

**DEERFIELD LAKE  
HOMEOWNERS  
ASSOCIATION**

**BY-LAWS**

Issue Date: January 2020

## **PREAMBLE**

THIS CORPORATION IS ORGANIZED TO ENABLE THE MEMBERSHIP OF THE DEERFIELD LAKE HOMEOWNERS ASSOCIATION, INC. TO CONDUCT THEIR OFFICIAL BUSINESS IN A DEMOCRATIC AND LEGAL FASHION AS WELL AS FOR THEIR EDUCATIONAL, CULTURAL AND SOCIAL ADVANCEMENT.

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## **ARTICLE I – BY-LAWS**

### **A. Statement**

These By-Laws shall incorporate Florida Statutes #617, 723 and Florida Administrative Code 61B as they are applicable to the conduct and administration of the Association.

These By-Laws shall enable the membership to amend any addition; deletion; or clarification to the Articles of Incorporation of the Deerfield Lake Mobile Homeowners Association, Inc.

### **B. Review of Records by Members**

Reference State Statute 723.078(e)

“Minutes of all meetings of members, committees, and of the board of directors shall be kept in a businesslike manner and shall be available for inspection by members, or their authorized representatives, and board members at reasonable times. The association shall retain these minutes for a period of not less than seven (7) years.”

Any member who wishes to review and board document may do so by contacting the appropriate director in writing to make an appointment.

### **Section 1 – Amendments**

Notwithstanding any other provision of this section if an amendment to the articles of incorporation or the bylaws is required by any action of any federal, state, or local governmental authority or agency or any law, ordinance, or rule thereof, the board of directors may, by a majority vote of the board, at a duly noticed meeting of the board, amend the articles of incorporation or bylaws without a vote of the membership. (Reference SS723.078)

The By-Laws Committee shall review all proposed amendments and present them with their recommendation at the next general meeting of the membership as defined below in Paragraph A. (Reference SS723.078(2) (b&h)).

### **A. Procedures to Amend a By-Law**

#### **First Reading**

1. Member must obtain the floor at a regular monthly meeting, read the original by-law, read the proposed change to this by-law and presents this in writing to the board of directors. This document must be signed by 10 bona-fide members of the association.

2. The board of directors will turn the proposed amendment over to the By-Laws Committee for review. The committee will make copies of the proposal as presented and distribute to all board members for their review and offer their recommendations to the committee.
3. The By-Laws Committee will qualify the proposed amendment with State Statutes 723 and 617 and review comments from the board members after their review.

### **Second Reading**

4. At the next general monthly meeting, the By-Laws Committee will report their findings. If the proposal qualifies, a discussion “on the question” will open to the membership at that time (copies of proposed by-law, as qualified will be handed out to all members present for this discussion).

If no changes are made following this second reading, the proposed by-law will be printed in its entirety, both old by-law and proposed change omitting only the 10 names on the original proposal (one sheet).

This shall then be mailed **and/or hand delivered** to all bona fide members stating the date of the vote on this proposed change (next general monthly meeting date).

### **Third Reading**

5. At the next general monthly meeting, the by-law is read again. A vote to accept will follow (providing a quorum of 25 is present).

Should there be any objection; the objecting individuals shall show their objection in writing with 10 signatures in order to table the vote.

The board and by-laws committee will jointly take this under advisement and report their findings at the next meeting; the amendment may be put on the agenda again.

## **ARTICLE II – MEMBERSHIP**

### **Section 1 – Qualifications**

To be a member of the Deerfield Lake Homeowners Association, Inc. a member must be a bona fide owner\* of a manufactured home in the community and not management or park owner. Employees of the park who are an owner(s)/resident(s) cannot be Officers or Board Members of the Association.

\*Bona fide owner/resident means any person listed on the title/deed of property and entitled to vote at any electoral event (one (1) vote per manufactured home). (Reference SS723.075(1))

### **Section 2 – Dues and Assessments**

No membership dues or assessments shall be levied unless approved by a majority vote of the general membership at a special meeting called exclusively for this purpose.

### **Section 3 – Membership Roster**

The association shall maintain the following items, a current roster of all members and their mailing addresses and lot identifications. The association shall also maintain the e-mail addresses and numbers designated by members for receiving notice by electronic transmission. The e-mail addresses and numbers provided by members to receive notice by electronic transmission is revoked. However, the association is not liable for an erroneous disclosure of the e-mail address or the number for receiving electronic transmission of notices. (Reference SS723.079)

## **ARTICLE III – MEETINGS**

### **Section 1 – General Meetings**

#### **A. Decorum of Meetings**

Each person who addresses the Board at any Board, General, or Special Meeting, shall not make personal, impertinent, slanderous or profane remarks to any member of the Board, or Association members or general public. Any person who makes such remarks, or who utters loud threatening, personal or abusive language, or engages in any other disorderly conduct which disrupts, disturbs or otherwise impedes the orderly conduct of any board meeting shall, at the discretion of the President or a majority of the Board, be barred from further audience before the Board during that meeting.

