

BY-LAWS
GREAT CYPRESS VILLAGE

ARTICLE I
NAME AND LOCATION

The name of the corporation is GREAT CYPRESS VILLAGE HOMEOWNER'S ASSOCIATION INC., a Florida corporation, not for profit, hereinafter referred to as the "Association". The principal office of the Corporation is located at 16816 Camille St. Hudson, Florida 34667, but meetings of members and directors may be held at such places within the State of Florida as may be designated by the Board of Directors.

ARTICLE II
MEETING OF MEMBERS

Section 1: Annual Meetings

The annual meeting of the members shall be held on the 2nd Monday of March each year at 7:00 pm.

Section 2: Special meetings

Special meetings of the membership may be called by the President or the Board of Directors or upon written request from 20% of the members who are entitled to vote. Informational meetings for the membership may be called by the President or the Board of Directors at any time.

Section 3: Notice of Meetings

Written notice of each meeting of the members involving a vote shall be given by or at the direction of the Secretary or the person authorized to call the meeting. Such notice shall specify the place, day and hour of the meeting and identification of agenda items. Such notice shall be posted, also be mailed, postage prepaid or hand delivered a minimum of fourteen days (14) before the meeting. All members need to notify the U. S. Postal Service of their current forwarding address in the event of an extended absence from the Village. Members must take responsibility for the timely forwarding of their mail.

Section 4: Association Quorum

At any meeting of the members where voting takes place, the total votes cast must equal or exceed one-third (1/3) of the total lots in Great Cypress Village. However, if a legal quorum shall not be present at any meeting, any vote results shall be invalid and void.

Section 5: Proxies

At the annual meeting voting, one Owner (1) per unit may vote in person, or if unable to attend, by proxy. All proxies shall be in writing and verified with the Secretary or the Election Committee. Every proxy shall be revocable and shall automatically cease upon conveyance or other transfer of lot title. Proxies surrendered during the course of voting are non returnable and become part of the official recordation of the vote results. Board officers shall not be entitled to vote by proxy unless unable to attend.

BY-LAWS
GREAT CYPRESS VILLAGE

Section 6: Association Roll Call Voting

Voting by the Association members other than by official ballot or other official written form must be recorded by a "roll call" vote. The Secretary will call by lot number in ascending order, until the entire roll has been called. The document on which the votes are recorded are to be shown by lot number and correspondingly have three (3) columns titled "YES", "NO", "ABSTAIN". Only one response can be recorded representing one (1) vote per lot, per issue. The total of represented lots will determine whether a legal quorum was established. The total votes must equal or exceed 1/3rd of the total park lots to be considered valid. The percentage of "yes" votes for passage is determined by the section in which the issue being contested belongs.

Section 7: Other Voting By Official Ballot Or Other Official Written Form

Any other voting is to be supervised by the Voting/ Election Committee in order to register the qualified voters; issue one (1) ballot to each unit/owner and to also determine whether a legal quorum is established. The Voting/Election Committee is to count and compile the votes cast. The total votes cast must equal or exceed 1/3 of the total park lots to be considered valid. The percentage of yes votes for passage is determined by the section in which the issue being contested belongs. The Voting/Election Committee Chairperson will announce the results of the vote to the members.

ARTICLE III
BOARD OF DIRECTORS

Section 1: Composition

The affairs and property of this Association shall be managed and governed by a Board of Directors composed of four (4) Officer/Directors (President, Vice-President, Treasurer, Secretary), and three (3) Directors. All Board officers shall be members of the Association.

Section 2: Election and Term

The election of Officer/Directors and Directors shall take place at each Annual meeting. The term of each, to be vacated office, shall be one (1) year, commencing on April 1st . However, an incumbent may occupy the office originally elected to until vacated by removal, death, resignation or by successful opposition.

Section 3: Removal

Any Member of the Board of Directors shall be removed from the Board with or without cause by a majority vote of a valid quorum of the Members of the Association. Any member of the Board of Directors shall be removed from office with cause by a majority vote of a legal quorum of the Board of Directors. Valid "cause" to remove a Board member can be, but not limited to, any of the following:

1. Failure to execute any assigned duties and/or responsibilities.
2. Verifiable violation of any By-Laws herein, Declarations, or Articles.

BY-LAWS
GREAT CYPRESS VILLAGE

3. Unexcused absences from six Board meetings within a calendar year will automatically deem the position held to be vacant.

Section 4: Appointments

In the event of death, resignation, or removal from the Board of Directors the successor shall be selected by the remaining members of the Board of Directors and shall serve for the unexpired term of office, with the exception of the President's term remainder which shall be filled by the Vice-President. Further officer vacancies shall be filled from among the remaining members of the Board of Directors, then from among the Members of the Association.

