

After recording return to:

Boca Bridges Homeowners Association, Inc.
1600 Sawgrass Corporate Parkway, Suite 400
Sunrise, Florida 33323

SPACE ABOVE THIS LINE FOR PROCESSING DATA

**CERTIFICATE OF SECOND AMENDMENT TO
BYLAWS OF BOCA BRIDGES HOMEOWNERS ASSOCIATION, INC.**

THIS CERTIFICATE OF SECOND AMENDMENT TO BYLAWS OF BOCA BRIDGES HOMEOWNERS ASSOCIATION, INC. (this "Certificate") is made as of the 31st day of August, 2022 by **BOCA BRIDGES HOMEOWNERS ASSOCIATION, INC.**, a Florida not for profit corporation (the "Association"), as follows:

WHEREAS, the Declaration of Covenants, Restrictions and Easements for Boca Bridges is recorded in the Official Records of Palm Beach County, Florida in Official Records Book 30659, Page 810, to which the Second Amended and Restated Articles of Incorporation of Boca Bridges Homeowners Association, Inc. are attached as Exhibit "B", as amended from time to time (the "Articles"), and to which the Bylaws of Boca Bridges Homeowners Association, Inc. are attached as Exhibit "C", as amended from time to time (the "Bylaws"); and

WHEREAS, in accordance with Article IV, Section 1 of the Declaration and Section 10 of the Bylaws, the Association's Board of Directors (the "Board") may make, establish, amend, modify, rescind, and abolish "Rules and Regulations" (as such term is defined in the Declaration) from time to time; and

WHEREAS, effective July 1, 2018, section 720.301(8), Florida Statutes, was amended such that the term "Governing Documents" included, inter alia, the "rules and regulations adopted under the authority of the recorded declaration, articles of incorporation, or bylaws and duly adopted amendments thereto," thereby requiring that all amendments to the Rules and Regulations be recorded among the Official Records of Palm Beach County, Florida in accordance with section 720.306(1)(e), Florida Statutes; and

WHEREAS, in accordance with the statues then in effect, Section 14.5 of the Bylaws similarly require that amendments to the Rules and Regulations be formatted and recorded in the manner set forth in section 720.306(1)(e), Florida Statutes; and

WHEREAS, effective July 1, 2021, section 720.301(8)(c), Florida Statutes, was again amended such that the term "Governing Documents" no longer includes, inter alia, the "rules and regulations adopted under the authority of the recorded declaration, articles of incorporation, or bylaws and duly adopted amendments thereto," thereby no longer requiring that all amendments to rules and regulations be formatted and recorded in the manner set forth in section 720.306(1)(e), Florida Statutes; and

WHEREAS, the Board desires to amend Section 14.5 of the Bylaws to be consistent with the aforementioned statues, effective July 1, 2021; and

WHEREAS, pursuant to Section 14.3 of the Bylaws, until the "Turnover Date" (as such term is defined in the Articles"), the Bylaws may be amended by the "First Board" (as such term is defined in the Articles), without the consent, approval, or vote of the "Members" (as such term is defined in the Bylaws); and

WHEREAS, pursuant to Section 4.15 of the Bylaws, prior to the Turnover Date and except as to assessments, any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a consent in writing, specifically setting forth the action to be taken, is signed by all of the members of the Board entitled to vote with respect to the subject matter thereof, and such consent has the same force and effect as a unanimous vote of the Board; and

WHEREAS, the Turnover Date has not occurred as of the date of this Certificate; and the First Board remains as of the date of this Certificate; and

WHEREAS, on August 31, 2022, the Board approved amendments to the Bylaws, as further set forth herein, by unanimous written consent of the Board made in accordance with Section 4.15 of the Bylaws.

WHEREAS, as set forth below and by the recording of this Certificate, the Rules and Regulations, as amended from time to time, shall no longer be recorded among the Official Records of Palm Beach County, Florida, but rather shall be maintained by the Association at its place of business.

NOW, THEREFORE, the Association, by and through the Board, hereby amends the Bylaws as follows:

1. **Preface**. The foregoing recitals are true and correct and are hereby incorporated as if fully set forth herein.

