

By-Laws of Tomoka Oaks Homeowners Association, Inc.

Article I - Name

The name of this organization shall be TOMOKA OAKS HOMEOWNERS ASSOCIATION, INC., a corporation not for profit under Chapter 617 of the Florida Statutes, hereinafter called the Association.

Article II - Purposes

The Association has been organized for the purpose of administering an association of the residents of Tomoka Oaks, a subdivision located in Ormond Beach, Volusia County, Florida, and for the following purposes:

1. To beautify the community.
2. To make the community a more enjoyable and attractive place to live.
3. To provide members liaison with Tomoka Oaks Country Club management and with various governmental and other organizations.

Article III - Membership

Membership in the Association is open to a homeowner living in Tomoka Oaks, a subdivision located in Ormond Beach, Volusia County, Florida. Membership may be extended to a resident leasing a home. A homeowner shall automatically be admitted to membership upon payment of the annual dues as specified in the by-laws. Members three (3) months delinquent in dues for any fiscal year shall be dropped from membership, but payment of delinquent dues shall entitle such person to reinstate.

Meetings of the general membership shall be held annually in January at such time and place as is designated by the Board of Directors. The selection of new directors and officers shall be made at the January meeting.

Article IV - Dues

The annual dues shall be in the amount of Sixty (\$60.00) Dollars and are payable in January for the calendar year. Any new resident of the community joining after October 1st of any year shall be deemed a member in good standing for the following year.

No portion of the net income of the Association shall inure to the benefit of any officer, director, or member.

Article V - Board of Directors

The Board of Directors shall consist of approximately eight (8) directors composed of the four elected officers and the chairpersons or co- chairpersons of the standing committees as hereinafter described. Each member of the Board of Directors shall have voting privileges.

Regular meetings of the Board shall be held bi-monthly. Special meetings may be called by the president or by a majority of the Board or upon application made by fifteen (15) members.

The powers and duties of the Association shall be exercised by the Board of Directors, including those existing under common law and the statutes, the Articles of Incorporation and these by-laws, and, without limiting the generality of the foregoing, the following:

1. To establish appropriate special committees for the purpose of implementing the purposes of the Association.
2. To discuss the duties and objectives of the Association with the committee chairpersons and review progress reports at Board meetings.
3. To review and approve proposed budgets of all committees.
4. To appoint a person to review the financial records of the Association on or before January 15 of each year.
5. Upon the vacancy of a position on the Board of Directors, to approve the appointment by the president of a successor director for the unexpired term.

The Board of Directors shall indemnify every current or former director and every current or former officer of the Association against expenses, losses, costs and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him/her in conjunction with any proceeding to which he/she may be a party, or in which he/she may become involved by reason of his/her being or having been a director or officer of the Association, except in such cases wherein the person is adjudged guilty of malfeasance or willful misfeasance in the performance of his/her duties.

Article VI - Officers

The executive officers of the Association shall be the president, vice president, treasurer and secretary, all of whom shall be elected at the January meeting of the Association.

President. The president shall be the chief executive officer of the Association. He/she shall preside at all meetings; establish necessary committees and appoint chairpersons with the approval of the Board; and appoint successors for vacancies which occur on the Board of Directors.

Vice President. The vice president shall assist the president in any way, assume the president's duties in his/her absence, and in the event of the president's resignation or disability, succeed to the office for the unexpired term. He/she shall also provide members liaison with Tomoka Oaks Country Club management and with various governmental and other organizations.

Secretary. The secretary shall keep minutes of all meetings, and prepare and distribute the Association's newsletters.

Treasurer. The treasurer shall be custodian of the funds of the Association; he/she shall pay out funds only upon the order of the Board, with checks over One Thousand (\$1,000.00) Dollars countersigned by the president or vice president; shall maintain a

current list of paid members; and make an annual report of receipt and disbursements at the January meeting.

Article VII - Standing Committees

There shall be the following standing committees:

Beautification Committee. This committee shall work to beautify the community, including the maintenance of shrubbery and plant life and the sprinkler systems situated on the areas of common interest to the residents of the community.

Directory Committee. This committee shall prepare, have printed, and distribute to members the annual Directory of the residents of the community. It is also responsible for the sale of ads to appear in directory

Membership Committee. This committee shall work to solicit members for the Association and it shall prepare and continuously maintain a current listing of all homeowners in the community.

Article VIII - Nominations and Elections

Any member desiring to be nominated for an office or as a chairperson of a standing committee hereinafter referred to as chairperson, may submit his/her name for consideration to the Board of Directors. The Board of Directors shall select a three (3) member nominating committee, consisting of two (2) members of the Board of Directors and one (1) member-at-large from the general membership. A nominating committee shall be selected before the end of each calendar year. The proposed slate of chairpersons and officers shall be submitted to all members at least two (2) weeks prior to the January elections. In addition to the recommendations of the nominating committee, nominations from the floor shall be permitted at the time of the election. The consent of each candidate must be obtained prior to his/her name being placed in nomination. Selections of chairpersons and officers shall be by a majority vote of the membership present at the annual January meeting. All officers and chairpersons selected in January shall assume their duties by February 1. Officers may succeed themselves for one (1) term, if nominated.

Voting shall be by written ballot and counted by two (2) members appointed by the president at the time of the meeting. If not more than one (1) candidate per office is nominated, then there may be a voice vote.

Article IX - Amendments

These by-laws may be amended at any regular or special meeting of the Association by a majority vote, provided a copy of the proposed amendment or amendments has been furnished to each member two (2) weeks in advance of the meeting at which the proposed amendment or amendments are to be voted upon.

Article X - Miscellaneous

The parliamentary authority in all matters not specifically covered by these by-laws shall be in accordance with "Robert's Rules of Order, Revised."