Section 5: Appointee Voting

Any Association member appointed to an "officer only" may vote on Board issues only after an affirmative majority vote by a legal quorum of the Board of Directors.

Section 6: Compensation

No Member of the Board of Directors shall receive compensation for any service rendered to the Association. However, any Director or Committee Member may be reimbursed for documented actual expenses incurred in the performance of official assigned duties. Any expenses over \$50.00 needs previous approval by the Treasurer.

Section 7: Action Taken Without a Meeting

The Board of 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 have the same effect as though taken at a meeting of the Board of Directors.

ARTICLE IV
BOARD OF DIRECTORS ELECTION PROCEDURES

Section 1: Nomination Procedures

At a Board of Directors meeting that takes place at least sixty (60) days preceding the Annual meeting, enable the Election Committee to be allowed to supervise the nomination of needed candidates. No candidate's name will be accepted by the Election Committee for the ballot, later than for (40) days before the scheduled election. A member nominated is expected to promptly provide a written notice of "Acceptance" citing the office to which nominee intends to compete for. Any member nominated and/or submitting such notice must be eligible and not be in violation of any park rules or regulations. A candidate may only run for one (1) office per election. Only one (1) owner from a unit will be allowed to serve on the Board of Directors at any time.

Section 2: Election Committee

After taking office the new Board of Directors shall promptly appoint an Election Committee composed of five (5) non Board members from the Association. Members appointed shall not become a candidate for office while serving on the committee. No persons nominated nor candidates may be involved in the election processes, ballot creation, ballot counting or mailing

BY-LAWS
GREAT CYPRESS VILLAGE

process.

Section 3: Election

Any member unable to attend the Annual meeting may request an absentee ballot or a proxy form prior to the election. It must be received by the Election Committee and placed in a locked ballot box before the commencement of voting. Any proxy form must be dated for the current voting only or will be disqualified.

Section 4: Election Results

Immediately after the conclusion of the voting, ballots shall be compiled, recorded and the election results announced to the members by the Voting/Election Committee Chairperson. The candidates receiving the most votes are elected.

Section 5: Voting Results

Results of Amendment voting by ballot are to be compiled and delivered to the acting chair person conducting the meeting who will then announce the results to the members.

ARTICLE V
BOARD OF DIRECTORS MEETINGS

Section 1: Monthly Agenda Meetings

The Board shall meet on the 4th Monday of each month at 7:00 pm to establish the agenda to be posted for the next scheduled Board meeting. [Any item not included on the agenda may be taken up on an emergency basis provided that the Board quorum must be present. Such emergency action shall be noticed and ratified at the next regular meeting of the Board of Directors.](#)

Section 2: Monthly Board Meetings

[The Board shall meet once per month to act on the agenda established and posted for the meeting. Any item not included on the agenda may be taken up on an emergency basis provided that the Board quorum must be present. Such emergency action shall be noticed and ratified at the next regular meeting of the Board of Directors.](#)

Section 3: Parliamentary Rules

Robert's Rules of Order (latest edition) shall influence the conduct of the Corporation's meetings when not in conflict with the Declarations or these By-Laws.

Section 4: Board Meeting Conflicts

If a Board of Directors meeting falls upon a legal holiday, then the meeting shall be held at the same time on the next day which is not a legal holiday.

Section 5: Quorum

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business. In a Board comprised of seven (7) members a minimum of four (4)

BY-LAWS
GREAT CYPRESS VILLAGE

members must be present to enact official park business. Every act or decision done or enacted or made shall be regarded as an official act of the Board.

Section 6: Voting By Board Members

Each Board member present at a meeting of the Board of Directors, either in person or by telephone, is presumed to have assented to any action on a corporate matter taken at such meeting, unless said director votes against such action or abstains from voting because of an asserted conflict of interest. A vote or abstention by each director shall be recorded in the minutes. The President shall only be allowed to vote, in the affirmative or in the negative in case of a tie.

