



CFN 20180382140
 OR BK 30168 PG 1359
 RECORDED 10/05/2018 10:36:47
 Palm Beach County, Florida
 Sharon R. Bock, CLERK & COMPTROLLER
 Pgs 1359 - 1366; (8pgs)

Prepared by and Return To:

Allison L. Hertz, Esquire
 Kaye Bender Rembaum, P.L.
 9121 N. Military Trail, Suite 200
 Palm Beach Gardens, FL 33410

SPACE ABOVE THIS LINE FOR PROCESSING DATA

**CERTIFICATE OF RECORDING AMENDMENTS TO
 THE AMENDED AND RESTATED BY-LAWS OF HAMMOCKS TRAIL
 AT RIVER BRIDGE HOMEOWNERS' ASSOCIATION, INC.**

THIS CERTIFICATE OF RECORDING (this "Certificate") is made this 28th day of September 2018 by **HAMMOCKS TRAIL AT RIVER BRIDGE HOMEOWNERS' ASSOCIATION, INC.**, a Florida not-for-profit corporation (the "Association"), as follows:

RECITALS

WHEREAS, the Declaration of Covenants, Conditions and Restriction for Hammocks Trail at River Bridge Homeowners' Association, Inc. was recorded in the Official Records of Palm Beach County, Florida, in Official Records Book 6869, Page 127;

WHEREAS, the Amended and Restated By-Laws of Hammocks Trail at River Bridge Homeowners' Association, Inc. were recorded in the Official Records of Palm Beach County, Florida, in Official Records Book 17715, Page 0432;

WHEREAS, at a properly noticed meeting of the Board of Directors of the Association, held on September 4, 2018, the Board approved amendments to the Amended and Restated By-Laws pursuant to the provisions thereof;


NOW, THEREFORE, the undersigned hereby certify that the following amendments to the Amended and Restated By-Laws are a true and correct copy of the amendments, as amended by the Association:

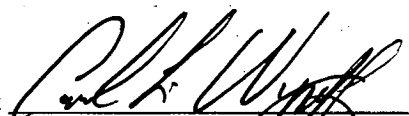
1. **Preface**. The foregoing recitals are true and correct and are hereby incorporated as if fully set forth herein.
2. **By-Law Amendments**. The Amended and Restated By-Laws are hereby amended as set forth in the amendments to the Amended and Restated By-Laws, attached hereto and incorporated as if fully set forth herein as Exhibit "A".

IN WITNESS WHEREFORE, this Certificate has been signed by the Association on the date set forth below.

Signed, Sealed and Delivered:

HAMMOCKS TRAIL AT RIVER BRIDGE HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation

Witness No. 1
 By: 
 Print Name: Tina Austin

By: 
 Carol Wyckoff, President

Witness No. 2

By: Ann Marie Ferrara

By: Diana Mann, Secretary
Diana Mann, Secretary

Print Name: Ann Marie Ferrara

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

The foregoing instrument was acknowledged before me this 20th day of September, 2018, by Carol Wyckoff, as President, and by Diana Mann, as Secretary of Hammocks Trail at River Bridge Homeowners' Association, Inc., a Florida not-for-profit corporation, who are personally known to me or produced _____ as identification and did take an oath.



JASENIA IRIZARRY
Commission # GG 237798
Expires August 31, 2022
Bonded Through Budget Notary Services

Jasenia Irizarry
Notary Public, State of Florida
Jasenia Irizarry
Print Name of Notary Public

My Commission Expires: August 31, 2022.

Trail at River Bridge Homeowners' Association, Inc.
Not a Certified Copy

EXHIBIT "A"

**AMENDMENTS TO THE
AMENDED AND RESTATED BYLAWS OF
HAMMOCKS TRAIL AT RIVER BRIDGE HOMEOWNERS' ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~",
unaffected text shown by " * * * ")

ARTICLE II

THE ASSOCIATION: MEMBERSHIP, MEETINGS, QUORUM, VOTING, PROXIES

* * *

This is not a contract

Section 5. NOTICE OF MEMBERSHIP MEETINGS. ~~It shall be the duty of the Secretary to send by regular mail or otherwise cause to be personally delivered to every Member entitled to vote a~~ A notice of each annual or special meeting of the Members stating the purpose of the meeting, as well as the time and place where it is to be held, shall be sent to each Member. If a member wishes notice to be given at an address other than the official address registered by the Member with the Association, said Member shall have so designated by notice in writing to the Association or any management agent of the Association as designated by the Board Secretary such other address. The mailing or other delivery of notice of a meeting in the manner provided in these Bylaws ~~this Section~~ shall be considered service of notice. Notices of special meetings of the Members shall be served sent by mail, hand delivery or electronic transmission not less than fourteen (14) ten (10) nor more than thirty (30) days before a meeting, unless otherwise provided in these Bylaws. A Member must consent in writing to receive notices of special meetings of the Members by electronic transmission. Notices of annual meetings of the Members and elections of Directors shall be sent in accordance with Article III(A)(3) below.

