

**BYLAWS
OF
OX BOTTOM CREST
HOMEOWNERS ASSOCIATION, INC.**

ARTICLE I – NAME AND LOCATION

1. Name. The name of the corporation is OX BOTTOM CREST HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the “Association”.
2. Location. The initial principal office of the Association shall be located at: Association Management Support and Services, Inc., Post Office Box 3621, Tallahassee, Florida 32315, which office may be changed from time-to-time by action of the Board of Directors.

ARTICLE II – DEFINITIONS

1. “Articles” shall mean the Articles of Incorporation of OX BOTTOM CREST HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation.
2. “Association” shall mean and refer to OX BOTTOM CREST HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, its successors and assigns.
3. “Board” shall mean the Board of Directors of the Association.
4. “Bylaws” shall mean the Bylaws of the Association.
5. “Declarant” shall mean and refer to Ox Bottom Thomasville, LLC, a Florida limited liability company, its successors and assigns if such successors or assigns should acquire more than one (1) undeveloped Lot from Declarant for development, and provided such rights, in whole or in part, are assigned in writing to such successors and assigns.
6. “Declaration” shall mean and refer to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS for OX BOTTOM CREST, recorded in the Public Records of Leon County, Florida, the terms of which are incorporated herein by reference.
7. “Lot” shall mean and refer to any plot of land shown upon any recorded subdivision plat of the Properties with the exception of the Common Area.
8. “Member” shall mean and refer to those persons, entitled to membership in the Association provided in the Declaration.
9. “Owner” shall mean and refer to the record owner, where one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

10. “Common Area” shall mean all real property, if any, owned by the Association for the common use and enjoyment of the Owners.

11. “Property” or “Properties” shall mean and refer to that certain real property described in the Declaration.

12. “Voting Member” shall mean the Owner authorized and eligible to cast the vote for a Lot as set for in the Declaration. “Eligible” shall mean the member is current in his/her payment of annual dues and special assessments.

All other terms used herein and defined in the Declaration shall have the definition set forth in the Declaration.

ARTICLE III – MEETINGS AND MEMBERS

1. Annual Meetings. The first annual meeting of the Members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held during the same month of each year thereafter, on such date and time as may be directed by the Board of Directors from time-to-time.

2. Special Meetings. Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all members eligible to vote.

3. Notice of Meeting. Written notice of each meeting of the Members shall be given by, or at the direction of the Secretary of the Association or any person authorized to call the meeting, by mailing and e-mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each Member entitled to vote, addressed to the Members’ address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. For Board meetings, a sign may be placed at the two (2) entrances to Ox Bottom Crest providing notice of the meeting. Such notice shall specify the place, date and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-fourth (1/4) of the eligible voters shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or the Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote at such meeting shall have power to adjourn the meeting from time-to-time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented by proxy.

5. Proxies. At all meetings of Members, each Voting Member may vote in person. All proxies shall be in writing and filed with the Secretary of the Association. Every proxy shall be revocable and shall automatically cease as to any Lot upon conveyance by the Member owning

such lot. Proxies shall be used only to establish a quorum and cumulative voting shall not be allowed. At all meetings of Members, each Voting Member present may vote in person.

6. Place. All members Meetings shall be held in Tallahassee, Leon County, Florida as may be directed by the Board of Directors.

ARTICLE IV – BOARD OF DIRECTORS

1. Number. The affairs of the Association shall be managed by a Board of Directors. Directors must be Members of the Association. The Members, by majority vote at which a quorum is present at an annual or special meeting, may increase the number of Directors to an odd number up to nine (9); however, there shall never be less than five (5) Directors.

2. Term of Office. The initial Board of Directors designated in the Articles of Incorporation shall serve until the first annual Meeting thereafter, at which time the Members shall elect five (5) or up to nine (9) Directors. Directors elected at the first annual membership Meeting shall serve on the Board, as follows: two (2) Directors shall serve on the Board for two (2) years and the remaining three (3) Directors shall serve on the Board for one (1) year each. Subsequent elected Directors shall serve for a term as determined by the Board. A Director shall continue in office until his successor shall be elected and qualified, unless he sooner dies, resigns, or is removed, or otherwise disqualified to serve.

3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the membership. 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/her predecessor.

4. Compensation. No Director shall receive compensation for services he/she renders to the Association as a Board member. Only upon the approval of the Board may a Director receive reimbursement for actual expenses incurred in the performance of his/her duties.

5. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a Meeting which they could take at a Meeting by obtaining the written approval of all the Directors. Any action so approved shall be affirmed at the next meeting and have the effect as though taken at a Meeting of the Directors.

