

**Arbor Forest Owners Association, Inc.**  
**By-Laws**

These By-Laws have been adopted by the Board of Directors on the date indicated below. The adoption of these By-Laws is to clarify conflicts between the current By-Laws and the Declaration of Covenants, Conditions and Restrictions and the Articles of Incorporation for Arbor Forest Owners Association, Inc.

Article 1 - Name and Location: The name of the Corporation is Arbor Forest Owners Association, Inc. a not for profit corporation incorporated under the laws of the State of Florida.

The principal office of the Association shall be the address of the management company, Registered Agent, President or at such other place as may be established by the Board of Directors.

Article 2 - Election of the Board of Directors Procedure: The members of the Board of Directors shall be elected by written ballot at the Annual Meeting. The following procedure will be followed for the election to the Board:

A) The First Notice of Election will be mailed not less than sixty (60) days prior to the election. This notice will include the voting procedure, what positions are open and instructions on how to become a candidate.

B) Any eligible person desiring to be a candidate shall give written notice to the Vice President/Secretary of their candidacy not less than thirty five (35) days prior to the election.

C) Not less than twenty (20) days prior to the election a Second Notice of Election shall be mailed together with a ballot and any information sheets received. An envelope shall be included and shall provide for the voter to provide their complete address and signature thereon. The ballot shall be sealed in the envelope and mailed and/or delivered to the Association.

D) In the event the number of candidates is the same as the number of vacancies there will be no need for an election.

Article 3 - Board of Directors/Officers and Meetings: The affairs of the Association shall be managed by a Board of Directors that shall consist of not less than three (3) members of the Association. Any member of the Board of Directors must at all times remain in good standing with the Association. A majority of the Board of Directors shall constitute a quorum to transact business at any meeting.

Meetings of the Board of Directors shall be held at the Board's discretion, at such place and hour as may be fixed from time to time but not less than semi-annually. Meetings shall be open to all members and notice of meetings shall be posted in a conspicuous place at least 48 hours in advance. Notice of any 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 and shall be given at least fourteen (14) days in advance.

The annual meeting shall take place on the 3<sup>rd</sup> Monday in January each year. The time and location to be determined by the Board of Directors. Members of the Board of Directors shall be elected at the annual meeting. Written notice of the annual meeting shall be provided to all members at least fourteen (14) days in advance of the meeting and require the posting of a notice in a conspicuous place on the property.

The Board shall serve on staggered terms so that at all times one Director shall serve a term of two (2) years and two Directors shall serve a term of one (1) year each. At each annual meeting one Director shall be elected for a term of two (2) years.

Any vacancy shall be filled by appointment by the remaining members of the Board. A Director appointed to fill a vacancy shall be appointed for the unexpired term of his/her predecessor.

Article 4 – Board of Directors Duties and Responsibilities: Unless Officers are elected each Board member shall hold an Officer's position, without compensation. The Officer positions shall consist of President, Vice-President and Secretary/Treasurer. The Officer positions shall be decided at the first Board of Directors meeting which shall be held directly after the annual Owner's meeting. Only Board members shall have a vote at any Board of Directors meeting.

The President shall set the agenda and preside at all meetings of the Board of Directors and shall sign all official documents. The Vice-President shall perform duties as assigned and shall, in the absence or incapacitation of the President, perform the duties of the President. Secretary/Treasurer shall oversee of all funds of the Association.

It shall be the duty of the Board of Directors to establish, levy and collect the assessments necessary to operate the Association; adopt and publish Rules and Regulations deemed necessary and appropriate in accordance with the Declaration of Covenants, Conditions and Restrictions and the Articles of Incorporation and to establish penalties for any infraction thereof; foreclose the lien against any property for which assessments are not paid by June 30<sup>th</sup> of that year; cause to be kept complete records; enter into contracts for the day-to-day operation of the Association; appoint Committees deemed necessary; and to exercise all powers, duties and authority vested in or delegated to the Association

and not reserved to the membership of the Association or by other provisions in accordance with the Articles of Incorporation and/or the Declaration of Covenant, Conditions and Restrictions.

Article 5 – Committees: The Board of Directors shall form Committees and assign duties as necessary and in accordance with the Declaration of Covenants, Conditions and Restrictions. The Board of Directors shall appoint the Committee Chairperson and each Chairperson shall select their committee members. Each Committee Chairperson shall report to the Board of Directors.

The current Committee shall consist of Architectural Control Committee.

Article 6 – Fiscal Management: The fiscal year of this Association shall be from January 1 through December 31.

The Board of Directors shall adopt a budget for each fiscal year and shall levy an annual assessment based upon the budget. Notice of the annual assessment together with a copy of the budget as adopted by the Board of Directors, shall be made available to each Member on or before December 1 of the year prior to the fiscal year for which the budget is made. The annual assessment shall be payable on January 1<sup>st</sup> and will be deemed late as of January 31<sup>st</sup>.

All funds of the Association shall be deposited in a timely manner to the credit of the Association in such Florida bank as designated by the Board of Directors.

Prepare an annual financial report within sixty (60) days after the close of the fiscal year which shall be made available to each member.

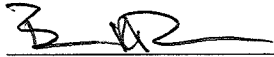
Article 7 – Books and Records: The books, records and other papers of the Association shall be available to and subject to inspection by any member during regular business hours. The official records shall comply with Florida Statutes Chapter 720 or as amended by the State of Florida.

Article 8 – Parliamentary Procedure: All meetings of the members, Board of Directors and Committees shall be in accordance with these By-Laws and procedures of the Association. Any question of procedure shall be resolved by reference to the most current edition of *Robert's Rules of Order*.

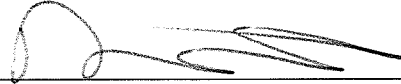
Article 9 – Amendment or Conflict: These By-Laws may be altered, amended or repealed by a majority vote of the Board of Directors at a duly called meeting.

In the case of a conflict between the Articles of Incorporation and these By-Laws, the Articles shall control and in the case of any conflict between the Declarations and these By-Laws, the Declarations shall control.

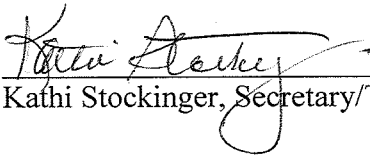
These By-Laws were adopted by the Board of Directors on this 7<sup>th</sup> day of APRIL, 2014.



Bruce Drumm, President



Rene Salcedo, Vice-President



Kathi Stockinger, Secretary/Treasurer