PLACID LAKES HOME AND PROPERTY OWNERS ASSOCIATION INC.

BYLAWS

LAKE PLACID, FLORIDA

TABLE OF CONTENTS

I. **Definitions** **5**

II. **Article 1. Name** **5**

III. **Article 2. Purpose** **5**

a. **Section 1. Unification** **5**

b. **Section 2. Health and Safety** **5**

c. **Section 3. Maintenance and Improvement** **5**

d. **Section 4. Join Organizations** **5**

e. **Section 5. Gifts and Donations** **6**

f. **Section 6. Monitor and Advise** **6**

IV. **Article 3. Membership** **6**

a. **Section 1. Membership Defined** **6**

b. **Section 2. Dues** **6**

c. **Section 3. Voting Rights** **6**

d. **Section 4. Conflict of Interest** **6**

e. **Section 5. Voting by Proxy** **6**

f. **Section 6. Meetings** **6**

g. **Section 7. Annual Meeting** **7**

h. **Section 8. Special Meetings** **7**

i. **Section 9. Quorum** **7**

j. **Section 10. Notice of Membership Meetings** **7**

k. **Section 11. Notice to Speak at Board Meetigns** **7**

V. **Article IV. Board of Directors** **7**

a. **Section 1. Election of the Board** **7**

b. **Section 2. Director Terms of Office and Number** **7**

c. **Section 3. Board Responsibilities** **7**

d. **Section 4. Board Meetings** **7**

e. **Section 5. Quorum and Voting** **8**

f. **Section 6. Removal of Directors (Nonattendance) 8**

g. **Section 7. Removal of Directors (For Cause) 8**

h. **Section 8. Board Vacancies 8**

VI. **Article V. Officers 8**

a. **Section 1. Officers 8**

b. **Section 2. President 8**

c. **Section 3. Vice President 8**

d. **Section 4. Secretary 9**

e. **Section 5. Treasurer 9**

f. **Section 6. Officer Unable to Serve 9**

VII. **Article VI. Standing Committees 9**

a. **Section 1. Chair 9**

b. **Section 2. Audit Committee 9**

c. **Section 3. Beautification and Preservation Committee 9**

d. **Section 4. Bylaws Committee 10**

e. **Section 5. Canals Committee 10**

f. **Section 6 Financial Committee 10**

g. **Section 7. Membership Committee 10**

h. **Section 8. Nominating Committee 10**

i. **Section 9. Roads & Lighting Committee 10**

j. **Section 10. Welcome Committee 10**

k. **Section 11. Social Committee 10**

l. **Section 12. Public Communication Committee 10**

VIII. **Article VII. Special Committees 11**

IX. **Article VIII. Bylaws**

a. **Section 1. Procedure for Rescinding, Altering, or Amending the Bylaws 11**

b. **Section 2. Bylaws Copies 11**

X. **Article IX. Order of Business 11**

XI. **Article X. Miscellaneous 11**

a. **Section 1. Association Fiscal Year** **11**

b. **Section 2. Parliamentary Authority** **11**

c. **Section 3. Non-Discrimination** **11**

XII. **Version Approval Date** **11**

Placid Lakes Home and Property Owners Association, Inc.

Bylaws

Definitions

Placid Lakes Home and Property Owners Association, Inc. is the legal title registered with the state of Florida, Department of State as a not for profit corporation. **Association**, or **HOA**, will be used to designate the Placid Lakes Home and Property Owners Association, Inc**.**

Board of Directors is the official governing body of the Association. Directors are elected by the membership. **Board** will be used to designate the Board of Directors.

Officers of the Board are the president, vice president, treasurer, and secretary. The officers are elected by the Board. **Officers** will be used to designate the officers of the Board.

Director will be used to indicate an individual member of the Board of Directors.

Placid Lakes Special Benefit District was created under the laws of the state to assist the county to receive funds for the purpose of providing services to the District. **District** will be used to designate the Placid Lakes Special Benefit District.

Placid Lakes Subdivision is the title given to the community that is served by the Association and the District. **Placid Lakes** will be used to designate The Placid Lakes Subdivision.

Highlands County: **County** will be used to designate Highlands County.

Article I. Name

The name of this organization is the Placid Lakes Home and Property Owners Association, Inc.

