until said issue is resolved, other arrangements are made with the Architectural Review Committee (ARC), or the home is sold. Homeowner is

responsible to report to the Board when the non-compliance issue has been corrected. Any underlying problems will be brought before the Board of Directors for discussion and approval.

c. Once the issue is resolved, the existing fee will be due.

d. When the home is sold, any outstanding non-compliance fees will appear on the estoppel form.

ARTICLE 5 - OFFICERS

5.1 Election of Officers

The officers of the Association shall be elected by the Board of Directors at the first meeting of the Board held following the annual meeting of the Association. Their titles and duties shall be as hereinafter set forth.

a. President

The President shall preside at all meetings of the Association and at meetings of the Board of Directors; shall be an ex-officio member of all committees except the Election Committee; shall be the Chief Executive Officer of the Association; and shall serve as official liaison with civic and homeowners' Associations at the Sun City Center area, Hillsborough County, Florida.

b. Vice President

The Vice President shall perform the duties of the President in his/her absence or during periods when the President is unable to discharge the duties of that office. The Vice President shall assume the office of President if it shall become vacant.

c. Secretary

The Secretary shall keep minutes of the meetings of the Association and of the Board of Directors. Additionally, the Secretary shall keep permanent records of current membership and other matters: handle routine correspondence not handled by other officers: request the Sun City Center Community Association for use of its facilities for the annual meeting of the Association and other functions and provide them with the names of current Association officers. The Secretary shall notify members of all membership meetings in compliance with these bylaws and additionally, shall file the annual State of Florida Incorporation Certificate as required by the State Incorporation Law. The Secretary will be responsible for filing all required Federal forms.

d. **Treasurer**

ARTICLE 6 - COMMITTEES

1. The Treasurer shall deposit all received funds and pay all operation expenses which are approved by the Board of Directors: shall keep records of those transactions and shall render a financial report at the annual meeting and at such other times as requested by the President.
2. Will prepare the annual budget. The budget shall be presented to the Board for review and approval pursuant to the provisions of these bylaws.
3. Ensure that funds are disbursed only when disbursement has been approved by the Board or is provided for in a budget approved by the Board.
4. Submit a financial report in accordance with generally accepted accounting principles as adopted by the Board of Accountancy for annual review by two (2) members appointed by the President.
5. Disburse payment to the State for the Annual Certificate of Incorporation.

5.2 **Compensation**

No officer of the Association shall be entitled to compensation for serving in such capacity. An individual may be compensated for expenditures made, properly furnished, or services rendered where such compensation would be paid to an individual not as an officer.

ARTICLE 7 - FISCAL MANAGEMENT

7.1 **Bank Accounts**

The fiscal management of the Association shall be performed by the Treasurer subject to the approval of the Board of Directors.

7.2 **Bank Disbursements**

Disbursements shall be made from time to time in which checks of the Association are deposited and all disbursements from such account shall be only by check and must be signed by the Treasurer and the President.

ARTICLE 6 - COMMITTEES

6.1 Social Committee

The Social Committee shall plan special activities designed to promote and encourage a friendly relationship among the members of the Association.

6.2 Membership Committee

The Membership Committee shall follow up with new additions to the St. Andrews Estates community explaining the Certificate of Incorporation, the Bylaws, and the Declaration of Restrictions.

6.3 Financial Review Committee

Within sixty (60) days after the end of the fiscal year, the Committee shall prepare and complete a written report of the review of cash receipts and disbursements in compliance with FL-5 720.

6.4 Architectural Committee

The Architectural Committee shall see that members comply with the Declaration of Restrictions of St. Andrews Estates, Unit 35. Members can obtain a copy of the Architectural Application for approval on the Association's website at: saehoa.info.

6.5 Committee Chairpersons

Committee chairpersons will be appointed by the Board. They may serve successive terms without limit at the discretion of the Board. Their appointment must be reaffirmed at the beginning of each calendar year.

ARTICLE 7 - FISCAL MANAGEMENT

7.1 Fiscal Management

The fiscal management of the Association shall be performed by the Treasurer subject to the approval of the Board of Directors.

7.2 Bank Depository

The Board of Directors shall select a bank or banks from time to time in which monies of the Association shall be deposited. Withdrawal of monies from such account shall be only by check signed by two of the three authorized signatures, said signatures being the Treasurer, President and Vice president.

7.3 Financial Review

A financial review of the accounts of the Association for the fiscal year that ended shall be made annually by the Committee of two (2) appointed by the President and shall be submitted to the Board of Directors no later than the March board meeting.

7.4 Collection of Dues-Notice

The Treasurer shall prepare a notice of annual dues for each member as soon as the amounts have been established by the Board of Directors and shall include on such notice instructions for making payment.

7.5 Distribution of Notice of Dues

Notice of dues shall be made by the Treasurer to each member.

ARTICLE 8 - PARLIAMENTARY RULES

8.1 Robert's Rules of Order

Robert's Rules of Order, the latest edition, shall govern the conduct of the Association membership meetings and the Board of Directors' meeting when not in conflict with the Certificate of Incorporation, these bylaws, or applicable law.

ARTICLE 9 - AMENDMENTS

These bylaws may be amended in the following manner:

9.1 Notice of Amendment to Bylaws

Notice of a proposed amendment to these bylaws shall be given to the members of the Association in writing at least fourteen (14) days prior to an annual or special meeting at which a proposed bylaw amendment is to be considered.

9.2 Two-Third Majority Requirement

No amendment to the bylaws shall become effective unless approved by at least a two-thirds (2/3) vote of the members present at a special or regular meeting of the membership of the Association at which quorum is present.

9.3 By-Law Editing

The By-Law Committee is authorized to correct article and section designations, punctuations, cross references, and to make such other technical and conforming changes as may be necessary to reflect the intent of the members in connection with St. Andrews Estates Homeowners Association, as long as the changes in no way change the meaning of the said By-Laws.

Florida Statutes 720-2009

All the articles of these bylaws shall be subject to Florida State Statute - 2009, Chapter 720, so that these bylaws conform to its 501 (C)3, Homeowners Association classification. Relevant sections of Florida Statutes - 2009, Chapter 720 shall be addenda to these bylaws and are available through internet search engines at Florida Statute 720.

PURSUANT TO ARTICLE 9, THESE REVISED BYLAWS OF THE ST. ANDREWS ESTATES HOMEOWNERS ASSOCIATION, INC. WERE ADOPTED BY A GREATER THAN TWO THIRDS (2/3) MAJORITY VOTE OF THE MEMBERSHIP AT ITS ANNUAL MEMBERSHIP MEETING HELD ON DECEMBER 2, 2018, WHERE THERE WAS A QUORUM PRESENT.

Signed *[Signature]*, President Date 1/28/2021
Signed *[Signature]*, Secretary Date 1/28/21

State of Florida
County of Aillsborough
The foregoing instrument was acknowledged before me this 28th Jan 2021 (date),
Virginia Hurley (name), who is personally known to me or
who has produced X (type of identification) as identification.

Driver license
[Signature]
Notary Public



State of Florida
County of _____
The foregoing instrument was acknowledged before me this _____ (date),
_____ (name), who is personally known to me or
who has produced _____ (type of identification) as identification.

Notary Public