

Prepared by:

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**HILLCREST ESTATES, INC.
ZEPHYRHILLS, FLORIDA 33542
A 55 and older community**

AMENDED AND RESTATED BY-LAWS

ARTICLE I – NAME

These are the By-Laws of **HILLCREST ESTATES, INC.** (“Association”), a Florida Corporation not for profit , organized pursuant to Chapters 617 and 720 of the Florida Statutes.

ARTICLE II – OBJECT

The objects of this Corporation are to:

1. Administer Hillcrest Estates, Inc., a Homeowners Association.
2. To create a comfortable living area for all members of the Association.
3. To keep the membership costs to a minimum.
4. To be vested with all the rights and powers conferred upon “Not for Profit Corporations” by the Florida Statutes.
5. To operate as a 55 and older park under Florida Statutes.
6. To operate strictly as an owner occupied park, with the exception of the two duplexes on 20th Street. All other units in Hillcrest Estates, Inc. are for owner occupancy only.

ARTICLE III – MEMBERS

Section I: The membership of Hillcrest Estates, Inc., shall be limited to the real property owners in Hillcrest Estates, Inc., with a duly recorded deed in Pasco County Clerk’s Office. Membership will be appurtenant to and may not be separated from ownership of a Lot.

Section II: Voting privileges in Hillcrest Estates, Inc., shall be limited to real property owners in Hillcrest Estates as per the duly recorded deed in Pasco County Clerk’s Office.

Section III: There is one vote per lot.

Section IV: Owners of more than one lot in Hillcrest Estates may have one vote per lot provided more than one name appears on the duly recorded deeds in Pasco County Clerk's Office and one vote per person.

ARTICLE IV – MEETINGS

Section I: The regular meeting of Hillcrest Estates, Inc. Board of Directors shall be held on the first Monday of each month from November to April. In the event the first Monday of any month falls on a holiday, the meeting will be held on the second Monday of the month. The date of these meetings can be changed at the discretion of the President. Members shall have the right to comment on all designated agenda items. Comments will be limited to three (3) minutes per person per agenda item.

Section II: The Annual Meeting of Hillcrest Estates, Inc. will be held on the second Saturday following the January Board meeting. Vote counters will be appointed by the Board prior to the meeting.

Section III: Special Board Meetings may be called by the President or at the request of three Board members, with proper Notice to the membership, and only the specific Agenda item(s) for which the meeting is called will be discussed at any such Special Board Meeting.

Section IV: Special Membership Meetings may be called by the President or Board of Directors, or upon written request of at least ten members of the HOA, with proper Notice to the membership, but only after a Special Board Meeting to address the specific Agenda item(s). Voting at any Special Membership Meeting may be conducted by secret ballot if warranted by the issue being discussed.

Section V: The tax year for Hillcrest Estates, Inc. is the calendar year and assessments will be due on January 1st of any given year. An Annual Budget Meeting will be held on the second Saturday in November to determine assessments for the upcoming year. The annual budget and assessments will be the only items addressed at the Budget Meeting, and annual assessments will be voted on at that meeting.

Section VI: Proper Notice for any Special Meeting and/or the Annual Budget Meeting shall be accomplished by posting the date and time of said meeting in a conspicuous place using signs or whiteboards at the HOA Club House, and delivering a copy of the proposed Budget to the members at least fourteen (14) days before the meeting at which the Budget will be considered.

Section VII: The quorum for a Board of Directors meeting will be four. The quorum for an Annual or Special Membership meeting and for the Annual Budget Meeting will be twenty members.

Section VIII Voting may be completed by proxy or by secret ballot in compliance with Section 720.306(8) of the Florida Statutes.

- A. Proxy Voting – Any voting member may vote by proxy at any Special Membership Meeting or at the Annual Meeting. A valid proxy must state the date, time, and place of the meeting for which it was given, and must be dated and signed by the person executing the proxy. The proxy is effective only for the specific meeting for which it is given, including if the meeting is adjourned and reconvened, and automatically expires ninety (90) days after the date of the meeting for which it was given. A proxy is revocable at any time by the person who gave it.

- B. Secret Ballot – Officers are always elected by secret ballots, but other items may be by secret ballot at the discretion of the Board. Ballots for members not in attendance at any meeting must be placed in an inner envelope with no identifying information and mailed or delivered to the Association in an outer envelope reflecting the name and signature of the Member and the Lot or parcel number for which the vote is being cast. The Secretary shall verify that no other ballot has been received for that Lot or parcel, and shall then remove the outer envelope and place the inner envelope with all other ballots being cast. The inner envelope will be opened and counted along with all other votes being cast. If more than one ballot is received for any specific Lot or parcel, all ballots for that Lot shall be disqualified. Any vote by ballot received after the closing of voting may not be considered.

ARTICLE V – THE BOARD

Section I: The Officers of Hillcrest Estates shall be: President, Vice-President, Secretary, and Treasurer. The Board will consist of the Officers, three Directors, and the immediate Past President as a volunteer non-voting member. He/she may attend Board Meetings and participate in all discussions pertaining to the operations of Hillcrest Estates, Inc.

The Board shall perform the duties prescribed by these By-Laws, the authority prescribed under the Florida Statutes, Chapters 617 and 720, the Amended and Restated Covenants and Restrictions of Hillcrest Estates, Inc., and the Articles of Incorporation adopted by Hillcrest Estates, Inc.

Section II: The election of Officers will take place at the Annual meeting of Hillcrest Estates, Inc. in January.

- 1. The President and Vice President will each be elected for a three-year term. The President and Vice President’s terms shall be staggered. Therefore, they shall not be elected in the same year.