ARTICLE V – NOMINATION AND ELECTION OF DIRECTORS

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 (2) more Members of the Association. 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 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. Such nominations shall be made from among Members.

A. Qualifications. All Officers, Directors, Chairmen, and Committee Members of the Association shall meet the following qualifications:

- (1) Be at least twenty-one (21) years of age;
- (2) Be a member of Ox Bottom Crest for a minimum of the preceding six (6) months;
- (3) Be a member eligible to vote; and
- (4) Have no past felony conviction(s).

2. Election. Election to the Board of Directors shall be by secret written ballot unless unanimously waived by the voting Members present at the Meeting. At such election Members may cast a vote. The persons receiving the largest number of votes shall be elected.

ARTICLE VI – MEETINGS OF DIRECTORS

1. Regular Meetings. Regular meetings of the Board of Directors shall be held as the Board may from time-to-time establish at such place, date and time as may be fixed from time-to-time by resolution of the Board.

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

3. Quorum. A majority of the number of 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 an act of the Board.

ARTICLE VII – POWERS AND DUTIES OF THE BOARD OF DIRECTORS

1. Powers. The Board of Directors shall have the power to:

A. Declare the office of a member of the Board of Directors to be vacant in the event such Member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

B. Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration; and

C. Employ a management company, an independent contractor, or such other employees as they deem necessary and prescribe their duties.

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

A. Keep a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual Meeting of the Members, or at any special Meeting when such statement is requested in writing by one-fourth (1/4) of the Members who are entitled to vote;

B. Supervise all officers, agents and employees of the Association, and to see that their duties are properly performed;

C. Prepared and approve an annual budget that sets out the estimated revenues and operating expenses for that year and estimated surplus or deficit as of the end of the current year.

D. Provide each member with a copy of the annual budget or a written notice that a copy of the annual budget is available upon request at no charge to the Owner.

E. Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

F. Send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

G. Delinquent assessments shall be collected in accordance with Florida Statutes.

H. A request from a third party to provide information or an estoppel regarding a property may be issued by the Board or the Management Company. A reasonable fee may be charged by the Board or the Management Company, in accordance with Florida Statutes. If proof of payment is provided by the owner or a third party, indicating payments that were not recorded in the official records, the Board or Management Company will make the necessary adjustment to the account.

I. Procure and maintain adequate liability and hazard insurance on property owned by the Association; and Directors' and Officers' liability coverage;

J. Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

K. Adopt Rules and Regulations governing the use of the Common Area; and/or cause the Common Area to be maintained;

- L. Promulgate Community Standards governing standards of conduct, maintenance of other activity within the Community, and enforce and impose fines for violations of any Community Standards.

ARTICLE VIII – OFFICERS AND THEIR DUTIES

1. Enumeration of Officers. The officers of this Association shall be a President and Vice-President, who shall at all times be members of the Board of Directors, a Secretary and Treasurer, and such other officers as the Board may from time-to-time by resolution create. The Secretary and Treasurer may, in the discretion of the Board, be combined to one office called Secretary/Treasurer.

2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

3. Term. The officers of the Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time-to-time determine.

5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer 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 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.

6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he/she replaces.

7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to paragraph 4 of this Article.

8. Duties. The duties of the officers are as follows:

A. President. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all written instruments and shall co-sign all checks and promissory notes of the Association in excess of the annual budget.

such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessment provided for herein by non-usage or abandonment of his/her Lot.

ARTICLE XII – AMENDMENT

The Board may propose amendments to these Bylaws from time-to-time at a regular or special meeting of the Directors, to become effective all amendments shall be approved by a majority vote of the voting Members.

ARTICLE XIII – CONFLICTS

In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

CERTIFICATION

I, Diane Laverdure, do hereby certify that:

I am the duly elected and acting Secretary of OX BOTTOM CREST HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, and

The foregoing Bylaws constitute the Bylaws of said Association as amended and as duly adopted at a meeting of the Board of Directors thereof held on the 22nd day of October 2019.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 18th day of November, 2019.

By: 

Print Name: Diane Laverdure

Its: Secretary

HISTORY OF BYLAWS

The initial Bylaws of the OX BOTTOM CREST HOMEOWNERS ASSOCIATION, INC., were adopted on November 28, 2018. All Amendments made subsequent to said date are listed below:

AMENDMENTS

<u>CHANGE NUMBER</u>	<u>DATE OF ADOPTION</u>	<u>BY WHOM ADOPTED</u>	<u>SECTIONS AMENDED</u>
Amendment 1	10/22/19	Board of Directors	Article VII C./D.