



Ranchero Village

~~UNDER REVISION~~

Homeowners Association
By Laws

~~2013~~ 2025

~~Revised December 18, 2014~~

Revised December 20, 2021

THE ASSOCIATION OF RANCHERO VILLAGE
HOMEOWNERS' INC

~~Proposed Deletions are indicated with a line through the word and highlighted in yellow, additions are underlined and highlighted in green~~

By Laws

Table of Contents

DEFINITIONS	6
PREFACE	7
ARTICLE I.....	7
NAME; PURPOSE.....	7
Name.....	7
Purpose.....	7
ARTICLE II.....	7
SEAL.....	7
Seal.....	7
ARTICLE III.....	7
POWERS.....	7
ARTICLES IV.....	7
Membership.....	7
Associate Members (Non Voting)	8
Members in good standing (Voting).....	8
Members (Honorary).....	8
Membership Certificates.....	8
Members in Good Standing.....	8
ARTICLE V	8
MEETINGS OF MEMBERS.....	8
Place of Meetings.....	8
Annual Meetings.....	8

Special Meetings.....	8
Action by Written Agreement.....	9
Notice of Meetings.....	9
Affirmation Notice.....	9
Waiver of Notice.....	9
Voting Rights and Regulations.....	10
Proxies and their Usage.....	10
Quorum.....	10
Conduct.....	11
Order of Business.....	11
Minutes.....	11
Adjournments.....	11
Fixing of Record Date.....	11
Voting Lists.....	12
ARTICLE VI.....	12
BOARD OF DIRECTORS: TERM OF OFFICE.....	12
Number.....	12
Term of Office.....	12
Removal/Vacancy.....	12
Compensation.....	13
End of Term.....	13
Training.....	13
ARTICLE VII.....	14
NOMINATION AND ELECTION OF DIRECTORS.....	14
Nomination.....	14

Election.....	14
Election Timeline.....	14
ARTICLE VIII.....	14
MEETINGS OF DIRECTORS.....	14
Regular Meetings.....	14
Special Meetings.....	15
Emergency Meetings.....	15
Action by Written Agreement.....	15
Open Meetings/Closed Meetings.....	15
Quorum.....	15
Notice of Directors Meeting.....	16
Waiver of Notice.....	16
Minutes.....	16
Budget.....	16
Parliamentarian.....	16
Meeting Rules.....	16
ARTICLE IX.....	16
OFFICERS.....	16
Enumeration of Officers.....	16
Election of Officers.....	17
Term.....	17
Special Appointments.....	17
Committees.....	17
Resignation and Removal.....	17
Vacancies.....	17
Multiple Offices.....	17

Duties.....	17
Compensation.....	18
Standing Committees.....	18
Social Activities Committee.....	18
Home Owners Committee.....	19
Finance Committee.....	19
Elections & Nominations Committee.....	19
Ad Hoc Committee.....	19
ARTICLE X.....	19
ACCOUNTING RECORDS; FISCAL MANAGEMENT; DUES AND ASSESSMENTS.....	19
Books and Records.....	19
Fiscal Year.....	19
Dues and Assessments.....	20
Anticipated Revenue-Deficit.....	20
Depository.....	21
ARTICLE XI.....	21
FIDUCIARY RELATIONSHIP.....	21
ARTICLE XII.....	21
INDEMNIFICATION.....	21
ARTICLE XIII.....	21
AMENDMENT OF BYLAWS.....	21
ARTICLE XIV.....	21
AMENDMENT OF ARTICLES OF INCORPORATION.....	21
ARTICLE XV.....	22
LOANS.....	22

ARTICLE XVI.....	22
DEADLOCK.....	22
ARTICLE XVII.....	23
INTERESTED DIRECTORS.....	23
Conflict of Interest.....	23
Article XVIII	23
Severability and Conflict.....	23
Article XIX.....	23
Dissolution.....	23
Effective Date.....	23
Appendix A.....	24
Board Members Code of Conduct.....	24

Page numbers will be changed to reflect the actual page number after the changes have been approved by the membership and all deletions removed.

Definitions

Association – Home Owners Association

BOD – Board of Directors

Good Standing – when a member (unit) has paid their dues in full and does not have and outstanding balance with the HOA

Homeowners' Associations (HOA) as prescribed in 723.075 - the mobile home owners formed an association in compliance with 723.077 - .079, as a corporation for non-profit. The association shall become the representative of all the mobile home owners in all matters relating to this chapter, regardless of whether the homeowner is a member of the association.

Legacy – Is the purchaser and new owner of Rancho Village Mobile Home Park from the Co-Op

Member - The term "member" means a mobile home owner or joint tenancy who consents to be bound by the articles of incorporation, by laws, and policies of the incorporated homeowner's association. All consenting mobile home owners in the park may become members.

Park – Rancho Village Mobile Home Park

Resident Activities Fund - One time Fund transferred from the Coop to the HOA according to the Post – closing Agreement after sale of park to Legacy to fund activities, improvements and events.

Short Term Committee – A committee whose tenure is less than one year.

Standing Committee – A committee that is appointed at the beginning of the administrative year and serves all year

Unit – When two or more owners are land lease tenants and/or mobile home owners they are considered One Unit within the Park

BYLAWS

PREFACE

In accordance with the provisions of the Statutes of the State of Florida, specifically Chapter 723: Florida Mobile Home Act, HOA's are obliged to establish by-laws for the purpose of outlining provisions which govern the administration of the subject association. Including Quorum requirements, Board of Directors Meetings, Committee Meetings, Minutes and Amendments.

In addition to the provisions set forth Chapter 723: Florida Mobile Home Park Lot Tenancies Act and unless in direct conflict therewith, the following articles are to be included with and interpreted as the By-Laws of Rancho Village Homeowners, Inc.

ARTICLE I

NAME: PURPOSE

Section 1

Name: The name of this corporation Association (hereinafter referred to as the "Association") is

THE ASSOCIATION OF RANCHERO VILLAGE HOMEOWNERS' INC

The Florida Non-Profit number assigned to The Association of Rancho Village Homeowners Inc is: N1100002971 by the State of Florida.

Section 2

Purpose: The purpose of the Association is to maintain an organization of Manufactured Home Owners which shall represent and act for the benefit of all home owners in dealing with the owners and operators of Rancho Village Mobile Home Park (the "Park"). (Rancho Village Co-Op) It shall also undertake such activities as will be of general benefit to its members.

ARTICLE II

SEAL

Section 1

Seal: the seal of this Association shall have inscribed on it the name of this Association, the date of its organization and the words "Corporate Seal, State of Florida" or the words "corporate seal" or their equivalent.

ARTICLE III

POWERS

The Directors of the Association and the business of the Association itself shall be governed by the bylaws of the Association and Florida Statute 723 (CHAPTER 723 MOBILE HOME PARK LOT TENANCIES) as it may now exist or as amended in the future.

