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BYLAWS OF
RIO VILLA NORTH HOMEOWNERS' ASSOCIATION

Sandy Crawford

Clerk Of Courts, Brevard County

ARTICLE I
NAME

#Pgs: 9	#Names: 2	
Trust: 5.00	Rec: 37.00	Serv 0.00
Deed: 0.00		Excise: 0.00
Mtg: 0.00		nt Tax: 0.00

Section 1. The name of the organization is RIO VILLA NORTH HOMEOWNERS' ASSOCIATION.

ARTICLE II
DEFINITIONS

Section 1. "Association" shall mean and refer to RIO VILLA NORTH HOMEOWNERS' ASSOCIATION, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property known as Rio Villa North Development.

Section 3. "Common Areas" shall mean all real property within the Development owned by the Association or otherwise subject to the control of the Association for the common use and enjoyment of the owners.

Section 4. "Residential Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the properties with the exception of the Common Area, and/or road right-of-ways as shown or as subsequently shown on any recorded subdivision map of the properties if dedicated to a public authority for maintenance. Each lot is subject to Assessment and entitles each owner to voting rights as hereinafter defined.

Section 5. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration of Restrictions.

Section 6. "Declaration" shall mean and refer to that set of Declaration of Restrictions governing the use of land in the RIO VILLA NORTH DEVELOPMENT and any amendments thereto.

ARTICLE III
MEETING OF MEMBERS

Section 1. ANNUAL MEETINGS. Regular annual meetings of the members shall be held the second week in September at a time established by the Board of Directors.



Section 2. SPECIAL MEETINGS. Special meetings of the members may be called at any time by the President of the Board of Directors or upon written request of 1/4 of the members who are entitled to vote.

Section 3. NOTICE OF MEETINGS. Per Article 33(B) of the Declaration, written notice of each meeting of the members shall be given by or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least two weeks before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purposes of notice. Such notices shall specify the place, day and hour of the meeting, and in case of a special meeting; the purpose of the meeting.

Section 4. QUORUM. A quorum shall be constituted by the presence of a majority of the members or member proxies of the Association. All such members and member proxies must be in good standing. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting.

Section 5. PROXIES. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his property. This proxy is valid for only the specific and single meeting assigned for.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. NUMBER. The affairs of this Association shall be managed by a Board of five (5) Directors who are members of the Association in good standing.

Section 2. TERM OF OFFICE. The members shall elect five (5) Directors for a term of two years. To ensure continuity, three Directors will be elected in odd numbered years and two Directors will be elected in even numbered years.

Section 3. REMOVAL. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.



Section 4. COMPENSATION. No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

Section 1. NOMINATION. Nomination for election to the Board of Directors shall be made by a Nominating Committee. (Nominations may also be made from the floor at the annual meeting.) The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association in good standing. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.

Section 2. ELECTION. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast as many ballots as they are entitled to exercise, and each tabulated ballot shall contain no more votes than the number of vacancies. Each ballot shall contain the entire slate of nominees as set forth by the Nominating Committee. The persons receiving the largest number of votes shall be elected.

ARTICLE VI MEETING OF DIRECTORS

Section 1. REGULAR MEETINGS. Regular meeting of the Board shall be held on the second Tuesday of each month at such place and hour as may be fixed from time to time by resolution of the Board.

Section 2. SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two Directors, after not less than three (3) days notice to each Director.

Section 3. QUORUM. Four Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.



ARTICLE VII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. POWERS. The Board of Directors shall have power to exercise for the Association all powers, duties and authority vested in or delegated to this Association by these bylaws and/or the Declaration.

Section 2. DUTIES. It shall be the duty of the Board of Directors to:

- a. cause to be kept a complete record of all its acts and minutes of all meetings.
- b. yearly preparation of a budget for review and approval at the Annual General Meeting.
- c. establish an Architectural Control Committee (ACC) to include at least one Board member and two or more members of the Association. The ACC shall be appointed by the Board of Directors prior to each annual meeting of the members to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The ACC shall review all proposed architectural changes that require a building permit issued by the City of Melbourne to ensure compliance with the Declaration. The ACC shall submit written recommendation for approval or disapproval (with reasons so stated in the case of disapproval) to the Board for a final vote. All disapprovals must state the reason and a copy of the resolution shall be kept by the Secretary. Approval shall not be unreasonably withheld. The ACC must give their answer within two weeks of receiving the plans. Appeals may be made to the Board and the Association following the rules for changes to Declaration as per Article 14 of these Bylaws.
- d. as more fully provided in the Declaration, to:
 1. fix the amount of the annual assessment against each property at least thirty (30) days in advance of each annual assessment period;
 2. send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- e. procure and maintain adequate liability and hazard insurance on property owned by the Association;
- f. procure and maintain adequate directors liability insurance and theft of funds coverage;



- g. cause the common area to be maintained
- h. protect all property rights, interest, easements, or rights of way which are acquired by or conveyed to this Association, now or hereafter.

