

BY - LAWS

TROUBLE CREEK VILLAS HOMEOWNERS ASSOCIATION, INC.

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BY-LAWS
TROUBLE CREEK VILLAS HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

MEMBERSHIP

Section 1. Qualifications

In accordance with ARTICLE IV of the Articles of Incorporation, all owners of property in Trouble Creek Villas Subdivision shall automatically become members of the Association.

Section 2. Assessments

- a. Regular Assessments (Maintenance Fees)
Members shall prepay monthly assessments in accordance with ARTICLE VI Finance, Section 4.

The Maintenance Fees of new members shall begin on the first (1st) day of the month following closing. Voting rights shall commence with the first (1st) payment.

- b. Special Assessments

Special Assessments for common expenses that cannot be paid from the annual budget shall be made only after notice of the need for such expenditures and upon approval by a vote of 51% (30) of the membership voting in person or by proxy at either the Annual Meeting or a special meeting called for that purpose in accordance with ARTICLE II Meetings, Section 3.

Section 3. Good Standing

A member in good standing is one whose assessments are paid.

Section 4. Suspension of Privileges

Privileges, such as voting, swimming, guest parking, shall be suspended for any member who is one month delinquent in paying his or her maintenance fee. A late fee of five dollars (\$5.00) will be charged against the homeowner whose dues have not been paid by the tenth (10th) day of the month. This late fee will be doubled for every subsequent month that the maintenance fee remains unpaid. Reinstatement of privileges will be granted upon full payment.

Section 5. Voting Rights

- a. Members shall be entitled to one (1) vote for each residential unit owned. When title to property is held jointly, such joint ownership shall be entitled to one (1) vote which may be exercised by either.
- b. Only members in good standing shall be eligible to vote.
- c. Proxy voting shall be permitted as follows: Member must be in good standing. The Secretary of Board of Directors must be notified in writing prior to meeting. Notification must contain name, meeting purpose, property address, dated and signed by homeowner. A valid proxy must be received by the time of any meeting.

ARTICLE II

MEETINGS

Section 1. Annual

- a. The Annual Meeting of the Trouble Creek Villas Homeowners Association shall be held in the third (3rd) week of January.
- b. The official announcement of the date, time and place for the Annual Meeting shall be made by special written notice to homeowners at least thirty (30) days prior to the meeting.
- c. The agenda for the meeting shall include: (1) annual reports of Board activities, (2) current financial report, (3) budget presentation, (4) election of Board of Directors, (5) announcement of election results, (6) installation of Directors, (7) other business as may properly come before it.

Section 2. Special

Special meetings of the Association may be called by the President, by a majority vote of the Board of Directors, or by petition submitted to the Board of Directors requesting such a meeting and signed by twenty (20) percent or more of the voting membership. Said meeting shall be held within thirty(30) days. The purpose of the meeting shall be stated in the call and the members notified by special written notice at least ten (10) days prior to the meeting.

Section 3. Quorum

A quorum at any annual or special meeting of the members shall be fifty-one (51%) of the membership in good standing, present in person or by proxy.

ARTICLE III
BOARD OF DIRECTORS

Section 1. Number of Directors and Term of Office

The Board of Directors shall consist of five (5) members elected from the general membership. Their term of office shall be one (1) year or until their successors are elected. No Director shall serve for more than two (2) consecutive years. A director may serve again after an absence from the Board for one year.

Section 2. Qualifications

- a. Candidates for election to the Board of Directors shall be members in good standing.
- b. A Director must be a homeowner whose principal residence is in Trouble Creek Villas.
- c. No more than one member per household shall be qualified to serve simultaneously on the Board of Directors.

Section 3 Filing Procedures for Candidates

- a. Board of Directors shall appoint a nominating committee ninety days (90) prior to the Annual Election.
- b. Members shall fill out a "Candidate Nomination Form" and file same with the Nominating Chairman by December 1st. A brief biographical outline is to accompany the form. This outline shall be distributed to the membership and attached to the ballot prior to the Annual Meeting.
- c. Write-in candidates will be permitted on the ballot.

Section 4. Election

- a. The election of Directors shall be conducted at the Annual Meeting.
- b. Voting shall be by secret ballot.
- c. Ballots at the Annual Meeting will be counted by the members of the Nominating Committee along with one member of the Association (in good standing) who will be appointed by the President.
- d. The Directors shall be elected by a plurality vote. In the event of a tie vote, the tie shall be broken by a second vote of the members present at the annual meeting. The term of office of the newly elected Directors shall begin at the close of the Annual Meeting.

