

**OAKWOOD VILLAGE OF BEVERLY HILLS  
BY-LAWS OF THE HOMEOWNERS' ASSOCIATION  
AS AMENDED AND RESTATED, APRIL 1, 2016**

WHEREAS, the OAKWOOD VILLAGE HOMEOWNERS' ASSOCIATION, INC., a Florida Corporation Not-for-Profit, (hereinafter the "Association"), with a mailing address P.O. Box 640605, Beverly Hills, FL 34464-0605, was created to administer the property consisting of OAKWOOD VILLAGE OF BEVERLY HILLS, PHASE ONE, as recorded in the plat thereof in Plat Book 14, Pages 10 to 14 inclusive, in the Public Records of Citrus County, Florida; together with OAKWOOD VILLAGE OF BEVERLY HILLS, PHASE TWO, as recorded in the plat thereof in Plat Book 14, Pages 15 to 18 inclusive, in the Public Records of Citrus County, Florida, and

WHEREAS, the Association, its Officers and its Board of Directors are subject to provisions of Florida Statutes Chapter 720 - "Homeowners' Associations", and to Florida Statutes Chapter 617 - "Corporations Not For Profit" and to the Articles of Incorporation dated as filed with the Secretary of State in Tallahassee, Florida on May 19, 1989, and

WHEREAS, Article VII of the Articles of Incorporation (the "Articles") require that the By-Laws of the Association shall be adopted by the Board of Directors, and

WHEREAS, By-Laws for the Association were first adopted by the duly elected Board of Directors in September 1997, and have been amended from time to time, and

WHEREAS, Article VII of the Articles specifies that the By-Laws may be amended by the vote of a majority of a quorum of the Board of Directors.

NOW THEREFORE, the Board of Directors, having met and voted in accordance with the above stated requirements, have hereby Amended and Restated the By-Laws for the Association, to take effect immediately upon publication of this document.

IN WITNESSS HEREOF, the undersigned has hereunto set his hand this First day of April 2016.

OAKWOOD VILLAGE HOMEOWNERS'  
ASSOCIATION, INC.

By: *Kenneth J. Clark*      President

## ARTICLE I DEFINITIONS

The following words or phrases, when used in this declaration, shall have the following meanings (unless the context shall prohibit such meaning):

- A. "Association" shall mean and refer to Oakwood Village Homeowners' Association, Inc., a Florida corporation, not for profit, its successors and assigns.
- B. "Common Areas" shall mean all areas of the Properties owned by Oakwood Village Homeowners' Association, Inc., its successors and assigns.
- C. "Developer" - Deleted.
- D. "Properties" or "Community" shall mean and refer to that certain property consisting of Oakwood Village of Beverly Hills, Phase One, according to the plat thereof recorded in Plat Book 14 and Pages 10 to 14, Public Records of Citrus County, FL; and Oakwood Village of Beverly Hills, Phase Two, according to the plat thereof recorded in Plat Book 14 and Pages 15 to 18, Public Records of Citrus County, FL
- E. "Lot" or "Lots" shall mean and refer to any numbered plot of land shown upon the recorded plats of the Properties as identified herein.
- F. "Member" shall mean and refer to all those Owners who are Members of the Association as provided herein.
- G. "Owner" shall mean and refer to the owner of record, whether one or more persons or entities, of the fee simple title to any Lot.
- H. "Master Association" – Deleted
- I. "Fiscal Year" – the fiscal year of the Association shall end on December 31.
- J. "Declaration" shall mean and refer to the "Oakwood Village Declaration of Restrictions on Real Estate as Amended and Restated", being first recorded on or about May 4, 1989 in Book 815 Pages 282 to 301 in the Public Records of Citrus County, Florida and as subsequently amended from time to time.

## ARTICLE II BOARD OF DIRECTORS

### Section 1 Officers and Directors

The Board of Directors serves as the governing body of the Homeowners' Association, and the Members of the Board shall act as one body with no Member having individual powers except as prescribed herein.

