

78 - Prepared by PATTY WEBBER, Secy. TRACY'S POINT COMM. CLUB
P.O. Box 301
LAKE PANASOFFKEE FL 33538

**BY-LAWS OF THE
TRACY'S POINT COMMUNITY CLUB, INC.**

TRACY'S POINT COMMUNITY CLUB, INC. ("Corporation"), a not for profit corporation, is the non-profit corporation organized to manage and maintain the community and to promote and expand the social life and friendly interaction among the residents of the Tracy's Point and Thunderbird Terrace Subdivisions, and all additions thereto, as shown on the attached Exhibit "A".

Gloria R. Hayward, Sumter County Clerk of Court
Inst: 202460003962 Date: 01/31/2024 Time: 4:17PM
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**Article 1
OFFICE**

The principal office of the Corporation shall be in the State of Florida. The Corporation shall designate a registered office in accordance with Florida law and shall maintain it continuously. The corporation may have officers at such other places within and without the State of Florida as the Board of Directors may, from time to time, determine.

**Article 2
MEMBERS**

Each person who owns a parcel within Tracy's Point Subdivision or Thunderbird Terrace Subdivision, as shown on the attached Exhibit "A", shall be a Member, provided they have paid such assessments and fees as prescribed by the Board of Directors, and are otherwise in good standing.

Section 1. Responsibilities

Members will be considered to be in good standing if, and only if, they:

1. Are current in their payment of assessments and fees, as prescribed by the Board of Directors.
2. Are not found to be in violation of these By-Laws.
3. Are not found to be in violation of any valid and enforceable property restrictions, or county land use ordinances, which are now in effect or become legally effective in the future.

The Board of Directors may suspend Members for violations of these provisions. Payment of assessments and fees shall not be accepted between the Call to Order and the Adjournment of any meeting.

Section 2. Privileges

Members (in good standing) will have exclusive rights to:

1. Voting on any issue requiring a vote by the Members.
2. Access to and use of parcels legally held by the Corporation and designated as common property for limited resident use. (The Board of Directors reserves the right to manage said parcels as deemed necessary for the common good and protection of the members of the Corporation)
3. Property Rights are prescribed by Article 11 of these By-Laws.

R7 Tracys Point Community Club Inc
PO Box 301 Lake Panasoffkee FL 33538

Section 3. Members Meetings.

- A. The Annual Meeting of Members shall be held on the third Tuesday of January, directly following the meeting of the Board of Directors in the place, and on the schedule provided to members at least 15 days in advance of the meeting.
- B. Special meetings of the Members shall be held when called by the President or the Board of Directors, provided at least forty-eight (48) hours notice of such special meeting shall be given and such notice shall provide the place, time, and reason for the special meeting.
- C. Meetings of Members shall be held in Sumter County, Florida.
- D. Notice of any Special meeting of Members, shall be published in at least two local newspapers or general publications, or notices sent to each member, and a notice posted on the clubs bulletin board near the Post Office at least forty-eight (48) hours in advance.
- E. Voting by proxy shall be permitted only when proxies are solicited by the Board of Directors, in advance.
- F. No quorum is required to conduct the business of the Corporation. All issues requiring a vote shall be decided by a majority of the members present at a Members Meeting.
- G. Members shall be entitled one vote for each parcel owned, providing assessments for all parcels owned are current. If a member owns (entirely or partially) any parcel for which assessments are in arrears, no parcels owned (entirely or partially) by that member, may be voted. If two persons own a parcel jointly, they shall be entitled to only one vote for that parcel.

Article 3
BOARD OF DIRECTORS

Section 1. General Powers.

Subject to the limitations of the Articles of Incorporation, these By-Laws, and the Florida Not For Profit Corporation Act, concerning corporate action that must be authorized or approved by the Members of the Corporation, all corporate powers shall be exercised by or under the authority of the Board of Directors, and the management and affairs of the Corporation shall be controlled by the Board of Directors.

Section 2. Numbers, Qualification, Election and Tenure.

- A. The number of Directors shall be five (5), consisting of four (4) Officers of the Corporation and one (1) Board member who is not an officer.
- B. There shall also be one Alternate Board Member, who may be accorded voting privileges in lieu of an absent Board Member. The Alternate Board Member shall be elected annually at the Annual Meeting of the Members for a term of one year.
- C. Directors shall be elected by majority vote of the Voting Members present at the Annual Meeting of Members. Elections shall be held each year to fill an expiring Director's term.
- D. The Directors shall be members, in good standing, of this Corporation, at least twenty-one (21) years of age, residents of Florida, and shall be familiar with Florida Statute 720 for Homeowner's Associations.

Section 3. Vacancies.

Vacancies in the Board shall be filled by the Alternate Board Member. If the Alternate Board Member assumes an open position on the Board, a new Alternate Board Member may be appointed by the Board of Directors.

Section 4. Board Meetings.

