

**HILLCREST VILLAGE
PROPERTY OWNERS ASSOCIATION, INC.
BYLAWS**

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PREAMBLE

Hillcrest Village Property Owners Association, Inc is governed by Chapter 617 and 720 of Florida Statutes.

ARTICLE I

NAME

The name of the Association is Hillcrest Village Property Owners Association, Inc.

ARTICLE II

DEFINITIONS

- a) The terms used in these bylaws shall have the same meaning as given in the Declaration of Covenants, Conditions and Restrictions for Hillcrest Village Property Owners Association Inc.
- b) "Owner/Member: These terms are interchangeable and shall mean the record Owner, or the one or more persons or entities, of a fee simple title to any Lot within Hillcrest Village Property Owners Association, Inc.
- c) "Association" shall mean the Hillcrest Village Property Owners Association, Inc., also known as HVPOA a Florida corporation, not for profit, responsible for the operation of Hillcrest Village in which the voting membership is made up of parcel owners or their agents, or a combination thereof, and in which membership is a mandatory condition of parcel ownership, and which is authorized to impose assessments that, if unpaid, may become a lien on the parcel.
- d) "Board" shall mean the Hillcrest Village Property Owners Association, Inc Board of Directors.
- e) "Officer(s)" shall mean any Officer seated on the Hillcrest Village Property Owners Association, Inc. Board of Directors.
- f) "Lot" shall mean any parcel of property in Hillcrest Village Property Owners Association, Inc. as described in Exhibit A of the Declaration of Covenants, Conditions and Restrictions.
- g) "MCA" shall mean the Meadowcrest Community Association, Inc.

ARTICLE III
MEETINGS OF THE MEMBERSHIP

Section 1 ANNUAL/REGULAR MEETINGS:

- a) The Annual Meeting of the Members shall be held each November, but in no event shall more than thirteen (13) months pass between Annual Meetings.
- b) Regular quarterly meetings shall be held in February, May and September.

Section 2 SPECIAL MEETINGS:

A special meeting of the Members may be called at any time by the President, or by the Board of Directors of the Association or upon written request of thirty percent (30%) of the Members who are entitled to vote. Such requests should be mailed to the Secretary of the Association.

Section 3 NOTICE OF MEETINGS:

- a) Written notice of each meeting shall be given by, or at the direction of, the Secretary or person authorized to call the meeting by mailing a copy of such notice, at least fifteen (15) days, but not more than thirty (30) days prior to such meeting, to each Member entitled to vote, mailed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of receiving such notice.
- b) Such notice shall specify the place, day, and hour of the meeting, and, in the case of a Special Meeting, the purpose of the meeting.
- c) Evidence of compliance shall be made by an affidavit executed by the Secretary and filed upon execution among the official records of the Association.

Section 4 QUORUM:

- a) The presence at the meeting, in person or by proxy, of Members entitled to cast thirty percent (30%) of the votes of the membership shall constitute a quorum for authorization of any action, except as may otherwise be provided in the Articles of Incorporation or these Bylaws.
- b) If a quorum is not present at any meeting, the Members present, entitled to vote, shall have the power to adjourn the meeting from time to time without notice other than the announcement at the meeting until a quorum is present.
- c) Adjournment of an annual or special meeting to a different date, time, or place must be announced at that meeting before an adjournment is taken.
- d) If a new record date for the adjourned meeting is fixed, notice of the adjourned meeting must be given to persons who are entitled to vote and are members as of the new record date but were not members as of the previous record date.

Section 5 PROXIES:

- a) At all meetings, each Member may vote in person or by proxy.
- b) All proxies shall be in writing, state the date, time and place of the meeting, and be dated and signed by the Member or his/her duly authorized attorney in fact, and filed with the Secretary.
- c) Proxies to the Secretary are only for the purpose of establishing a quorum unless otherwise indicated on the proxy.
- d) A proxy is revocable at any time at the pleasure of the person who executes it.

