

1 BYLAWS  
 2 Of  
 3 LAKESIDE WOODS ASSOCIATION, INC.  
 4 AS REVISED APRIL 4, 2001  
 5 A corporation not for profit  
 6 under the laws of the State of Florida  
 7

8  
 9 The Bylaws of Lakeside Woods Association, Inc. are recorded in O. R. Book 2563, page  
 10 1821, et seq., and amended by Instrument #1999059255 5 PGS, and Instrument #2000158751, 1  
 11 PG, and Instrument # 2001055584 1 PG of the Public Records of Sarasota, Florida.  
 12



13  
 14  
 15 1. Identity. These are the Bylaws of LAKESIDE WOODS ASSOCIATION, INC., a  
 16 corporation not for profit under the laws of the State of Florida (herein called the " Association"),  
 17 the Articles of Incorporation of which were filed in the office of the Secretary of State of Florida  
 18 on July 22, 1993. The Association has been organized pursuant to the Florida Statutes, for the  
 19 purpose of administering, operating and managing Lakeside Woods Subdivision, a Subdivision  
 20 (herein the "Subdivision"), which is located upon certain lands in Sarasota County, Florida.  
 21

22 1.1 The address of the Association shall be 1200 Lakeside Woods Drive, Venice,  
 23 Florida 34285.

24  
 25 1.2 The fiscal year of the Association shall be the calendar year.  
 26

27 1.3 The seal of the corporation shall bear the name of the corporation, the word  
 28 ."Florida", and the words "Corporation not for profit" and the year of incorporation, an  
 29 impression of which is as follows:  
 30

31 2. Members' meetings.  
 32

33 2.1 The annual members' meeting shall be held in the Pinebrook clubhouse or  
 34 such other place as may be stated in the notice on a day and time during the month of February  
 35 each year as set by the Board of Directors for the purpose of electing Officers and transacting any  
 36 other business authorized to be transacted by the members. The members shall meet at least once  
 37 in each calendar year .  
 38

39 2.2 Special members' meetings shall be held whenever called by the President or  
 40 Vice President or by a majority of the Board of Directors, and must be called by such officers  
 41 upon a written request from three (3) lots/units. A special meeting of lot owners to recall a  
 42 member or members of the Board may be called by at least three (3) lots/units giving notice of  
 43 the meeting as required for a meeting of lot owners, which notice must state the purpose of the  
 44 meeting.  
 45

46 2.3 Notice of all members' meetings stating the time and place and the purpose  
 47 for which the meeting is called shall be given by the President or Vice President or Secretary  
 48 unless waived in writing. Such notice shall be in writing to each member at his address as it  
 49 appears on the books of the association and shall be mailed not less than fourteen ( 14) days nor  
 50 more than thirty (30) days prior to the date of the meeting. Proof of such mailing shall be given

1                   2.5 Voting.  
2

3                   2.5.1 In any meeting of members the owners of lots in the subdivision  
4 shall be entitled to cast one vote for each lot (voting interest), unless the decision to be made is  
5 elsewhere required to be determined in another manner.  
6

7                   2.5.2 The vote of the owners of lots owned by more than one (1) person or  
8 by a corporation or other entity shall be cast by the person named in a certificate signed by all of  
9 the owners of the lot and filed with the Secretary of the Association. Such certificate shall be  
10 valid until revoked by a subsequent certificate. If such a certificate is not on file, the owner in  
11 attendance at the meeting shall cast the vote or if more than one owner is in attendance, the  
12 owner designated by those in attendance shall cast the vote.  
13

14                   2.6 Proxies. Votes may be cast in person or by proxy. Any person who has  
15 reached his majority may be named a proxy. A person named a proxy need not be a lot owner. A  
16 proxy may be made by person entitled to vote and shall be valid only for the particular meeting  
17 designated in the proxy and must be filed with the Secretary before the appointed time of the  
18 meeting or any adjournment of the meeting.  
19

20                   2.7 Adjourned meetings. If any meeting of members cannot be organized  
21 because a quorum has not attended, the members who are present, either in person or by proxy,  
22 may adjourn the meeting from time to time until a quorum is present.  
23

24                   2.8 The order of business at annual members' meetings and as far as practical at  
25 other members' meetings shall be:  
26

27                   2.8.1 The President or Vice President shall chair the members' meetings,  
28 including the annual members' meeting. In the absence of President and Vice President, a  
29 Chairperson must be elected.  
30

31                   2.8.2 Calling of the roll and certifying of proxies.  
32

33                   2.8.3 Proof of notice of meeting or waiver of notice.  
34

35                   2.8.4 Reading and disposal of any unapproved minutes.  
36

37                   2.8.5 Reports of officers.  
38

39                   2.8.6 Report of committees.  
40

41                   2.8.7 Appointment of two election inspectors by President or Chairperson.  
42

