

Sugarmill Woods Civic Association, Inc.  
(A Florida Not-For-Profit Corporation)

#### Article I IDENTITY AND PURPOSES

These are the Bylaws of the Sugarmill Woods Civic Association, Inc., hereinafter called the "Association," a Corporation, Not for Profit organized under the laws of the State of Florida and the Articles of Incorporation of the Association.

The purposes of the Association are to promote maintenance of the desirable features of Sugarmill Woods and Southern Woods, Citrus County, Florida, as residential communities; to enhance health, welfare, security and other community services through information and voluntary activity; to monitor public utilities; to foster harmonious relationships within the community; to maintain liaison with governmental and nongovernmental entities having functions related to these purposes; and to perform such other duties as may be assigned by its membership.

#### Article II ADDRESS

The mailing address of the Association shall be:  
SUGARMILL WOODS CIVIC ASSOCIATION,  
INC. 108 Cypress Blvd. West, Homosassa FL  
34446

#### Article III FISCAL YEAR

The fiscal year of the Association shall be the calendar year.

#### Article IV MEMBERSHIP

Section 1: Membership in the Association shall be open to all persons having legal or equitable title to real property, including one or more lots, individual homes or condominium units in Sugarmill Woods or Southern Woods, Citrus County, Florida.

a. Any individual owner, group of owners or corporation is limited to one vote regardless of the number of lots or parcels owned.

b. When there is more than one owner of a lot or parcel, those owners shall designate one of

their number as the voting member.

Section 2: An applicant shall be admitted to membership in the Association by submitting a completed application form and paying the annual dues currently in effect. The completion and submission of the application is an acknowledgement of legal or equitable title to property in Sugarmill Woods or Southern Woods.

#### Article V DIRECTORS

Section 1: The affairs of the Association shall be managed by a Board of Directors comprised of not less than six (6) Directors. The immediate past President shall be a voting member of the Board. Each director must be a member of the Association.

Section 2: Directors of the Association shall be elected by printed secret ballot at the Annual Meeting of the voting members and shall continue to serve until their successors have been qualified. If there is but one (1) nominee for each office, the secretary may be instructed to cast the ballot for every nominee. Directors may be removed for good cause.

Section 3: The members of the Association shall elect Directors for a three-year term. Directors who do not complete their terms will be replaced by the Board of Directors from the Association members to fill out the unexpired term. Directors may not serve more than two successive terms except the immediate past President who may serve another term.

Section 4: A. A Nominating Committee comprised of five members of the Association shall be appointed by the President with the approval of the Board of Directors, at least ninety (90) days prior to the Annual Meeting of the Association. The slate of nominees shall be posted in a public place in the community and also mailed with the meeting notice as per Article VI, Section 4, of these Bylaws. This Committee shall be dissolved immediately after the election has been completed.

Section 4: B. Further nominations may be presented to the Board of Directors by a petition signed by sixty (60) members. Such a nomination must be presented at least ten (10)

days prior to the Annual Meeting. After the Association Secretary has verified the the nomination will be posted in a public place in the community.

#### Article VI MEETINGS

Section 1: The Annual Meeting of the Association will be held in January at a place and time selected by the Board of Directors.

Section 2: Special meetings of the members may be called by the President, or by a majority of the Board of Directors, or upon a written request to the President signed by not less than ten (10%) percent of the voting members of the Association.

Section 3: The Board of Directors shall designate the time and place of all regular and special meetings.

Section 4: Notice of all members meetings shall state the time and place and the reason the meeting is being called, other than the Annual Meeting. Such notice shall be in writing to each resident member via a general mailing to local residents, and to each non-resident member who has requested off-site mailings at his address as it is registered on the books of the Association. The notice shall be mailed to each voting member not less than fifteen (15) days nor more than forty-five (45) days prior to the meeting. On issues that require member votes, proxies may be submitted. The proxies must be received for verification by the Secretary at least forty-eight (48) hours prior to the meeting.