Article II. Purpose

Section 1. Unification: To unite home and property owners for planning and working together for the social, economic, and cultural betterment of Placid Lakes.

Section 2. Health and Safety: To communicate with government officials regarding regulations and laws that may affect real estate, the environmental, or the health and safety of persons in Placid Lakes.

Section 3. Maintenance and Improvement: To communicate with the County and state officials for ensuring the maintenance and improvement of Placid Lakes.

Section 4. Join Organizations: To join other civic associations to exchange information beneficial to the operation of the Association and Placid Lakes.

Section 5. Gifts and Donations: To receive gifts, donations, etc. to be used for Association Purposes which may or may not be specified by the donors.

Section 6. Monitor and Advise: To monitor and offer advice to Highlands County officials related to the management of the District.

Article III. Membership

Section 1. Membership Defined: Full Voting Membership in the Association shall be based on ownership of one or more properties, developed or undeveloped, within Placid Lakes Subdivision.

Non-Voting Associate Membership shall be defined as a resident of Placid Lakes for more than 3 months per year, or others with an interest in the HOA or community, who wish to participate in Association activities. They shall have the benefit to participate in social activities and serve as non-voting members.

Section 2. Dues: The annual membership dues shall be established by the Board and approved by the membership at the annual membership meeting. The dues are for a calendar year January 1st through December 31st. A majority vote by the Board and a majority vote of the membership present are required to adopt a change in the annual membership dues.

Section 3. Voting Rights: Each paid membership shall have one vote, regardless of the size or amount of property owned or the number of owners of such property or properties. The owner of the property may designate one person to become the member in good standing (current dues paid) that provides the right to vote on any issue or proposal submitted at a general membership meeting. The member designation must be in written form and on file with the Association.

Non-Voting Associate Members shall have no vote in the Association or any Association meeting, but does retain the right to act as a proxy for a current member in good standing.

Section 4. Conflict of Interest: When a Director of the Association determines that a conflict of interest exists, that person must inform the Board. The conflict of interest must be recorded in the minutes. The Director or membership member must abstain from voting on the issue.

Section 5. Voting by Proxy: A proxy that is assigned to an Association member shall be considered a vote cast to represent the writer of the proxy. A proxy shall be valid for a specified meeting only. A proxy is to be in writing and shall specify the meeting for which it is applicable, the name of the party designated as proxy, and shall be signed and dated. The proxy shall become part of the record of the meeting at which it is utilized.

Section 6. Meetings: A meeting of the membership shall be held at least once every 4 months commencing in January, at a time and place designated by the Board.

Section 7. Annual Meeting: An annual meeting shall be held no later than the last day of February for the purpose of electing candidates to fill vacancies on the Board.

Section 8. Special Meetings: Special meetings of the membership shall be called by the President of the Board following a resolution by a majority of the Board or as a result of a petition signed by 25 or more members of the Association. Such calls shall specify the time, place, and subject matter of the meeting, and no other business shall be considered at such meetings. Notice of time, place, and purpose of such meetings shall be made public prior to the meeting.

Section 9. Quorum: A quorum at any regular or special meeting for the transaction of business shall be at least 20 members present including directors.

Section 10. Notice of Membership Meetings: Notice of any meeting of the membership shall be published publicly at least 15 days prior to the meeting.

Section 11. Notice to Speak at Board Meetings: Should a member desire to bring an issue before the Board for consideration, the member should notify the President in writing prior to the Board meeting date so that the issue can be put on the Board Agenda.

Article IV. Board of Directors

Section 1. Election of the Board: Directors of the Board shall be elected by the membership at the annual meeting. The candidates shall be present at the annual meeting unless previously approved by the Board. To be eligible for election to the Board, the person must be a Full Voting Member of the Association.

The chair of the nomination committee shall state names of all candidates. Prior to voting, the president shall call for nominations from the floor.

Each nominee shall indicate a willingness to serve if elected. A plurality of the votes cast by the members present or present by proxy shall be necessary for the election of each candidate.

Section 2. Director Terms of Office and Number: Directors shall serve for a 3 year term of office. The Board shall have no less than 7 members and no more than 11 members. A maximum of two Directors may be seasonal residents of Placid Lakes. The Board shall determine the exact number of Directors of the Association.