43                   2.8.8 Election of directors.  
44

45                   2.8.9 Unfinished business.  
46

47                   2.8.10 New business.  
48

49                   2.8.11 Adjournment.  
50

1           3.2 Number and Term. The Board of Directors shall consist of not less than three  
2 nor more than five Officers. When the members elect their first Board of Directors the number of  
3 Directors shall be three. The term of each Officer shall be two years.  
4

5           3.3 Election of Officers shall be conducted in the following manner:  
6

7                   3.3.1 Election of Officers shall be held at the annual members' meeting.  
8

9                   3.3.2 A nominating committee of five (5) members shall be appointed by  
10 the Board of Directors not less than sixty (60) days prior to the annual members' meeting. The  
11 committee shall nominate at least one person for each position then being served whose term of  
12 office is expiring. Nominations may be made from the floor at the annual members' meeting.  
13

14                   3.3.3 No more than one person residing in each lot/unit and in any other  
15 dwelling may serve on the Board during the same term of office.  
16

17                   3.3.4 The election shall be by ballot (unless dispensed with by unanimous  
18 consent of the members). Each eligible person voting shall be entitled to cast one vote for each  
19 Office vacancy.  
20

21                   3.3.5 Except for vacancies caused by the removal of Officers by members,  
22 vacancies on the Board of Directors occurring between annual meetings of the members shall be  
23 filled from the membership by a vote of the remaining Officers.  
24

25                   3.3.6 Any Officer may be removed with or without cause by the vote or  
26 agreement in writing by a majority of all lot/units. The vacancy in the Board of Directors so  
27 created shall be filled by the members of the association at the same meeting.  
28

29                   3.3.7 An Officer who cannot attend a scheduled meeting is encouraged to  
30 contact the presiding Officer to discuss any concerns/opinions about agenda items. An absent  
31 Officer may utilize a conference telephone call in order to vote on a specific agenda item over the  
32 telephone. A conference telephone call is sufficient to obtain a quorum at a board meeting.  
33

34           3.4 The organization meeting of a newly-elected Board of Directors shall be held  
35 within ten (10) days of their election at such place and time as shall be fixed by the directors at  
36 the meeting at which they were elected.  
37

38           3.5 Regular meetings of the Board of directors may be held at such time and  
39 place as shall be determined by a majority of the Directors. Notice of regular meetings and copies  
40 of agendas shall be given to each Director, personally or by mail, telephone or telegraph, at least  
41 seven (7) days prior to the date named for such meeting.  
42

43           3.6 Special meetings of the directors may be called by the President and must be  
44 called by the Secretary at the written request of one-third of the directors. Notice of special  
45 meetings shall be given personally or by mail, telephone or telegraph, at least three (3) days prior  
46 to the day named for such meeting, which notice shall state the time, place and purpose of the  
47 meeting.  
48

49           3.7 Directors Meeting Open. All meetings of the Board of Directors shall be  
50 open to all members.

1           3.10 A quorum at directors' meetings shall consist of a majority of the entire  
2 Board of Directors. The acts approved by a majority of those present at a meeting at which a  
3 quorum is present shall constitute the acts of the Board of Directors, except when approval by a  
4 greater number of directors is required by the Articles of Incorporation or these Bylaws.  
5

6           3.11 Adjourned Meetings. If at any meeting of the Board of Directors there is  
7 less than a quorum present, the majority of those present may adjourn the meeting from time to  
8 time until a quorum is present. At any adjourned meeting any business that might have been  
9 transacted at the meeting as originally called may be transacted without further notice.  
10

11           3.12 Joinder in Meeting by Approval of Minutes. A director may join in the  
12 action of a meeting by signing and concurring in the minutes of that meeting but such  
13 concurrence may not be used for the purpose of determining a quorum.  
14

15           3.13 The presiding officer of Board of Directors' meetings shall be the President  
16 or the Vice President. In the absence of the President and Vice President a chairperson must be  
17 elected.  
18

19           3.14 The order of business at Board of Directors' meetings shall be:  
20

21                   3.14.1 Calling of roll.  
22

23                   3.14.2 Proof of due notice of meeting.  
24

25                   3.14.3 Reading and disposal of any not approved minutes  
26

27                   3.14.4 Treasurer's report.  
28

29                   3.14.5 Report of other officers and committees.  
30

31                   3.14.5 Election of officers.  
32

33                   3.14.6 Unfinished business.  
34

35                   3.14.7 New business.  
36

37                   3.14.8 Open discussion.  
38

39                   3.14.9 Adjournment.  
40

41           3.15 Compensation. Officers shall not receive compensation for their services as  
42 such.  
43

44           3.16 Action Taken Without a Meeting. The Board of Directors shall have the  
45 right to take any action in the absence of a meeting which they could take at a meeting. The  
46 unanimous affirmative vote of all the directors, as determined by a poll of all the directors by the  
47 secretary, shall be necessary to approve any action in this manner. Any action so approved shall  
48 have the same effect as though taken at a meeting of the Board of Directors. Actions taken  
49 without a meeting, the vote thereon, and the vote of each director shall be recorded in the  
50 minutes of and reported at the next Board of Directors meeting.