ARTICLE IV MEMBERSHIP

Section 1

MEMBER: A member is a home owner or joint tenancy who consents to be bound by the articles of incorporation, by laws, and policies of the incorporated homeowner's association.

All consenting mobile home owners in the park may become members.

Meetings of the board of directors and meetings of its committees at which a quorum is present shall be open to all members.

The right to attend meetings of the board of directors and its committees includes the right to speak at such meetings with reference to all designated agenda items.

~~Members [Non Voting]: All persons owning land lease mobile homes located in Ranchero Village "Park" shall be members of the "Association". Shareholders and their spouses shall be ineligible for membership in the Association.~~

~~Members [Voting] (Members in Good Standing or MSG) All Persons owning a land lease mobile homes located in Ranchero Village "Park" shall be a members in good standing (Article 10 Section 3). Members in good standing will be provided a membership card.~~

Section 2

Honorary Members [Honorary]: The Board of Directors may appoint such persons to this membership category in recognition of outstanding service given to the Association. This membership type is a non-voting membership

Section 2

~~Membership Certificates: Members in good standing will be provided a membership card.~~

Section 3

Members in Good Standing: Only members **or joint tenancy members** who have paid the annual dues and necessary assessments pursuant to Article X, Section 3 of the Bylaws shall be considered members in good standing which entitles them to the rights and benefits of membership in the Association, including but not limited to voting rights.

Section 4

Renters: Renters as defined as those who are paying rent to a person or organization other than the current park owner, are NOT allowed to belong to the Home Owners Association.

ARTICLE V

MEETINGS OF MEMBERS

Section 1

Place of Meetings: Meetings of the members shall be held at the office of the Association the Park clubhouse, or recreation hall or at any other place within the State of Florida that the Boards of Directors or members may from time to time elect. Only members of the Association may attend meeting, except when meeting is specifically designated as "open to all" by the board of directors.

Section 2

Annual Meetings: The annual meeting of the Association will be held on the third week of January in March of the following year, during the third week of January. At the annual meeting the members shall elect a Board of Directors in accordance with these Bylaws and shall transact other business. If the annual meeting has not been called or held within six months after the time designated for the annual meeting, then any member or members may call a meeting.

Section 3

Special Meetings: Special meeting of the members may be called at any time by the President or by the majority of the Board of Directors. Special meetings shall be held if ten percent (10%) of the members sign, date, and deliver one or more written demands for the a meeting to the corporation's association's secretary. Said demands must describe the purpose or purposes for which the meeting is to be held.

Section 4

Action by Written Agreement: The board members can act by written agreement of the members without meetings on the condition that the written agreement is agreed to and signed by at least fifty one percent (51%) of the members in good standing and the written agreement is posted in a conspicuous place upon the park property within fourteen (14) days after the date of the written agreement. The written agreement shall be filed with the minutes of proceeding of the members.

Section 5 4

Notice of Meetings: Written notice of all special or regular meetings of the members, stating the day, date, time and location and hour of the meeting, and in the case of a special meeting, the purpose or purposes of the meetings, shall be given, made by the Secretary of the Association, or by the person authorized to call the meeting, to each member of good standing entitled to vote at the meeting being called unless waived. This notice shall be sent by means of publication in the Rancho Village monthly bulletin if time constraints allow, posted on Nextdoor Neighborhood Website, the HOA website (www.rv-hoa.com) and on the clubhouse bulletin boards and doors, or delivered to each member at least fourteen (14) but not more than (60) days before prior to the date named called for the meeting.

Notice of the annual meeting shall be as set forth above, except that all notices of annual meetings shall be sent by electronic mail to the member's address appearing on the books of the Association, unless a Waiver form is signed by the resident.

In addition, the notice of all regular, special and annual meeting shall be posted in a conspicuous place on the park property at least (14) days prior to the meeting unless a member waives in writing the right to receive notice of the annual meeting by mail, the notice of the notice of the annual meeting shall be sent by electronic mail to each

member, and the mailing thereof shall constitute notice. Members, permanently residing in the park, may elect to receive notice by hand delivery if such election is made in writing by the member. Waivers of receipt of the notice of the annual mail must be filed in corporate records and maintained therein for the duration of the waiver. To reduce mailing costs, members may request notification will be that the notification of meetings be sent to them by email, the secretary will maintain a record of email addresses for each member.

The board of directors shall meet at least fourteen (14) days prior to each annual general meeting, special meeting and such other meetings of the general nature that may be required, for the purpose of developing and approving an agenda for each such meeting of the association's membership and develop and agenda that needs to be posted with the notice of the meeting.

Section 6 5

Affirmation Notice: An officer of the Association shall provide a "written statement affirming that the notices were mailed, emailed or hand delivered and posted in a conspicuous place on the park property, in accordance with Section 5, hereof and said A statement shall be filed in this with Associations records.

Section 7 6

Waiver of Notice: Members may waive notices of any a special meeting or annual meeting in writing before the meeting and the waiver shall be deemed the equivalent of giving notice.

A member may waive their right to notification via email, in writing. To do so, they must notify the Secretary of the BOD of information through a waiver form prior to the next meeting notification (at least 14 days prior to the meeting), or at time of membership renewal, whichever is more convenient for the member. This will eliminate the right to receive notice of the annual meeting by electronic mail to each member. The Secretary will maintain a record of email addresses for each member.

Section 8 7

Voting Rights and Regulations: In any regular or special membership meeting, the owners of a mobile home located on a lot in the park (unit) who any unit in good standing as defined by the by-laws, are members in good standing that have paid the prevailing dues shall be entitled to cast one (1) vote for each unit.

When a unit is owned by one (1) person his or her right to vote shall be established by the recorded title of his unit. For the purposes of this paragraph, a purchaser under a Contract of Sale shall not be regarded as an owner. The proper filing of a membership application designating the person entitled to cast the vote of a unit is a condition precedent to that person's vote. In the event such a membership application is not on file, the vote of such owner shall not be considered in determining whether a quorum is present nor for any other purpose, in cases of joint ownership, due to marriage or joint ownership of tenancy, except if the home is owned jointly by a husband and wife. If a home is owned jointly by a husband and wife, they unit may, but is not without being required to do so, designate a voting member in the manner provided above. In the event a husband and wife joint tenancy does not designate a voting member, the following provisions shall apply.

A. If both spouses tenants are present at a meeting and are unable to concur in their decision upon any subject requiring their vote, they shall abstain from the pending vote lose the right to vote on that subject at that meeting, provided that their vote shall be considered in determining whether a quorum is present on that subject at the meeting.

B. If only one (1) Tenant spouse is present at a meeting the person present shall be counted for the purposes of a quorum and may cast the vote for the home just as though he or she owned the home individually and without establishing the concurrence of the absent person.

C. If both spouses tenants are present at a meeting and concur, they will be counted as the single unit, and counted as ONE (1) vote. either one may cast the single vote for the home.

Section 9 8

Proxies, Absentee Ballots and their Usage: Proxies may be used when events preclude or inhibits members in good standing from attendance where voting is being conducted, except for the voting of Board of Directors.