ARTICLE IV
NOMINATION AND ELECTION OF DIRECTORS

Section 1 NOMINATION:

- a) Nomination for election to the Board of Directors shall be made by a Nominating Committee.
- b) A Member may also nominate him/herself from the floor at the Annual Meeting. See Article IX, Section 7.
- c) Recommendations for nomination may be made by any Member of the Association.
- d) The slate of nominees shall be presented to the membership at the September meeting, at which time additional nominations shall be accepted from the floor.
- e) Upon adjournment of the September meeting, nominations shall be closed, except that a Member may nominate him/herself from the floor at the Annual Meeting.

Section 2 ELECTION:

- a) Election to the Board of Directors shall be by written ballot at the Annual Meeting.
- b) A proxy form and biographical information on each candidate shall be included in the notice of the Annual Meeting.
- c) Members who do not attend the Annual Meeting may assign their proxies to the Secretary of the Association or to another voting Member of the Association.
- d) Proxies must be returned to the administrative office of the Association no later than the day prior to the Annual Meeting or presented at the Annual Meeting.
- e) Ballots shall be provided to voting Members of the Association identified by their legal signatures on the Members roll at the Annual Meeting of the Association. Additional ballots shall be provided for each legal proxy held.
- f) Proxies to the Secretary will be voted as specified on the proxy.
- g) A committee of tellers appointed by the President shall validate each ballot and record each vote.
- h) Cumulative voting shall not be permitted.
- i) The persons receiving the largest number of votes cast, and attested to by the tellers committee, shall be deemed elected and the results shall be made known to the membership prior to adjournment.
- j) In the event Board of Directors' seats are uncontested, nominees shall be elected by acclamation and no vote shall be required.

ARTICLE V
BOARD OF DIRECTORS

Section 1 NUMBER:

- a) The affairs of the Association shall be managed by a board of five (5) Directors, all of whom shall be Members of the Association.
- b) Co-Owners of a Lot may not serve on the Board of Directors at the same time.

Section 2 TERMS OF OFFICE:

- a) Directors are elected for a three (3) year term with no more than two (2) Directors being elected in any one (1) year.
- b) All Directors' terms shall commence at the adjournment of the Annual Meeting at which they were elected.

Section 3 VACANCY:

- a) Any Director may be removed from the Board for cause by a majority vote of the Members of the Association.
- b) In the event of death, resignation or recall of a Director, his/her successor shall be selected by a vote of a majority of the remaining Directors.
- c) If vacancies occur on the Board as the result of a recall and a majority or more of the Board of Directors are removed, the vacancies shall be filled by Members voting in favor of the recall.
- d) All vacancies shall be filled for the remainder of the term of office of the departing Board member.

Section 4 COMPENSATION:

No Director shall receive compensation for any service he/she may render to the Association. However, any Director may be reimbursed for necessary and reasonable expenses incurred in the performance of his/her duties.

Section 5 ACTION TAKEN WITHOUT A MEETING:

- a) The Directors shall have the right to take any action in the absence of a Board meeting, which they could take at a meeting, by obtaining the written approval of all of the Directors.
- b) Any action so approved shall have the same effect as though taken at a scheduled meeting of the Board of Directors.

ARTICLE VI
BOARD OF DIRECTORS MEETINGS

Section 1 REGULAR MEETINGS:

- a) Regular meetings of the Board of Directors shall be held monthly at such time and place as determined by resolution of the Board.
- b) A schedule of the monthly meetings shall be posted at the MCA clubhouse, the MCA office and on the MCA cable television channel for repeated broadcasting.

Section 2 SPECIAL MEETINGS:

- a) With the exception of the Special Meeting to elect Officers (Art.VIII, Sec.2), Special Meetings of the Board of Directors shall be held when called by the President of the Association or by any three (3) Directors, after not less than five (5) days notice to each Director.
- b) Notice of Special Meetings of the Board of Directors and the purpose of the Special Meeting shall be posted at the MCA clubhouse, the MCA office and shall be posted on the MCA cable television channel for repeated broadcasting.
- c) Business conducted at a special meeting is limited to the purposes described in the notice of the meeting.