### Section 2 Members of the Board

As required by the Articles of Incorporation of the Association, the Board of Directors (the "Board") shall consist of not less than three (3) and not more than seven (7) persons who shall be Members of the Association in good standing.

### Section 3 Election of the Board

Directors shall be elected at an Annual Meeting of the Members of the Association and shall serve for a term of one year beginning immediately following such Annual Meeting. No Director's term shall expire until a replacement is elected by the Members of the Association.

### Section 4 Removal of a Director

Any Director may be removed from the Board at any time, with or without cause, by a majority vote of the Members of the Association or by the unanimous vote of the remaining Directors; any Director shall be removed if absent for three (3) consecutive meetings of the Board. A Director may resign at any time.

### Section 5 Vacancies on the Board

At any time when the Board consists of three (3) or more Directors there shall be no vacancy declared unless and until the Board, at its own discretion, may choose to appoint one or more Directors up to the maximum of seven (7) Directors. A Director so appointed shall fill out the remainder of the time available until the next Board election, but may resign or may be removed at any time as provided herein.

### Section 6 Meetings of the Board

The Board shall meet not less than once each calendar quarter for the transaction of business as required. Meetings shall take place at such date, time and place as may be designated by the Board.

### Section 7 Special Meetings

Special meetings of the Board may be called by the President, or by two (2) Directors, provided that reasonable notice of such meeting shall be given to each Director to specify the date, time and place of the meeting.

### Section 8 Quorum at Meetings

A majority of the current Directors shall constitute a quorum for the transaction of business and the act of a majority of Directors at a meeting at which there is a quorum shall be the act of the Board, except as may be otherwise provided by applicable law.

### Section 9 Chairman of the Board

The President of the Association shall act as Chairman of the Board. In his/her absence the Vice President shall so act, or in the absence of both, a Chairman shall be chosen by the Directors present.

### Section 10 Compensation

No Director shall receive any form of compensation for any service rendered to the Association, whether in the form of monies, goods, services or in any other manner. However, a Director shall be reimbursed for any actual expense incurred on behalf of the Association. Receipts for such expense shall be submitted to and approved by the Treasurer.

ARTICLE III  
OFFICERS OF THE CORPORATION

Section 1     Executive Officers

The Officers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer and shall be Directors on the Board, serving in dual positions. These Officers shall be appointed annually by the Board following the annual election of the Board.

The appointed Officers shall take office immediately and shall serve for one (1) year, unless they resign sooner, or shall be removed, or otherwise disqualified to serve. Up to, but no more than two (2) offices may be held by the same person. The Officers shall be responsible for the duties prescribed herein and for such other duties that may be delegated by the Board. They shall have no separate authority to act on behalf of the Board.

Section 2     Special Appointments

The Board may appoint other persons to subordinate positions as the Board may deem necessary to assist in carrying out the duties of the Board or the Executive Officers. Any such appointees shall have such authority to perform such duties as may be prescribed from time to time by the Board or by the President. Such appointees shall serve until the next annual election of the Board or Executive Officers or until any sooner time as may be directed by the Board or the President.

Section 3     Vacancies

A vacancy in any office may be filled by appointment by the Board. The Officer so appointed shall serve the remainder of the term of the office.

Section 4     Duties of the President

The President shall act as the Chief Executive Officer of the Association; shall act as Chairman at meetings of the Board and at meetings of the Members of the Association; and shall carry out other duties as may be assigned by the Board from time to time. The President has no independent authority for actions or decisions reserved to the Board.

Section 5     Duties of the Vice-President

The Vice-President shall carry out the duties as may be assigned from time to time by the Board or by the President. In the absence or disability of the President, the Vice-President shall carry out the duties of the President. The Vice-President has no independent authority for actions or decisions reserved to the Board.

Section 6     Duties of the Secretary

The Secretary shall keep the minutes of proceedings of the Board and minutes of meetings of the Members; shall have custody of the corporate seal and such books and papers as the Board may direct; shall perform other duties pertaining to the office of Secretary subject to the control and supervision of the Board and the President; and shall perform such other duties as may be assigned by the Board or by the President.