*(new language shown by underline;
deleted language shown by ~~strikeout~~;
" * * " shows unaffected language)*

2. **Second Amendment to the Bylaws.**

a. Section 3.7 of the Bylaws is hereby amended as follows:

3.7. Not less than sixty (60) days before any Annual Members' Meeting or special meeting at which elections of Directors are to occur (an "Election Meeting"), the Association shall mail, deliver or electronically transmit, whether by separate Association mailing or included in another Association mailing, delivery or transmission, including regularly published newsletters,

to each Member entitled to a vote, a first notice of the date of the Election Meeting. Any Member or other eligible person desiring to be a candidate for the Board must give written notice to the Association not less than forty (40) days before the Election Meeting. Together with an agenda, the Association shall mail, deliver or electronically transmit a second notice of the Election Meeting to all Members entitled to vote therein, together with a ballot which shall list all candidates. Upon request of a candidate, the Association shall include an information sheet, no larger than 8 ½ by 11 inches, which must be furnished by the candidate not less than thirty-five (35) days before the Election Meeting, to be included with the mailing, delivery or electronic transmission of the ballot, with the costs of mailing, delivery or electronic transmission and copying to be borne by the Association. The Association shall not be liable for the contents of any information sheets prepared and supplied by the candidates. Elections shall be decided by a plurality of those ballots cast regardless of whether a quorum is attained; however, at least twenty percent (20%) of the eligible voters must cast a ballot in order to have a valid election of Members of the Board. Members may not vote for Directors by Proxy. Voting by secret ballots by Members shall be conducted in accordance with Section 720.306(8)(b) of the HOA Act. Furthermore, at any Election Meeting, the "Chairperson" (as hereinafter defined in Section 7.2) shall appoint an "Election Committee" consisting of at least three (3) Members to supervise the election, count and verify ballots, disqualify votes if such disqualification is justified under the circumstances and certify the results of the election to the Board. The Election Committee shall be able to determine questions within its jurisdiction by plurality vote of ~~all three (3)~~ its members, but matters resulting in deadlocked votes of the Election Committee shall be referred to the entire Board for resolution. No candidate for election, or spouse or immediate family member thereof, shall be appointed to the Election Committee.

Notwithstanding any of the foregoing, if an election is not required because there are either an equal number or fewer candidates than vacancies existing on the Board, then no such voting and counting of ballots shall be necessary, with such candidates as having qualified as provided above being deemed elected, and commencing services on the Board at the same time as if each had been elected by vote.

b. Section 14.5 of the Bylaws is hereby amended as follows:

14.5. A proposal to amend these Bylaws ~~or the rules and regulations of the Association~~ must contain the full text of the provision to be amended with new language underlined and deleted language stricken. However, if the proposed change is so extensive that underlining and striking through language would hinder, rather than assist, the understanding of the proposed amendment, the following notation must be inserted immediately preceding the proposed amendment: "Substantial rewording. See governing documents for current text." An amendment is effective when

recorded in the public records of the County. A copy of each such amendment, modification, repeal or addition attested to by the Secretary or Assistant Secretary of the Association shall be recorded amongst the Public Records of the County.

3. **Rules and Regulations.** The Rules and Regulations, as amended from time to time, shall no longer be recorded among the Official Records of Palm Beach County, Florida. Those desiring a copy of the effective Rules and Regulations must make written request for same from the Association.

IN WITNESS WHEREOF, the Association has executed this Certificate on the date set forth below

WITNESSES:

ASSOCIATION:

BOCA BRIDGES HOMEOWNERS ASSOCIATION, INC., a Florida not for profit corporation

Michael Lint
Print Name: Michael Lint
Charie Wickel
Print Name: CHARIE WICKEL

By: Amanda Cunningham
Amanda Cunningham, its President

[CORPORATE SEAL]

Attest: N. Maria Menendez
N. Maria Menendez, its Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by means of physical appearance or online notarization, this 31st day of August, 2022, by Amanda Cunningham as President for **BOCA BRIDGES HOMEOWNERS ASSOCIATION, INC.**, a Florida not for profit corporation, who is personally known to me and did not take an oath.

[NOTARIAL SEAL]



JULIA CANADA
Commission # GG 967271
Expires April 9, 2024
Bonded Thru Budget Notary Services

Julia Canada
Print Name: Julia Canada
Notary Public, State of Florida