Section 3 QUORUM:

A majority of the Directors shall constitute a quorum for the transaction of business. However, every act performed or decision made by the Directors present at a duly held meeting must have the approval of a majority of the Directors before it can be considered an act or decision of the Board of Directors.

Section 4 AGENDA:

If 20 percent of the total voting interests petition the Board to address an item of business, the Board shall at its next regular Board meeting or at a special meeting of the Board, but not later than 60 days after the receipt of the petition, take the petitioned item up on the agenda.

ARTICLE VII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1 POWERS:

The Board of Directors shall have the power to:

- a) Adopt and publish reasonable rules and regulations governing the use of the common area and facilities within the jurisdiction of Hillcrest Village Property Owners Association, including the personal conduct of the Members and their guests thereon, and to establish penalties for infraction of such rules and regulations.
- b) Exercise on behalf of the Association all powers, duties and authority vested in or delegated to the Association and not specifically reserved to the membership by the Articles of Incorporation, the Declarations or by other provisions of these Bylaws.
- c) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent without Board approval from three (3) consecutive regular meetings of the Board of Directors.
- d) Hire a manager, an independent contractor, or such other individuals as they deem necessary and to prescribe their duties.

Section 2 DUTIES:

The Board of Directors shall:

- a) Maintain a complete set of official records (see Appendix I).
- b) Supervise all officers, agents and employees of the Association, and to see that their duties are properly performed.
- c) Approve the Annual Budget of the Association including reserve funding, as directed by the Members, and provide each Member with a copy of the annual budget or a written notice that the budget is available upon request at no charge to the member.
- d) Prepare and complete or contract with a third party for preparation and completion of a financial report for the preceding fiscal year in accordance with Florida law.

- e) As provided in the Declarations
 - 1) Establish the amount of the Annual assessment against each lot at least thirty (30) days in advance of each annual assessment period.
 - 2) Provide written notice of the annual assessment to every Member at least thirty (30) days in advance of each annual assessment period.
 - 3) Demand payment of any future monetary obligation from the tenant of a Lot Owner if the Lot Owner is delinquent in payment.
 - 4) Initiate lien proceedings against any property for which assessments are 60 days past due.
 - 5) Initiate an action to foreclose a lien for unpaid assessments or bring an action to recover a money judgment for the unpaid assessments without waiving any claim of lien.
 - 6) Apply any payment received and accepted by the Association first to any interest accrued, then to any administrative late fee, then to any costs and reasonable attorney's fees incurred in collection, and then to the delinquent assessment.
- f) Require an appropriate Officer to issue, upon request by any person, a Certificate setting forth whether all assessments have been paid. Such certificate shall be conclusive evidence of such payment. A reasonable charge may be made by the Board for the issuance of these certificates.
- g) Procure and maintain adequate liability and hazard insurance on all real and personal property owned or leased by the Association.
- h) Procure and maintain adequate Directors and Officers liability insurance.
- i) Require all Officers and employees having fiscal responsibilities to be bonded.
- j) Require the common area within its jurisdiction to be maintained.
- k) Require that all checks must be signed by a Director. The person preparing the check cannot be the person signing the check.
- l) Maintain appropriate current records including the names of the Members of the Association together with their addresses.
- m) Appoint an HVPOA Member to a two year term on the MCA Board of Directors.

ARTICLE VIII
OFFICERS AND THEIR DUTIES

Section 1 SCHEDULE OF OFFICERS:

The Officers of this Association shall be a President and Vice President (who shall at all times be Members of the Board of Directors), a Secretary, a Treasurer, and such other Officers as the Board may from time to time create by resolution.

Section 2 ELECTION OF OFFICERS:

The election of Officers shall take place at a Special Meeting of the Board of Directors, to be convened by the outgoing President, immediately following the adjournment of each Annual Meeting of the Members.

Section 3 TERM:

- a) The Officers of the Association shall be elected annually by the Board.
- b) They shall hold office for one (1) year excluding resignations, removal or disqualification.
- c) Elected Officers may be re-elected for additional terms.

Section 4 RESIGNATION AND REMOVAL:

- a) Any Officer may be removed from office for cause by the Board.
- b) Any Officer may resign at any time by giving written notice to the Board.

