

Amended Bylaws of the Blue Mountain Beach Community Association (BMBCA)

Preamble

These Bylaws govern the Blue Mountain Beach Community Association (BMBCA), a not-for-profit corporation organized under Chapter 617, Florida Statutes. They supersede all prior bylaws and take effect upon approval by a two-thirds vote of the Board of Directors at a duly noticed meeting, as no active voting members exist due to the BMBCA's historical non-establishment or collection of membership dues under Florida Statutes § 617.0601.

Amendments to these Bylaws shall be made in accordance with Article 7.

Article 1: Name

The Blue Mountain Beach Community Association (BMBCA) is a not-for-profit corporation registered under Chapter 617, Florida Statutes.

Article 2: Principal Office

The principal office of the BMBCA shall be the residence of the President, a P.O. Box, or another location designated by the Board. The Board may change the location by a majority vote at a duly noticed meeting and notify members within thirty (30) days via email, text, or other communication.

Article 3: Purpose

The BMBCA exists to:

- Preserve the Old Blue Mountain Beach neighborhood, founded in 1948, as a quiet, residential beach community reflecting "Old Florida" character.
- Serve as a liaison with Walton County, the Tourism Development Council, the State of Florida, and other agencies to represent neighborhood interests.
- Promote preservation and planting of native vegetation and protection of native wildlife.
- Support policies to protect the neighborhood beach and Big Redfish dune lake, including beach preservation, water quality and renourishment efforts.
- Uphold the 1955 Indenture, Blue Mountain Beach Neighborhood Plan, Walton County Comprehensive Plan, Land Development Code, and Zoning Regulations.
- Address community concerns including, but not limited to, rainwater management and unauthorized beach parking.

Article 4: Membership

Membership is automatic for all property owners of the approximately 164 parcels within Blue Mountain Beach Subdivision No. 1, as verified by Walton County property records. Each individual property owner, regardless of dues contribution, has one vote on matters including election of directors and bylaw amendments. For parcels with multiple owners, each owner is a member with one vote, unless co-owners designate a single voter per parcel in writing to the Board prior to voting.

Article 5: Geographic Boundary

The BMBCA encompasses the approximately 164 parcels within Blue Mountain Beach Subdivision No. 1, also known as Old Blue Mountain Beach, as defined by the plat recorded in Plat Book 2, Page 41, Walton County, Florida.

Article 6: Support & Advocacy

The BMBCA promotes preservation and responsible management of Blue Mountain Beach Subdivision No. 1 by supporting the 1955 Indenture (Deed Book 141, Pages 182–183), the Walton County Comprehensive Plan, the Land Development Code, and the Blue Mountain Beach Neighborhood Plan (NP.BMB).

Section B – Protection of Beach Use

The BMBCA supports the 1955 Indenture's prohibition on commercial use of the neighborhood beach and promotes full recreational use by property owners and their guests. Actions may include notifying violators (such as concessionaires or owners) of potential breaches and supporting or initiating legal enforcement. The Board may, by majority vote, authorize counsel to investigate and pursue pre-litigation enforcement measures such as demand letters, notices of violation, or requests for compliance. The commencement of formal litigation (e.g., filing suit, seeking injunctions, or entering settlements) shall require a two-thirds vote of the entire Board at a duly noticed meeting with a quorum.

Article 7: Board of Directors and Voting

Section A – Composition and Election

The Board of Directors shall consist of not fewer than three (3) and not more than ten (10) members, elected by a majority vote of members via electronic or written ballot, or at a duly noticed special or annual meeting with at least fourteen (14) days' notice. Directors shall serve two-year terms — or until their successors are elected and qualified — to ensure continuity of governance. The Board may fill vacancies or expand the Board by majority vote at a duly noticed meeting with a quorum. If member participation in elections is insufficient, the Board may appoint directors by majority vote to maintain continuity. The Board may designate officer roles (President, Secretary, Treasurer) and may combine offices as needed for efficiency.

Section B – Meetings and Quorum

The Board shall meet as needed, with regular meetings noticed at least seven (7) days in advance and special meetings noticed at least two (2) days in advance. A quorum shall be one-third of the total Board or three directors, whichever is greater. Meetings may be held in-person or via video conference per Florida Statutes § 617.0721. Decisions require a majority vote of directors present at a meeting with a quorum, except that expenditures exceeding \$2,000 or initiation of formal litigation shall require a two-thirds vote of the entire Board.

Section C – Electronic and Written Voting

The Board may facilitate member and director voting via electronic or written ballots with at least fourteen (14) days' notice including purpose and instructions. Electronic meetings shall use secure platforms allowing all directors to participate simultaneously. Members may vote by proxy if submitted in writing before the deadline.

Section D – Bylaw Amendments

These bylaws may be amended by a majority vote of members or a two-thirds vote of the Board at a duly noticed meeting. Members shall be notified of any amendments within thirty (30) days via email, text, or other communication.

Section E – Transition and Ratification

Upon adoption of these bylaws, the current Board and officers as of August 9, 2025, shall continue to serve until the next election. All prior actions of the Board and officers, including those taken since the Board was revived and resumed operations in 2022, are ratified and confirmed as valid corporate acts under Florida Statutes Chapter 617. The Board acknowledges that from approximately 2014 to 2022 the Association was inactive, with no dues collection or active membership, and that beginning in 2022 it has functioned under corporate governance authority as a Florida not-for-profit corporation consistent with these bylaws and applicable law.

Article 8: Community Event

The BMBCA may host community events, such as an annual fall neighborhood barbecue, to engage residents and share updates. Notice of such events shall be provided at least fourteen (14) days in advance.

Article 9: Finances

The Association shall operate as a not-for-profit organization relying on voluntary dues, donations, and approved fundraising. Expenditures or project costs exceeding \$2,000 require a two-thirds vote of the Board. Financial records shall be maintained and made available for inspection with reasonable notice.

Article 10: Liability and Records

No officer or director shall be personally liable for actions taken in good faith and in the best interest of the Association. The BMBCA may indemnify officers and directors and purchase insurance for that purpose per Florida Statutes §§ 617.0831–617.0834. Members may inspect records with ten (10) days' written notice stating the purpose.

Article 11: Dissolution

Upon dissolution, after payment of all liabilities, remaining assets shall be distributed to one or more qualified nonprofit organizations or to a governmental entity for public purposes, as determined by a two-thirds vote of the Board and a majority vote of members. If no distribution is feasible, assets shall be disposed of by a Walton County court for exempt or public purposes per Florida Statutes § 617.1406.

BLUE MOUNTAIN BEACH COMMUNITY ASSOCIATION, INC.

CERTIFICATION OF ADOPTION OF BYLAWS

The undersigned officers hereby certify that the foregoing Amended Bylaws of the Blue Mountain Beach Community Association, Inc., a Florida not-for-profit corporation organized under Chapter 617, Florida Statutes, were duly adopted by unanimous written consent of the Board of Directors on November 16, 2025, and that these bylaws supersede and replace all prior bylaws of the Association.

These bylaws are effective as of the date of adoption stated above.

President

Signature: /s/ Jack Mason _____

Name: Jack Mason

Date: November 16, 2025

Secretary

Signature: /s/ Jeanette Altieri _____

Name: Jeanette Altieri

Date: November 16, 2025