

Prepared by and return to:  
Robert L. Todd, Esq.  
Association Assessment Attorneys, PA  
111 2nd Ave. NE #539  
St. Petersburg, FL., 33701  
(727) 748-2435 (Telephone)  
(727) 362-1285 (Facsimile)



**CERTIFICATE OF AMENDMENT**  
**BYLAWS ROSEDALE MASTER HOMEOWNERS' ASSOCIATION, INC.**

We hereby certify that the attached amendment to the Bylaws of Rosedale Master Homeowners' Association, Inc. (which Original Master Declaration of Covenants Conditions and Restrictions for Rosedale are recorded at Official Records Book 1398 Page 7050 of the Public Records of Manatee County, FL, and Bylaws were subsequently amended at Official Records Book 2271 Page 5573 of the Public Records of Manatee County, FL), were approved by the Board of Directors of the Master Association at a regular or special meeting called for that purpose, by a majority of the votes entitled to be cast and approved with written consent and joinder of the Declarant. The Association further certifies that the amendments were proposed and adopted as required by the governing documents and applicable law at a board of directors meeting held on or about February 4, 2019.

DATED this 7 day of February 2019.

Signed, sealed and delivered  
in the presence of:

Rosedale Master Homeowners Association, Inc.

sign: [Signature] By: [Signature]

print: Patrick Hogan \_\_\_\_\_, President

sign: Nanette Nahum

print: Nanette Nahum

sign: [Signature] By: [Signature]

print: CURTIS W. JORDAN \_\_\_\_\_, Secretary

sign: Nanette Nahum

print: Nanette Nahum

**AMENDMENT TO  
BYLAWS OF  
ROSEDALE MASTER HOMEOWNERS' ASSOCIATION, INC.**

*[Additions are indicated by underline; deletions by ~~strike-through~~]*

**2.1 Voting Rights:** The Member or Members who are the record Owners of each Lot shall be collectively entitled to one (1) vote for each Lot owned, as provided in the Master Declaration and the Articles of Incorporation (herein, "Articles"). The vote of a Member shall be cast only as provided in Article 2.2 below. A vote may not be divided.

**2.2 Voting Procedure:**

~~(a) **Vote Delegated to Neighborhood Association.** If a Regular Member is a member of a neighborhood association, then the Regular Member's vote shall be irrevocably delegated to that neighborhood association. In such an instance, the Regular Member shall have no right to cast a vote, such Regular Member's vote being irrevocably delegated to the neighborhood association to cast on behalf of the Regular Member. The neighborhood association shall then be charged with casting the number of votes of the Regular Members that own Lots located within the property subject to the neighborhood declaration of covenants. Unless the neighborhood association's board of directors determines otherwise, the president of each neighborhood association is the designated voting representative on behalf of the neighborhood association and responsible for casting the votes of the Regular Members delegated to that neighborhood association at the Master Association's membership meetings. As to all substantive matters to be considered and voted on at a Master Association's membership meeting, the neighborhood association shall first submit the same matter to a vote of its membership according to the following procedure:~~

~~At least thirty (30) days in advance of the Master Association Membership meeting at which a substantive matter is to be considered, the individual neighborhood association must call a membership meeting. The neighborhood association must advise its members in writing of each substantive matter to be considered at the Master Association membership meeting so that they may consider and vote intelligently on each issue. The neighborhood association shall record the actual vote count at its membership meeting according to the "ayes" and "nays" cast. Votes at neighborhood association meeting shall be cast in person at the meeting or by written proxy received prior to the start of the meeting.~~

~~At the Master Association membership meeting at which the substantive matter is to be considered and voted upon, the neighborhood association's designated voting representative must cast the neighborhood association's~~

~~votes according to the actual vote count recorded at the neighborhood association membership meeting. Votes that were not cast at the neighborhood association membership meeting shall not be cast at the Master Association membership meeting. The neighborhood association representative may cast its votes as to any procedural matter that comes before the membership meeting as the representative determines appropriate. The Master Association's Board of Directors shall use its reasonable discretion to determine if a matter is procedural or substantive.~~

~~As of the date of the drafting of this documenter there are ten (10) neighborhood Association in Rosedale. The names of the subdivisions and the number of votes for each subdivision are as follows:~~

<u>Neighborhood Name</u>	<u>TOTAL Number of Lots</u>
Rosedale 2 (Sweetbrier)	44
Rosedale 5D (Somerset Bend)	48
Rosedale 5E (Waterbridge Way)	34
Rosedale 6A (Woodbrook Run)	38
Rosedale 6B (Victoria Court)	38
Rosedale 8 (Westbury Lakes North)	30
Rosedale 9 (Clubview Crossings)	46
Rosedale 11 (Westbury Lakes South)	38
Highlands HD 1	57
Highlands HD 2	38
TOTAL LOTS in Neighborhoods	414

~~Declarant may create additional neighborhood associations and single family lots as the Rosedale community continues to be developed. In such event the new neighborhood associations may be added to this list and be provided the number of votes equal to the number of Lots subject to the neighborhood association's declaration of covenants.~~

~~(b) (a) Vote to be Cast by the Regular Member. If a Regular Member is not a member of a neighborhood association, then the A Regular Member shall cast the Member's vote at all Master Association Membership Meetings, either in person or by written proxy received by the Master Association prior to or at the start of the meeting. As of the date of the drafting of this document, there are 252 single family home in Rosedale that are not included in a neighborhood association. The single or multiple Owners of each Lot who are Regular Members shall have one vote for each Lot owned, which shall be cast by the voting member of that Lot. The Master Association may elect to conduct elections and votes of the membership through Internet-based online voting systems in a manner conforming with Florida Statute 720.317. Consent by members is a prerequisite to such online voting .~~

