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 Palm Beach County, Florida  
 Sharon R. Bock, CLERK & COMPTROLLER  
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Return to: Stewart Norman  
 7210 Pine Forest Circle East  
 Lake Worth, Fl 33467

BY-LAWS  
 OF  
LUCERNE LAKES HOMEOWNER'S ASSOCIATION, INC. VILLAGE 1

ARTICLE 1 - IDENTITY

The name of the corporation is LUCERNE LAKES HOMEOWNERS ASSOCIATION, INC., ("Association"), a corporation not-for-profit organized under the laws of the State of Florida. The Association has been organized for the purpose of administering the Common Areas of LUCERNE LAKES, a development located in Palm Beach County, Florida upon the property described in Exhibit A attached hereto and such other property as may be annexed thereto. The principal office of the Association shall be located at 4400 Lucerne Lakes Boulevard, Lake Worth, Florida, 33467, but meetings of members and the Board of Directors of the Association ("Board") may be held at such other places within Palm Beach County, Florida, as may be designated by the Board.

The fiscal year of the Association shall be the calendar year.

The seal of the corporation shall bear the name of the corporation, the word "Florida", the words "corporation Not-For-Profit" and the year of incorporation.

ARTICLE II - DEFINITIONS

All terms defined in the Declaration of Covenants, Conditions and Restrictions of Lucerne Lakes ("Declaration"), as the same may be amended, when used in these "By-Laws", shall have the same definition as set forth in the Declaration.

ARTICLE III - MEETING OF MEMBERS

Section 1. Membership Meetings. There shall be one regular meeting of the membership, to be held in January. This meeting shall also elect the Directors to the Board. Special Meetings may be called by a petition signed by twenty-five (25) members and filed with the Secretary, or by the President, or by the Vice-President, after approval by a majority of the Board. All membership meetings shall be held at such time and place as may be determined by the Board. Notice of meetings shall be given to the membership at least ten (10) days in advance of such meeting. Special membership meetings shall be held within thirty (30) days of receipt of a valid petition by the Members.

**Section 2. Quorum.** The presence at the meeting of members, in person or by proxy, entitled to cast the votes of forty-five (45) members shall constitute a quorum to transact business as provided for in these By-Laws. If, however, such quorum shall not be present, the meeting shall be adjourned until a quorum as aforesaid shall be present or represented. Whenever it may appear that a quorum is not present, any member may call for a quorum count and the Chair shall comply.

**Section 3. Voting.** At any meeting of Members, Owners shall be entitled to cast such votes to which they are entitled as defined in the Articles of Incorporation of the Association ("Articles").

**Section 4. Proxies.** At all meetings of Members, each Member may vote in person or by proxy (except for election of directors). All proxies shall be in writing and filed with the Secretary at, or prior to the meeting to which they are applicable. Each proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Unit.

**Section 5. Order of Business.** The order of business at annual Members' meetings and at other meetings, shall be as set forth in Robert's Rules of Order (latest edition).

#### **ARTICLE IV - DIRECTORS**

**Section 1. Selection, Number and Term.** The affairs of the Association shall be managed by a Board of nine (9) Directors, as provided in Article VI of the Articles of Incorporation. Elections shall be held at the regular meeting of the membership, to be held in January of each year. Such election shall elect three (3) members each year and they shall serve for three years.

**Section 2 Vacancy or Removal.** Any director may be removed by a two-thirds (2/3) vote of the membership at a Special Meeting, provided that such Director be given a written copy of the charges made at least two weeks before such Special Meeting at which such charges will be presented. Said director shall be given the opportunity to respond to such charges at such special Meeting. Any vacancy in the Board created by removal, resignation, death, or any other cause or reasons, shall be filled by a majority vote of the Board.

**Section 3. Compensation.** No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

**Section 4. Action Without a Meeting.** There shall be established an Emergency Committee, consisting of the President (or in his absence, the presiding Vice-President) and two (2) Directors who shall be authorized to spend up to and including \$1,000 for emergency action. An emergency is herewith defined as a situation imminently dangerous to life or property.

## ARTICLE V - ELECTION OF DIRECTORS

Notwithstanding anything to the contrary contained in these By-laws, the Declaration of Covenants, Conditions and Restrictions of Lucerne Lakes or the Articles of Incorporation, the members of the Board of Directors shall be elected by written ballot. Proxies shall not be used in electing the Board of Directors.

