

The Bylaws of
The Coral Ridge Country Club Estates Homeowners Association, Inc.

ARTICLE 1
GENERAL

Section 1. The name of the corporation, hereinafter called the "Association," shall be CORAL RIDGE COUNTRY CLUB ESTATES HOMEOWNERS ASSOCIATION, INC, as chartered under the state of Florida, hereafter referred to as the "ASSOCIATION" or "CRCCE HOA", doing business as Coral Ridge Country Club Estates Community Association.

Section 2. The office of the Association shall be located at such place or places as the Board of Directors, may from time to time determine.

ARTICLE II
PURPOSE

The purpose of the Association is to represent property owners, to protect their interests and to aid and advance the development and improvement of the community, and to foster and enhance the quality of life of all residents living within the boundaries described below.

The Coral Ridge Country Club Estates Homeowners Association members and their residence(s) shall be located within the following boundaries:

NORTH OF OAKLAND PARK BOULEVARD
WEST OF THE INTRACOASTAL WATERWAY
EAST OF FEDERAL HIGHWAY
SOUTH OF COMMERCIAL BOULEVARD

ARTICLE III
MEMBERSHIP

Section 1. Membership shall consist exclusively of RESIDENTIAL property owners upon full payment of dues. The Board of Directors shall be the sole judge as to eligibility and the right to continue membership of any individual in the Association. Where individual residential property is owned by more than one person there shall be one vote per address. Condominium buildings shall be entitled to one vote per building address, to be cast by the Condominium President or designee, subject to that Condominium board's approval.

However, in the event of the death of any member owning a residential property held in joint ownership by not more than two people, the surviving owner shall be entitled to vote.

Section 2. Any member voting for the election of Board Members must be in good standing with dues paid prior to the election.

Section 2a. The term "property owner" is hereby defined as an owner of a residential property. As used in these By-Laws and in the Articles of Incorporation, in relation to membership voting, "Residential"

property shall mean property used primarily for personal, family or household use of the owner or property rented by the owner to others for personal, family or household use. Condominium ownership or other multifamily use or form of ownership shall be deemed to constitute one "Parcel" or unit of property for purposes of voting.

Section 3. Membership in the Association shall continue, so long as the residential parcel is owned by the member, and shall terminate upon transfer of title thereof (unless assigned in accordance with Section 6 hereof). Membership shall also terminate for non-payment, in the manner set forth elsewhere in this Article.

Section 4. To maintain membership in the Association, each member shall pay the current minimum Annual Dues as set by the Board per Article VIII hereof.

Section 5. The Secretary or Treasurer shall be responsible for Dues Notification via the official publication and/or the website of the Association or other electronic method.

Section 6. An Association membership is non-transferable other than upon the sale of the Member's property associated with the membership as follows: (a) to the new owner of the Member's property; or (b) to another property owned by the Member. If a Member intends to transfer its membership pursuant to this Section, the Member must notify the Board of Directors in writing within 30 days of the sale of the Member's property associated with the membership.

Section 7. Upon dissolution of the Association for any cause, the members in good standing at the time of such dissolution shall be entitled to participate in distribution assets on a pro-rata basis, to wit, one distributive share per residential parcel.

ARTICLE IV OFFICERS AND BOARD MEMBERS

Section 1. The officers of the Association shall consist of the PRESIDENT, VICE PRESIDENT, SECRETARY, and TREASURER.

Section 2. There shall be a governing board of the Association consisting of no less than seven (7) and no more than thirteen (13) elected Board members, except in the event of a tie vote as contemplated in Article XIII, Section 3, called the Board of Directors, or the "Board". No action of any officer or Board member shall be binding upon the Association without express approval of the Board. Board approval shall consist of a simple majority vote of the Board where a quorum is present. In the absence or inability of any officer or Director to act for the remainder of his or her term, the Board of Directors by a majority vote of its members may appoint a successor for the remaining term.

Section 3. The term of Board members shall run for three (3) years following their Installation at the Annual Meeting. No Board member shall serve more than three (3) consecutive terms as an officer (President, Vice President, Secretary, Treasurer) in that same capacity. Each Board member may serve until a successor is elected unless earlier removed in accordance with these Bylaws.

Section 4. A person seeking to run for Board membership must be a member in good standing and be current on annual dues paid to the Association.

Section 5. In order to serve on the Board, you must be a member in good standing with dues paid.

Section 6. Any Director or Officer may be removed for proper reason by a vote of two thirds by the full Board of Directors at a special meeting called for such purpose. Proper reason shall include, but not limited to, malfeasance of funds, deliberate or purposeful misconduct, misrepresentation, failure to be a member in good standing, or other action not in keeping with the Association Bylaws or reasonable standards. Such person shall be given notice of this special meeting and its purpose.

Section 7. Officers shall be appointed by the membership of the Board of Directors.

ARTICLE V **DUTIES OF THE OFFICERS**

Section 1. The President shall preside at all meetings of the Association and Board of Directors and may call special meetings. The President shall also appoint all committees subject to the approval of the Board of Directors. In the President's absence or inability to act, the next senior officer shall reside and act in the President's behalf.

Section 2. The Vice-President shall assume the duties of the President in the absence of the latter.

Section 3. The Secretary shall keep the records of the organization and the minutes of all Membership, Special, and Board meetings.