Section 5 VACANCIES:

- a) A vacancy in any office may be filled by appointment by the Board.
- b) The appointee to such vacancy shall serve for the remaining term of the office.

Section 6 MULTIPLE OFFICES:

- a) The offices of Secretary and Treasurer may be held by the same person.
- b) No person shall simultaneously hold more than one of any of the other offices.

Section 7 DUTIES OF THE OFFICERS:

a) President

The President shall

- 1) Preside at all meetings of the Board of Directors and of the Association.
- 2) See that all orders and resolutions of the Board are carried out.
- 3) Sign all leases, mortgages, deeds, promissory notes and other written instruments.
- 4) Assume the position of the designated member to the MCA until the conclusion of his/her presidential term.

b) Vice President

The Vice President shall:

- 1) Act in place of the President in the event of his/her absence, inability or refusal to act.
- 2) Exercise and discharge such other duties as may be required by the President or Board of Directors.

c) Secretary

The Secretary shall:

- 1) Record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the Members.
- 2) Keep the corporate seal of the Association and affix it on all documents requiring a seal.
- 3) Serve notice of meetings of the Board and of Members.
- 4) Perform other duties as required by the Board. A vote or abstention from voting on each matter voted upon for each director present at a board meeting must be recorded in the minutes.

d) Treasurer

The Treasurer shall:

- 1) Receive and deposit in appropriate bank accounts all monies of the Association.
- 2) Disburse such funds as directed by resolution of the Board of Directors.
- 3) Maintain books of account.
- 4) Cause an annual audit of the Association books to be made at the completion of each fiscal year or, upon authorization of the Board of Directors. Said audit shall be performed by a public accountant or HVPOA Audit Committee as directed by the Board of Directors.
- 5) See that an annual budget and a statement of income and expenditures is prepared and presented to the Board of Directors and to the membership at its regular annual meeting and provide a copy of each to the Members.

ARTICLE IX

COMMITTEES

Section 1 GENERAL OVERVIEW

- a) HVPOA shall establish and maintain the following standing committees:
 - Architectural Review
 - Audit
 - Design Advisory Board
 - Documents
 - Finance
 - Nominating
 - Property Survey
- b) In addition to the standing committees, the HVPOA Board of Directors shall have the power to establish ad hoc committees for specific purposes on an as needed basis.
- c) HVPOA Board of Directors shall appoint the chairperson for all standing committees on an annual basis, or as otherwise needed.
- d) All committee members must be approved by the Board of Directors.
- e) Co-Owners of a Lot may not serve on the same committee at the same time.
- f) All committee chairpersons shall submit regular reports on their committee's activities to the Board of Directors.
- g) No committees shall expend funds without prior Board of Director approval. All requests for reimbursements require receipts.
- h) Specific requirements and duties of the standing committees are as follows:

Section 2 ARCHITECTURAL REVIEW BOARD (ARB)

- a) The purpose of the ARB is to ensure that all new home construction conforms to the ARB guidelines per Hillcrest Declaration of Covenants, Conditions, Restrictions (CCRs).
- b) The ARB shall consist of a minimum of three (3) Hillcrest members.
- c) Members of the ARB may not concurrently be members of the DAB committee.

Section 3 AUDIT COMMITTEE (AC)

- a) The AC shall be responsible for annually auditing the financial records of HVPOA, including all financial transactions and related activities.
- b) The AC shall consist of a minimum of three (3) representatives.
- c) Committee members should have a general knowledge of accounting and audit matters, and have no other affiliation with HVPOA financial matters.
- d) No HVPOA Director shall be a member of the Audit Committee.

Section 4 DESIGN ADVISORY BOARD (DAB)

- a) The purpose of the DAB is to ensure that all requests for alterations, additions and improvements to existing homes located in HVPOA conforms to the DAB guidelines per Hillcrest CCRs.
- b) The DAB shall consist of a minimum of five (5) Hillcrest members who shall serve two year staggered terms.
- c) No member shall serve more than one term but may be reappointed after a break in service of at least one year.
- d) Members of the DAB may not concurrently be a HVPOA Director.
- e) Members of the DAB may not concurrently be members of the ARB committee.

