

Return to:

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150 2nd Ave. N., Suite 1270
St. Petersburg, FL 33701

**CERTIFICATE OF RECORDING THE AMENDED AND RESTATED BY-LAWS OF
FAIRVIEW ESTATES OF CITRUS HILLS PROPERTY OWNERS ASSOCIATION, INC.**

WE HEREBY CERTIFY THAT the attached true and correct copy of the Amended and Restated By-Laws of Fairview Estates of Citrus Hills Property Owners Association, Inc., was duly adopted in the manner provided in the Governing Documents, by unanimous vote of the Directors at a Board of Directors meeting held on October 4, 2022.

IN WITNESS WHEREOF, Fairview Estates of Citrus Hills Property Owners Association, Inc., has caused this instrument to be signed by its duly authorized officer on the 11th day of OCTOBER, 2022, in Citrus County, Florida.

WITNESSES:

**FAIRVIEW ESTATES OF CITRUS HILLS
PROPERTY OWNERS ASSOCIATION, INC.**

Erica G. King
Printed Name: ERICA G. KING

By: Scott Granger
Scott Granger, President

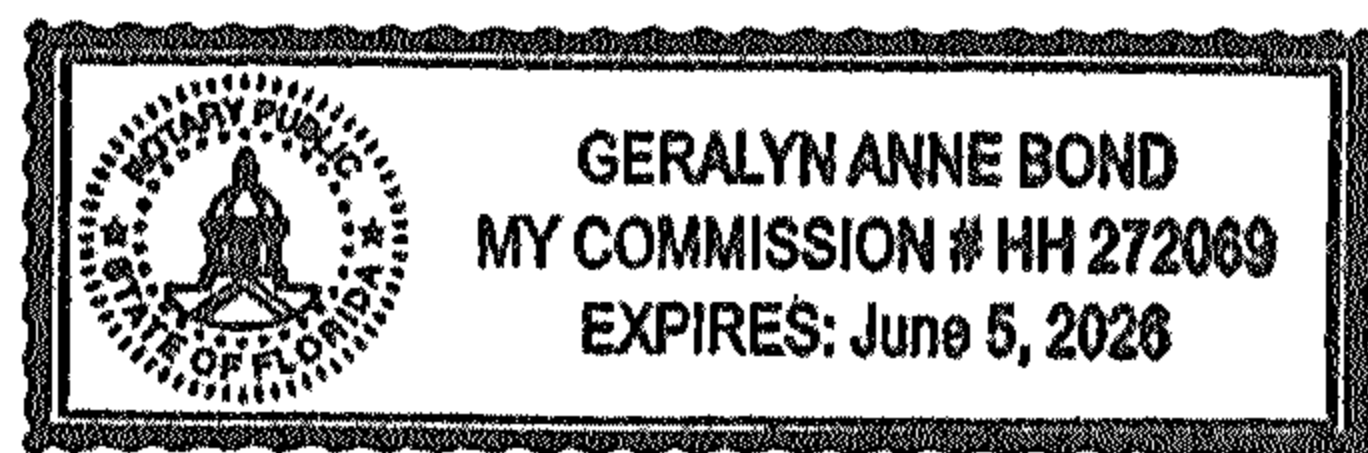
Raymond B. Wolfel
Printed Name: RAYMOND B. WOLFEL

**STATE OF FLORIDA
COUNTY OF CITRUS**

The foregoing instrument was acknowledged before me this 11th day of October, 2022, by Scott Granger, as President on behalf of Fairview Estates of Citrus Hills Property Owners Association, Inc., a Florida not-for-profit corporation. He is personally known to me or has produced valid photo identification.

WITNESS my hand and official seal in the County and State last aforesaid, this 11th day of October, 2022.

Notary Public, State of Florida at Large



Geraldyn Anne Bond
Printed Name: GERALYN ANNE BOND
My Commission Expires: 6/5/26

**AMENDED AND RESTATED BY-LAWS OF FAIRVIEW ESTATES
OF CITRUS HILLS PROPERTY OWNERS ASSOCIATION, INC.**

Dated 10/4/2022

**ARTICLE I
DEFINITIONS**

As used herein, terms and words shall have the meanings stated in the FAIRVIEW ESTATES RESTRICTIVE COVENANTS AND EASEMENTS as originally recorded in Official Records Book 647, Pages 1667 -1676, of the Public Records of Citrus County, Florida, hereinafter referred to as the Covenants, and as same may be further amended from time to time as therein provided. The powers and duties of the Association are as defined in Florida Statutes Chapter 720, which are hereby incorporated. Any provision of these By-Laws in conflict with the cited Florida Statutes shall be considered null and void.