Not less than 60 days before a scheduled election, the Association shall mail or deliver to each owner entitled to vote, a first notice of the date of the election. Any owner or other eligible person may nominate himself or may nominate another owner or eligible person, if he has permission in writing to nominate the other person. Any owner or other eligible person desiring to be a candidate for the Board of Directors must give written notice to the Association not less than 40 days before a scheduled election. This written notice shall be sent by certified mail or shall be personally delivered to the Association office.

Not less than 30 days before the election, the Association shall mail or deliver a second notice of the election to all owners entitled to vote therein, together with a secret ballot which shall list all candidates, a ballot envelope and a proxy. Upon request of a candidate, the Association shall also include an information sheet, which must be furnished by the candidate not less than 40 days before the election, to be included with the mailing of the ballot. No owner shall permit any other person to vote his ballot, and any such ballots improperly cast shall be deemed invalid. Notwithstanding the provisions of this paragraph, an election and balloting are not required unless more candidates file notices of intent to run or are nominated than vacancies exist on the board.

The person receiving the largest number of votes for the three (3) vacancies shall be elected. Cumulative voting shall not be permitted.

## ARTICLE VI - MEETING OF DIRECTORS

**Section 1. Meetings.** Regular meetings of the Board shall be held monthly at such time and place as may be fixed by the Board. Special Meetings may be called by the President or by the presiding Vice-President, or by a majority of the Board. Notice of such meeting shall be given to each Director, personally, or by mail, telephone or telegraph at least five (5) days prior to such meeting. Directors may waive such meeting notice by signing a waiver of meeting notice.

**Section 2. Quorum.** A majority of the number of directors shall constitute a quorum for the transaction of business. No member of the Board of Directors shall abstain from voting on any item at a meeting unless the individual claims conflict of interest. If a Director persists in abstaining without claiming conflict of interest, such action will be recorded as a vote for the motion or proposition being considered. Every act of decision done or made by a majority of the Directors present at a duly held

meeting at which a quorum is present shall constitute the act or decision of the Board.

**Section 3. Order of Business.** The order of business at Directors' meetings shall be as set forth in Robert's Rules of Order (latest edition).

#### **ARTICLE VII - POWERS OF THE BOARD OF DIRECTORS**

The Board shall exercise all of the powers of the Association as set forth in Article III of the Articles, and shall have all of the powers and authority conferred upon corporations not for profit by the laws of Florida.

#### **ARTICLE VIII - OFFICERS AND THEIR DUTIES**

**Section 1. Enumeration of Officers.** The officers of the Association shall be a President and a Vice-President, who shall at all times be members of the Board, a Secretary and a Treasurer and such other offices as the Board may, from time to time, create by resolution.

**Section 2. Election of Officers.** The election of officers shall take place at the first meeting of the Board following the annual meeting of the Members.

**Section 3. Term.** The officers of the Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed or otherwise disqualified to serve.

**Section 4. Resignation and Removal.** Any officer may be removed from office by the Board.

**Section 5. Vacancies.** A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

**Section 6. Compensation.** Compensation of all employees of the Association shall be fixed by the Directors, but this provision shall not be deemed to require that compensation be paid to said officers.

**Section 7. Duties.** The duties of the officers are as follows:

The President shall preside at all meetings of the Board, shall see that orders and resolutions of the Board are carried out, shall sign all leases, mortgages, deeds and other written instruments on behalf of the Association. The Vice-president shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties and may be required by the board. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members, keep the corporate seal of the Association and affix it to all instruments requiring said seal, serve notice of meetings of the Board and of the Members, keep appropriate current records

showing the Members and their addresses and perform such other duties as may be required by the Board. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association, disburse such funds as directed by resolution of the Board, sign all checks and promissory notes of the Association, keep proper books of account, as of the end of each fiscal year have an audit of the Association's books performed by a public accountant selected by the Board, prepare an annual budget and 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. All checks, promissory notes or other similar financials documents shall be signed by any two of the President, vice-President or Treasurer.

#### ARTICLE IX - COMMITTEES

The Board may appoint an Architectural Control Committee, as provided in the Declaration, and shall appoint other committees as it deems appropriate in carrying out its duties.