Absentee Ballots shall be allowed in the election of Directors pursuant to Section 723.

In that such an event, proxies shall be in writing and filed with the Secretary of the Association before the appointed time of the meeting to be in effective. Any proxy given shall be effective for the specific meeting for which originally given and say lawfully adjourned meeting thereof. In no event shall a proxy be valid for a period longer than one hundred and twenty Ninety (120 90) days after date of the first meeting for which it was given.

Every proxy shall be revocable at any time at the discretion of the member executing it and with written notification to the secretary as required.

Section 10 9

Quorum: A required The presence of at least in person of 20% of members in good standing is needed, if the membership exceeds 150 members or 30% if the membership is under 150 members for any meeting electing Directors of the HOA and at least 15% of members in good standing for all other member meetings for the quorum to be met for the purposes on voting matters of the business of the HOA, of the members entitled to vote shall constitute a quorum at member meetings requiring a vote on any business of the corporation. The affirmative vote of those members present shall be the act of the Association.

In those instances where there is a quorum present at the beginning of any duly organized a meeting, where business is to be conducted, and then members withdraw leaving less than a quorum, business may the members present can continue to do business until adjournment. even though members have withdrawn from the meeting leaving less than a quorum present. Any vote of those members present shall bind the Association to said motion.

Meetings of intended to inform members, report findings or for informal discussion between members, members for informational, reporting and discussion purposes (known as workshops) may be held without the presence of a quorum. Such meeting may not take any action nor handle other business requiring the a vote of members. may be taken without the presence of a quorum.

Section 11 10

Conduct: All meetings of the Association and its committees shall be conducted in accordance with Robert's Rules of Order and the Bylaws of the Association. All meetings of the association and its committees shall be conducted under the bylaws of the association and guided by Roberts Rules of Order. The President or meeting chairperson has the right to limit discussion at any meeting regarding any topic based on the number of speakers expected and each speaker is expected to be respectful.

In the event there are questions as to procedure or point of order to the presiding officer, whom shall refer the questions to the Parliamentarian for ruling thereon. If no Parliamentarian has been appointed, the presiding officer shall make the ruling. Any Member in good standing may address the chair at an appropriate time and with formal introduction.

Board members shall abide by the content of the "Board Members Code of Conduct" which is found in Appendix "A" and is published on the Rancho HOA web site. The above referenced "Board Members Code" was adopted by the Board in March 21, 2013.

Section 12 11

Order of Business: The order of business at an annual or special meeting of the members shall should be as follows:

- A. Roll call
- B. Proof of notice of meeting or waiver of notice
- C. Reading of minutes of previous meeting
- D. Report of officers
- E. Report of Committees
- F. Election of Officers (if election is to be held)
- G. Unfinished business
- H. New Business
- I. Member Discussion
- J. Adjournment

Section 13 12

Minutes: Minutes of all meetings of members shall be kept in a businesslike manner and shall be available for inspection by members, or their authorized representatives, and board members at reasonable times. The Association shall retain these minutes of these meetings for a period of not less than seven Five years. In all meetings of the BOD or Members a roll call vote of all motions shall be taken per 723.

Section 14 13

Adjournments: Any meeting of members may be adjourned by motion and approval of the majority of those present at that time. Notice of the adjourned meeting or of the business to be transacted there, other than by announcement at the meeting at which the adjournment is taken shall not be necessary. If, however, after the adjournment, the

board fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given in compliance with Section 5 hereof to each member of record on the new record date entitled to vote at such meeting. At an adjourned meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting originally called.

Section 14 14

Fixing of Record Date: For the purpose of determining members entitled to notice of; or to vote at, any meeting of members, or any adjournment thereof, or in order to make a determination of members for any other purpose, the Board may fix in advance a date as the record date for any such determination of members, such date in any case to be not more than (60) days and, in case of a meeting of members, not less than thirty (30) days prior to the date on which the particular action requiring such determination of members is to be taken. ~~If no record date on which notice of the meeting is mailed shall be the record date for such determination of members.~~ When a determination of members entitled to vote at any meeting of members has been made, as provided herein, such determination shall apply to any adjournment thereof, unless the Board of Directors fixes and publicizes a new record date for the adjourned meeting.

Section 15 15

Voting Lists: The ~~secretary and an officer of the board or agent~~ having charge of the membership books of the Association shall make, at least fourteen (14) days ~~before~~ ~~prior to~~ each meeting of members, ~~or at the renewal period of memberships, whichever is earlier,~~ a complete list of the members entitled to vote at such meeting or any adjournment thereof.

Such list shall be kept on file at the office of the Association for a period of fourteen (14) days prior to such meeting, and shall be subject to inspection by any member ~~with prior notification of a specifically~~ arranged ~~at any~~ time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member at any time during the meeting. ~~The voting list consists of paid members in good standing list and is available for review upon request, if a printed list is requested there will be a charge at the current approved rates.~~

ARTICLE VI

BOARD OF DIRECTORS; SELECTION - TERM OF OFFICE

Section 1

Number: The business and affairs of the Association shall be managed and governed by a board of directors composed of Seven (7) directors. At least four (4) of the directors must also reside full-time at Rancho Village Mobile Home Park ~~one of which must include either the President or Vice President.~~ All directors must be members in good standing.

Section 2

Term of Office: Those persons named in the Articles of Incorporation as directors shall hold office and comprise the Board of Directors until the first meeting of the members, at which ~~meeting time~~ an election of ~~new or incumbent~~ directors shall be announced and ~~elected, held and the any~~ successors to retiring or term limited ~~the original~~ directors ~~will~~ be chosen by the members.

At the creation of the Association, three (3) directors will be elected for a term of two (2) years and two (2) directors will be elected for a term of one (1) year. As of 2012, at the annual meeting held in even numbered years [2012, 2014, etc] four Directors shall be elected, whereas in odd numbered years [2013, 2015 etc] three (3) directors shall be elected. **In the years** thereafter, a director shall hold office for a term of two (2) years.

The directors shall hold office until their successors have been elected and have met the qualifications as set forth above, **and in the training section as outlined below.**

In an effort to ensure new leadership, Directors are limited to serving two (2) consecutive terms on the board **of office.** After one (1) year absence, former Directors are eligible to seek election to the **BOD board of directors.** In a need for continuity, retiring directors are encouraged to serve as a member **of** the association **standing or ad-hoc** committees.

Section 3

Removal/vacancy: Any director may be removed from the Board with or without cause, by a majority of the members of the Association. A special meeting of the members to recall a member or members of the Board of Directors **requires may be called by a petition to hold a special meeting. This petition must include the names and signatures of ten percent (10%) of the members in good standing presented to the Secretary. Once petitioned, a meeting shall be called with specific purpose, date and location stated. A quorum will be needed for the vote for removal or installment of vacancy.** ~~giving notice of the meeting as required for a meeting of members in good standing, and the notice shall state the purpose of the meeting.~~

In the event of death, resignation, removal of a director or any vacancy **created by reason of an increase the number of directors,** the vacancy may be filled by the **affirmative** vote of a majority of the remaining members of the Board of Directors. A director elected to fill a vacancy shall hold office until the next election of directors **to fill the vacant position by the nominated candidate.** A director nominated to fill a vacancy shall hold office until the next election of directors, when the term of the **replaced** director **replaced** expires.