**ARTICLE II
SEAL**

The Seal of the Association shall bear the name of the corporation and the word "Florida", the words "corporation not for profit", and the year of incorporation. Any of the foregoing words, as well as any part of the name of the corporation, may be abbreviated on said seal.

**ARTICLE III
OFFICE LOCATION**

The principal office of the Association shall be located at the principal office of the Fairview Estates of Citrus Hills Property Owners Association, Inc. ("FEPOA") management company listed at the Florida Department of State, Division of Corporations. Currently, as of the date of adoption of these By-Laws, the location of the Association Management Company is 2541 N. Reston Terrace, in the Town of Hernando, County of Citrus, State of Florida.

**ARTICLE IV
MEMBERSHIP**

Section 1. Membership of the Association is as set forth in Article III of the Articles of Incorporation of the Association.

Section 2. The rights of membership are subject to the payment of Annual and Special Assessments as provided by Article VI, as amended, of the Covenants.

**ARTICLE V
BOARD OF DIRECTORS**

Section 1. Powers and Duties. The Board of Directors shall exercise such corporate powers, and such duties, as detailed in the Declaration of Covenants, the Articles of Incorporation and these By-Laws, all as amended from time to time. Specifically, the Board of Directors shall have the power and authority to adopt reasonable rules for the operation and maintenance of the Association and the parcels, not

inconsistent with the Declaration of Covenants, the Articles of Incorporation and these By-Laws as amended from time to time.

Section 2. Election of Directors. The Directors of the Association shall be elected at the Annual Meeting of the members as specified in Article VI herein following the election procedure outlined in Exhibit B. The elections of Directors shall be decided by a majority vote of the Fairview Estates POA Membership. The Board of Directors shall consist of nine (9) Directors, each to serve a term of three (3) years. Three (3) Directors shall be elected each year; as shown in Exhibit A, Terms of Directors Chart. In the event that any Director shall resign, the remaining Directors may declare a vacancy, and elect any member in good standing in the Association to serve the remainder of the unexpired term of the vacated office.

Section 3. Removal of Directors. Any Director may be recalled from the Board of Directors at any time with or without cause as provided by law.

Section 4. Terms of Office. For the purposes of this Article, a Year is defined as the period of time from Annual Meeting to the next Annual Meeting.

- A. A Director may serve no more than six (6) consecutive years. After serving a maximum of six (6) consecutive Years, a Director may apply for election having been out of office for a minimum of one (1) Year.
- B. The following shall apply to vacancies where a Director has been removed or resigned and their replacement has been elected by the Board pursuant to Section 2 of Article V.
 - 1. A person elected by the Board to fill a vacancy, the remaining term of two (2) Years or less of the full term, is eligible at the end of such term to be elected by the Membership to serve one (1) three (3) Year term following the expiration of the vacancy and is also eligible for election to a second consecutive three (3) Year term.
 - 2. A person elected by the Board to fill a vacancy, the remaining term of which exceeds two (2) Years, may run for election by the Membership to only one (1) three (3) Year term following the expiration of the vacancy.
- C. The above limitations may be waived by the Board of Directors if the restriction creates more vacancies than candidates, or if there is no other qualified or willing candidate to fill the vacancy. This waiver must be by majority affirmative vote of the remaining Directors at a meeting duly called.

Section 5. Election of Officers of the Board of Directors. The Annual Meeting of the Board of Directors to elect Officers shall be held immediately following the Annual Meeting of the members of the Association, provided a majority of the members of the Board of Directors are present. If Officers are elected, then any business brought before the new Board of Directors may be acted on at this meeting. If the majority of the members of the Board shall not be present at that time, or if the Directors shall fail to elect Officers, the meeting of the Board of Directors to elect Officers shall be held within thirty (30) days after the Annual Meeting of members upon three (3) days' notice, in writing, to each member of the Board, stating the time, place and purpose of such meeting.

Section 6. Board of Director Meetings. Regular meetings of the Board of Directors may be held at any place within Citrus County, Florida, on such days and at such hours as the Board of Directors may decide. Special Meetings of the Board of Directors may be called at any time by the President, Vice President, Treasurer, Secretary or by any two members of the Board of Directors and may be held at any place within Citrus County.

Section 7. Meeting Notice. Notice is required to be given of any regular or special meeting, Committee meeting, or Architectural Control Board (ACB) meeting as prescribed by Florida Statutes Chapter 720.