Section 5: The members present at a meeting shall constitute a quorum.

Section 6: The Board of Directors shall hold not less than four (4) meetings per year on a quarterly basis and a majority of the Directors shall constitute a quorum.

Section 7: The order of business at the meetings shall follow normal procedures. Robert's Rules of Order, latest edition, shall be the guide in case of procedural disputes. Minutes shall be kept of all meetings. These are to be retained by the Secretary's office for a period of seven (7) years.

signatures,

#### Article VII OFFICERS

Section 1: The Officers of the Association shall be a President, Vice President, Secretary and Treasurer. They shall be elected annually from a Board of Directors at their first meeting, following the Annual Meeting of the Association.

Section 2: The President shall be the principal executive officer of the Association. Subject to the decisions of the Board of Directors, he or she shall supervise and control the business and affairs of the Association. He or she shall preside at all meetings of the Directors and the Association. The immediate past President may serve one term in an ex-officio capacity should his or her term as a Board member expire at the end of his or her tenure as President.

Section 3: The Vice President shall perform the duties of the President when the President is absent or unable to act.

Section 4: The Secretary shall prepare and keep minutes of all Meetings of the Board and Association, and shall have general charge of the records of the Association.

Section 5: The Treasurer shall have custody of the funds of the Association, and keep its financial records and prepare its Annual Budget for Board approval. The Treasurer shall be bonded in an amount determined by the Board of Directors.

#### Article VIII COMMITTEES

Section 1: The Board of Directors will determine the committees required to operate the Association effectively.

Section 2: Each Committee Chairperson, whether permanent or temporary, shall be responsible to the President.

#### Article IX MANAGEMENT, FINANCE AND RECORDS

Section 1: Members shall pay annual dues for their membership at a rate determined by the

Board of Directors. Dues shall be payable on the first day of January each year. Dues received after September 1 will be credited to the following fiscal year.

Section 2: The Board of Directors shall have the general control and management of the financial affairs of the Association. Expenditures by the Board of Directors shall be within the Budget developed and approved by the Board. Any additional expenditures other than on the approved budget shall not exceed One Thousand (\$1,000.00) Dollars unless approved by a vote of sixty (60%) percent of the Board of Directors in attendance at a duly called meeting.

Checks drawn on the Association must be signed by two (2) of the Officers, preferably the President and the Treasurer. The President is authorized to make necessary expenditures not to exceed One Thousand (\$1,000.00) Dollars without further authorization from the Board of Directors.

Section 3: The Association shall keep correct and complete books and records of account, and shall keep minutes of the proceedings of the Board of Directors. A complete and current record of all the names of all members and their most recent addresses shall be kept, which shall be used in verifying voting privileges and for official mailings.

Section 4: All books and records of the Association may be inspected by any member or his authorized agent or attorney, for any purpose at any reasonable time.

Section 5: No part of any income of the Association shall inure to the benefit of any member, Officer or Director. Members should be reimbursed for all budgeted or approved expenses incurred on behalf of the Association.

#### Article X AMENDMENTS

Amendments to the Bylaws shall be proposed and adopted in the following manner:

Section 1: Written notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered and such notice shall be delivered to each voting member at least thirty (30) days prior to the meeting.

Section 2: A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by a minimum of ten (10%) percent of the voting members of the Association as signatories to the petition proposing such amendment. Resolutions proposing adoption of amendments must be adopted by not less than sixty (60%) percent of the voting members present and/or by proxy at the meeting at which such resolution is considered.

#### Article XI ADOPTION

The original text of these Bylaws was adopted February 13, 1990. Amendments have been approved in accordance with Article X, Section 2, on April 13, 1993, April 20, 1994, January 11, 1995, October 16, 1995, January 19, 1999, January 18, 2000, January 15, 2002, January 18, 2005, and January 16, 2006.