Section 4. The Treasurer shall be responsible for receiving and depositing dues money. In addition, the Treasurer is responsible for receiving and maintaining bank deposit statements and any other money receipts that shall belong to the organization. The Treasurer is responsible for maintaining the Association's checkbook. The Treasurer shall keep an accounting system itemizing all receipts and disbursements, corresponding to an "Income Statement." The Treasurer shall present a complete and thorough report of the Organization's financial status at each meeting.

The Treasurer and one other officer designated by the Board of Directors may be authorized to sign checks. All checks shall be supported by appropriate vouchers or invoices. Any expenditure over \$5,000.00 shall be approved by a majority of the Board members.

Section 5. The Secretary shall prepare and distribute correspondence related to the business of the Association as directed by the Board of Directors. He or she shall also notify Board Members of upcoming meetings or any other event requiring Board member attendance. The agenda and minutes will be read at the beginning of each Board meeting.

Section 6. For the purpose of implementing seniority described in this article, the following is the ranking of the senior Officers:

1. President
2. Vice President
3. Secretary
4. Treasurer

ARTICLE VI

MEETINGS

Section 1. General Membership Meetings

There shall be a minimum of one (1) general membership meeting each fiscal year held during the first or the second quarter of the current year at a location designated by the Board of Directors. A quorum shall consist of 15 paid members in attendance.

Section 2. Board of Directors Meetings

The Board of Directors shall meet as needed at the discretion of the Board, at a time, date, and place called by the President or in the President's absence, or inability to act, the next senior Officer. A quorum shall consist of a simple majority of 50% of the Board plus one.

Members who are in good standing, not officers or Board Members, may attend and observe but not address the Board without permission and approval of the Board. Courtesy shall be extended to all attendees.

Section 3. Special Meetings

A special meeting may be called by the President, or in the President's absence or inability to act, by the next senior officer. Such meetings are subject to approval by the Board of Directors. A quorum shall consist of a simple majority of 50% plus one for all meetings of those in attendance.

Section 4. Annual Meeting

The Annual Meeting shall be held for the purpose of installing the Board of Directors and updating the community of current issues.

ARTICLE VII

AMENDMENTS

The bylaws may only be amended by the following process:

- 1) Appointed committee by the President.
- 2) The committee is to be made up of not less than two Board members nor more than four Board members.
- 3) Proposed amendments are to be approved by a majority of the Board at a meeting in which a quorum of Board members is present.
- 4) Final draft of proposed amendment to be reviewed by legal counsel before being adopted by the Board.

ARTICLE VIII

ANNUAL DUES

Annual Dues for members will be approved by a majority of the Board at a meeting in which a quorum of Board members is present.

ARTICLE IX COMMITTEES

Ad hoc Committees will be appointed by the President as needed. No less than two Board members and no more than six Board members will make a committee. Committees may also include members of the Association who are not on the Board of Directors.

ARTICLE X ATTENDANCE

Any Board member who misses two (2) Board meetings in a calendar year, without good cause shall forfeit their position on the Board of Directors. Good cause shall be determined by the President. Board Members wishing to make a good faith effort to participate in attending the Board meetings, may do so by telephone, or other electronic methods.

ARTICLE XI PROXY VOTE

A Proxy vote will be given to the Secretary by a Board member to record his or her vote at regular Board Meetings at their direction. If no direction is given in the Proxy on how to vote, the Secretary may cast the vote how she or he wishes.

ARTICLE XII INDEMNIFICATION

Any Board member, Officer or employee of the Association served with process and made a party to any action or proceeding, whether civil or criminal, by reason of the fact that he / she is or was a Board member, or Officer, or employee of the Association, shall be and hereby is indemnified by the Association against all judgements, fines, amounts paid in settlement and reasonable expenses including attorney's fees actually and necessarily incurred as a result of any such action or proceeding, or any appeal therein, to the full extent permitted and in the manner prescribed by law.

ARTICLE XII PARLIMENTARY AUTHORITY

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised, shall govern this Association in all cases to which they are applicable, and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

Section 2. The President of the Board with majority Board approval will appoint a Board Member as "Parliamentarian" to serve no more than 3 consecutive terms in this capacity. He or she will give guidance on parliamentary rules, procedures and bylaws.

ARTICLE XIII NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section 1. The Members will be advised by written publication and / or electronic methods in the month

of September that the Board is seeking candidates to run for the upcoming open seats on the Board.

Section 1a. Anyone wishing to become a member of the CRCCE Homeowners Association Board of Directors shall submit their resume to the Vice-President of the Board by November 1st for the upcoming year, or such other date as is approved by the Board. The Vice President will vet applicants for eligibility and present to the full Board the resumes of all applicants who meet the requirements to be a member of the Board. The Board will review all resumes and present, by written publication and / or electronic methods, a slate of recommended candidates to the full membership for vote in the first quarter of the year and, in any event, prior to the Annual Meeting. Voting will take place at a time and using a method (electronic, paper ballot, voice, remote, in person, etc.) as determined by the Board in the first or second quarter of the year.

Section 2. The results of the election shall be announced by the President or presiding officer at the Annual Meeting. The open Board seat(s) will be filled by the candidate(s) receiving the most votes. For example, if there are three open Board seats, the top three vote recipients will fill those three seats. The new Board members shall be sworn in and assume office immediately following the Annual Meeting. The votes will be counted by two Board members not running for office.

Section 3. In the event of a tie vote for a Board seat both members will be elected.

Section 4. The selection of Officers shall be made no later than the next Board meeting. The newly elected Board shall convene its first meeting within thirty (30) days to elect from its membership the Officers described in Article III. Section 1. The election results shall then be published in the next association newsletter and/or posted on the CRCCE website.