Section 8. Associate Director. The Board of Directors may appoint a maximum of three (3) Associate Directors whose term shall expire at the next Annual meeting, Nominees shall submit a request to be appointed to the Associate Director position and express a desire to serve as a Director in the future. They shall also submit a brief biography indicating skills and interests. An Associate Director may be called upon to fill a vacancy on the Board of Directors as described in the By-Laws Article V, Section 2.

Associate Directors may be called upon to assist members of the Board of Directors with staff duties, research, clerical or management tasks as requested, or serve on a Committee on a temporary or appointed basis. Associate Directors may not participate in parliamentary procedures, nor will they vote or make motions. Their activities and assignments will be monitored by the Vice President. They will serve a one (1) Year term concurrent with the elected Officers of the Board of Directors.

ARTICLE VI ELECTION OF OFFICERS

For the purposes of this Article, the definition of year is the same as in Article V, Section 4.

Section 1. President. The Board of Directors shall elect a President for a term of one (1) Year. The President shall preside at all meetings of the general membership of the Association and the Board of Directors. The President shall have the general powers and duties of supervision and management of the Association, which usually pertain to the office, and shall perform all such duties as are properly required and/or assigned by the Board of Directors.

Section 2. Vice President. The Board of Directors shall elect a Vice President, for a term of one (1) Year who shall have such powers and perform such duties as usually pertain to such office which are properly required, and/or assigned by the President or the Board of Directors. In the absence or disability of the President, the Vice President shall perform the duties and exercise the powers of the President. The Vice President shall manage the Associate Director program according to the description as found in Article V, Section 8.

Section 3. Secretary. The Board of Directors shall elect a Secretary for a term of one (1) Year. The Secretary shall issue notices of all meetings of the membership of the Association and/or Directors where notice of such meetings is required by law or in these By-Laws. The Secretary shall keep the minutes of the meetings of the membership and the Board of Directors, and sign all general communications. The Secretary shall also perform such duties as are properly required and/or assigned by the President or the Board of Directors.

The Secretary will prepare the Proxy Letter for the Annual meeting of the Association, a letter announcing the date and place of the Annual Meeting, a cover letter soliciting candidates for the Board of Directors and distribute these along with a current financial statement of Association funds and a copy of the approved budget for the coming year. A self-addressed envelope will be included with the above documents.

Section 4. Treasurer. The Board of Directors shall elect a Treasurer for term of one (1) Year who shall have the care of all monies and securities of the Association. The Treasurer shall assure the books of the Association are full and accurate amounts of all monies received by the Treasurer and paid on account of the Association. The Treasurer shall sign such instruments as require his/her signature and shall perform all such duties as usually pertain to his/her office which are properly required and/or assigned to him/her by the President or the Board of Directors. The Treasurer shall assure the collection of all monies due the Association, and in the event of delinquent accounts, recommend to the Board of Directors such action as deemed appropriate. The Treasurer shall be the primary communication person from and to the Management Company in matters concerning the monies and securities of the Association.

The Treasurer will prepare a budget for the coming year using the guidance contained in the Covenants and Florida Statutes Section 720, governing Homeowner Associations, and present the proposed budget to the Board of Directors not later than the first meeting of November each year.

Section 5. Removal from Office. Any Officer (President, Vice President, Secretary and Treasurer) may be removed from office at any time by a majority affirmative vote of the Board of Directors at any regular or special meeting of the Board of Directors. Replacement of an Officer of the Board of Directors shall be in accordance with Article V, Section 2.

Section 6. Vacancies. Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting.

ARTICLE VII MEETINGS OF MEMBERS

Section 1. Annual Meeting. The regular Annual Meeting of the members shall be held approximately one time per 12-month period at such date, time and place as shall be determined by the Board of Directors.

Section 2. Notice of Annual Meeting. Notice may be given to the members by sending a copy of the notice through the mail, postage thereon fully paid, to his/her address appearing on the records of the Association.

Each member shall register his/her address with the Secretary, and notice of meetings shall be mailed to him/her at such address.

Notice of any meetings, regular or special, shall be mailed or personally delivered at least ten (10) days in advance, but not more than 60 days in advance of the meeting, and shall set forth the general nature of the business to be transacted, provided, however, that if any business of any meeting shall involve

any action governed by the Articles of Incorporation, notice of such meetings shall be given or sent as therein provided.

Section 3. Quorum Requirement. The presence at the meeting of 30% of the Association membership, either in person or by proxy, shall constitute a quorum for any action governed by these By-Laws. If the required quorum is not present, another meeting may be called, and the required quorum shall be 17.5% of the Association membership.