1           5. Officers.  
2

3           5.1 The executive officers of the Association shall be a President, a Vice  
4 President, a Treasurer, a Secretary and a Grounds Chairperson all of whom shall be elected for a  
5 specific position and shall serve as the Board of Directors. The Board of Directors from time to  
6 time shall elect such other officers and designate their powers and duties as the Board shall find  
7 to be required to manage the affairs of the Association.

8           5.2 The President shall be the chief executive officer of the Association. He shall  
9 have all of the powers and duties usually vested in the office of President of an Association,  
10 including but not limited to the power to appoint committees from among members from time to  
11 time, as he in his discretion may determine appropriate, to assist in the conduct of the affairs of  
12 the Association.

13  
14           5.3 The Vice President in the absence or disability of the President shall exercise  
15 the powers and perform the duties of the President. He also shall assist the President generally  
16 and exercise such other duties as shall be prescribed by the President  
17

18           5.4 The Secretary shall keep the minutes of all proceedings of the directors and  
19 members. He shall attend to the giving and serving of all notices to the members and directors  
20 and other notices required by law. He shall have custody of the seal of the Association and affix  
21 it to instruments requiring a seal when duly signed. He shall keep the records of the Association  
22 except those of the Treasurer, and shall perform all other duties incident to the office of Secretary  
23 of an association and as may be required by the Directors or the President.  
24

25           5.5 The Treasurer shall have custody of all property of the Association, including  
26 funds, securities and evidence of indebtedness. He shall keep the books of the Association in  
27 accordance with good accounting practices; and he shall perform all other duties incident to the  
28 office of Treasurer.  
29

30           5.6 The Grounds Chairperson shall be responsible for the maintenance of  
31 common grounds and all other grounds owned by individual homeowners, including turf,  
32 shrubbery, trees, plantings and sprinkler systems. He shall carry out routine responsibilities in  
33 keeping with approved budget items and contracts with approved vendors. In all cases  
34 maintenance decisions must reflect all requirements of existing covenant and restrictions.  
35 Expenses in excess of the annual budget must be approved by the Board of Directors.  
36

37           5.7 The compensation, if any, of all the employees of the Association shall be  
38 fixed by the Board of Directors.  
39

40           5.8 Any Officer may be removed by a vote of not less than a majority of the  
41 members, at a special meeting called for that purpose.  
42

43           6. Fiscal Management. The provisions for fiscal management of the Association set forth  
44 in the Declaration of Covenants and Restrictions and Articles of Incorporation shall be  
45 supplemented by the following provisions:  
46

47           6.1 Annual Budget. The Board of Directors shall adopt a budget for each calendar  
48 year that shall include the estimated funds required to defray the anticipated current common  
49 operating expenses and unpaid operating expense previously incurred and to provide and  
50 maintain funds for the maintenance reserves according to good accounting practices.

1           6.3 The depository of the Association shall be in such bank or banks as shall be  
2 designated from time to time by the Board of Directors and in which the monies of the  
3 Association shall be deposited. Withdrawal of monies from such accounts shall be only by  
4 checks signed by such persons as are authorized by the directors.  
5

6           7. Parliamentary Rules. Roberts' Rules of Order (latest edition) shall govern the conduct  
7 of Association meetings when not in conflict with the Declaration of Covenants and Restrictions,  
8 Articles of Incorporation, or these Bylaws.  
9

10          8. Amendments. These Bylaws may be amended in the following manner:  
11

12           8.1 Notice of the subject matter of a proposed amendment shall be included in the  
13 notice of any meeting at which a proposed amendment is considered.  
14

15           8.2 A resolution adopting a proposed amendment be proposed by either the Board  
16 of Directors of the Association or the members. Directors not present in person or by proxy at the  
17 meeting considering the amendment may express their approval in writing, providing such  
18 approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided,  
19 such approvals must be either by:  
20

21                   8.2.1 by not less than 65% of the votes of the entire membership of the  
22 Association; or  
23

24                   8.2.2 until the first election of directors, by all of the members of the first  
25 board of directors.  
26

27           8.3 Proviso. Provided, however, that no amendment shall discriminate against  
28 any lot owner unless the lot owner so affected shall consent and no amendment shall be made  
29 that is in conflict with the Articles of Incorporation or the Declaration of Covenants and  
30 Restrictions.  
31

32           8.4 Execution and Recording. A copy of each amendment shall be attached to a  
33 certificate certifying that the amendment was duly adopted as an amendment of the Bylaws,  
34 which certificate shall be executed by the appropriate officers of the association with the  
35 formalities of a deed.  
36

37          9. Minutes. Minutes of all meetings of the members and all meetings of the Board of  
38 Directors shall be kept in a book and shall be available for inspection by lot owners and board  
39 members and their authorized representatives at all reasonable times. All minutes shall be  
40 retained for a period of not less than seven (7) years.  
41

42          10. Rules and Regulations. The Board of Directors may adopt reasonable rules and  
43 regulations to be uniformly applied to all members governing the details of the operation and use  
44 of the common elements.  
45  
46