Section 3. Board Responsibilities: The Board shall manage the business and finances of the Association, and shall exercise its corporate powers. It is also the duty and obligation of the Board, individually and as a whole, to accept any action not detrimental to the Association proposed to the membership, and approved by it.

Section 4. Board Meetings: The Board shall meet regularly no less than 10 times per year at a time and place designated by the president. Special meetings may be called by the president if

deemed necessary. Notice of time and place of board meetings shall be made public prior to the meeting.

Section 5. Quorum and Voting: There shall be a quorum of two-thirds of the Directors at any meeting in order to transact the business of the Board. Unless provided for elsewhere, any act voted into effect by a majority of those attending a Board meeting shall constitute an act of the whole Board.

Section 6. Removal of Directors (Nonattendance): Failure to attend three consecutive meetings of the Board without a valid excuse shall constitute cause for removal of any Director by a two-thirds vote of all the Directors.

Section 7. Removal of Directors (For Cause): A Director may be removed from office when the best interests of the Association will be served by that action. Two-thirds of the Directors must concur with the need for removal of a Director.

The removal of a Director shall be brought before the membership and shall require a majority vote for the removal.

Section 8. Board Vacancies: A vacancy of the Board may be filled by a member of the Association appointed by the remaining Director; this person shall serve for the remainder of the vacancy to which they are appointed. The new director may stand for election at the February membership meeting at the end of their term.

Article V. Officers

Section 1. Officers: The Association shall have at least a president, vice-president, secretary, and treasurer, all of whom shall be elected by the Board. Each Officer elected shall hold office for 1 year and may be re-elected. Officers whose terms have expired may continue serving until either re-elected or until a successor is chosen.

Section 2. President: The president shall preside over all membership and Board meetings. The president shall have overall management responsibility of the Association's interests and affairs, subject to the direction of the Board. The president can only vote if there is a tie vote for the item before the Board. The president has the right of discussion on all items being considered by the Board. The president shall serve as an ex-officio member for all committees, except for the nominating committee.

Should the president become unable to carry out Board functions, the management of the Board shall be the responsibility of the vice-president first, treasurer second, and secretary third to serve as pro tem until the March meeting of the Board when new Officers are elected.

Section 3. Vice-President: The vice-president shall perform the duties of the president in the absence of or during a period of partial disability of the president. The vice-president shall carry out special assignments as requested by the president.

Section 4. Secretary: The secretary shall record the minutes of all meetings of the Board and of the meetings of the Association. The secretary shall maintain and have custody of all Association records except financial records. The secretary shall record the number in attendance at membership and Board meetings, and shall perform other such duties as may be prescribed by the president.

Section 5. Treasurer: The treasurer shall have custody of all Association funds and financial records and shall keep a complete and accurate account of all receipts and disbursements. The treasurer shall report on them at all meetings of the membership and of the board.

All funds shall be deposited in a local bank and subject to withdrawal for authorized purposes over the signatures of the treasurer and either the president or vice-president.

The treasurer is authorized by these Bylaws to pay bills or make reimbursement for expenses in amounts not to exceed $2,500 with the approval of the Board. Disbursements of over $2,500 require prior approval of a plurality of the membership.

The treasurer shall present and explain the District monthly financial statements to the Board and membership. No less than annually, the treasurer shall provide a report accounting of the assets and liability of the Association. Within 30 days prior to the annual accounting, an audit committee shall be appointed by the president.

Section 6. Officer Unable to Serve: When an officer other than the president is unable to carry out their duties, the Board shall, at its next monthly meeting, appoint a Director to serve out the remainder of the term.

Article VI. Standing Committees

Section1. Chair: Within a month after the Officers election, the president shall appoint Board members to serve as chairs of each standing committee. The Chair may select committee members from the Board or the membership. The chair will have authority and budget resources to fulfill the duties as chair of the committee.

Each chair shall report to the Board during the monthly Board meetings. After approval by the Board, the chair may submit approved recommendations to an appropriate agency. The committee shall be responsible for monitoring the agency's actions.

Section 2. Audit Committee: The audit committee shall have three Association members, non of whom are Officers, and at least one of whom is not a Director. The committee and treasurer shall inspect the Association's financials and report the findings to the Board.