Section 4. Special Meetings. Special meetings of the members, for any purpose, may be called at any time by the President, the Vice President, the Secretary or Treasurer, or by any two or more members of the Board of Directors, or upon written request of the members who have a right to vote one-fourth of all votes of the membership.

ARTICLE VIII BOOKS AND INSPECTION

Section 1. Availability to Association Members. The books, records, and papers of the Association shall at all times, during reasonable business hours, be subject to the inspection of any member of the Association or such member's authorized representative, such member shall serve written notice, on the President, of such work authorization; and said written notice shall be delivered to the President not less than five (5) working days prior to the inspection so authorized. The Board of Directors may have a representative present during any inspection of Association records and any costs associated with the printing, copying, or certifying, will be borne by the person requesting such service, unless it is being done at the request of the Board.

ARTICLE IX COMMITTEES

Section 1. Architectural Control Board ("ACB"). The duties and responsibilities of the ACB are as contained in Florida Statutes Section 720.3035, as amended from time to time.

The Board of Directors of the Association shall appoint an Architectural Control Board (ACB) as provided in the Covenants, and provide for the staff and expenses, if any, of the ACB and enforcement of the restrictions of the Covenants. The ACB will consist of 8 members to include a Chairman, appointed by the President and approved by the Board of Directors, to serve a one (1) year term concurrent with the elected Officers of the Board of Directors; a Vice-Chairman, Covenant Secretary, and Construction Secretary chosen from among the ACB membership along with four (4) additional at-large members. The ACB will administer the Architectural requirements of the Covenants, including the maintenance of properties in a manner consistent with the Covenants, and any other lawful orders or directives of the Association Board of Directors. Minutes of the ACB meetings will be kept and a summary report of ACB activity will be presented to the Board of Directors at their regular meeting.

Section 2. Other Committees. The Board of Directors shall appoint such other Committees as deemed appropriate and necessary in carrying out its lawful purposes and functions. Any member of any Committee may be removed at any time, with or without cause, by an affirmative vote of the majority of the Board of Directors.

ARTICLE X
ASSESSMENTS

As provided in the Covenants, as amended, each member is obligated to pay to the Association Annual and Special assessments. The Board of Directors shall set the Annual assessment in accordance with the Covenants, Article VI.

ARTICLE XI
INDEMNIFICATION

The Association shall indemnify, defend and hold harmless each Director and Officer of the Association from any liability, loss, claim, action or suit, including but not limited to attorney's fees and costs arising from or by virtue of any action taken, or arising from or by virtue of the failure to take any action relative to his/her service as such Director or Officer, except for actions taken or not taken with or as the result of willful or gross malfeasance or misfeasance.

ARTICLE XII
AMENDMENTS

Section 1. Amendment. These By-Laws may be altered, amended or repealed by a vote of a majority of the Board of Directors, provided, however, the provisions which are governed, by the Articles of Incorporation of this Association may not be amended except as provided in the Articles of Incorporation or by applicable law and provide further that any matters stated herein to be or which are in fact governed by the Covenants may not be amended except as provided in the Covenants.

Section 2. Precedence. In the event of conflict between the Articles of Incorporation, the Covenants and these By-Laws, the Covenants shall take precedence; and in case of conflict between these By-Laws and the Florida Statutes, Florida Statutes shall take precedence.

EXHIBITS

Exhibit A Terms of Directors Chart

Seat Designation	Terms of Directors Chart									
1-A	2021			2024			2027			2030
2-A	2021			2024			2027			2030
3-A	2021			2024			2027			2030
4-B		2022			2025			2028		
5-B		2022			2025			2028		
6-B		2022			2025			2028		
7-C			2023			2026			2029	
8-C			2023			2026			2029	
9-C			2023			2026			2029	

 - Designates Board seat is up for election to a 3 year term

Structure adopted by unanimous vote of the Fairview Estates Board of Directors on 12/7/2021

Exhibit B

RESOLUTION OF THE BOARD OF DIRECTORS ESTABLISHING THE PROCEDURE FOR THE ELECTION OF DIRECTORS TO FILL A VACANCY CAUSED BY THE EXPIRATION OF A TERM OF OFFICE IN CONJUNCTION WITH THE ANNUAL MEETING

WHEREAS THE Board of Directors of Fairview Estates of Citrus Hills Property Owners' Association, Inc., wishes to provide a clear, uniform policy for the regular Election of Directors to be held in conjunction with the Annual Meeting as required by Florida Statute 720 as applicable; therefore be it RESOLVED, that the following procedures shall henceforth be used and observed:

1. This policy applies to the regular election to fill vacancies on the Board occurring because of the expiration of a term of office.
2. The regular Election of Directors will be conducted by written secret ballot or otherwise pursuant to Florida Statute 720.306 at the Annual Meeting on the date, time, and place selected by the Board of Directors. Normally, each year members are to elect three Directors, each for a term of three years.