* * *

Section 9. PROXIES. Except as otherwise provided in the governing documents or by law as amended from time to time, Aat all meetings of Members, each Member may vote in person or by proxy. Without limiting the foregoing, voting by proxy shall not be permitted in the election of Directors. Additionally, general proxies may be used for quorum purposes and non-substantive matters only. A proxy may be given to any Member or Director of the Association, ~~or to any Governor of the Master Association.~~ Any proxy given shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings thereof. In no event shall any proxy be valid for a period longer than ninety (90) days after the date of the first meeting for which it was given.

All proxies shall be in writing and filed with the Association or any management agent designated by the Board from time to time Secretary before the appointed time of each meeting. Proxies which are filed without designating the name of the proxy holder shall be considered null and void. Every proxy shall be revocable at any time at the pleasure of the Member executing it and shall automatically cease upon conveyance by

the Member of his or her Lot within the Property or, in the case of a Member holding title as an individual, upon receipt of notice by the Secretary of the death or judicially declared incompetence of that Member. ~~A proxy or ballot may provide an opportunity to specify approval or disapproval with respect to any proposal. The Board of Directors may authorize the issuance of absentee ballots in its sole discretion and provide procedures for the use of absentee ballots, including consolidation of an absentee ballot and a proxy into a single document.~~

* * *

~~Section 11. QUORUM. Except as otherwise provided in these Bylaws or in the Declaration, the presence in person or by proxy of thirty (30%) percent of the votes outstanding shall constitute a quorum at all meetings of the Association. In the event a quorum is not present, another meeting may be called in accordance with Article II, Section 7 of these Bylaws, subject to the same notice requirement for the same purposes as originally stated, and the required quorum at the subsequent meeting shall be thirty percent of the total votes outstanding~~

* * *

ARTICLE III

BOARD OF DIRECTORS: NUMBER, POWERS, MEETINGS

A. COMPOSITION AND SELECTION

* * *

~~Section 2. NUMBER OF DIRECTORS. The number of directors on the Board shall be not less than five (5) nor more than seven (7), as the Board of Directors may from time to time determine. The Board of Directors shall be comprised of five (5) members.~~

~~Section 3. NOMINATION AND ELECTION OF DIRECTORS. Nominations may be made by the Nomination Committee or as hereinafter provided. The Nominating Committee shall consist of a chairman, who shall be a member of the Board of Directors, and one (1) or more Members of the Association. The Nominating Committee shall be appointed by the Board of Directors not less than thirty (30) days prior to each annual meeting of the Members to serve from the close of such annual meeting until the close of the next annual meeting, and such appointment shall be announced at each such annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but in no event less than the number of vacancies or terms to be filled. Nominations shall be permitted from the floor. All candidates shall have a reasonable opportunity to communicate their qualifications to the Members and to solicit votes. Solicitation of proxies without disclosure of candidacy shall not be permitted. The nomination and election of Directors by Members shall be conducted as follows:~~

~~i. First Notice of Election. The election of Directors shall occur at or in conjunction with the annual meeting of the Members of the Association. At least sixty (60) days before~~

a scheduled annual meeting of the Members and election, the Association shall mail, deliver, or electronically transmit to each member a first notice of the meeting and date of the election. Members must consent in writing to receive notice by electronic transmission.

ii. Candidacy of Members. Nominations from the floor at the election meeting shall not be permitted. Any member desiring to be a candidate for the Board shall provide written notice of his/her intent to be a candidate to the Association at least forty (40) days prior to the scheduled election. Such notice shall be effective upon receipt of same by the Association or any management agent designated by the Board from time to time. No nominations shall be permitted past such date. Members of the Board shall be Members of the Association or shall be the authorized representative, officer, or employee of entity members of the Association (if such entity ownership is permitted by the Declaration as amended from time to time). All candidates must also comply with all additional eligibility requirements set forth in Chapter 720, Florida Statutes, as amended from time to time. All qualified candidates who timely submitted a notice to be a candidate shall be listed on the ballot in alphabetical order by surname. The ballot shall not indicate which candidates, if any, are incumbents or otherwise comment upon or distinguish any candidate.

iii. Candidate Information Sheet. Upon the timely written request of a candidate, the Association shall include an information sheet of the requesting candidate with the second notice. Such information sheet shall be no larger than a single side of an eight and one half inches by eleven inches (8½" by 11") sheet of paper and shall be provided to the Association or any management agent designated by the Board from time to time by the candidate at least thirty-five (35) days prior to the election. The information sheet may describe the candidate's educational background, employment experience, and/or any other qualifications the candidate deems relevant to his/her service on the Board. The Association shall not be liable for the contents of the information sheets prepared by the candidates. In order to reduce costs, the Association may print or duplicate the information sheets on both sides of a sheet of paper. The election material prepared and distributed by the Association, such as the notices and ballots, shall not comment upon, in a positive or negative manner, any candidate or otherwise support or disparage any candidate.