ARTICLE VI
BOARD OF DIRECTORS RESPONSIBILITIES

Section 1: Powers. The Board of Directors Shall Have The Power To:

- (a) Adopt and publish Rules and Regulations governing the use of the Community, property and the personal conduct of the residents/members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) After confirmation and notice of violation for cited infraction of the Declarations, By-Laws or Rules and Regulations by a Board hearing, the Board will assess the offender a fine to be determined.
- (c) Employ a manager, an independent contractor, or such employees as they may deem necessary and to designate their duties.
- (d) Suspend the voting rights of a member during any period in which the member delinquent in remitting any assessment or a fine levied by the Board.
- (e) Monthly assessments and/or fines are due on or before the 1st of each month. Payments received after the 10th of the month will incur a \$10.00 bookkeeping charge for delinquency. If any check is returned from the bank for insufficient funds a charge of \$25.00 will be assessed plus any bank fee applicable.
- (f) Respond within thirty (30) days of a written complaint filed by certified mail, return receipt requested, with the Board of Directors by a member, and give a substantive response to the complaint, or notify the complainant that a legal opinion has been requested from the Park attorney.
- (g) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, Articles of Incorporation, or the Declarations.

BY-LAWS
GREAT CYPRESS VILLAGE

- (h) Review and make any necessary changes or updates to the current Park Rules and Regulations.
- (i) Maintain the Accounting Records
- (j) Obtain and maintain adequate casualty, liability and business insurance to protect the Corporation.
- (k) Upon a written member request, provide a certificate showing the amount of unpaid assessments.
- (l) Cause to be established, screening and records procedures for prospective Members and/or other residents.

Section 2: Duties

- (a) Cause to be kept a record of all its acts and corporate affairs in a secure fire resistant cabinet within the Park Office in order to adhere to State requirements regarding records.
- (b) Fix the amount of the annual assessments against each lot owner.
- (c) Send written notice of any assessments to every member subject thereto, a minimum of thirty (30) days in advance of the date upon which same are due or payable.
- (d) Cause all officers or employees having fiscal responsibilities to be bonded as deemed necessary.
- (e) Cause the common areas to be maintained.
- (f) Cause business hours at the park office to be established if deemed necessary or appropriate.

ARTICLE VII
OFFICERS/DIRECTORS AND THEIR DUTIES

Section 1: Special Appointments

The Board may appoint such other Officers/Directors as the affairs of the Association may require, each whom shall hold office for period appointed, have such authority and perform such duties as the Board may determine.

Section 2: Multiple Offices

Board members shall not occupy but one (1) Board office simultaneously.

BY-LAWS
GREAT CYPRESS VILLAGE

Section 3: Officer Duties

President

The President shall preside at all meetings of the Board of Directors; see that orders and resolutions of the Board are carried out; shall sign all leases, contracts, mortgages, deeds and other written instruments as necessary and shall co-sign all checks and promissory notes on behalf of the Corporation; shall also exercise such powers and discharge such other duties as they may be required of the incumbent by the Board of Directors.

Vice-President

The Vice-President shall act in the place and stead of the President in the event of absence, inability or refusal to act and/or discharge such other duties such as may be required of the incumbent by the Board of Directors. The Vice-President shall assume responsibility as the Board liaison for all appointed committees.

Secretary

The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the members; keep the corporate seal and affix it on all papers requiring such seal; serve notice of meetings of the Board of Directors and of the Members; keep appropriate current records showing the Officers of the Corporation, Committee members and Association members together with their addresses; distribute any changes of park document pages for insertion into Member's notebooks; perform all other duties incident to the office of secretary of a corporation, and exercise such powers and discharge such other duties as required by the Board of Directors.

Treasurer

The Treasurer shall receive and cause to be deposited in appropriate bank accounts all monies of the Corporation as directed by resolution of the Board of Directors; keep proper books of account, and shall prepare an annual budget and a statement of income and expenditures to be presented to the Membership at its Annual meeting, and to deliver a copy of each to the Members. At the monthly Board of Directors meetings a balance sheet for the previous month shall be compiled and copies be provided for the Members. Incumbent shall perform all other duties incident to the office of a treasurer of a corporation, and shall exercise and perform such other duties as required by the Board of Directors including an annual audit by an accounting firm or the Board of Trustees to be completed in the first sixty (60) days of each fiscal year.

Directors

The Directors shall exercise and discharge such duties as required or assigned by the Board of Directors primary officers and incident to their own position.

ARTICLE VIII
COMMITTEES

All members of each committee are appointed only in an advisory capacity and as such may not make binding decisions for the Board of Directors. Committee members must participate in

BY-LAWS
GREAT CYPRESS VILLAGE

every assignment and sign any final documents before they are presented to the Board. The Board of Directors after being elected shall at their earliest opportunity appoint qualified Association members to the following committees.