Section 7 Duties of the Treasurer

The Treasurer shall have custody of all funds, and securities of the Association and shall maintain files and documents pertaining to receipts and disbursements; shall prepare an statement of receipts and expenses; shall maintain accounting records regarding the financial condition of the Association; and shall cause a limited annual audit of the financial records of the Association to be made by a public accountant.

The Treasurer shall perform other duties pertaining to the office of the Treasurer, as determined by and subject to the control and supervision of the Board and the President; and shall perform such other duties as may be assigned by the Board or by the President.

ARTICLE IV  
POWERS OF THE BOARD

Section 1 Limited Powers

The powers available to the Board shall be limited to those afforded by the Florida Statutes, or by the Articles of Incorporation, or by the Declaration, or by the By-Laws, in that order of priority. In the event of any conflict of any governing document with any provision of a document of higher priority, then the document of higher priority shall prevail.

Section 2 General Powers

The Board shall be elected by the Members and thereby shall have sole responsibility for managing all of the affairs of the Association. The Board shall exercise for the Association all powers, duties, and authority not reserved to the Members, as defined by the governing documents of the Association.

ARTICLE V  
DUTIES OF THE BOARD

Section 1 Deed Restrictions

The Board shall carry out its legal and fiduciary responsibility to act as required on all matters specified by the Florida Statutes and all matters specified by and contained within the Declaration of Restrictions, to the best of its ability.

Section 2 Association Records

The Board shall maintain a record of all acts of the Board and of the Officers of the Association in accordance with the requirements specified in the Florida Statutes Chapter 720. This shall include a complete and accurate accounting of all financial or monetary transactions, bank records, and records of the accounts of all Members.

Section 3 Management

The Board shall procure and maintain adequate liability and hazard insurance on property owned by the Association; shall cause all officers or employees having fiscal responsibilities to be bonded as it may deem to be appropriate; shall supervise agents and employees of the Association to ensure that their duties are properly performed.

#### Section 4 Information

The Board shall provide to the Members a quarterly statement of income and expenses. This requirement shall be satisfied if such information is provided at quarterly or annual meetings of the Members. At such meetings the Board shall also provide information on matters of importance or significance to the Members.

#### Section 5 Property Manager

The Board may appoint a Property Manager or other person or entity to serve as an employee of the Board and shall prescribe the duties of such person or entity, provided that the Declaration, as amended, provides appropriate financing powers for such appointment.

#### Section 6 Liability

The Board shall not be liable or responsible for any loss or damage of property of any Member, guest of Member, visitor, or any other person or entity on the Properties or for any harm or injury suffered by any person or other entity for any reason.

### ARTICLE VI RULES AND REGULATIONS

#### Section 1 Purpose

The By-Laws have the authority to specify Rules and Regulations regarding the use of the properties to serve for clarification of and/or in addition to the terms of all other governing documents.

#### Section 2 Owners' Use of Lot

All Lots are limited to single family residential use. Thereby, each improved Lot shall have one single-story residence designed for occupancy by one family. A family may be one person or may be two or more persons who are directly related; or two persons who may be considered to be related by other legal definition. Two or more persons who have no legally recognised familial relationship do not qualify as a family.

#### Section 3 Renting and Leasing

Owners may rent or lease their property to tenants who are qualified as one family as defined herein, provided that there is a written lease of not less than six months. Owners are required promptly to inform the Association of the names and contact information of their tenants, as well as the Owners' full contact information. If this is not promptly provided, Owners may be required to produce a copy of their lease.

#### Section 4 Guests and Visitors

Owners or tenants of properties may entertain guests or visitors at any time. If any guest or visitor is intended to stay overnight for more than three nights this information shall be provided to the Board of Directors. Guests or visitors may not stay for extended periods whereby they could be considered to be residents at the sole discretion of the Board.

## Section 5 Transient Occupancy

No transient occupancy of any kind is allowed. Transient occupancy is defined as the presence of one or more persons who stay one or more nights in the property but who are not legitimate owners or tenants or guests or visitors. The Board of Directors will determine at its sole discretion whether any occupancy is considered to be transient.