3. The Board of Directors shall not create or appoint any committee for the purpose of nominating a candidate or candidates for election to the Board.
4. The first notice of the date of election shall be mailed not less than 60 days prior to the scheduled election.
5. Any eligible member desiring to be a candidate for the office of Director may qualify by delivering written notice of intent to be a candidate to the Association, not less than 40 days before the scheduled election. THERE IS NO OTHER WAY AN ELIGIBLE PERSON CAN BECOME A CANDIDATE. The Association shall issue a receipt to all members submitting written notices of intent to be a candidate.
6. Each candidate may submit to the Association a one page (8 ½" by 11") candidate information sheet (one side only) describing his or her background, education, and qualifications. This sheet must be received at the Association Office not later than 35 days before the election.
7. The Board and the Association are prohibited by law from editing, altering, or modifying the content of a candidate information sheet. Therefore, they are not responsible for the content of those that are submitted. The Association may print one candidate information sheet on each side of a sheet of paper.
8. If there are more qualified candidates than there are Directors to be elected, balloting will be necessary. In that case, the Association shall mail not less than 30 days before the scheduled election a second notice of the election, together with a ballot, a proxy and any information sheets timely submitted by candidates.
9. Accompanying the ballot shall be an outer envelope addressed to the Association and a smaller envelope in which the ballot shall be placed. The exterior of the outer envelope shall indicate the name of the voter, the voter parcel number, plus a space for the signature of the voter.
10. The written ballot shall indicate in alphabetical order by surname, each and every eligible parcel owner who has submitted written notice to the Association of their desire to be a candidate for the Board.
11. Once the ballot is filled out, the voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The ballot envelope shall be placed within the larger outer envelope and then the outer envelope sealed. Each inner ballot envelope shall contain only one ballot.
12. The voter must sign the exterior of the outer envelope in the space provided for their signature and mail or hand deliver it to the Association. Upon receipt by the Association, no ballot may be rescinded or changed. Failure to sign the outer envelope shall render the ballot null and void.
13. The Association shall have available at the meeting additional blank ballots along with additional envelopes for distribution to eligible voters who have not cast their votes.
14. As the first order of business, ballots not yet cast shall be collected. The business of the meeting may continue during this process.

15. The ballots and envelopes shall then be handled by an "Impartial Committee" appointed by the Board. Members of this Committee cannot be: (1) current Board members, (2) Officers or candidates for the Board, (3) spouses of any of the above.

16. The Impartial Committee shall check the signature and parcel number on the outer envelope against a list of qualified voters. Any exterior envelope not signed by the eligible voter shall be marked "Disregard" and any ballot contained therein shall not be counted. The voters shall be checked off on a list as having voted.

17. In the presence of any parcel owners in attendance, all inner envelopes shall first be removed from the outer envelopes and placed into a receptacle. Upon the commencement of opening the outer envelopes, the polls shall be closed, and no more ballots accepted. The inner envelopes shall then be opened and the ballots removed and counted in the presence of any parcel owner present. Any inner envelope containing more than one ballot shall be marked "disregard" and any ballots therein not counted.

18. Elections shall be decided by a plurality of those votes cast. The three candidates receiving the greatest number of votes cast shall fill the term of three-year directors. If two or more candidates for the same position receive the same number of votes, the Association shall conduct a runoff election.

19. If a tie vote occurs, the Board shall mail notice of a runoff election to all members within 7 days of the election at which the tie vote occurred, stating the date of the runoff election. The notice shall include a ballot with the runoff candidates listed alphabetically and the appropriate envelopes, plus information sheets if available. The runoff election must be held not less than 21 days, nor more than 30 days, after the date of the election at which the tie vote occurred.

20. There shall be no quorum requirement; however, at least twenty percent of the eligible voters must cast a ballot in order to have a valid election.

21. Notices of election, notices of candidacy for election, information sheets, voting envelopes, ballots, sign-in sheets, and all other papers relating to voting by parcel owners, shall be maintained as part of the official records of the Association for a period of one year from the date of the election, vote, or meeting to which the document relates.

22. Any vacancy occurring on the Board prior to the expiration of a term, except in the case of a vacancy caused by recall, may be filled by the affirmative vote of the majority of the remaining Directors for the remaining term of his or her predecessor in office.

ADOPTED by the Board of Directors of Fairview Estates at Citrus Hills Property Owners' Assoc., Inc., on this 1st day of October, 1998.