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Section 5. Duties

- a. In accordance with ARTICLE VII of the Articles of Incorporation, "The affairs of the corporation will be managed by the Board of Directors." The Board is charged with the formulation of plans and policies and empowered with the general management of the Association and its properties owned or under its control, and includes the expenditures of the Association's funds for these purposes.
- b. Regular meetings of the Board of Directors shall be scheduled and held monthly. Other meetings may be called by either the President or by a simple majority of the Board members. Meetings may be cancelled or rescheduled by a simple majority vote of the Board members. All regular Board meetings shall be open to members in good standing. A notice shall be posted on the Bulletin Board announcing the time and place of the next meeting.
- c. A quorum shall consist of not less than three (3) members of the Board. Majority affirmative votes are necessary for adoption of any Resolution, election of any officer or any other business transacted, except as otherwise stated herein.
- d. The Board shall be charged with the responsibility of entering into contracts with persons or firms to perform required services, provided they do not conflict with ARTICLE VI Finance.
- e. The Board shall have the power to hire or terminate personnel for the performance of such duties as are necessary for the management and operation, including the maintenance of the Association's properties and/or those properties under the control of the Association.
- f. The President, Vice President and Treasurer shall be authorized to sign checks drawn upon the Treasury of the Association. In absence of the above members, in an emergency, any registered Board member may sign. Two signatures required for issuance of any check.

Section 6. Removal of Directors

Any Director may be removed from the Board upon a two-thirds (2/3) (39) vote of the Association membership voting in person or by proxy at any regular meeting or special meeting called for such a purpose.

Section 7. Resignations

A Director may resign at any time by giving written notice to the President of the Association. The acceptance of such resignation shall be necessary to make it effective.

Section 8. Filling of Vacancies

Vacancies occurring on the Board of Directors shall be filled by a majority vote of the remaining directors within thirty (30) days after the date such vacancy or vacancies occur. A Director elected by the Board to fill a vacancy shall hold office until the next election.

Section 9. Compensation

No salary shall be paid to any Director for services on the Board. Monies may be paid to defray expenses incurred by a Director for official business upon approval of the Board.

Section 10. Past President

The immediate past president of the Association's Board of Directors shall upon retiring from the Board become an ex-officio member of the Board without voting privileges for one year.

ARTICLE IV

OFFICERS

Section 1. Election and Term of Office

- a. The Board of Directors shall elect through a simple majority vote from among its members at its reorganization meeting held within ten (10) days after the annual election; a President, a Vice President, a Secretary, and a Treasurer, all to serve a term of one (1) year. The agenda shall also include the establishment of the quarterly meeting date and the designation of the depository (ies) for funds.
- b. No member of the Board shall hold more than one (1) office at a time.

Section 2. Duties

- a. The President shall:
 1. Preside at all meetings of the Association and perform those duties usually imposed upon this office.
 2. Appoint the Chairman of standing and special committees subject to approval by the Board.
 3. Act as ex-officio member of all committees.
 4. Be one (1) of three persons authorized to sign checks drawn upon the Treasury of the Association.
 5. Perform all other related duties assigned by the Board of Directors.

b. The Vice President shall:

1. Exercise all the powers and perform the duties of the President in his absence.
2. Perform all other related duties assigned by the President or the Board of Directors.
3. Be one (1) of three (3) persons authorized to co-sign checks drawn upon the Treasury of the Association.

c. The Secretary shall:

1. Be responsible for the recording of the minutes of all meetings.
2. Make copies of the minutes, when approved, available to the members at all reasonable times.
3. Give notice of all meetings; receive notices of proxies.
4. Prepare an agenda prior to each meeting.
5. Conduct all correspondence of the Association as directed by the President or the Board of Directors.
6. Have jurisdiction over the Association's files, its Minutes and its correspondence and the responsibility of keeping them in an orderly manner and conveying all these records to their successors.
7. Keep an up-to-date inventory of all items owned by the Association.

d. The Treasurer shall:

1. Have custody of all property of the Association, including funds, securities and evidence of indebtedness.
2. Keep the books in accordance with approved accounting practices.
3. Confer with the Board of Directors and establish procedure for the proper accounting of all income and expenditures.
4. Present the audited financial report to the Board of Directors by February 15th of each year.
5. Submit to the Board a tentative budget by the 10th day of December each year which thereafter shall be presented to the membership thirty (30) days prior to the Annual Meeting.
6. Countersign all contracts with the President

7. Pay out funds in accordance with the approved budget.
8. Be responsible for filing of all necessary reports to the various government agencies.
9. Disburse other monies as the Association may direct.
10. Be one (1) of three persons authorized to co-sign checks drawn on the Treasury.
11. Recommend to the Board for their approval, before proceeding with any legal action that may be required for the collection of any delinquent assessments.

Section 3 Resignations

Any officer may resign by submitting a letter so stating to the Board. Such resignation shall become effective on the date specified with approval of the Board. An officer may resign from his/her office without resigning from the Board of Directors.

Section 4 Removal of Officers

Any officer may be removed from office by a 3 of 5 vote of the Board.