Section 3. Beautification and Preservation Committee: The committee shall monitor roadsides, lots, and homes, and make recommendations to the Board. Committee members shall provide information to residents and property owners of the need to preserve and beautify Placid

Lakes. The chair will provide a report of their findings to the appropriate department of the County.

Section 4. Bylaws Committee: Committee members shall be familiar with the bylaws to advise the Board and to ensure that the bylaws continue to meet the needs of the Association.

Section 5. Canals Committee: Committee members shall be responsible for monitoring the canals of Placid Lakes. Committee members shall provide information to residents and property owners of the need to report any problems with the water or wildlife.

Section 6. Financial Committee: The treasurer shall be a member of this committee. Committee members shall be responsible for developing the Association's annual budget. The committee shall meet in June of each fiscal year to begin the preparation of the budget. Following Board approval, the budget shall be submitted to the membership at the next membership meeting for final approval.

Representatives of this committee shall meet with a representative of Office and Management of the District in the spring of each year to assist in the development of the District Budget.

Section 7. Membership Committee: Committee members shall be responsible for encouraging membership and collecting membership fees. The committee is responsible for a recording system where members are identified by name, Placid Lakes address, and mailing address. Moneys collected shall be deposited in the Association's bank account and reported to the treasurer.

Section 8. Nominating Committee: Committee members shall be responsible for finding candidates for the Board. The chair shall select at least two additional members, not necessarily from the Board.

The chair shall call each nominee and discuss obligations of serving. Persons serving on the committee may be nominated.

Prior to the annual meeting of the membership, the committee shall submit to th Board the names of those who have indicated their willingness to serve on the Board.

Section 9. Roads & Lighting Committee: The upkeep of all roads, signs, medians, right of ways, and drainage ditches in Placid Lakes is the responsibility of the County. Committee members shall be responsible for regular monitoring of the roads, street lights, signs, medians, right of ways, and drainage ditches and for making recommendations to the Board.

Section 10. Welcome Committee: Committee members shall be responsible for monitoring county records for recent real estate transactions in our district and making first contact with the new community members.

Section 11. Social Committee: Committee shall oversee all Association social events and periodically review HOA approved social groups.

Section 12. Public Communications Committee: Committee shall be responsible for all communications with the community using all avenues deemed worthy by the committee. Examples of public communications include, but are not limited to, social media, marquee signs in the neighborhood, and newsletters to the community.

Article VII. Special Committees

Creation of Special Committees: The president, with approval of the Board, may appoint special committees, as needed. Special committees, by their nature, shall be time limited.

Article VIII. Bylaws

Section 1. Procedure for Rescinding, Altering, or Amending the Bylaws: All proposed changes are to be presented, in writing, to the Board. At least two-thirds of a quorum of the Board must agree to the change(s). All Directors shall be advised of a proposed change prior to the Board meeting at which a vote is taken to approve or disapprove the matter.

Upon approval by the Board, the proposed change shall be presented to and voted upon by the membership at the next membership meeting.

The meeting notice shall contain a statement of the proposed change(s). A two-thirds vote of the membership present at the meeting is required for adoption of a change to the bylaws. If a resolution for a change is defeated, it cannot be brought forth for consideration by the membership until at least 2 months after the defeat.

Section 2. Bylaws Copies: Copies of the bylaws shall be made available upon written request. A copy shall be available for viewing on the Association's web site.

Article IX. Order of Business

The president shall establish the agenda and order of business for Board and membership meetings. The president shall consider, but not be bound to, the order of business in accordance with the Robert's Rules of Order.

Article X. Miscellaneous

Section 1. Association Fiscal Year: The fiscal year of the Association shall be October 1 through September 30 so that it is the same as the fiscal year of Highlands County that is October 1 through September 30.

Section 2. Parliamentary Authority: The current edition of the Robert's Rules of Order shall govern in all instances in which they are not inconsistent with the Association's bylaws.

Section 3. Non-Discrimination: The Association shall not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, age, disability, national origin, income, or political affiliation in any of its policies, recommendations, or actions.

This document supersedes all others in existence at the time of ratification

Approved by Board of Directors	**February 11th, 2020**
Approved by Membership	**February 17th, 2020**