ARTICLE VIII
OFFICES AND THEIR DUTIES

Section 1. ENUMERATION OF OFFICES. The offices of this Association shall be a President and a Vice-President, who shall at all times be members of the Board of Directors, a second Vice-President, a Secretary, and a Treasurer and such other offices as the Board may from time to time by resolution create.

Section 2. ELECTION OF OFFICES. The election of each office shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. TERM. Each office shall be elected annually by the Board.

Section 4. RESIGNATION AND REMOVAL. Any member may resign at any time giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. VACANCIES. A vacancy in any office may be filled by appointment to the Board. The member appointed to such a vacancy shall serve for the remainder of the term of the member he replaces.

Section 6. MULTIPLE OFFICES. The offices of Secretary and Treasurer may be held by the same person.

Section 7. DUTIES. The duties of the offices are as follows:

PRESIDENT

A. The president shall preside at all meetings of the Board of Directors; represent the Association in dealing with outside organizations, unless that duty is specifically designated to another officer; call special meetings when necessary; shall see that the orders and resolutions of the Board are carried out; shall sign all contracts and leases, mortgages, deeds and other written instruments and shall co-sign checks and promissory notes greater than \$1000.



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1ST VICE-PRESIDENT

B. The 1st Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, serve as the Board Member on the ACC when required; assist the Treasurer with the collection of monies, and shall exercise and discharge such other duties as may be required of him by the Board.

2ND VICE-PRESIDENT

C. The 2nd Vice-President shall act in the place and stead of the 1st Vice-President, serve as Board Member on Nominating Committee, serve as the Association Social Events Coordinator, assist the Treasurer with the collection of monies, and shall exercise and discharge such other duties as may be required of him by the Board.

SECRETARY

D. The Secretary shall record the votes and keep and publish the minutes of all meetings and proceedings of the Board and of the members; serve notice of meetings of the Board and of the members; keep current records showing the members of the Association together with their addresses; sign all contracts (along with the President) for the Association; and shall perform such other duties as required by the Board.

TREASURER

E. The Treasurer shall collect and deposit in appropriate bank accounts all monies due the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; shall provide a current statement of the Association's finances at each meeting of the Board; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meetings, and deliver a copy of each to the members.

ARTICLE IX
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable hours, be subject to inspection by any member.



ARTICLE X
ASSESSMENTS

As specified in articles- 33(A)&(B) of the Declaration each member is obligated to pay to the Association annual and special assessments. A member whose assessments are unpaid for over thirty (30) days after due date shall be charged a rate of 15% per year, and the Association may bring an action at law against the owner or owners personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waiver or otherwise escape liability for the assessments provided for herein by non-use of the common area or abandonment of lot.

ARTICLE XI
ENFORCEMENT OF DECLARATION

Compliance with the Declaration shall be upheld by each member of the RIO VILLA NORTH HOMEOWNERS' ASSOCIATION.

ARTICLE XII
VOTER AND BALLOT TABULATION

Ballots are to be opened and tallied in the presence of the Secretary, one other Board member, and one member of the Association at large. All those present will sign off on the final tally.

ARTICLE XIII
CHANGES TO DECLARATION

Section 1. In order to make a change to the Declaration, a petition stating the exact wording as it shall appear in the Declaration and signed by 29 (40%) members in good standing shall be presented to the Board.

Section 2. After receiving a petition as stated in Section 1 of the Article, the Board will call a special meeting within 30 days for the members to discuss the change.

Section 3. A vote of the Association by secret ballot shall take place on the proposed change, and at least 50% of all members must agree to the change as set forth in Article 37(B) of the Declaration. The member requesting the change has the right to be present when the ballots are tallied.

ARTICLE XIV
AMENDMENTS



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Section 1. These Bylaws may be amended or revised at a regular or special meeting of the members, by a vote of a majority of the ownership of this Association present in person or by proxy. Copies of proposed amendments or revisions shall be given to members in writing at least one month prior to the meeting.

ARTICLE XV
MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year.

IN WITNESS WHEREOF, we, being all of the Directors of the RIO VILLA NORTH HOMEOWNERS' ASSOCIATION, have hereunto set our hand this

CERTIFICATION

I, the undersigned, do hereby certify:
THAT I am duly elected secretary of the RIO VILLA NORTH HOMEOWNERS' ASSOCIATION, and,
THAT the foregoing Bylaws constitute the approved bylaws of the said Association, as duly adopted by a majority vote of the Rio Villa North Homeowner's Association.

Susan M Fiore
Susan Fiore
Secretary

ACKNOWLEDGEMENT



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STATE OF FLORIDA)
) SS
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally came and appeared Susan Fiore, Secretary of Rio Villa North Homeowner's Association, to me well known and known to me to be the person described in and who executed the foregoing instrument, and she acknowledged to and before me that she executed the said instrument for the purposes therein expressed.

WITNESS MY HAND and official seal in the County and State last aforesaid this 13 day of June, 1997.

Beverley P. Hayle
Notary Public
State of Florida at Large
My Commission Expires

Beverley P. Hayle

Form of I.D.
Florida Driver's License

F 600-793-64-708