- A. A meeting of the Board of Directors of the Corporation occurs whenever a majority of the Board of Directors gathers to conduct Corporation business. Meetings shall be held each month in the place and on the schedule provided to members, at least 15 days in advance, with a minimum of eight (8) scheduled meetings per year and at other times upon the call of the President or a majority of the Directors.
- B. Special meetings of the Board shall be held when called by the President or the Board of Directors, provided at least forty-eight (48) hours notice of such special meeting shall be given and such notice shall provide the place, time, and reason for the special meeting. Notice of any Special meeting of the Board, shall be posted on the clubs bulletin board near the Post Office at least forty-eight (48) hours in advance.
- C. Meetings of Board of Directors shall be held in Sumter County, Florida.
- D. Voting by proxy shall not be permitted, but Directors may attend and vote via teleconference if notice of their intention to do so is given to the Meeting Chairperson prior to the commencement of the meeting. A Director exercising this option is deemed to be present for the meeting.

- E. A majority of the Board members, is required to constitute a quorum and conduct the business of the Corporation. All issues requiring a vote shall be decided by a majority of the Directors present. If a meeting cannot be held, due to lack of a quorum, all agenda items will be deferred until the next regular meeting, or a Special Meeting can be called by the President as prescribed in Section B.

- F. Directors shall be entitled one vote regardless of the number of parcels owned, provided assessments for all parcels owned are current.

Section 5. Removal.

At any Board meeting, any Director or Directors may be removed from office, with or without cause, by a majority vote of the Directors present. The first Director vacancy shall be filled by the Alternate Board Member. Any additional vacancies may be filled by election by a majority of the Directors, at the same meeting in which a Director is removed.

Article 4
OFFICERS

Section 1. Officers.

The Officers of this Corporation shall be a President, Vice President, Secretary and Treasurer, each of whom shall be appointed by the Board of Directors. Their terms shall be one year. There shall be no limit to the number of consecutive terms which may be served. Each Officer shall serve until their successors are chosen and qualified, or until they shall resign or be removed according to these By-Laws.

Section 2. Removal.

Any Officer may be removed from office at any time, with or without cause, by affirmative vote of a majority of the Board of Directors whenever, in its judgment, the best interests of the Corporation will be served thereby.

Section 3. Vacancies.

Vacancies in offices, however occasioned, may be filled at any time by appointment of the Board of Directors for the unexpired terms of such office.

Section 4. Duties.

- A.** The President shall preside at all meetings of the Corporation. The President shall be the chief executive officer of the Corporation. He or she shall be present at each monthly meeting of the Directors and Members and shall report on the conditions and affairs of the Corporation. He or she shall cause to be called regular and special meetings of the Members and Directors in accordance with these By-Laws. He or she shall appoint and remove, employ and discharge, and fix the compensation of all servants and agents of the Corporation, subject to the approval of the Board of Directors. He or she shall sign and make all contracts, notes, mortgages and agreements in the name of the Corporation, subject to the Board of Directors approval. He or she shall see that the books, reports, statements and instruments required by statute are properly kept, made and filed according to law. He or she shall enforce these By-Laws and perform all duties incident to the position and office, and which are required by law.
- B.** The Vice President shall, during the absence or inability of the President to render and perform his or her duties or exercise his or her powers as set forth in these By-Laws or the Articles under which this Corporation is organized, perform and exercise such powers in the President's stead; and when so acting, the Vice President shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the President.
- C.** The Secretary shall keep the minutes of the meetings of the Board of Directors and the Members in appropriate records. He or she shall give and serve all notices of meetings of the Corporation, in accordance with these By-Laws. He or she shall be custodian of the records and of the seal of the Corporation, and affix the seal when required. He or she shall keep the membership rolls in such manner so as to show at all times the names of the Members, alphabetically arranged, their respective places of residence, post office addresses, time when such person became a Member, and the amount paid by such Member, and he or she shall keep such membership records and books subject to the inspection of any Member, and permit any Member to obtain copies from such records to the extent and as described by law. He or she shall present to the Board of Directors at their stated meetings all communications addressed to him or her officially by the President or any officer, Director or Member of the Corporation. He or she shall attend to all correspondence and perform all duties incident to the office of Secretary.
- D.** The Treasurer shall have the care and custody of and be responsible for all funds in the name of the Corporation in such banks, trust companies, safe deposit vaults, or other investment vehicles, as the Board of Directors may designate. He or she shall sign, make and endorse in the name of the Corporation all checks, drafts, warrants and order for the payment of money, and pay out and dispose of same and receipt thereof, under the

direction of the President or the Board of Directors, except that all checks and drafts greater than \$250.00 shall require a secondary signature by another officer designated by the Board of Directors. He or she shall render a statement of the condition of the finances of the Corporation at each regular meeting of the Board of Directors, and at such other times as shall be required of him or her, and a full financial report at the annual meeting of the Members. He or she shall keep correct records of account of all corporate affairs and transactions and such other books of accounts as the Board of Directors may require, specifically but not limited to, records to support the Secretary's prescribed duties.