Such appointed Directors shall be eligible to serve two (2) consecutive terms on their own elected right, before the term limit **pensions restrictions** apply.

Section 4

Compensation: No director shall receive compensation for any service he or she may render to the Association, however any director may be reimbursed for actual **out-of-pocket** expenses incurred in the performance of his or her duties. **A director may serve the Association in a capacity other than director and receive compensation for the services rendered in that other capacity.**

Section 5

End of Term: **All outgoing Board or Committee member(s) must relinquish all Official Records and property of the Homeowners' Association in his or her possession, or under his or her control, to the incoming Board within five (5) days after the election or removal. The Board of Directors will determine appropriate action to take for failure to relinquish Official Records and property.**

A board member that violates their oath of office, shall not be eligible for any future elected positions of the board or eligible to chair committees.

Section 6

Training: Board member training programs as set forth in FSS 723.0781(2023 ed.)

(1) Within 90 days after being elected or appointed to the board, a newly elected or appointed director shall certify by an affidavit in writing to the secretary of the association that he or she has read the association's current articles of incorporation, bylaws, and the mobile home park's prospectus, rental agreement, rules, regulations, and written policies; that he or she will work to uphold such documents and policies to the best of his or her ability; and that he or she will faithfully discharge his or her fiduciary responsibility to the association's members.

(2) In lieu of this written certification, within 90 days after being elected or appointed to the board, the newly elected or appointed director may submit a certificate of having satisfactorily completed the educational curriculum approved by the division within 1 year before or 90 days after the date of election or appointment. The educational certificate is valid and does not have to be resubmitted as long as the director serves on the board without interruption.

(3) A director who fails to timely file the written certification or educational certificate is suspended from service on the board until he or she complies with this section. The board may temporarily fill the vacancy during the period of suspension.

(4) The secretary of the association shall retain a director's written certification or educational certificate for inspection by the members for 5 years after the director's election or the duration of the director's uninterrupted tenure, whichever is longer. Failure to have such written certification or educational certificate on file does not affect the validity of any board action.

ARTICLE VII

NOMINATION AND ELECTION OF DIRECTORS

Section 1

Nomination: Nomination for election to the Board of Directors shall be made by an Election Nomination committee. The Election Committee shall consist of a chairman, who shall be appointed by the Board of Directors, and two or more members of the Association. An impartial election committee shall be responsible for overseeing the election process and complying with all ballot requirements. In this case impartial committee means members who do not include any of the following people, or their spouses: Current board members, Current association officers or Candidates for the association or board of directors

The election nominating committee shall be appointed at by the November general meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled and shall serve until the conclusion of the annual meeting at which time the election of Directors shall have taken place. Nominations may also be made from the floor at the annual general meeting. Anyone seeking to be a board member needs to have been a land lease resident for 1 year prior to elections.

Section 2

Election Committee: Election to the Board of Directors shall be by written ballot. At such election, the members shall cast one (1) vote per each vacancy. The person(s) receiving a plurality of the votes cast for that office shall be elected. Cumulative voting is not permitted.

An impartial election committee shall be responsible for overseeing the election process and complying with all ballot requirements. In this case impartial committee means members who do not include any of the following people, or their spouses: Current board members, Current association officers or Candidates for the association or board of directors

Votes: The votes cast in any election of directors' vote, are not required to vote the maximum number of positions up for election. Every voting member is permitted to vote for as little as one position up to the maximum number of positions available to be filled without having their vote invalidated because it was not a full slate ballot. No write in's are allowed. Proxy and Write-in ballot votes are prohibited (not allowed), however absentee ballots are allowed per 723.078 Sec. 2a2a 2024 Edition.

Section 3

Ballots shall list the people running for the Board of Directors in alphabetical order by last name.

Section 4:

Timeline summary of election process:

- 1- Election to be held in 3rd week of Jan., 20 % of eligible voters must cast a ballot
- 2- Voting list will be established 14 days prior to the Annual meeting
- 3- Nominations from the floor can be made at a **member meeting** at least 27 days prior to the annual meeting
- 4- By November meeting Impartial Election Committee Chair is named

ARTICLE VIII

MEETINGS OF DIRECTORS

Section 1

Regular meetings: Regular meetings of the Board of Directors shall be held monthly from October through April. The Board shall meet at least twice per year, once in as a minimum in November and in March January (The Annual Meeting). Additional meetings shall be called as necessary. Meeting The place and hour to be fixed from time to time by resolution of the Board. Should such in the event regular meetings fall upon a legal holiday, then the meeting shall be held at the same time on the next day which is not a legal holiday. Notice of the date and time and place of all regular meetings of the Board of Directors shall be posted in a conspicuous place upon the park property, on the website (www.rv-hoa-com) and also on NextDoor at least forty-eight (48) hours in advance, except in an emergency. It is recommended that the Board of Directors meet monthly.

Any meeting in which a dues increase is being considered, the budget is being presented or approved or by-laws are being presented for approval, change or adoption then the agenda for any such meeting must state that they are being considered.

Section 2

Special Meetings: Special meeting of the Board of Directors shall be held when called by the President of the Association, or by any three (3) directors, ~~after not~~ **with no** less than two (2) days' **(48 Hours)** notice to each director of the date, time and place of the meeting **via email, telephone voice or text message**. Notice of special meetings shall be posted in a conspicuous place upon the park property at least forty-eight (48) hours in advance, except in an emergency. The notice of special meeting shall contain the purpose or purposes of the meeting.

~~Notice of any meeting, regular or special in which assessments against members are to be considered for any reason, shall specifically contain a statement that assessments will be considered and the nature of such assessments.~~

Any meeting in which a dues increase is being considered, the budget is being presented or approved or by-laws are being presented for approval, change or adoption then the agenda for any such meeting must state that they are being considered. Meetings requiring a vote on by-law changes by the membership shall have a quorum as per the requirements of these by-laws.

Section 3

Emergency Meetings: Emergency meetings of the Board of Directors shall be held when called by the President of the Association, or by three (3) directors. Emergency meetings of the Board of Directors may be held by telephone conference **or Zoom (virtual) so long as all present are able to adequately hear those in attendance.** Emergency decisions, as determined by the President or a majority of the Board of Directors may be made by means of a designated officer or member of the Board polling the members of the Board by telephone and any such emergency issue or question shall be determined by ~~affirmative vote of~~ a majority of the Board which shall then be considered to be the action of the Board. Minutes of an emergency meeting of the Board, whether by telephone conference, telephone polling or otherwise shall be filed by the secretary or other designated officer and the correctness of the minutes shall be certified by said officer and posted in a conspicuous place upon the park property within fourteen (14) days after the date of the emergency meeting.

~~It is contemplated that~~ Emergency meetings **may** include but not be limited to such subjects as filling vacancies of the Board of Directors or of officers of the Association and ~~the to~~ conduct ~~of necessary~~ time sensitive business. **Any meeting in which a dues increase is being considered, the budget is being presented or approved or by-laws are being presented for approval, change or adoption then the agenda for any such meeting must state that they are being considered.**

Section 4

Action by written agreement: The Board of Directors may NOT act by written agreement without meeting.

Section 5

Open Meetings: All regular and special meetings of the Board of Directors shall be open to all members of the Association.

Closed Meetings

Notwithstanding any other provision of the law, the requirement of board meetings and committee meetings be open to the members does not apply to meetings between the Park Owner and the board of directors or any of the boards committees, board or committee meetings held for the purpose of discussing personnel matters, or meetings between the board or committee and the associations attorney, with respect to potential or pending litigation, when the meeting is held for the purpose of seeking or rendering legal advice, and when the contents of the discussion would otherwise be governed by the attorney-client privilege.

Section 6

Quorum: A majority of the number of directors shall constitute a quorum for the transaction of BOD business. Every action or decision ~~done or made~~ agreed to by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board. A director may join in the action of a meeting of the Board by signing the attendance record therefore ~~the meeting~~, and such signing shall constitute the presence of ~~such said~~ director for the purpose of determining a quorum. If at any meeting of the Board ~~should~~ there ~~shall~~ be less than a quorum present the majority of those present may ~~call an adjournment of~~ the meeting from time to time until a quorum is present. At any meeting ~~that takes place after previously on account of a previously adjourned meeting, adjourning, which had any business that might any business which might~~ have been transacted at the meeting originally ~~adjourned, should immediately upon reestablishing quorum, clarify and ratify any open business prior to adjournment.~~ Any other business may be tabled and then recalled ~~called may be or~~ transacted in the case of ~~further~~ adjournment of a meeting, or ~~until~~ further notice of the adjourned meeting shall be given. Members of the Board of Directors shall be deemed to be present at any meeting held by conference telephone, Zoom or similar communications equipment where all persons participating in the meeting can hear each other.

Section 7

Notice of Directors Meeting: Notice of Directors meetings shall be posted in a conspicuous place upon the park property at least forty-eight (48) hours in advance, except for emergency meetings. ~~Notice of any Directors meeting, in which assessments against members are to be considered for any reason, shall specifically contain a statement that assessments will be considered and the nature of such assessments.~~

~~Any meeting in which a dues increase is being considered, the budget is being presented or approved, or by-laws are being presented for approval, change or adoption must include an agenda and state that they are being considered at the meeting and will require a quorum.~~

Section 8

Order of Business: The order of business at any meeting of the board of directors should be as follows:

- A. Roll call
- B. Proof of notice of meeting or waiver of notice
- C. Reading of minutes of previous meeting
- D. Report of officers

- E. Report of Committees
- F. Unfinished business
- G. New Business
- H. Member Discussion
- I. Adjournment

Section 8 9

Waiver of Notice: There will be NO waiver of notice allowed.

Section 9 10

Minutes: Minutes of all meetings of the Board of Directors shall be kept in a businesslike manner and shall all be available for inspection by members, or their authorized representatives, and Board members at reasonable times. The Association shall retain these minutes of these meetings for a period of not less than seven five (7 5) years.

Section 10 11

Budget: The annual budget of the Association may be adopted by the members of the Board of Directors, as determined by vote or resolution of the Board of Directors. The Board of Directors shall e-mail a meeting notice of the proposed annual budget of expenses to the members not less than thirty (30) days prior to the meeting at which the budget will be considered. If the budget is to be adapted by the Board of Directors, the members shall be given written notice of the time and place as aforesaid, of the meeting of the Board of Directors at which the budget will be considered. This meeting shall be open to all members. ~~If the budget is to be adopted by the members per resolution of the Board of Directors, the Board shall propose a budget to the members at a meeting of the members or in writing and if the budget or proposed budget is approved by the members at the meeting or by majority of their whole number in writing, that budget shall be adopted.~~ 723.078 (g) & 723.078 (3)(d) 2024 Ed.

Section 14 12

Parliamentarian: The Board may appoint a Parliamentarian whose duties shall be prescribed by the Board, but whose guidance should adhere to the general standards for committee meetings and governances as recommended in Robert Rules of Order, as a guideline.

Section 13

Meeting Rules: All meetings of the directors and Members should be run according to Roberts Rules of Order, newly revised as a guideline.

ARTICLE IX

OFFICERS

Section 1

Enumeration of Officers: The officers of the Board of Directors shall be a president, a vice president, a secretary and a treasurer or a secretary/treasurer, and any such officers as the Board may determine are necessary. ~~the officers shall constitute the Executive Committee and serve as the steering committee of the Board in between Board meetings.~~ All officers shall be elected from amongst the 7 directors serving on the Board.

Section 2

Election of Officers: the election of officers shall be by the Board of Directors and shall take place at the first meeting of the Board of Directors which shall immediately follow the adjournment recess of each annual election meeting of the members. The members meeting shall reconvene after the board meeting to announce the new board officers.

Section 3

Term: The officers shall be elected annually by the Board of Directors and each shall hold office for one year unless he or she shall resign sooner, or shall be removed or otherwise disqualified to serve.

Section 4

Special Appointments: The Board may elect such other officers as the affairs of the Association may require. Each special appointment of whom shall hold office for such period, have such authority, and perform such duties as the Board may from time to time, determine. Such additionally elected officers shall be chosen from the Board and shall at all times be members of the Board of Directors.

Section 5

Committees: The Board may appoint regular and special standing committees to serve for the purposes designated by the Board and for such terms as determined by the Board. The President shall be a member of all committees

Section 6

Resignation and Removal: Any officer may be removed from office with or without cause by a majority vote of the Board. Any officer may resign at any time by giving written notice, to the Membership, the Board, the President, or the secretary. Such resignation shall take effect immediately on the date of receipt of such notice or at such later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7

Vacancies: A vacancy in any office may be filled by appointment by a majority vote of the Board of nominees submitted. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he or she replaces.

Section 8

Multiples Offices: The offices of the President and Secretary, Secretary and Treasurer may not be held by the same person. The Office of SAC President or Treasurer and HOA President or Treasurer may not be served by the same person, as this poses a distinct conflict of interest between the budgetary responsibilities of both Offices.

Section 9

Duties: Duties of the officers are as follows;

A) **President:** The President shall preside at all meetings of the Board of Directors; see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments if determined by vote or resolution of the Board, shall co-sign all checks if available and promissory notes, uphold the By-Laws and shall have all of the powers and duties which are usually vested in the office of

the president of the corporation association. The President does not vote except when he/she wants to use his/her vote to affect the results: in four situations:

- 1) if the president's vote would break a tie
- 2) if the president's vote would create a tie vote
- 3) if the vote is taken by ballot
- 4) when the threshold for adoption is anything other than a majority.