## Section 6 Business Use

Limited business use may be permitted, at the sole discretion of the Board, if such business is conducted entirely within the residence by telephone, mail or electronic means and if no persons visit the property for business purposes. If an improved property is owned by any form of business entity then that property shall be used only as a rental property, subject to all limitations on the use of the property as defined herein.

## Section 7 Business Equipment

All vehicles, trailers, equipment, materials and any other items associated with any business activity are not permitted anywhere in the properties unless contained entirely within a residential garage and completely hidden from view at all times. Exceptions are made for those businesses that enter the community for a limited period to provide services to residents.

## Section 8 Garages

All properties shall have a one-car or a two-car garage with a fully functioning overhead door. A commercial sliding or roll-up screen may be installed. The garage door opening may not be blocked by any other structure outside or inside the opening. Garages shall be used for housing one or two vehicles but also may be used as storage space. There shall be no construction within the internal area of any garage, such as walls, partitions or other divisions.

# ARTICLE VII MEMBERS OF THE ASSOCIATION

## Section 1. Membership

All deeded owners, whether persons or entities, are automatically Members of the Association. An owner or owners of two (2) or more Lots shall receive separate membership for each Lot. Each Lot shall have one vote in all matters of the Association where a vote of the Members is required, regardless of the number of deeded owners.

## Section 2. Transfer or Termination

Membership may not be sold, assigned or transferred in any manner whatsoever. Each individual membership shall be terminated whenever such member is no longer a deeded owner of a subject Lot.

## Section 3. Rights and Responsibilities

Each Member, whether or not so expressed in any deed or other document, is afforded the rights of, and is subject to and required to comply with, the terms and conditions of the Florida Statutes Chapter 720, and the Declaration of Deed Restrictions, and the By-Laws. If a property is rented, the owner is responsible for ensuring that the tenants comply fully with the same terms and conditions.

Section 4. Suspension of Rights

If any Member is not in good standing due to non-payment of any required assessments or for any other reason defined by the Declaration, then the subject Lot shall have no voting rights and all rights of all deeded owners of the subject Lot shall be suspended until restored by the Board. All responsibilities specified herein remain in effect.

Section 5. Vested Rights

There shall be no right, interest or privilege of any kind that exists or continues beyond the termination of any Membership of the Association.

ARTICLE VIII  
MEETINGS OF THE MEMBERS

Section 1. Quarterly Meetings

The Board shall set regular quarterly meeting of the Members to take place at a date, time and place it shall determine at its sole discretion. Notice of said meetings shall be satisfied by posting an announcement in the most prevalent local newspaper at least five (5) days prior to the meeting.

Section 2. Annual Meeting

An annual meeting shall be held at which the Annual Assessment for the following year shall be announced by the current Board of Directors and a new Board of Directors shall be elected. All Members shall be notified in writing of the date, time and place of the Annual Meeting at least ten (10) and not more than fifty (50) days prior to the meeting.

Section 3. Special Meetings

Special Meetings may be held if called by a majority of a quorum of the Board, by the President, or by a written request signed by at least ten percent (10%) of the Members. Any such meeting shall require the same notification as the Annual Meeting.

Section 4 Conduct of Meetings

The President of the Association shall be the chairman of all meetings of the Members. In the absence of the President, the Vice-President shall assume this responsibility. Meetings shall be conducted in an orderly fashion according to procedures established by the Board.

Section 5 Format of Meetings

All member Meetings shall be conducted according an adaptation of Robert's Rules of Order as may be best suited for the purpose. Members of the Association may ask questions and make comments at the time or times specified by the agenda, or as determined by the Chairman of the meeting, and shall do so in an orderly and respectful manner.

Section 4. Voting Rights

On matters that may require a vote by the Members, the Owners of each Lot may cast one vote per Lot, in person or by written limited proxy, regardless of the number of Owners.

## Section 5. Quorum of Members

At any Meeting of the Members a quorum is required in order to conduct any business requiring a vote by the Members. A quorum shall consist of at least twenty percent (20%) of the number of properties in good standing, represented by Members entitled to vote and present in person or by proxy. The governing documents may specify the percentage of the quorum required to approve each item subject to a vote by the Members.