Section 5. Salaries.

No Officers or Director shall be paid a salary for performing his or her duties; however any legitimate expense incurred by Officers or Directors in the furtherance of business of the Corporation shall be reimbursed by the Corporation.

Section 6. Delegation of Duties.

In the absence or disability of any Officer of the Corporation or for any reason deemed sufficient by the Board of Directors, the Board may delegate his or her powers or duties to any other Officer or to any Director, by majority vote of all Directors.

Article 5
Dues, Assessments, and Fees

Each parcel owner shall pay annually such dues, assessments, and fees as shall be assessed by the Board of Directors as deemed necessary for the common good and protection of the members of the Corporation. Additionally the Board of Directors may impose fees on any entity as is allowed under Florida Statute 720.308.

Article 6
Seal

The Corporation may purchase and use an imprint seal or a scroll as the Directors may decide.

Article 7
Bills, Notes, Etc.

All Bills payable, notes, drafts, checks, warrants, or other negotiable instruments of the Corporation, shall be made in the name of the Corporation, and shall be signed by the two (2) Officers as provided by the Board of Directors.

Article 8
Nonprofit Operation

The Corporation shall not have or issue shares of stock. No dividends will be paid. No part of the income or assets of the Corporation will be distributed to its Members, Directors, or Officers, without full consideration and Board approval. The Corporation may contract in due course with its Members, Directors and Officers without violating this provision, providing any potential conflict of interest is fully disclosed.

Article 9
Indemnification

The Corporation may indemnify each Officer and Director, including the former Officers and Directors, up to the full extent permitted by applicable Florida statutes, as amended.

Article 10
Amendments

These By-laws may be amended or replaced and new By-laws may be adopted only by a majority vote of the Members present at a noticed meeting. Amendments or replacement By-laws may be proposed by majority vote of the Board of Directors, or may be proposed by Members through motion from the floor at a meeting of the Members. Revisions must be recorded with the Sumter County, FL Clerk of Courts.

Article 11
Property Right

Section 1. Association Termination.

In the event the Corporation shall cease to exist or be abandoned or no longer serves a useful purpose, the assets of the Corporation shall be equally divided, on a per parcel basis, amongst the members in good standing at the time of dissolution; except for real estate, which shall be either sold at public auction or conveyed to a local or state agency for public use, as the Board of Directors may deem appropriate.

Article 12
Limitations

Unless otherwise specified in these By-Laws, Florida Statute 720 for Homeowner's Associations will apply.

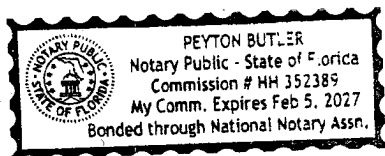
Gloria R. Hayward, Sumter County Clerk of Court
Inst: 202460003962 Date: 01/31/2024 Time: 4:17PM
Page 8 of 9 B: 4592 P: 525 By: BO

THESE AMENDED BY-LAWS, ADOPTED
THIS 16th DAY OF JANUARY 2024,
BY MAJORITY VOTE OF THE MEMBERS AT A DULY NOTICED AND
HELD MEETING OF THE MEMBERS OF THE TRACY'S POINT
COMMUNITY CLUB, INC.

Patricia Webber
By: Patricia Webber - Secretary

STATE OF FLORIDA, COUNTY OF SUMTER, ss:

The foregoing instrument was acknowledged before me this 30th day of
January 20 24 by Patricia Webber, who is personally known to me, or has
produced Florida Driver License as identification. By physical presence



Peyton Butler
Notary Signature
Peyton Butler
Name typed, printed or stamped

Exhibit "A"

**Gloria R. Hayward, Sumter County Clerk of Court
Inst: 202460003962 Date: 01/31/2024 Time: 4:17PM
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- (1) Tracy's Point Subdivision, as shown on the plat thereof, recorded at book 2, Page 26 ½, Public Records of Sumter County, Florida.
- (2) First Addition to Tracy's Point Subdivision, as shown on the Plat thereof. Recorded at book 2, Page 30 ½, Public Records of Sumter County, Florida.
- (3) Second Addition to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 2, Page 29 ½, Public Records of Sumter County, Florida.
- (4) Third Addition to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 2, Page 31 ½, Public Records of Sumter County, Florida.
- (5) Fourth Addition to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 2, Page 33 ½, Public Records of Sumter County, Florida.
- (6) Fifth Addition to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 3, Page 3, Public Records of Sumter County, Florida.
- (7) Sixth Addition to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 3, Page 9, Public Records of Sumter County, Florida.
- (8) Thunderbird Terrace to Tracy's Point Subdivision, as shown on the Plat thereof, recorded at Book 3, Page 28, Public Records of Sumter County, Florida.

Parcels are defined as any tract of land assigned a Parcel number by Sumter County, Florida.