B) **Vice President:** The Vice President shall act in the place and stead of the President in the event of his or her absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him or her by the Board. In the absence of the President shall co-sign all checks.

C) **Secretary:** The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the members; keep the corporate association's seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board of Directors and of the members; keep appropriate current records showing all members of the Association with their addresses; and shall perform such other duties as may be required by the Board of Directors. This position may be combined so as to have one officer serve as Secretary/Treasurer.

The association can charge up to \$1.00 per page for copy requests from members if made on the association's printer/copier or if the request for copies exceed 25 pages in length or the association doesn't have a copier, the association can send the records to a service to be copied and charge the member the actual cost of copying.

D) **Treasurer:** The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by vote or resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; if determined by vote or resolution of the Board, a peer/committee review shall cause an annual audit review of the Association books unless a certified audit is required to be made, then by a certified public accountant shall be used at the completion of each fiscal year; and shall prepare a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

The Treasurer shall submit monthly, quarterly and annual financial reviews and statements of each financial position to the BOD for approval, at the intervals prescribes for such period of BOD Meetings. A summary of financial position which will include summary income statement, balance sheet and financial budget analysis to be presented at the annual member meeting.

The Treasurer will ensure all Federal and State financial requirements, filings and payments are met including sales tax if any.

This position may be combined so as to have one officer serve as Secretary/Treasurer.

The association can charge up to \$1.00 per page for copy requests from members if made on the association's printer/copier or if the request for copies exceed 25 pages in length or the association doesn't have a copier, the association can send the records to a service to be copied and charge the member the actual cost of copying.

E) **Customary Duties:** The officers in addition to the duties specifically set forth herein, shall perform the duties of those offices customarily performed by officers of corporations' associations.

F) At the organizational meeting of the Board following the annual election meeting, the directors shall elect the Officers, and set the next board meeting date & time, and consider the work plan for the forthcoming year, including but not limited to leadership in strategic Planning, Membership Development, Program Services including the merchant discount program and corporate support to the secretary/treasurer as needed.

Section 10

Compensation: The officers and directors shall serve without compensation.

Section 11

Standing Committees and Short-Term Committees:

The president will appoint all Committee Chairs, except for the Social Activity Committee, with approval of the board, and monitor the progress of all committees, and committee chairs will report back to the board of directors as required at all HOA meetings.

Each committee shall have at least one voting member of the Board of Directors with the exception of any independent committees as approved. The term of all standing committees shall be the from General Election to the next General election for Board of Directors, all other committees as assigned, shall be for the duration of their assigned business but less than the term of Standing Committee. Any committees with monies not spent at the end of each calendar year shall return those moneys to the Treasurer and any funding for the new year will be given out as approved by the then current BOD, this does not apply to the SAC Committee

All Committee Chairs responsible for collection of monies from events must report the financial standing monthly to the Treasurer before the 7th of each month. Revenues are required by this deadline and a reconciliation of the financial accounting for the committee is due to the SAC treasurer no later than the end of the month following any event earning revenue or spending funds supplied by SAC

Finance Committee:

This is a standing committee appointed by the Board of Directors, shall provide advice to the Board on all matters involving the HOA's financial interests and responsibilities including, but not limited to: a budget, a financial position of the HOA, and investment accounts. Members of the committee should be those with experience in financial matters.

This committee may be responsible for conducting a formal examination and verification of financial records for all committees and individuals filing financial reports or handling monies for the association. The finance committee shall meet before the end of the fiscal year, to develop a proposed budget for the next fiscal year to present to either the members or the board of directors.

Committee Chairs responsible for collection of monies from events must remit funds for deposit to the appropriate Treasurer by the end of the month of the event. They must report the revenue earned and volunteer hours. If the required information is not

provided as required the Committee is responsible for paying any late fees due to their inaction. Revenues reporting is required by this deadline to ensure proper sales tax reporting.

Homeowner's Committee: (Statutory Committee) This is a standing committee, the Homeowner's Committee is designed as the forum in which the HOA, representing all homeowners, will meet with the park owner to discuss lot rental increases, reduction in services or utilities, or changes in rules and regulations and any other matter authorized by the HOA, or the majority of the affected home owners. The President may appoint up to five (5) persons to be members of this Committee, this committee shall be comprised exclusively of BOD Members. Per state statutes (FL 723...) these meetings are closed meetings.

Social Activities Committee: (SAC)

SAC is a standing committee, but unlike other Standing Committees, SAC is a quasi-independent Committee, self governed with the President elected by residents at an Annual Meeting by a majority vote of the residents for a 2-year term. SAC is charged with coordinating, running, and operating social functions and activities for the residents of Rancho Village.

Annually, the SAC President will submit a budget by October 15th, for approval, by the HOA Board of Directors.

SAC will transmit the necessary data and / or monies in a timely manner to the HOA Treasurer in order for the Sales Tax and any other Federal or State financial requirement is met as defined in guidelines set by the HOA Finance committee.

As stipulated in Article IX, Section 8, conflict of interest must be avoided, and SAC President and Social Committee chairs must adhere to recusals in order to retain the impartiality of the HOA BOD and other Standing Committees and the membership's reliance as a whole such impartially and unbiased fiduciarily of the member's funds.

Social Activity Liaison Committee

This is a Standing Committee appointed by the BOD and will usually consist of the President and Treasurer of the HOA and the President and Treasurer of SAC along with other members who have resided in the park with a minimum of 3 years residency and have been involved in numerous HOA/SAC activities.

The main purpose of this committee is to provide a forum where ideas can be exchanged and discussed as to how to best allocate, account for, and monitor the expenditures of the "Resident Activities Fund. Meetings shall be open to the members.

The Transportation/Community Services Committee

The Transportation/Community Services Committee, this is a standing Committee, appointed by the Board of Directors shall recommend how to best allocate, account for and monitor, the "Services Funds" for "Community Services" initially provided by Legacy to the Coop within the Post Sale Agreement and then transferred to the HOA, in the best interest of all Rancho Village homeowners. The meetings shall be open to the members of the association.

Bylaws Committee:

Shall be appointed from time to time to review and recommend any changes that may be needed to keep the HOA in compliance with any changes in the governing laws or as situations may dictate.

Impartial Election Committee:

See Article VII for responsibilities.

Ad Hoc Committees:

Other committees may be appointed by the board of directors and shall perform such duties and responsibilities as may be defined in their creation. Each such ad hoc committee shall be responsible to the board of directors and shall make such reports as requested by the board of directors. Ad Hoc committees are typically short-term committees and are not Standing Committees.

