

✓ This instrument prepared by and return to:
Chad M. McClenathen, Esq.
783 S. Orange Ave., Suite 210
Sarasota, FL 34236

RECORDED IN OFFICIAL RECORDS
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KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FL



**CERTIFICATE OF AMENDMENT
TO THE BYLAWS OF THE MEADOWS COMMUNITY ASSOCIATION, INC.**

The Meadows Community Association, Inc. (Association) is the not-for-profit corporation in charge of the operation and control of a residential community known as The Meadows, according to Declaration of Maintenance Covenants and Restrictions on the Commons for the Meadows as recorded in Official Records Book 1113, Page 715 et. seq., of the Public Records of Sarasota County, as amended, The Association certifies that the following amendments to the Amended and Restated Bylaws of the Association, which Bylaws are recorded in Official Records Book 2407, Page 1532 et. seq., of the Public Records of Sarasota County, as amended, were approved by the Board of Directors of the Association at duly noticed and convened Board meetings. No membership vote was required. The Association further certifies that the amendments were properly proposed and adopted as required by the governing documents and applicable law.

(Additions indicated by underlining, deletions by ---, omitted, unaffected language by...)

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ARTICLE III

MEMBERSHIP, VOTING, QUORUM, AND PROXIES:

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3. Votes may be cast ~~either in person, or by proxy, or via online voting, if applicable.~~ Any references in the governing documents to vote requirements based on participating members shall include votes cast via online voting as may be implemented by the Board in accordance with the Homeowners' Association Act. Proxies shall be valid only for the particular meeting designated thereon and must be filed with the Secretary at or before the designated time of the meeting.

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6. Required notices shall be given to the members as the same appear as of the record date on the records of the Corporation pursuant to the Provisions of Article IV of the Articles of Incorporation. ~~Notices shall be sent to each member's last known address as shown by such records until the Corporation is notified in writing that such notices are to be addressed otherwise.~~ Notice of a membership meeting shall state the time, place, date, and the purpose(s) for which the meeting is called. The notice shall include an agenda. The notice of any members' meeting shall be provided to every member of record by one of the following methods: (1) mailed postpaid and correctly addressed to the member's address shown in the current records of the Association, and if different, also to the mailing address listed for the property on the website of the Sarasota County Property Appraiser, or (2) be hand delivered to the member who must in that event sign a receipt, or (3) be electronically transmitted to a correct facsimile number or electronic mail address at which the member has consented to receive notice. Each member bears the responsibility of notifying the Association of any change of address. Consent by a member to receive notice by electronic transmission shall be revocable by the member by written notice to the Association. Notice of specific meetings may be waived before or after the meeting and the attendance of any member shall constitute such member's waiver of notice of such meeting, except when attendance is for the express purpose of objecting at the beginning of the meeting to the transaction of business because the meeting is not lawfully called.

7. Membership Meetings Via Remote Communications. Notwithstanding anything else to the contrary in the governing documents, the Board may elect to schedule, notice, convene and conduct a membership meeting by means of remote communication as may be generally permitted by law or in the event of a catastrophic event as defined in subsection (g) hereof.

(a) Notice of the meeting shall be delivered in accordance with the Bylaws and include a statement that member participation shall only be allowed via remote communication. The notice, or

attachments included with the notice, shall set forth instructions stating how the members may participate by means of the remote communication platform.

(b) The remote communication platform must provide a reasonable method, which may be visual identification of a person on a video platform, to verify that any person asserting a right to participate in the meeting is either an invited guest of the Board, a member, or a person entitled to cast a vote on behalf of a property in accordance with the Bylaws, e. g. a proxyholder.

(c) Once verified by the Association as a person entitled to cast a vote on behalf of a property, authorized persons may participate and be deemed to be present in person and vote at the meeting.

(d) The remote communication platform must include measures to provide each person with a reasonable opportunity to participate in the meeting, and as to persons entitled to vote on behalf of a property, to vote on matters submitted to the members, including an opportunity to communicate and to read or hear proceedings of the meeting substantially concurrent with the proceeding.

(e) The minutes of the meeting shall indicate the meeting was conducted by means of remote communication and list the name of each person who participated in the meeting, including but not limited to the names of persons voting on behalf of the properties. In addition to the minutes, a recording of the meeting shall be retained as a permanent official record of the Association.

(f) The Board may adopt additional guidelines for conducting remote meetings and/or authorize the Chair of the meeting to make and implement reasonable measures to allow an orderly meeting consistent with the governing documents.

(g) For purposes hereof, a catastrophic event shall mean when an emergency is declared for Florida and/or Sarasota County due to a hurricane, pandemic, or other event.

ARTICLE IV

ANNUAL AND SPECIAL MEETINGS OF MEMBERS:

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~~3. Notice shall be written and shall state the time, place and object for which the meeting is called, and be given not less than twenty (20) days nor more than forty-five (45) days prior to the date for such meeting.~~

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ARTICLE V

BOARD OF DIRECTORS AND MEETINGS.

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7. Board Meetings Via Remote Communications. Notwithstanding anything else to the contrary in the governing documents, the Board may elect to schedule, notice, convene and conduct a Board meeting by means of remote communication as may be generally permitted under the law or in the event of a catastrophic event as defined in subsection (f) hereof.

(a) Notice of the meeting shall be delivered in accordance with the Bylaws and include a statement that participation shall only be allowed via remote communication. The notice, or attachments included with the notice, shall set forth instructions stating how the directors and members may participate by means of the remote communication platform.

(b) The remote communication platform must provide a reasonable method, which may be visual identification of a person on a video platform, to verify that any person asserting a right to participate at the meeting by means of remote communication is a director, a member, or an invited guest of the Board.

(c) The remote communication platform must include measures to provide each person with a reasonable opportunity to participate in the meeting, including an opportunity to communicate and to read or

hear proceedings of the meeting substantially concurrent with the proceeding. Directors participating at the meeting must also be provided with an opportunity to vote on each agenda item if and when the Chair of the meeting accepts motions on the agenda item.

(d) The minutes of the meeting shall indicate the meeting was conducted by means of remote communication and list the name of each person who participated in the meeting, including but not limited to the names of the directors and members. In addition to the minutes, a recording of the meeting shall be retained as a permanent official record of the Association.

(e) The Board may adopt additional guidelines for conducting remote meetings and/or authorize the Chair of the meeting to make and implement reasonable measures to allow an orderly meeting consistent with the governing documents.

(f) For purposes hereof, a catastrophic event shall mean when an emergency is declared for Florida and/or Sarasota County due to a hurricane, pandemic, or other event.

ARTICLE VI

ELECTION OF DIRECTORS: NOMINATING AND ELECTION COMMITTEES:

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4. All elections to the Board of Directors shall be made on written ballots which shall (a) describe the vacancies to be filled and (b) set forth the names of those nominated by the Assembly. Such ballots shall be prepared and distributed mailed by the Secretary to the members along with the notice prescribed by Section 3 of Article IV herein via one of the methods set forth in Section 6 of Article III herein.

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Lisa A. Compton
Witness Signature
LISA A. Compton
Printed Name
Sherre Shepard
Witness Signature
Sherre Shepard
Printed Name

The Meadows Community Association, Inc.
Jan Lazar
By: Jan Lazar, President

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 26th day of April, 2021, by Jan Lazar, President of The Meadows Community Association, Inc., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.

Michael J. Mazur, Jr.
Notary Public