The requirement for a quorum may be suspended at an Annual Meeting solely for the purpose of electing the Members of the Board. For such purpose, the Members present at the meeting shall elect the Board.

In all other circumstances, if a quorum is not achieved at any Meeting of the Members any vote by the Members shall be invalid but may be considered to be a non-binding recommendation for consideration at the discretion of the Board of Directors.

## Section 6 Limited Proxy

To vote by proxy a Member must submit their vote in writing to the Association and may not give to any other person the power to vote on his or her behalf. Each vote shall specify the meeting and business item for which written notification has been given; shall identify the address of the property for which the vote is cast; and shall include the signature of the Owner.

A proxy vote is valid only for the purpose so stated and shall expire immediately after such purpose has been completed.

## Section 7. Notification

Whenever the Florida Statutes, the Declaration, or the By-Laws require written notice be given to Members, such notice shall be deemed given if mailed by U.S. Mail to the current mailing address provided by the Member. The address of the Lot shall satisfy this requirement if no other address has been provided.

# ARTICLE IX ELECTIONS OF THE BOARD

## Section 1. Nominations

The Board shall consist of a minimum of three (3) and a maximum of seven (7) Directors. Nominations for the election may be made by any Member. Written notification of the Annual Meeting and an opportunity for nominations shall be provided to all Members at least ten (10) days prior to the Meeting. Thereafter, in compliance with Florida Statutes Chapter 720.306, nominations at the Annual Meeting will not be accepted. To qualify for service on the Board, all nominees must be Members of the Association in good standing and must be willing and able to carry out such duties to which they may be assigned.

## Section 2. Elections

Elections to the Board of Directors shall be written ballot or written proxy, both of which shall identify the Lot or property owned by the person or persons submitting the ballot or proxy. One ballot or proxy is permitted for each Lot, regardless of the number of owners. Voting for membership of the Board shall take place at the Annual Meeting.

The outgoing Board, being still in place before the vote, shall nominate or select at least three (3) Members of the Association to act as an independent committee to count the vote

### Section 3 Candidates for Election

No Member of the Board of Directors shall serve for more than one year but any or all Members of the Board may be nominated or may nominate themselves for re-election. The outgoing Board as well as the Members of the Association may nominate other candidates as stated herein. A slate of candidates shall be declared at the Annual Meeting.

In accordance with the Florida Statutes Chapter 720.306, if the number of nominees for election is less than or equal to the maximum number of positions on the Board as specified herein, there shall be no election and the Chairman of the meeting shall declare that all nominees shall form the new Board of Directors.

### Section 4 Officers of the Association

The term of service of all Officers and any appointees shall terminate upon the election of the new Board of Directors. The Board shall then appoint Officers from among the newly elected Directors and such appointments shall take effect immediately.

## ARTICLE X VIOLATIONS

Any person or property not in compliance with any of any terms or conditions of any of the governing documents shall be declared to be in violation. If the violation is not corrected within a specified time the Board shall act as required by the governing documents, including the assessment or fines of up to \$100 per day for each separate violation as long as the violation continues, with no maximum limit on the accrued aggregate assessments or fines.

All Owners of any property shall be jointly and severally liable for all such assessments or fines. If a property is owned by a Corporation, Limited Liability Company or similar business entity, the actions of any such entity shall be considered to be the actions of the owners or managers thereof and such persons shall be held liable for the consequences of such actions.

## ARTICLE XI AMENDMENTS

The By-Laws may be amended at any time by the vote of a majority of a quorum of the Board of Directors. The By-Laws may also be amended by a vote of approval of 75% of a quorum of Members present in person or by proxy at a meeting called for such purpose, having received advance notification in writing, including details of proposed amendment(s).

## ARTICLE XII SEVERABILITY

Invalidation of any provision of these By-Laws or any part thereof by judgment or court order shall in no way affect any of the other provisions which shall remain in full force and effect to the fullest extent possible, unless and until amended by due process as defined herein, after which the same severability provision shall apply.