

Prepared by and Return to:
Karen Wonsetler, Esq.
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860 North Orange Ave.
Suite 135
Orlando, FL 32801
407-770-0846

Cross Reference:
ORB 1271 Page 2438 [CCRs]
ORB 4295 Page 2379 [A&R Bylaws]
Osceola Co., FL

AMENDMENT TO THE BYLAWS
FOR REMINGTON MASTER HOMEOWNERS ASSOCIATION, INC.

RECITALS:

WHEREAS, the Declaration for the Association recorded in Osceola County, Florida O.R. Book 1271, Page 2438 and its Amended & Restated Bylaws were recorded in O.R. Book 4295 Page 2379 after all relevant Articles of Merger were filed with the Secretary of State, Division of Corporations, applicable to the properties described therein; and,

WHEREAS, Section 11.3 of the Amended & Restated Bylaws [hereinafter "Bylaws"] states that the Bylaws can be amended upon receiving the affirmative vote of a majority of the votes of the Board of Directors.

WHEREAS, at the **Board of Directors Meeting on March 3, 2022, the Board voted in the affirmative in favor of the Amendment as set forth herein**; and,

NOW THEREFORE, in consideration of the premises herein and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Bylaws are hereby amended, modified and supplemented as follows:

SEE ATTACHED EXHIBIT "A"

Reaffirmation. Except as expressly modified hereby, all terms and provisions of the Declaration are hereby ratified, confirmed and shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to be executed as of the day and year first above written.

WITNESSES:

Print Name: Daniel Espinosa

"Association"
**REMINGTON MASTER HOMEOWNERS
ASSOCIATION, INC.**

Print Name: Kathryn Hinton

By: _____ [Seal]

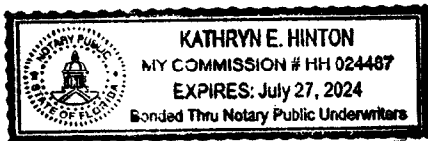
Print Name:

Title: R V.P.

STATE OF FLORIDA
COUNTY OF Osceola

I HEREBY CERTIFY that on this day personally appeared before me, Rendon Miller, as the authorized agent and Vice President of, REMINGTON MASTER HOMEOWNERS ASSOCIATION, INC., a Florida not for profit Corporation, to me well known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same on behalf of the corporation.

WITNESS my hand and the official seal this 23 day of March, 2022.



Kathryn Hinton
Notary Public, State of Florida
My commission expires: July 27, 2024

(NOTARY SEAL)

Exhibit "A"

Underscored text is NEWLY ADDED language and ~~Strikethrough~~ is DELETED language. If the amended text is so extensive, then a notation shall be made as to the full DELETION AND REPLACEMENT with NEW text.

4.3 Notice of All Meetings of the Members. **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.3, below:**

4.3 Notice of Members' Meeting.

A. Membership Meetings other than the Annual Membership Meeting require written notice sent by mail to each Member of the Association not less than ten (10) days prior to the meeting, and shall include in the notice the time, date, location and purpose of the Special Membership Meeting. The Notice requirements for the Annual Membership Meeting are as set forth in Section "B" below.

B. Notwithstanding any other notice requirements set forth in the Bylaws, the following shall be the requirements for proper notice of the Annual Membership Meeting:

1. Affidavit of Notice:

An officer of the Association, or the manager or other person providing notice of the Association meeting, must provide an affidavit or United States Postal Service certificate of mailing, to be included in the Association's official records, affirming that all required notices were mailed, or hand delivered and/or electronically transmitted in accordance with this provision.

2. Initial Notice:

At least 60 days prior to a scheduled election, the Association shall mail, deliver, or electronically transmit, to each Owner a first notice (the "Initial Notice") of the Annual Membership Meeting.

3. Intent for Candidacy & Candidacy Information Sheets:

Any Member in good standing who wishes to be a candidate for the Board must file with the Secretary or Management written notice of his or her intent to be a candidate at least 40 full calendar days before a scheduled election. In order to be a Member in good standing, the candidate must not owe any monetary obligation to the Association as of the deadline for candidacy submission. In addition to each candidate being permitted to submit their candidacy information sheet which will be mailed with the Second Notice, the Board will also give each candidate a reasonable and equal opportunity to communicate his or her qualifications to the Members and to solicit votes prior to the noticed Annual Membership Meeting.