#### **B. Electronic Transmission**

A board or committee member's participation in a meeting via telephone, real-time videoconferencing, or similar real-time telephonic, electronic, or video communication counts toward a quorum, and such member may vote as if physically present. A speaker shall be used so that the conversation of those board or committee members attending by telephone may be heard by the board or committee members attending in person, as well as by members present at a meeting. (Reference SS723.078)

Members of the board of directors may use e-mail as a means of communication but may not cast a vote on an association matter via e-mail. (Reference SS723.078)

#### **C. Rules**

1. All Corporations, Board of Directors, General Membership and Special meetings shall be conducted under Robert's Rules of Order.
2. Minutes of all meetings of members and of the Board of Directors shall be kept in a businesslike manner and shall be available for inspection by members or their authorized representative(s) and Board members. These minutes shall be retained for a period of not less than seven (7) years.

Any member or their authorized representative(s) and Board members requesting to review minutes shall telephone the Secretary to schedule an appointment. The Secretary will make the appointment

with the member or their authorized representative(s) and/or Board members to review the minutes. If copies of minutes are requested, the Secretary will make copies and forward to the member or their authorized representative(s) and/or Board member.

3. At the annual corporate meeting and at General Membership meetings, twenty-five (25) members shall constitute a quorum. If a mobile home is owned jointly, the owner(s) of the mobile home must be counted as one for the purpose of determining a quorum and the number of votes required for a majority. At Board of Director's meetings, a majority of directors shall constitute a quorum.

4. Decisions of educational, cultural, –social, and legal matters not limited to, but included those governed by State Statute, City or County Ordinances shall be made by a majority of bona fide owner(s) of manufactured home units in the community (one (1) vote per manufactured home. (Reference SS723.078) -

5. Proxy votes will not be allowed in accordance with SS723.078 and provision 719.106(1)(b).

6. The annual meeting of the general membership of the corporation shall be held each year on the third Monday of January. The meeting shall have an agenda that will include the election of directors of the association with the term of office to become effective immediately. The Reorganization meeting will follow the annual meeting as per ARTICLE IV, Section 3, Elections, paragraph A.

7. The Secretary or designee shall notify each member in writing or electronic transmission at least fourteen days prior to the annual meeting as well as post said notice in a conspicuous place on the park property also -fourteen days prior to the meeting. This notice shall provide the date, place, time and agenda of said meeting.

8. The Secretary or designated officer shall provide an affidavit affirming that notices were mailed or hand delivered, or by electronic transmission, in accordance with the provisions of this section to each member at the address last furnished by the member.

9. General meetings of the Membership will be held on the first Monday of January, February, March, April, May, October, November and December. Special meetings may be called at the discretion of the directors of the Association providing there is a quorum present. (Reference SS617.071 – Special Meetings)

10. Any item not included on the notice may be taken up on an emergency basis by at least a majority plus one of the members of the board. Such emergency action shall be noticed and ratified at the next regular meeting of the board. (Reference SS723.078).

## **Section 2 – Other Meetings**

### **A. Board of Directors**

The Board of Directors shall meet in the clubhouse at 10:00 AM on the first Monday of January, February, March, April, May, October, November and December. Any member may attend these meetings as an observer, but shall have no input into the proceedings of the Board unless specifically requested to do so by the presiding officer. If a member wishes to speak at any Board of Directors' meetings, the member must submit a request in writing identifying the subject matter. This request must be submitted at least five (5) days prior to the Board of Directors' meeting.

Any special meeting of the Board of Directors shall be announced in the same manner as outlined for special meetings of the membership (Article III, Section 2, B).

In order to allow bona fide homeowners who are still employed to run for office, the Board of Directors may set an alternate date and time of the Board of Directors' meetings which will be consistent for the term of the current (working Director) to comply with Open Meeting Law.

### **B. Special Meetings**

Should it become necessary to call a special meeting of the membership, the Secretary shall post a notice of the meeting at least forty-eight (48) hours in advance on the east and north doors of the clubhouse, on the clubhouse bulletin board and such other locations as he/she shall deem desirable. Such notice must state the purpose of the meeting and the business to be transacted at that time.