Section 5 DOCUMENTS COMMITTEE (DC)

- a) The DC shall be responsible for the maintenance of the Articles of Incorporation, By Laws and the Declaration of Covenants, Conditions, Restrictions.
- b) The DC shall consist of a minimum of three (3) Hillcrest members.
- c) The DC shall perform an annual review of the HVPOA documents to ensure that they comply with current Florida statutes.

Section 6 FINANCE COMMITTEE (FC)

- a) The FC shall prepare for HVPOA Board approval, the annual HVPOA budget that will identify operational expenses and reserve requirements and assessments to be made by the members.
- b) The FC shall consist of a minimum of three (3) Hillcrest members.

Section 7 NOMINATING COMMITTEE (NC)

- a) The NC shall prepare a slate of nominees for election to the HVPOA Board of Directors at least sixty (60) days before the date of the annual Meeting. The slate shall include nominees for at least as many Directors as are required to bring the Board to its authorized numbers. Every effort should be made to obtain nominees in excess of the number of vacancies.
- b) The NC shall consist of three (3) members and a Member of the current Board of Directors, who shall chair the committee.
- c) The NC shall be appointed by the Board of Directors prior to the February Members meeting, to serve from the February Members meeting until the close of the next Annual Meeting and the appointments shall be announced at the February Members meeting.

Section 8 PROPERTY SURVEY COMMITTEE (PSC)

- a) The purpose of the PSC is to review the overall condition of all properties within Hillcrest Village and the structures therein on an annual basis to ensure that they meet the requirements as noted in the CCRs.
- b) The PSC shall consist of a minimum of five (5) Hillcrest members.
- c) The review will be conducted in May or June.
- d) A report will be made to the HVPOA Board of Directors and, upon review, notices will be mailed to those members whose properties are in violation of the CCRS.
- e) A follow-up of the cited properties will be conducted in the fall of the same year.

ARTICLE X
BOOKS AND RECORDS

At the request of any Member, the Secretary and/or any Officer shall make available for inspection (during reasonable business hours) the books, records and any official document including but not limited to the Articles of Incorporation, the Declarations and these Bylaws.

ARTICLE XI
CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words "Hillcrest Village Property Owners Association, Inc." or its acronym "HVPOA".

ARTICLE XII
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised shall govern the 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.

ARTICLE XIII
AMENDMENTS

These Bylaws may be amended at any Annual, Regular or Special Meeting of the Members at which a quorum is present by a majority vote of the Members, provided that prior written notice of the amendment(s) has been given.

This revision was adopted by a majority vote at a Meeting of the Members on May 10, 2011.

Curtis James, President

Gail Cullinan, Secretary

HILLCREST VILLAGE
PROPERTY OWNERS ASSOCIATION, INC.

Appendix I
OFFICIAL RECORDS

- 1) Copies of any plans, specifications, permits, and warranties related to improvements constructed on common areas or other property that the association is obligated to maintain, repair or replace.
- 2) A copy of the bylaws of the association and of each amendment to the bylaws.
- 3) A copy of the articles of incorporation of the association and of each amendment thereto.
- 4) A copy of the declaration of covenants and a copy of each amendment thereto.
- 5) The minutes of all meetings of the board of directors and of the members, which minutes must be retained for at least 7 (seven) years.
- 6) A current roster of all members and their mailing addresses and parcel identifications.
- 7) All of the association's insurance policies or a copy thereof, which policies must be retained for at least 7 (seven) years.
- 8) A current copy of all contracts to which the association is a party, including, without limitation, any management agreement, lease, or other contract under which the association has any obligation or responsibility. Bids received by the association for work to be performed must also be considered official records and must be kept for a period of 1 (one) year.
- 9) The financial, accounting and tax records of the association, kept according to good accounting practices. All financial and accounting records must be maintained for a period of at least 7 (seven) years
- 10) All other written records of the association not specifically included in the foregoing which are related to the operation of the association.