Floor Nominations and write in candidacies are strictly prohibited. Only those eligible candidates who submitted timely intent for candidacy forms shall be permitted to stand for election and only those advance candidates shall appear on the pre-printed ballot which will be distributed to each Member in advance of the Membership Meeting. There shall be no provision for write-in candidates.

4. Second Notice:

In addition to the Initial Notice, a second written notice (the "Second Notice") of an Annual Membership Meeting must include an Agenda [as set forth below], must be placed in the mail, hand delivered, or electronically transmitted to each Owner at least 14 days before the Annual Membership Meeting, and may also be posted at any time prior to the annual meeting, however, posted notice is a courtesy and has no minimal timeframe required. The written ballot will be enclosed with the Second Notice listing in alphabetical

order by candidates last name all eligible candidates and without reference to incumbents. The Association may but is not required to provide ballot or other envelopes for the return of the written ballot. Ballots need not be secret ballots and the Board of Directors may require Owners to identify their name and address on written ballots or take such other precautions as deemed necessary to ensure that only one (1) vote is cast per Lot.

The agenda for the Annual Membership Meeting & Election will be set by the Board and included in the Second Notice of the Annual Membership Meeting. Together with the Second Notice the Association will include a written ballot that lists all eligible candidates and Owners shall use this ballot to cast their vote unless electronic voting is available.

If an Owner has opted in to receive electronic notices, then the Association may send the Initial Notice and Second notice and all enclosures therewith via electronic means to those Owners whose e-mail addresses are included in the Association's official records.

Upon request of a candidate, an information sheet, no larger than 8 1/2 inches by 11 inches, which must be furnished by the candidate at least 35 days before the election, must be included with the mailing, delivery, or transmission of the ballot, with the costs of mailing, delivery, or electronic transmission and copying to be borne by the Association. The Association is not liable for the contents of the information sheets prepared by the candidates. To reduce costs, the Association may print or duplicate the information sheets on both sides of the paper.

Unless an Owner waives in writing the right to receive notice of the Annual Membership Meeting, such notice must be hand delivered, mailed, or electronically transmitted to each Owner. Notice for meetings and notice for all other purposes must be mailed to each Owner at the address last furnished to the Association by the Owner, hand delivered or electronically transmitted.

4.4 Quorum. **SHALL BE DELETED IN ITS ENTIRETY** and replaced with the following revised Section 4.4, below.

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4.5 Proxies. **SHALL BE DELETED IN ITS ENTIRETY** and replaced with the following revised Section 4.4, below.

Section 4.4. Quorum and Virtual Attendance by Members'; Minimal Ballots Cast for Election of Directors; Proxy Use and Restrictions related to Election of the Board; Electronic Voting:

A. Quorum. Quorum at any Members Meeting shall be 5%, however, there shall be no Quorum requirement in order for an election to occur at the Annual Members Meeting so long as not less than 5% of the Voting Interest cast a written or electronic ballot. Members may attend by virtual means any Membership Meeting in the same manner as Chapter 720 Florida Statutes permits board members to attend board meetings, and, if a Member attends virtually [i.e. by ZOOM or conference call] then the Member shall announce his or her name and address in order for the Manager or agent to sign in that Owner as "present," however, the Member must have either cast a written absentee or electronic ballot or submitted in advance of the Annual Members' Meeting. Members who attend Members' Meetings virtually cannot cast a verbal vote.

B. Minimal Ballots Cast for Election of Directors. Elections shall be decided by a plurality of ballots cast. There is no quorum requirement to hold an election; however, at least 5 percent of the eligible voters must cast a ballot in order to have a valid election. An Owner may not authorize any other person to vote his or her ballot absent some need for reasonable medical accommodation, and any ballots improperly cast are invalid. An Owner who violates this provision may be subject to fine or suspension by the Association as permitted by Chapter 720, Florida Statutes [2021], as amended and renumbered from time to time.