Section 5 Vacancies

If a vacancy occurs in the office of President, it shall be filled by the Vice President. Any other officer vacancy shall be filled by a majority vote of the Board members present at a regular meeting, within thirty (30) days of the vacancy.

ARTICLE V

STANDING COMMITTEES

The Chairman cannot be from the same household as a Director. Chairman shall select the members of their committees. All members must be in good standing.

The Standing Committees shall be as follows:

Section 1. Activities

The function of this committee shall be to determine the recreational and social needs of the residents of Trouble Creek Villas and to study the ways and means of satisfying these needs and to recommend to the Board of Directors such actions as may be necessary to carry out programs and activities.

Section 2. Nominating Committee

The function of the Nominating Committee will be to prepare, deliver and tally the Ballots for Election to the Board of Directors.

Duties of the Nominating Committee

1. Contact by phone, personal contact or mail, all homeowners to invite them to become candidates for the Board of Directors.
2. Provide a Candidate Nomination Form to the interested candidates and collect same along with a brief resumé from each applicant.
3. Mail ballots to all homeowners along with the resumé of candidates.
4. The Nominating Committee are the tellers at the general meeting. They will collect all ballots on that day and record the absentee ballots from the absentee homeowners and the homeowners who are present at the meeting.
5. The chairperson of the Nominating Committee will advise the President when the tally has been completed. The President will then announce the persons elected to the Board of Directors.

ARTICLE VI

FINANCE

Section 1. Fiscal Year

The Association shall operate on a calendar year herein in accordance with approved accounting practices.

Section 2. Budget

Prior to the annual meeting the Board of Directors shall adopt and publish an annual budget.

Section 3. Assessments

- a. Any assessment shall be imposed uniformly on each residential unit in accordance with the Deed Restrictions.
- b. Maintenance Fees shall be made at a monthly rate in an amount no less than required to provide funds in advance for payment of the approved budget.

Section 4. Assessment Limitations

a. Annual Budget

All changes to the budget shall be subject to approval by a 51% vote of the membership voting in person or by Proxy at either the Annual Meeting or a special meeting called for that purpose.

By-Laws Continued

b. Non-budgeted Capital Improvements

Non-budgeted Capital Improvements in excess of Five Hundred Dollars (\$500.00) for a single item or for a single purpose shall be subject to approval by a 51% vote of the membership voting in person or by proxy at either the Annual Meeting or a special meeting called for that purpose.

Section 5. Common Areas

Individual Homeowners can not build upon nor make any changes to the common areas (property owned by Trouble Creek Villas Homeowners Association) without prior approval by a 51% vote of the membership voting in person or by proxy at either the Annual Meeting or a special meeting called for that purpose.

Section 6. Association Depository

The depository of the Association shall be one or more banks and/or Savings and Loan Associations insured by an instrumentality of the United States Government as shall be determined by the Board of Directors.

Section 7. Annual Audit

The Board of Directors shall cause an annual audit of the accounts of the Association by a committee selected by the Board. They shall affix their certification to the written report and make any recommendations for future fiscal operations.

Section 8. Fidelity Bonds

Fidelity Bonds shall be required of all officers of the Association handling or responsible for Association Funds. The amount of such bonds shall be determined by the Board of Directors and premiums on such bonds shall be a budget item.

ARTICLE VII

PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order shall govern the proceedings of the Trouble Creek Villas Homeowners Association in all cases not provided for in these By-Laws.

The By-Laws were examined and compiled by a committee, representative of the Troublecreek homeowners, and presented at a special meeting, on July 16, 1989, to the Troublecreek Villas Homeowners Association.

By agreement, the proposal for minor amendments, and legal review, prior to acceptance, was accomplished on July 24, 1989. A referendum by ballot was achieved on August 21, 1989 with a majority vote favoring acceptance of the By-Laws. The Board of Directors complied by adoption of the By-Laws on the 22nd of August, 1989.

These By-Laws may be amended at any annual or special meeting by a vote of 51% of the membership, in person or by proxy, provided that the amendment(s) shall have been published by written notice to the homeowners at least fifteen (15) days prior to the meeting.

TROUBLECREEK VILLAS BY-LAW COMMITTEE

Grace Daso
Rena Dalfino
Ross Weaver
Edward Nyeholt
Frank Cirone

TROUBLECREEK VILLAS HOMEOWNERS ASSOCIATION, INC.
BOARD OF DIRECTORS

Ted Wiczorek
Ted Wiczorek, President
Ted Wiczorek

John H. Schlotter, Vice President
John Schlotter

Charlotte Rossi, Secretary
Charlotte Rossi

Frank Cirone, Treasurer
Frank Cirone

Edward Nyeholt, 2nd Vice President
Edward Nyeholt

State of Florida
County of Pasco
Edward Nyeholt
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. FEB 25, 1990
BONDED THRU GENERAL INS. CO.

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FLORIDA