

AMENDMENT TO THE BYLAWS FOR
PARKSIDE PLACE

1. Paragraph 1.02 Principal Office. shall be amended to read as follows:

The principle office of the ASSOCIATION shall be at Parkside Place.

2. Paragraph 2.01 Qualifications. shall be amended to read as follows:

Pursuant to the ARTICLES, all of the record owners of the LOTS shall be members of the ASSOCIATION. Membership for each lot shall be established upon the recording of the DECLARATION.

3. Paragraph 4.03 Notices. shall be amended to read as follows:

A notice stating the place, day, hour and agenda of any regular BOARD meeting shall be posted at the clubhouse not less than five (5) days nor more than fourteen (14) days before the date of the meeting. In the case of BOARD meetings for budget approval, ~~special meetings and any meetings on which special ASSESSMENTS are voted on,~~ written notice shall be given to all members within thirty (30) days of the date the meeting is called. For the purpose of determining members entitled to notice of, or to vote at any meeting of the members of the ASSOCIATION, in order to make a determination of eligible members, the BOARD shall be entitled to rely upon the member register as it exists ten (10) days prior to the giving of the notice of any meeting. If a LOT is owned by more than one (1) person or by an entity, only one (1) notice shall be required to be given with respect to the LOT, which may be given to any co-owner as defined in Paragraph 3.03.02 of these BYLAWS. Notice to any member or co-owner shall be sent to the LOT of such member or co-owner, unless the LOT OWNER(S) of the LOT otherwise request.

4. Paragraph 4.05 Annual Meeting. shall be amended to read as follows:

The annual meeting for the purpose of electing directors and transacting any other business shall be held in November of each year as shall be selected by the BOARD and as is contained in the notice of such meeting.

5. Paragraph 4.12 Quorum for Annual and Special Meetings. shall be added to read as follows:

The quorum for annual and special meetings shall be no less than thirty (30) percent of the members of the ASSOCIATION.

MARKUP #1 ->

MARKUP #1 · CONFLICTS WITH MANDATORY STATE STATUTE

BOARD & COUNSEL REVIEW

Sec. 0.00 (p. 2): Governing document authorizes the Board of Directors to remove an elected Director from the Board (or declare a director's seat vacant for missed meetings) without a membership recall vote, conflicting with Fla. Stat. §§ 720.303(10)(a) & 617.0808(1).

Statutory / Legal Reference: Fla. Stat. § 720.303(10)(a) & 617.0808(1)

Statutory Comparison: Under Fla. Stat. §§ 720.303(10)(a) & 617.0808(1), any member of the board of administration/directors may be recalled and removed from office with or without cause only by the vote or agreement in writing of a majority of all the voting interests of the members. Under Fla. Stat. § 617.0808(1) and Florida DBPR arbitration precedent, the Board of Directors may remove an officer from an executive office but has no legal authority to remove an elected director from the Board itself or impose non-statutory recall blackout periods.

CURRENT WORDING IN DOCUMENT:

A notice stating the place, day, hour and agenda of any regular BOARD meeting shall be posted at the clubhouse not less than five (5) days nor more than fourteen (14) days before the date of the meeting.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Pursuant to Fla. Stat. §§ 720.303(10)(a) & 617.0808(1), an elected Director may be removed from the Board of Directors only by a recall vote or written recall agreement of a majority of all voting interests of the Association (or by automatic statutory vacancy under Fla. Stat. §§ 720.306(9) / 718.112(2)(d) & (o)). The Board of Directors may remove an officer from their officer position at any time, without removing such person from their elected seat as a Director.

ISSUE #1



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