The regular election must occur on the date of and as part of the Annual Membership Meeting; however, an election is not required if fewer or equal number of candidates file notices of intent to run than Board vacancies exist. For example, if there are 3 seats open and only 1, 2 or 3 candidates, then no election is required; if, however, there are 4 or more candidates seeking to fill those 3 seats, then an election is required.

C. Proxy Use and Restrictions related to Election of the Board. Notwithstanding any provision to the contrary, a proxy, whether limited or general, may not be used in the election of Directors, but may be used to establish quorum at the Annual Membership Meeting. Only limited proxies shall be used at Special Members' Meetings.

The purpose for the limitation on the use of proxies regarding the Membership's election of candidates to the Board of Directors at the Annual Members' Meeting is based upon that fact that Members may vote directly by either electronic or absentee ballot, if timely cast, mailed, emailed, or faxed and received by the Association prior to the Membership Meeting or the Member may cast a written ballot in person at the Membership Meeting noticed for the purpose of electing candidates to the Board of Directors.

Written ballots need not be originals [i.e. a scanned and emailed or faxed ballot] in order to be accepted and counted; however, in case a duplicate version of an Owner's ballot is received, the first version received shall be deemed the valid ballot and all subsequently received duplicate ballots shall be discarded. The Board of Directors shall have the right to promulgate rules, policies or procedures regarding the casting of, receipt of or verification of and acceptance of written ballots. If duplicates are cast, the first received ballot shall be accepted and any other ballot rejected. If unable to determine which ballot was initially cast by a Lot's Owner, then all such ballots from that Lot may be disqualified, and the ballots shall not be counted towards the minimal vote count required to hold the election of the Directors.

If a ballot cannot be identified as belonging to an Owner of Record, the ballot shall be disqualified and will not be counted towards the establishment of the 5% minimal threshold of votes cast required to conduct the election. Cumulative voting is not permitted.

D. Electronic Voting. The Board adopts electronic voting as set forth in Section 720.317, Florida Statutes, as amended or renumbered from time to time, and the Board shall ensure to give to all Members eligible to vote through an online voting system the opportunity to consent to voting through that system established in conformity with Florida law. All consents from eligible Members must be received by the Association no later than five (5) full business day prior to a meeting for which a Membership vote will be required. The Board must ensure the process gives all Members eligible to vote who have consented to casting their vote through the online voting system the opportunity to opt out of the online voting system. An eligible Member must opt out of online voting through the online voting system no later than 14 days prior to a meeting for which a vote will be required and should be provided at the same time as the notice of hearing is provided. Any need to implement, amend or alter electronic voting may be done by the Board of Directors by means of a Board Resolution.

And,

4.7 Order of Business - **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.7, below.**

5.6 Election - **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.7, below.**

5.7 Nominations - **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.7, below.**

5.8 Ballots – **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.7, below.**

5.9 Election Committee: Counting of Ballots - **SHALL BE DELETED IN ITS ENTIRETY and replaced with the following revised Section 4.7, below.**

Section 4.7. Agenda for Annual Membership Meeting.

The agenda for the Annual Membership Meeting & Election should be substantially similar to the following order and format:

AGENDA

1. Call to Order by the current Board member, Association Manager or Association Attorney.
2. Confirmation of Notice of Meeting.
3. Determination and Establishment of a Quorum, if necessary.
4. Reading of the prior year's Annual meeting minutes and of any other Membership Meeting with draft meeting minutes and call for approval of all outstanding Membership Meeting minutes if quorum is achieved.
5. Call for final casting of all written ballots for determination of whether 5% or more of the total voting interest has cast ballots, including electronic ballots.
6. Introduction of the Advance Candidates. If the number of candidates is equal to or does not exceed the number of open seats, then no counting of ballots is required as those candidates will be deemed elected irrespective of the number of ballots cast.

7. If necessary, Appointment of Volunteers who are not candidates nor related to candidates to serve as Election Inspectors.
8. If necessary, Counting of Ballots by Election Inspectors and announcement of Election Results.
9. Presentation of the Newly Elected Board members.
10. New business, if any, to be put to the Membership, but only if quorum is achieved.
11. Adjournment.