### **C. Executive Session**

The Board of Directors should have authority to call an Executive Session if it becomes necessary to discuss a sensitive issue pertaining to any resident of this community or any other issue that may require the mentioning of specific residents' names. The Board of Directors would then request any residents in attendance of the meeting to leave the room while the Board of Directors is in Executive Session. Residents attending the meeting of the Board of Directors may return after such sensitive issue is discussed and the Board of Directors should then report on the issue which was discussed and/or voted upon.

ARTICLE IV – BOARD OF DIRECTORS

### **Section 1 – Board of Directors**

After being elected or appointed to the board (within 90 days), a newly elected or appointed director shall certify by an affidavit in writing to the secretary of the association that he or she has read the association's current articles of incorporation, bylaws, and the regulations, and the mobile home park's prospectus, rental agreement, rules, regulations, and written policies to the best of his or her ability, and that he or she will faithfully discharge his or her fiduciary responsibility to the association's members. In lieu of this written certification, within 90 days after being elected or appointed director may submit a certificate of having satisfactorily completed the educational curriculum approved by the division within 1 year before or 90 days after the date of election or appointment. The educational certificate is valid and does not have to be resubmitted as long as the director serves on the board without interruption. A director who fails to timely file the written certification or educational certificate is suspended from service on the board until he or she complies with the section. The board may temporarily fill the vacancy during the period of suspension. The secretary of the association shall retain a director's

written certification or educational certificate for inspection by the members for 5 years after the director's election or the duration of the director's uninterrupted tenure, whichever is longer. Failure to have such written certification or educational certificate on file does not affect the validity of any board action. (Reference SS723.079)

#### **A. Board of Directors Defined**

They shall perform the duties of the Corporation/  
Association and these directors shall serve without compensation and at the pleasure of the Association membership.

A member of the board of directors or a committee may submit in writing his or her agreement or disagreement with any action taken at a meeting that the member did not attend. This agreement or disagreement may not be used as a vote for or against the action taken and may not be used for the purposes of creating a quorum. (Reference SS723.078)

**B. The Board of Directors** shall consist of a minimum of five (5) or a maximum of seven (7) members. Only one (1) family member\* is allowed to serve on the board of directors.

\*A family member is related by marriage, blood and cohabitation.

An outgoing board or committee member must relinquish all official records and property of the association in his or her possession or under his or her control to the incoming board within 5 days after the election or removal. (Reference SS723.079)

#### **C. Removal of Directors**

1. Any member of the board of directors may be recalled and removed from office with or without cause by the vote of or agreement in writing by a majority of all members. A special meeting of the members to recall a member or members of the board of directors may be called by 10 percent of the members giving notice of the meeting as required for a meeting of members, and the notice shall state the purpose of the meeting. (Reference SS723-078(2)(J))

2. The Chairperson of the Nominating and Elections Committee would be the go-to person for voting on such subject. (Reference SS723.078(J) as stated in Paragraph #1 above)

3. Any director who misses three (3) consecutive meetings for unexcused reasons shall be considered to have vacated the office, and shall be replaced as in Article IV, Section 3, B. Absences for reasons not under the control of the absentee director shall be deemed excusable.

### **Section 2 – Duties**

#### **A. President**



Shall preside at all meetings and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors or general membership.

**B. Vice-President**

Shall in the temporary absence of the President or in the event of the inability or refusal to act by the President, shall have all of the powers of the President, and shall perform such duties as may be assigned by the President or the Board of Directors. In the event of the death of the President, the Vice-President will fill the remainder of the deceased President's term.

**C. The Secretary**

Shall keep the minutes of the proceedings of the General, Annual, Board of Directors and any Special/Executive meetings in books and/or electronic means provided for that purpose.

Shall see that all notices are given in accordance with the provisions of these By-Laws or as required by law.

Shall be custodian of all corporate records. Shall be responsible for and perform all duties incident to the office of Secretary and such other duties as may be assigned by the President, Board of Directors or general membership.

**D. The Treasurer**

Shall have charge and custody of, and be responsible for all funds and securities of the Corporation. Shall be the custodian for the seal of the Corporation and when duly authorized see that the seal of the Corporation is affixed to all documents when required by law.

Shall receive and give receipts for monies due and payable to the Corporation from any source whatsoever and deposit monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected by the Board of Directors.

Shall perform all duties as may be assigned by the President, Board of Directors or general membership.

Shall give a bond in the amount of Ten Thousand dollars (\$10,000) for the faithful discharge of duties. The Association shall pay the cost of the bond.