ARTICLE X

ACCOUNTING RECORDS; FISCAL MANAGEMENT; DUES AND ASSESSMENTS

Section 1

Books and Records: The Association shall keep correct and complete books and records of accounting including all receipts and expenditures. The books and records of the Association shall be open to inspection by members or their authorized representatives at reasonable times. Such authorization as a representative of a member must be in writing and signed by the person giving the authorization and dated within thirty (30) days of the date of the inspection. Written summaries of the accounting records may be made available to the members. Such records if made available shall may include a record of all receipt and expenditures.

Section 2

Fiscal Year: In administering the finances of the Association, the following procedures shall govern;

A. The fiscal year shall be January 1st until December 31st. Any monies received by the Association in any fiscal year may be used by the Association to pay expenses incurred in the same fiscal year subject to the provisions for excess revenues set forth in Section 3 of this Article, Thus the association will be operating on a cash basis.

B. There shall be apportionment between fiscal years on a pro-rated basis any expenses with which are prepaid in one fiscal year for operating expenses which covering more than such that calendar year;

C. Items of operating expenses incurred in a fiscal year shall be charged against income for the same fiscal year regardless of when the bill for such expenses is received;

D. Board of Directors shall have the discretion to allocate the annual dues, and necessary assessments between reserves (if available), IE legal funds (if available), for future expenses and current expenses. Legal expenses shall include, but not limited to, such items as: attorney's fees and costs, litigation expenses. Liability insurance

premiums expenses associated with statutory requirements, or actions involving disputes with the management of the park.

E. Since the HOA is not to operate on a deficit nor allow any deficit spending from one fiscal year to the next, an Operating Budget for each calendar year shall be proposed, ratified and approved in the 4th quarter of each calendar year for the following calendar year, and shall include the price of memberships for the following year based on the proposed yearly expenses.

Section 3

Dues and Assessments: Assessments for operating expenses and such other assessments as the Board of Directors may determine by vote or resolution shall be payable as determined by the Board of Directors. Each member is obligated to pay the Association annual dues and necessary assessments as determined by the Board of Directors. Assessments shall be made equally against members in amounts no less than are required to provide funds in advance for all the anticipated current operating expenses and for all of the unpaid operating expenses previously incurred.

Notwithstanding the foregoing, the assessments for operating expenses or other expenses and any periodic installments thereof shall be of sufficient magnitude to ensure an adequacy and availability of cash to meet all expenses in any fiscal year. In the event that the Board of Directors shall anticipate that the Association may end its fiscal year with excess assessments (in cash or taxable income), or should that event in fact occur, then the Board of Directors may vote to apply said excess towards the operating expenditures of the subsequent year.

Membership dues must be paid annually and are non-transferable. Memberships terminate on December 31 of each calendar year or when a member is no longer a home owner. Members and associate members who change addresses within the park shall transfer membership to the new land-lease location, provided the HOA Secretary is informed 14 days prior to the next membership meeting Annual Dues is to be set by each Board of Directors for the following year based on the annual proposed operating budget.

Section 4

Anticipated Revenue-Deficit: The Board shall not be required to anticipate revenue from income assessments or expend funds to pay for operating expenses not budgeted which shall exceed budgeted items and the Board is not required permitted to engage in deficit spending. If there exists any deficiency which results from there being greater operating expenses than income or money from assessments, then such deficit shall be carried into the next succeeding year's budget as a deficiency. If a shortfall occurs in operating expenses, the BOD, must call an emergency meeting and re-allocate funds from existing budgets of the current fiscal year, cut spending, or initiate new avenues for funding in real time. No financially incumbered funds for future years may be allocated for deficit spending, and shall be the subject of an applicable assessment.

Section 5

Depository: The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board of Directors in which the monies of the Association shall be deposited. Withdrawal of monies from such account shall be only by checks signed by such persons as are authorized by the Board or authorized debit card.

ARTICLE XI

FIDUCIARY RELATIONSHIP

The officers and directors of the Association shall have a fiduciary relationship to the members as well as any Committee receiving funds from the HOA.

ARTICLE XII

INDEMNIFICATION

The Association may be empowered to indemnify any officer or director or any former officer or director by a majority vote of a quorum of directors, or by majority vote of a quorum of members, who are not parties so such action, suit or proceeding, in the manner provided in the applicable chapter of the Florida Statutes. If such indemnification is authorized by the directors or members, expenses incurred in defending such civil or criminal suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding, in the manner described in the Florida Statutes upon receipt of an undertaking by or on behalf of the Director, officer or employee or agent to repay such amounts unless he or she is found to be entitled to such indemnification. If he or she is not entitled to indemnification but has received the benefit of funds expended in his or her defense, then he or she shall be liable to the Association for repayment in full. The Association shall provide Officers and Directors Liability Insurance by means of appropriate insurance coverage if affordable.

ARTICLE XIII

AMENDMENT OF BYLAWS

These Bylaws may be amended by majority vote of the members at any duly noticed regular or special meeting. The notice of any meeting at which amendments of the Bylaws are to be considered shall contain a statement that amendments to the bylaws shall be considered.

If an amendment to the articles of incorporation or the bylaws is required by any action of any federal, state, or local governmental authority or agency, or any law, ordinance, or rule thereof, the board of directors may, by a majority vote of the board, at a duly noticed meeting of the board, amend the articles of incorporation or bylaws without a vote of the membership. Such changes are limited to only the affected section(s) of these bylaws.

ARTICLE XIV

AMENDMENT OF ARTICLES OF INCORPORATION

The Articles of Incorporation of this Association may be amended by majority (50% + 1) vote of the members. The notice of any meeting at which amendments of the Articles of Incorporation are to be considered shall contain a statement that amendments to the Articles of Incorporation shall be considered.

ARTICLES XV

LOANS

No loans shall be contracted for on behalf of the Association and no evidences of indebtedness shall be issued in its name, unless authorized by a vote or resolution of the Board of Directors the members in good standing. Such authority may be general or confined to specific instances.

ARTICLE XVI

DEADLOCK

A. Submission to Arbitration: Should deadlock, dispute or controversy arise among the members or directors of the Association in regard to matters of management and company policy or matters arising under the provisions of the charter and should the members, by using their legal power and influence as members be unable to resolve such deadlock, dispute or controversy, the matter shall be submitted by the members to arbitration.

B. Determination by Arbitration: Should the members or directors be unable to agree as to the scope of this provision or the application of this provision to the deadlock, dispute or controversy at issue the scope and applicability of this provision shall be determined by the arbitrator.

C. Notice: Notice shall be given by such objecting or dissenting member(s) that such deadlock exists within fifteen (15) days of such deadlock, by certified mail, postage prepaid, addressed to the remaining member(s) at the addresses listed on the corporate HOA books.

D. Selection of Arbitration: The members shall then select an arbiter within sixty (60) days of the receipt of such notice of deadlock, upon unanimous vote of the members entitled to vote. The members shall reserve the right to replace the arbiter by unanimous vote of the members entitled to vote.

E. Inability to select: Should the members be unable to select an arbitrator successor arbitrator, the deadlock, dispute or controversy shall be resolved in accordance with the Florida Arbitration code Chapter 683 of the Florida States as amended.