1. Architectural Control and Code Enforcement (four members)

The committee is responsible to research each "Modification Request Form" that affects any external portion of a residence. The home owner shall not, without first obtaining the written consent of the Corporation, alter the Units exterior in any way or add to the existing home or any of its included items. The resident/owner shall not paint nor substantially alter its outward appearance without first having obtained the approval thereof from the Board of Directors or its appointed committee. It is then the responsibility of the home owner to secure any necessary Pasco County permits to accomplish the approved project as well as the contractors to do the work. The Committee is also responsible to perform an ongoing inspection of all homes for any speak violations of the current Park Documents and to cite the Owners by verbal or written notice to resolve the violations. In addition the investigation of all "Complaint Forms" received by the committee shall be acted upon in each instance. The committee shall examine the current park documents in regard to each complaint concern and cite any specific violations. The findings in writing will be presented to the Board of Directors who will initiate such action necessary to resolve the complaint.

2. Board of Trustees

The Board of Directors shall appoint the President and Treasurer as well as three (3) non-related Association members, whom shall constitute the Board of Trustees for creating the annual budget and implementing a professionally prepared audit when necessary.

4. Welcoming Committee (four members)

If possible obtain the new resident's telephone number before scheduling their meeting. When greeting new residents to the community, address the prominent common areas and assets such as the clubhouse, pool and RV lot. Mention the Social Club and the many activities they sponsor throughout the year. Provide a contact list for utility services such as water and electric power, include TV, mowing and trash removal service. Assure that each new resident has the latest park telephone directory and a park document notebook. Briefly review the deed restrictions within the notebook, identify the "Modification Request Form" and "Complaint Form" and explain each as to their purpose.

5. Documents Committee (three members)

Periodically review the park documents for areas in need of update. Identify all such data and initiate proposed changes in writing and present the findings to the Board of Directors. Assist the Board and any other committees in understanding and interpreting the park documents.

BY-LAWS
GREAT CYPRESS VILLAGE

6. Voting/Election Committee

The Voting/Election Committee shall have the authority and responsibility to accomplish the following:

1. Consult lot owners for any needed candidates
2. Conduct the nomination process for offices being declared vacant
3. Supervise election ballot creation, and proxy form creation
4. Distribute or mail election package to all owners
5. Secure from Secretary any special mailing requirements
6. Withhold distribution of election package to delinquent owners by consultation with Treasurer
7. Supervise the election and tabulate the results

7. New Committees:

The Board of Directors shall appoint other committees as deemed appropriate in carrying out its purposes. The Board of Directors shall direct the Document Committee to draft proposed guidelines and responsibilities for newly created Committees as necessary.

ARTICLE IX
BOOKS AND RECORDS

The books, records and papers of the Corporation shall at all times, during reasonable business hours, be subject to inspection by any Member. The Articles of Incorporation, the Declarations, the By-Laws and the Rules and Regulations shall be available for inspection by any Member at the principal office of the Corporation upon request from the Secretary.

ARTICLE X
ASSESSMENTS

As more fully provided in the Declarations, maintenance and special assessments are the personal obligation of each Association member.

ARTICLE XI
CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: "GREAT CYPRESS VILLAGE HOMEOWNER'S ASSOCIATION, INC." , "not for profit" AND "1995". An impression of the corporate seal appears in the space below. The corporation may use such a seal, a common seal, or any facsimile thereof.

BY-LAWS
GREAT CYPRESS VILLAGE

ARTICLE XII
AMENDMENTS

Section 1: Proposal of Amendment

A resolution for the adoption of an amendment to these By-Laws may be proposed either by a majority of the Board of Directors or in writing by not less than twenty (20) percent of the Members entitled to vote.

Section 2: Notice of Amendment

Notice of the subject matter of a proposed amendment shall be included in the posted announcement notice of any meeting at which a proposed amendment shall be considered.

Section 3: Amendment Procedures

These By-Laws may be amended, changed, added to, derogated from, or deleted at any time upon the approval of not less than fifty-five (55%) percent of the Owners present in person or by proxy and voting on the proposed amendment at a meeting of Great Cypress Village Homeowner's Association, Inc. In order to be effective, any amendment to these By-Laws must be first recorded in the public records of Pasco County, and such amendment shall contain certification by the President and the Secretary of Great Cypress Village Homeowner's Association, Inc. that the amendment was duly adopted per the Declaration's, Covenants and Restrictions, which shall control in case of any conflict.

ARTICLE XIII
LEGAL CONSULTATION

At Board of Directors meetings the Members shall be advised by the President of all necessary communications to and from the Association's legal counsel. Such information being essential in order for the Members to have a thorough understanding of all current legal problems encountered, the advised solution and/or advice and their respective monetary costs to the Association.

ARTICLE XIV
FISCAL YEAR

Each fiscal year begins on April 1st and ends on March 31st .

End of Bi-Laws