

Prepared by/return to:
Hans C. Wahl, Esq.
JimersonBirr, P.A.
One Independent Drive, Suite 1400
Jacksonville, FL 32202

**CERTIFICATE OF AMENDMENT TO BYLAWS OF BARTRAM
SPRINGS HOMEOWNERS ASSOCIATION, INC. REGARDING THE
QUORUM REQUIERMENT FOR ELECTIONS AND VOTING BY PROXY**

THE UNDERSIGNED, being the duly elected and acting President of BARTRAM SPRINGS HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, does hereby certify that at the duly noticed meeting of the Board of Directors held on JANUARY 28, 2020, at which a quorum was established, the proposed amendment to the Bylaws of Bartram Springs Homeowners Association, Inc., set forth on Exhibit "A" was approved by the required vote of the Board of Directors. The Declaration of Covenants, Conditions, Restrictions and Easements for Bartram Springs, was originally recorded on February 19, 2003, in the Official Records of Duval County, Florida at Book 10927, Page 1874 *et seq.*, and as amended from time to time.

Signed, sealed and delivered
in the presence of:

BARTRAM SPRINGS HOMEOWNERS
ASSOCIATION, INC., a
Florida non-profit corporation

Witness: S Bohres

By: Paul Bohres
Paul Bohres, President

Print name: SHARON BOHRES

Witness: Eric Greene

Print name: Eric Greene

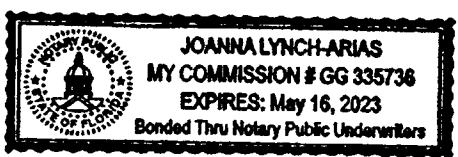
STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of May, 2020, by Paul Bohres, as President of Bartram Springs Homeowners Association, Inc., a Florida non-profit corporation, on behalf of the corporation. Such person did take an oath and: *(Notary must check applicable box).*

- is/are personally known to me.
- produced a current driver's license as identification.
- produced _____ as identification.

{Notary Seal must be affixed}

[Signature]
SIGNATURE OF NOTARY



Joanna Lynch-Arias
Name of Notary (Typed, Printed or Stamped)

Document prepared by:
Hans C. Wahl, Esq.
JimersonBirr, P.A.
One Independent Drive
Suite 1400
Jacksonville, FL 32202

**AMENDMENT TO BYLAWS OF BARTRAM SPRINGS
HOMEOWNERS ASSOCIATION, INC. REGARDING THE QUORUM
REQUIREMENT FOR ELECTIONS AND VOTING BY PROXY**

THIS AMENDMENT to the Bylaws of Bartram Springs Homeowners Association, Inc. is made this 28th day of January, 2020 by Bartram Springs Homeowners Association, Inc. (the "Association").

WHEREAS, the Declaration of Covenants, Conditions, Restrictions and Easements for Bartram Springs was recorded on February 19, 2003, in the Official Records of Duval County, Florida at Book 10927, Page 1874 *et seq.*;

WHEREAS, the Bylaws of Bartram Springs Homeowners Association, Inc. was attached as Exhibit "C" to the Declaration of Covenants, Conditions, Restrictions and Easements for Bartram Springs;

WHEREAS the Declaration of Covenants, Conditions, Restrictions and Easements for Bartram Springs has been amended from time to time;

WHEREAS, the Amendment to Bylaws of Bartram Springs Homeowners Association, Inc. was recorded on April 9th, 2019, in the Official Records of Duval County, Florida at Book 18748, Page 1087 *et seq.*;

WHEREAS, the Association desires to amend the Bylaws of Bartram Spring Homeowners Association, Inc. regarding the quorum requirement for elections and voting by proxy, and this Amendment is made pursuant to Section 7 of the Bylaws, and by a vote of two-thirds of the votes of the Directors at the Board of Directors meeting held on JANUARY 28, 2020;

NOW THEREFORE, the Bylaws of Bartram Springs Homeowners Association, Inc. is amended as follows:

4. BOARD OF DIRECTORS

4.1. The Directors of the Association shall be elected to two-year terms beginning with the election of ~~2018~~ 2019. Thereafter, the election of each Director seat shall be held every two years at the annual meeting of the Members. The election shall be decided by majority of the votes cast either by Members present in person or by proxy at

the annual meeting, or by written ballots cast prior to or at the annual meeting. The election shall be valid notwithstanding whether there was a quorum at the meeting. The quorum requirement in order to have a valid election is eighteen (18%) percent of the membership, represented by members present in person or by proxy at the annual meeting, or by written ballots cast prior to or at the annual meeting. There are 294 Class C members, which according to Section 6.3 of the Articles of Incorporation shall have $\frac{3}{4}$ of a vote for each Parcel, which results in 220.5 total voting interests for the Class C members. There are 1,400 Class A members, which according to Section 6.3 of the Articles of Incorporation shall have one vote for each Parcel, which results in 1,400 total voting interests for the Class A members. Therefore, the total members (Class A plus Class C) within the Association are 1,694, which pursuant to Section 6.3 of the Articles of Incorporation, results in 1,620.5 total voting interests. This quorum requirement of eighteen (18%) percent in order to have an election equates to a required total member vote for elections of at least 292 validly cast ballots ($1,620.50 \times 18\% = 291.69$ rounded up to 292). In the event that Class C or Class D memberships are established, the Board shall establish a method of electing the Board so that there is at least one Director from each class of membership. Such determination of method of election may be accomplished by amendment of the Bylaws as provided herein. There shall be no nominations to the Board of Directors made from the floor at annual meetings.

Each Director must be a Member of the Association as evidenced by the deed to each respective Parcel. Spouses and other family members are not eligible to run for the Board unless they are listed on the deed as being an Owner of a Parcel. No Member shall be eligible to serve on the Board of Director if he or she is delinquent in assessments, has unpaid fines or, in any way, is not in compliance with the Declaration and the Bylaws of the Association. If a Parcel is owned by a corporate Owner, that corporate Owner can hold only one seat on the Board of Directors no matter how many Parcels are owned by that corporate Owner. Prior to running for the Board of Directors, the designated representative of that corporate Owner who is eligible to hold a seat on the Board of Directors must be listed on file with the Association, along with his or her title with that corporate Owner, and only that person is eligible to run for the Board of Directors for that corporate Owner.

6. MEETINGS OF MEMBERS

6.1. The regular annual meeting of the Members shall be held in the month of November in each year at such time and place as shall be determined by the Board of Directors. The election of directors shall be held at, or in conjunction with, the annual meeting every two years beginning with the election of ~~2018~~ 2019.

A. This instrument is signed by the duly authorized Director of the Association and this Amendment by the Association's Directors has been approved by a vote of two-thirds of the votes of the Directors, at a duly and properly noticed meeting called for such purpose and in accordance with the Amendment procedure under Section 7 of the Bylaws.

B. The remaining provisions of the Bylaws shall remain in full force and effect. All defined terms shall be as stated in the Declaration of Covenants, Conditions, Restrictions and Easements for Bartram Springs, unless otherwise stated herein.

IN WITNESS WHEREOF, the undersigned, being the Association has caused this Amendment to be executed by its duly authorized officers and affixed its corporate seal as of this 1st day of May, 2020.

Signed, sealed and delivered in the presence of:

BARTRAM SPRINGS HOMEOWNERS ASSOCIATION, INC., a Florida non-profit corporation

Witness: ABohres

By: Paul Bohres
Paul Bohres, President

Print name: SHARON BOHRES

Witness: Eric Greene

Print name: Eric Greene

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 1st day of May, 2020, by Paul Bohres, as President of Bartram Springs Homeowners Association, Inc., a Florida non-profit corporation, on behalf of the corporation. Such person did take an oath and: (Notary must check applicable box).

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- produced _____ as identification.

{Notary Seal must be affixed}

Joanna Lynch-Arias
SIGNATURE OF NOTARY
Joanna Lynch-Arias
Name of Notary (Typed, Printed or Stamped)