**E. The Board of Directors**

The directors of the association and the operation of shall be governed by the by-laws. Directors shall serve without compensation and at the pleasure of the board of directors. The board of directors may appoint and designate other directors and grant them those duties it deems appropriate. (Reference SS723.078(1) and (a)

Shall provide the administration of the Association and control the expenditure of all funds of the Association. Expenditures for social functions for Five Hundred dollars (\$500.00) or less will not require a vote from the membership. This expenditure is to be considered a loan for a social event and will be used for buying supplies, food and for securing entertainment for functions by means of a deposit.

All assets purchased for the association in excess of One Hundred dollars (\$100.00) will require a majority vote of the membership in attendance at a general or special meeting.

Shall establish a dedicated legal fund via an annual transfer from the General Operating Funds to the Legal Fund in amounts no less than \$750.00 and no more than \$1,500.00 without further vote from the membership. The annual transfer amount will be made as long as said transfer allows for ongoing operations. Any disposition of legal fund for other than approved legal expenditures would be a violation of these bylaws.

Shall propose an annual budget for the Corporation. The proposed budget shall be presented to the membership at the November general meeting. If approved as proposed by a majority of members present at the November general meeting, the budget shall stand adopted.

### **Section 3 – Elections**

#### **A. Terms of Office**

All directors shall be elected at the annual meeting to serve a term of two (2) years. Terms shall be limited to two (2) consecutive terms for any member.

The Board of Directors shall hold a Reorganization Meeting directly following the Annual Corporate Meeting in order to elect a President, Vice-President, Secretary and Treasurer from among its Directors. The Directors will elect the Officers on a yearly basis.

#### **B. Vacancies**

Should a vacancy occur on the board reducing the number to an even number (i.e. 6 or 4), such vacancy shall be filled in the following manner:

If the term has less than thirty (30) days remaining prior to election at the Annual Corporate meeting, the President shall appoint a member to complete the unexpired term, with the approval of the Board of Directors.

If the term has greater than thirty (30) days left, a special election shall be conducted at the first general membership meeting following notification of the vacancy. The Board of Directors shall hold a Reorganization Meeting directly following the special election.

Any director who serves an unexpired term of thirteen (13) or more months shall be considered to have served a full term of two (2) years.

#### **C. Voting**

Voting shall be made by secret ballot in all contested elections.

Absentee ballots will be accepted from members who are out of town or incapacitated. Absentee ballots must be received by the Secretary no less than forty-eight (48) hours prior to the election.

A recount must be called for at the time of the election. If there is no recount, the ballots must be preserved and kept for not less than (7) years.

## **ARTICLE V – STANDING COMMITTEES**

### **Section 1 – Defined**

The basic committee structure shall include the following standing committees: Audit, By-Laws and Policies & Procedures, Nominating & Elections, Social, FMO and Hurricane Preparedness. The President with the approval of the Board of Directors shall appoint members to these committees.

Each committee(s) shall consist of not less than three (3) members appointed from the Association membership. Only one (1) member of the Board of Directors may serve on any standing committee at a time. The President shall with the approval of the Board of Directors appoint a chairperson(s) who shall be responsible for calling for and presiding over meetings of the committee.

### **Section 2 – Duties**

Minutes of all meetings of members of an association, the board of directors, and committee must be maintained in written form and approved by the members, board, or committee, as applicable. A vote of abstention from voting on each matter voted upon for each director present at a board meeting must be recorded in the minutes. (Reference SS723.078 (e))

#### **A. The Audit Committee**

Shall be responsible to audit the association accounts annually, or as required, if a change within the office of Treasurer occurs.

#### **B. The By-Laws and Policies & Procedures Committee**

Shall be responsible for the revisions to these By-Laws as in Article I. Shall also be responsible for recommending the policies and procedures to be followed in the conduct and operation and administration of the Association to the Board of Directors and the membership.

#### **C. The Nominating & Elections Committee**

Shall be responsible for presenting a slate of candidates to the membership at the last general meeting of the membership prior to the Annual Corporate meeting.

Shall be responsible for the entire election process as outlined in the Policies & Procedures manual. All nominations from the floor shall be received no later than the last general meeting of the membership in December prior to the January Annual Corporate meeting.

The by-laws shall not restrict any member desiring to be a candidate for board membership from being nominated from the floor providing they meet qualifications stated in Article II (Reference SS723.078(d)).

**D. The Social Committee**

Shall be responsible for promoting educational, cultural and social activity for the membership.

**E. The FMO Committee**

Shall be responsible for updating the homeowner's association so that each homeowner is updated on state legislation that affects his or her rights.

**F. The Hurricane Preparedness Committee**

Shall be responsible for ensuring that the Association is instructed on the proper procedures and guidelines for hurricane emergencies; conducting annual hurricane preparedness meetings with the Association; maintaining property map indicating homes with special needs or requirements; and informing Association of pertinent information regarding hurricane preparedness.