F. Final Decision: The decision of the arbitrator shall be final and binding upon all members. The members shall vote as the arbitrator shall direct.

G. Enforcement: To enforce these provisions, the arbitrator may obtain an injunction from a court having jurisdiction to direct the members to vote as the arbitrator has determined.

ARTICLE XVII

INTERESTED DIRECTORS

Conflict of Interest: Any Director or Officer of the Corporation Association with a directorship, officership, financial interest in any Corporate or business entity that engages in discussion or transaction with the Board of Directors with regard to any business concerning Rancho Village and the Association of Homeowners, MUST declare such conflict of interest and tender his or her resignation with immediate effect.

Failure to declare conflict of interest may result in legal proceeding against that person without benefit of indemnification by the Association. ~~No HOA Board Member may be a member of the SAC Board of Directors due to a conflict of interest.~~

~~The Office of SAC President and treasurer and HOA President and treasurer may, likewise, not be served by the same person, as this poses a distinct conflict of interest between the budgetary responsibilities of both Offices.~~

~~Anyone seeking to be a board member needs to have been a land lease resident for 1 year prior to elections.~~

Article XVIII

Severability and Conflicting Regulations

Severability and Conflict: If these bylaws are judged to be in conflict with any Governing Laws, then only those section(s) will be judged to be invalid will be voided and the governing law(s) shall prevail while the rest of these bylaws shall still stand as valid.

ARTICLE XIX

DISSOLUTION OF CORPORATION

In the event of the sale of the park to other than to the HOA with residents required to relocate, the assets of the HOA shall be disposed of as per the applicable law regarding corporate dissolution.

These By-Laws were approved on _____, _____, by a quorum (20% of total paid membership at a minimum as per these approved by-laws) of homeowners at the January 27, 2025, regularly scheduled members meeting. These By-Laws replace all the previous By-Laws adopted.

President: _____ Secretary: _____
Ron Howe Brad Kalaway

Date: _____ Date: _____

Appendix A

Board Members Code of Conduct

Board Members Code of Conduct

WHEREAS, the Board of Directors (Board) of the Association of Homeowners of Rancho Village, Inc. (Association) has the authority and responsibility to make decisions for the benefit of the HOA membership.

WHEREAS, The Board wishes to ensure that it and its individual members (Board Member) maintain a high standard of ethical conduct in the performance of the Association's business and to ensure that the Association's members maintain confidence in and respect for the entire Board.

THEREFORE, BE IT RESOLVED THAT the Board of the Association hereby adopts the following rules of conduct, standards of behavior, ethical rules and enforcement procedures that are applicable to all members of the Board:

1. **Board Members shall act in the best interest of the Association as a whole.** Board members serve for the benefit of the entire community and shall at all times strive to do what is best for the Association on as a whole. Board members shall not use their positions as such for private gain, for example:
 - No Board Member shall solicit or accept, directly or indirectly, any gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking a contractual or other business or financial relationship with the Association.
 - No Board Member shall seek preferential treatment by the board any of its committees, or any contractors or suppliers.
 - No Board Member shall accept a gift or favor made with the intent of influencing a decision or action on any official matter.
 - No Board Member shall receive any compensation from the
 - any parties outside of the Board.

The above list of examples is offered for illustration purposes only and is not intended to be exclusive.

2. **Board Members shall comply with governing documents and relevant law.** Board Members shall use their best efforts at all times to make reasonable decisions that are consistent with the Declaration, Bylaws and other governing documents of the Association and to be familiar with all such documents. Board Members shall, likewise, comply with and make decisions that are consistent with all applicable laws, including but not limited to, refraining from discriminating against any person the basis of race, color, religion, national origin, gender, family status or mental or physical disability.
3. **Board Members shall set high standards for themselves as Association members.** Board members shall hold themselves to the highest standards as members of the Association and shall in all ways comply with the provisions of the Association's governing documents.
4. **Board Members shall work within the Association's framework and refrain from unilateral action.** Board Members shall at all times work within the Association's governing documents and the Board. The Board shall conduct business in accordance with state law and the Association's governing documents and shall act upon decisions duly made and no Board Member shall act unilaterally or contrary to such decisions. Toward that end, no Board member shall seek to have a contract implemented that has not been duly approved by the Board, nor promise anything not approved by the Board to any contractor, supplier, or otherwise, nor shall a Board Member communicate with any third party his/her dissatisfaction duly approved Board action nor encourage others to act against such action at any time.
5. **Board Members shall behave professionally at meetings.** Board Members shall conduct themselves at all meeting, including board meetings, annual meeting of the members and committee meetings, in a professional and businesslike manner. Personal attacks against other Board Members, Association members, residents, officers, management or guest are not consistent with the best interests of the community and will not be tolerated. Language at meeting shall be kept professional. Though differences of opinion are inevitable, they must be expressed in a professional and businesslike manner.
6. **Board Members shall maintain confidentiality when appropriate.** Board Members shall at all times maintain the confidentiality of all legal, contractual, personnel and management matters involving the Association. Board members shall also maintain the confidentiality of the personal lives of other Board members, Association members, residents and management staff.

7. **Board Members shall disclose conflicts of interests.** Board Members shall immediately disclose to the Board any perceived or potential conflict of interest regarding any aspect of the business operations of the Association.
8. **Board Members shall refrain from defaming anyone in the community.** Board Members shall not engage in defamation, by any means, of any other Board Member, Association member, resident or management staff member. The Association shall deem any Board Member who engages in defamation to be acting outside the scope of his authority as a Board Member.
9. **Board Members shall refrain from harassing Association members or residents.** Board Members shall not in any way harass, threaten, or otherwise attempt to intimidate any other Board Member, Association member or resident. The Association shall deem any Board Member who harasses, threatens, or otherwise attempts to intimidate other Association members or resident to be acting outside the scope of his authority as a Board Member.

VIOLATIONS OF CODE:

Violations of the Code of Conduct shall be brought to the Hearing Board, which shall be comprised of designated Board Members. In addition, the Board may elect, at its sole discretion, to appoint as Advisory Hearing Board Member, other Board Members, as well as the Association attorney, manager and/or accountant. Any Board Member who violates this Code of Conduct agrees that the Board may seek injunctive relief against him/her, prior to such hearing. The Board Member also agrees that the Board shall be relieved of posing bond as a condition to its injunctive remedy. Such Board Member must pay the attorney's fees incurred by the Board in any enforcement effort.

The statements in this document do not supersede any federal, state or local statutes or ordinances.

ADOPTED BY BOARD RESOLUTION AS PART OF THE MEETING AGENDA ON June 27, 2013.

 President
 Agreed to by the following:

 Secretary

 Signature of Board Member

 Signature of Board Member

Signature of Board Member

Signature of Board Member

Signature of Board Member

Signature of Board Member

Signature of Board Member

Signature of Board Member

Signature of Board Member

Date

01.02.2025