#### ARTICLE X - BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles and these By-Laws shall be available for inspection by any Member of the principal office of the Association, where copies may be purchased at reasonable cost.

#### ARTICLE XI - ASSESSMENTS

Section 1. Annual Budget. The Treasurer shall prepare and submit a copy of the proposed budget to each Board member during the month of November. The Board shall act on the proposed budget during the second week of December. After Board approval, the Secretary shall submit a copy of the proposed budget to each member of the Association prior to the annual meeting. The Annual Budget may be increased by a maximum of 10% over the previous Annual Budget by the Board. In the event of a proposed increase of more than 10%, such increase must be approved by a majority of the votes cast as a regular or special meeting.

Section 2. Capital Improvements. Any assessment for Capital Improvements shall require the approval of two-thirds (2/3) of the votes of the total membership, at a regular or special meeting.

Section 3. Special Assessments. In the event of the necessity of a Special Assessment, a Special Meeting of the Membership shall be called at which a majority vote of those present in person or by proxy shall approve or disapprove of such special assessment.

**Section 4. Payment of Assessments.** All payments of assessments shall be due within thirty (30) after the mailing of bills for such assessments. The Treasurer shall certify that such mailings were made and the date mailed. Each member shall pay the pro rata share for each lot owned by such member. No members may waive or otherwise avoid liability for such assessment by non-use of common areas or abandonment of property. A late penalty of \$5.00 per month will be assessed to each member who has not paid his/her annual assessment within thirty (30) days after the due date for such assessments. The Board shall have the authority to take any and every legal method, including the above cited penalty for lateness, to collect overdue assessments. The Board shall also have the authority to increase the \$5.00 per month late penalty should such action be necessary to maintain the financial integrity of the association.

**ARTICLE XII - AMENDMENTS**

**Section 1. Amendments.** These By-Laws may be amended at either a regular or special meeting of the membership, as set forth in Art. XII (B) OF THE Article of Incorporation.

**ARTICLE XIII - PARLIAMENTARY RULES**

Robert's Rules of Order (latest edition) shall govern the conduct of the meetings of the Board and Members when not in conflict with the Declaration, the Articles or these By-Laws.

The undersigned certify that these By-Laws were approved by three-quarters (75%) of all voting members of the Association at a duly held meeting and supercedes the original By-Laws and all previous Amendments.

LUCERNE LAKES HOMEOWNER'S  
ASSOCIATION, INC. VILLAGE 1

11-28-12

Date

11/28/12

Date

  
\_\_\_\_\_  
Stewart Norman, President

  
\_\_\_\_\_  
Marie Taratino, Secretary

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

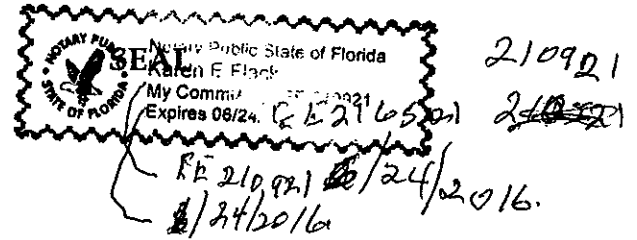
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Stewart Norman to me well known to be the person described in and he executed the foregoing

instrument and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and affixed by official seal at Palm Beach County, Florida (said County and State) this 28 day of Nov, 2012 A.D.

Karen E. Flack

NOTARY PUBLIC



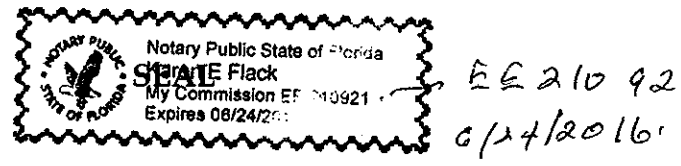
STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Marie Taratino to me well known to be the person described in and she executed the foregoing instrument and acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and affixed by official seal at Palm Beach County, Florida (said County and State) this 28 day of NOV, 2012 A.D.

Karen E. Flack

NOTARY PUBLIC



STATE OF FLORIDA • PALM BEACH COUNTY  
I hereby certify that the foregoing is a true copy of the record in my office with redactions, if any as required by law.  
THIS 14th DAY OF Dec., 2012  
SHARON R. BOCK  
CLERK & COMPTROLLER  
By Michelle [Signature]  
DEPUTY CLERK