2. The Secretary and Treasurer will each be elected for a three-year term. The Secretary and Treasurer's terms shall be staggered. Therefore, they shall not be elected in the same year.
3. Beginning in 2023, Directors' terms will be three year staggered terms. In 2023, one Director shall be elected for a one (1) year term, one Director shall be elected for a two (2) year term, and one Director shall be elected for a three (3) year term. Thereafter, one (1) director shall be elected each year in order to maintain staggered terms..
4. Members of the Board of Directors must be members in good standing, meeting all requirements of the By-Laws and the Covenants and Restrictions governing Hillcrest Estates, Inc.
5. If any Director resigns, is recalled, or for any other reason is no longer a Director, the Board of Directors shall appoint a Director to fill the vacancy, who shall serve until the next Annual Meeting, when a replacement Director shall be elected by the membership to fill the unexpired term.
6. Only Association Members who are entitled to a vote are eligible to serve on the Board of Directors.

Section III: The duties and responsibilities of the Board of Directors shall be:

- Ensure compliance with state and local laws, as well as governing documents; ensuring compliance with restrictions and covenants following required enforcement procedures
- Maintain common areas including clubhouse, water pump and system, etc.
- Maintain HOA finances, including preparing annual budget and financial reports, collecting assignments, managing reserve funds and other assets
- Conflict Resolution – maintain peace and order; mediate/resolve conflicts to avoid litigation or law enforcement involvement
- Create rules and regulations for benefit of all HOA members
- Fiduciary Duties
 - Duty of Care – gain knowledge in order to make informed decisions
 - Duty of Loyalty – act in good faith for benefit of entire community and not based upon personal goals or interests
 - Duty to Act Within Scope of Authority – cannot use position for private gain; cannot use power/authority on issues outside scope of authority
 - Duty to Support the Board – once decision is made by the Board in a democratic fashion, Board members must support that decision, regardless of their personal feelings.

Section IV: The duties and responsibilities of the Officers of Hillcrest Estates, Inc. shall be:

1. President
 - Serves as leader of the Board and represents community as a whole
 - Unless otherwise directed by the Board, the President shall chair meetings

- At the direction of the Board, the President shall have the authority to sign contracts, checks, and other legal documents on behalf of Association
 - In charge of day-to-day operations of the HOA
 - Serves as spokesman for the HOA
2. Vice-President
- Takes charge in absence of President
 - May serve as head of appointed committees
3. Treasurer
- Oversees financial operations
 - Develops budget
 - Monitors income/expenses
 - Collects assessments
 - Issues payments to vendors
 - Prepares financial reports
 - Facilitates year-end audit
4. Secretary
- Creates Board meeting Agenda (with assistance of President)
 - Records minutes of Board meetings
 - Ensures quorum
 - Issues notices of meetings
 - Ensures compliance with governing documents
 - Maintains all important documents including owner information, maintenance information, insurance, etc.
 - Processing applications of prospective members including obtaining background checks, preparing estoppel documents and certificates of approval, and scheduling interviews
 - Preparing and monitoring all notices and documents related to proxy voting

ARTICLE VI – COMMITTEES

Section I: Auditing Committee – At the December Board Meeting each year, the Board shall appoint an Auditing Committee that shall consist of three (3) members of the Association who are not members of the Board of Directors nor related to any member of the Board of Directors. The Auditing Committee shall audit the Treasurer’s accounts at the close of the calendar year. A certification that the books were audited and the results will be posted on the bulletin board at the Club House prior to the Annual Membership Meeting.

- Section II: Nominating Committee – The Board shall appoint a Nominating Committee consisting of one (1) Board member and two (2) other members at the November Board meeting. It shall be the duty of this Committee to seek qualified members willing and able to stand for those offices to be filled at the Annual Meeting. The Nominating Committee shall report its recommendations at the December Board Meeting. All members will receive a notice of all nominees after the December Board Meeting. The results of the elections will be announced at the Meeting and posted in the Club House and attached to the Minutes of the Annual Meeting.
- Section III: Recreation Committee – The Board shall appoint a Recreation Committee that shall consist of at least three (3) volunteer members of the Association and shall meet monthly between November and April and shall be responsible for scheduling and planning the activities of the Association. A Chairperson shall be chosen by the members of the Committee. The Recreation Committee will also be responsible for routine maintenance of the Club House, including cleaning the kitchen and bathrooms, washing floors, etc.
- Section IV: Architectural Control Committee – the Board shall appoint at least two (2) Board members to enforce Article IV of the Covenants and Restrictions of Hillcrest Estates with regard to the appearance of lots within Hillcrest Estates. The Committee shall have the authority to issue notices of violations to property owners and shall notify the Board of any such notices.
- Section V: Hearing Committee – In the event that any Owner requests an opportunity to be heard in relation to any fine assessed by the Board of Directors for violation of any provision of the Covenants and Restrictions of Hillcrest Estates, Inc., the Board shall appoint three (3) Members who are not officers, directors, or employees of the Association, or related to any officer, director or employee of the Association, whose sole duties shall be to conduct a hearing and either approve or disapprove any such fine pursuant to Article VIII, Section I of the Covenants and Restrictions of Hillcrest Estates, Inc., and Section 720.305(2)(b) of the Florida Statutes.

ARTICLE VII – AMENDMENT OF BY-LAWS

- Section I: The By-Laws of Hillcrest Estates Inc. may be amended by the affirmative vote of not less than a majority of the total number of members in good standing at the Annual Meeting of Hillcrest Estates Inc. or at a Special Meeting called for that purpose.
- Section II: Any proposed amendments to the By-Laws must be received by the Board of Directors in writing prior to the December Board meeting. All members must be advised of proposed changes and provided a copy thereof at least fourteen (14) days prior to the Annual Meeting. A vote of two-thirds of those present is required to change the By-Laws.