~~Owners of Lots that are not included in a neighborhood association may elect to form and join a not for profit corporation for the sole purpose of delegating their vote in the Master Association to that corporation. The voting corporation would then be treated the same and required to following the same voting procedures as a neighborhood association. The Master Association may require such voting corporations to provide it copies of all documents, including but not limited to, the Member's agreement to delegate their vote to the voting corporation, minutes of membership meetings, copies of voting documents, etc. A Member of a voting corporation may revoke their membership that corporation at any time in writing. The Master Association may adopt additional restriction and procedures that apply only to voting corporation that are consistent with the requirements of these Bylaws.~~

~~**(e)(b)Declarant Voting.** The Declarant Member shall have and cast the number of votes as provided from time to time for in the Master Declaration until such time as the Declarant Member shall be deemed a Regular Member. Notwithstanding anything herein to the contrary, the votes of the Declarant Member shall not be delegated to the applicable neighborhood association but shall be cast by the Declarant Member. As such, the number of votes otherwise delegated to the neighborhood association shall be reduced by the number of votes attributable to lots in that neighborhood association retained by the Declarant Member under this provision.~~

**AMENDMENT TO  
BYLAWS OF  
ROSEDALE MASTER HOMEOWNERS' ASSOCIATION, INC.**

*[Additions are indicated by underline; deletions by ~~strike-through~~]*

**4.2 Election of Directors:** The election of Directors shall be conducted in the following manner:

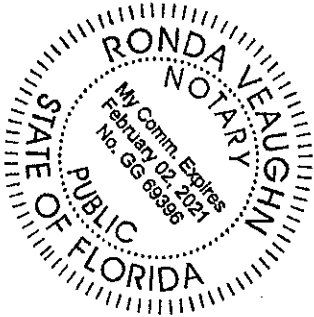
- (a) Election of Directors shall be held at the annual meeting of the Members. A ~~nominating committee of not less than three nor more than five (5) Members may be appointed by the Board not less than thirty (30) days prior to the annual meeting of the Members. The nominating committee shall nominate at least one (1) person for each Directorship.~~ At least sixty (60) days before a scheduled election, the Association shall mail, deliver or electronically transmit to Owners entitled to vote a notice of the date of the election. An eligible person desiring to be a candidate for the board of directors must give written notice of his intent to be a candidate at least forty (40) days prior to the date of the scheduled election. At least fourteen (14) days prior to the date of the election the Association shall mail, hand deliver or electronically transmit to each Owner a second notice of the election, together with a ballot that lists all the candidates whom timely submitted notices of intent to be a candidate. Other nominations may be made from the floor of the annual membership meeting, and nominations for additional directorships, if any, created at the meeting shall be made from the floor. Nominations shall not be allowed from the floor at the annual meeting of the members; nominations in advance having been accepted as the means for determination of eligible directors.
- (b) The election of directors shall be by written ballots or voting machine. ~~Proxies may not be used in election of a board in a general election or election to fill vacancies created by recall, unless dispensed with by unanimous consent and by a plurality of the votes cast, e~~ Each person voting being shall be entitled to cast his votes for each of as many nominees as there are vacancies to be filled. Ballots may be cast in person or by mail. There shall be no cumulative voting.
- (c) As more fully provided in Section 720.303(10), Florida Statutes, any director may be recalled and removed from office, with or without cause, by the vote or agreement in writing by a majority of votes entitled to be cast by all the Members, including the Declarant. Alternatively, a special meeting of the Master Association Members to recall a Member or Members of the Board may be called by ten percent (10%) of the Members giving notice of the meeting as required for a meeting of Master Association Members, and the notice shall state the purpose of the meeting. The vacancy in the Board so created shall be filled by vote of the Members of the Master Association at the same meeting subject to Paragraph 5.2(d) below. Electronic transmission shall not be used as a method of giving notice of a special membership meeting called in whole or in part to recall one or more directors.

- (d) The Declarant shall be vested with the power to designate the Board, the Members of which need not be Owners of Lots and Units in Rosedale until such time as Declarant Membership ceases as provided in the Master Declaration or as required by Florida Statute section 720. The power to designate is further subject to Section 4.5 below. ~~The initial board shall serve until the first election of Directors.~~
- (e) Any election dispute between a Member and the Master Association must be submitted to mandatory binding arbitration with the Division of Florida Land Sales, Condominium and Mobile Homes as required by Section 720.306(9).

**4.7 Voting:** All voting by the membership of the Master Association for the election of Directors shall be by Lot, cast in the ~~manner more fully provided in Article II hereof and in the Master Declaration~~ amount of one vote per residential Lot. The board of directors shall be elected by a plurality of the votes cast by eligible voters.

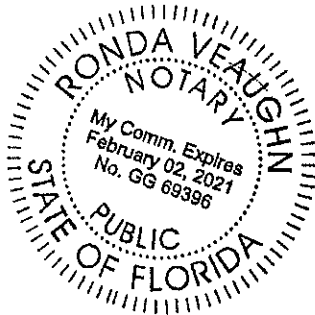
STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 7 day of February 2019, by Pat Hogan as President of Rosedale Master Homeowners Association, Inc., a Florida corporation, on behalf of the corporation. (S)He is personally known to me or has produced \_\_\_\_\_ as identification.



STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 7 day of February 2019, by Curt Jordan as Secretary of Rosedale Master Homeowners Association, Inc, a Florida corporation, on behalf of the corporation. (S)He is personally known to me or has produced \_\_\_\_\_ as identification.



NOTARY PUBLIC

sign Ronda Veaghin

print Ronda Veaghin

State of Florida at Large (Seal)

My Commission expires:

NOTARY PUBLIC

sign Ronda Veaghin

print Ronda Veaghin

State of Florida at Large (Seal)

My Commission expires: