

Amendment to By-Laws 2016

ARTICLE V

Board of Directors: Selection and Term of Office

5.1 Definition of Board of Directors. The Board of Directors ("Board") is that group of persons vested with the management of the business and affairs of this Association subject to the law, the Articles of Incorporation, and these bylaws.

5.2 Qualifications. Directorship shall not be denied to any person on the basis of race, creed, sex, religion, or national origin. A Director must be a Member.

5.3 Number of Directors. The Board will consist of a minimum of three (3) and a maximum of seven (7) directors.

5.4 Terms and Election of Directors. Directors shall be elected by the Members at an Annual Meeting. The term of a Director is three (3) years.

5.5 Nomination Process. The President, prior to an election, may appoint a Nominating Committee ("Committee"). The Committee shall be comprised of Members. If so appointed, the Committee may present a slate of candidates to fill vacant Board positions. The Members may either fill such vacancies from this slate of candidates or they may make additional nominations from the floor of the membership meeting just prior to the election. Election shall be by written ballot or by a voice vote if the number of nominees is equal to the number of open Board positions.

5.6 Election Process. All meetings of Members at which election for vacant Board positions are to occur shall be publicized in accordance with Florida Law. Each Member shall have the right to vote for as many nominees as there are vacant seats on the Board. The nominees with the greatest number of votes shall fill the vacant seats. In the case of a tie there shall be a second runoff vote between the tied nominees. The results shall be recorded in the minutes.

5.7 Removal. Any director may be removed at any time (with or without cause) by (1) a vote by a majority of the Members at an Annual Meeting or Special Meeting or (2) a written document signed by a majority of the Members. A majority is half of the Members plus one.

Any Director may be removed from office by a vote of the Board if the Director misses three (3) consecutive regular Board meetings.

5.8 Vacancies. In the event a Director dies, resigns, ceases to be a Member or is removed from office, the Board shall appoint by a majority vote of Board a successor to fill the vacant position.

5.9 Compensation. Directors shall receive no compensation for time or services rendered to the Association. Directors may be reimbursed for expenses incurred in the performance of the Director's duties or for approved expenses such as, but not limited to, the purchase of items for Association social events, Association meetings and welcome gifts.