iv. Second Notice of Meeting and Election. Not less than fourteen (14) days prior to the scheduled annual meeting of the Members and election, the Association shall mail or hand deliver a second notice of the meeting and election to all Members, together with any candidate's information sheet(s), the election ballot and the inner and outer ballot envelopes. Such second notice of the meeting and election must also be conspicuously posted on or within the Common Area not less than fourteen (14) days prior to the meeting. Notice by electronic transmission shall not be permitted for the second notice of meeting and election.

v. Ballots. Elections shall be decided by a plurality of ballots cast. Elections shall not be by proxy. Once a ballot is completed, the completed ballot shall be placed in the smaller inner envelope, which shall then be sealed. The smaller inner envelope shall be placed within the outer larger envelope, which shall then be sealed. Each inner envelope shall contain only one (1) completed ballot; however, if a voter owns more than one (1) Lot and is entitled to cast more than one (1) ballot, separate inner envelopes for the ballot

for each Lot may be enclosed within a single outer envelope. The failure to place a completed ballot within an inner envelope shall not invalidate the completed ballot. The outer envelope shall provide the name of the voter, identification of the Lot(s) being voted by Lot number or address and a space for the voter to place his/her signature, which the voter must sign. The envelope shall then be mailed or hand delivered to the Association or any management agent designated by the Board from time to time, which shall secure all envelopes in a safe location until the envelopes are transported to the location of the election. Upon receipt of an outer envelope by the Association, no ballot therein may be rescinded or changed. At the election meeting the Association shall verify the name of the voter, identification of the Lot(s) being voted and the signature of the voter on the outer envelope against the list of qualified voters or, in the alternative, such verification may occur in advance of the annual meeting of the members at a properly noticed meeting of the Election Committee, which shall be open to all Members and which shall be held the same day as the election, but prior to the election. During such verification, the voters shall be checked off on the list of qualified voters as having voted, and no envelopes shall be opened. Any outer envelope not signed by the eligible voter shall be marked "Disregarded" or with words of similar import, and any ballots contained therein shall not be counted. Such verification shall be conducted by an impartial Election Committee designated by the Board whose members shall not include the candidates, directors, officers, or the spouses or members of the household of the candidates, directors, or officers.

vi. Conduct of the Election. For an election a quorum shall be established by at least twenty percent (20%) of the eligible voters casting a ballot. Voting by proxy shall not be permitted in the election of Directors. At the annual meeting of the Members at which the election is held, the Association shall have available additional blank ballots, inner envelopes, and outer envelopes for distribution to the eligible voters who have not cast their votes. Completed ballots not yet cast shall then be collected by the Election Committee. The Election Committee shall be appointed by the Board either before the annual meeting as noted in subsection (v) above, or at the annual meeting of the Members immediately prior to the collection of the ballots, and the members of the Election Committee shall not be the candidates, directors, officers, or the spouses or members of the household of the candidates, directors, or officers. In the presence of the Members in attendance, the signature of Members and identification of Lot(s) on the outer envelope shall be checked against a list of qualified voters or Members for all outer envelopes, if any, which have not already been checked and verified in advance as provided in subsection (v) above. Any outer envelope which is not signed by the eligible voter or which does not identify the Lot(s) being voted shall be marked "Disregarded" or with words of similar import, and any ballots contained therein shall not be counted. Once the voters have been checked off on the list as having voted, and in the presence of all Members in attendance, all inner envelopes shall be first removed from the outer envelopes and shall be placed into a receptacle. Upon the opening of the outer envelopes, the polls shall be closed and no more ballots accepted. Once all inner envelopes are removed from the outer envelopes, the inner envelopes shall then be opened, and the ballots therein shall be removed and tallied in the presence of the members in attendance. All envelopes and ballots, whether disregarded or not, shall be retained with the official records of the Association. Once the ballots have been tallied, those candidates who have been elected to the Board shall be immediately announced.

vii. Election by Acclimation. Unless there are more eligible candidates for an election than there are available positions on the Board, an election is not required. In such event, the candidates will be seated on the day of the annual meeting of the members.

viii. Tie Vote. In the event two (2) or more candidates receive a tie vote which would result in one or more candidates not serving, the Association shall conduct a runoff election unless a sufficient number of candidate withdraw, in writing, such that there is no longer a tie vote. Within seven (7) days of the date of the election at which the tie vote occurred, the Association shall mail or hand deliver to the membership a notice of a runoff election. The only candidates eligible for the runoff are those that received the tie vote at the previous election. The notice shall include the date, time and place of the runoff election, a ballot listing the runoff election candidate alphabetically by surname, ballot envelopes and shall include any information sheets previously submitted by such candidates. The runoff election must be held not less than twenty one (21) nor more than thirty (30) days after the date of the election at which the tie vote occurred. Notice by electronic transmission shall not be permitted for the runoff meeting.

ix. Certification of Directors. Unless otherwise required by the relevant provisions of Chapter 720, Florida Statutes, as amended from time to time, within ninety (90) days after being appointed or elected to the Board, each Director shall certify in writing to the Secretary of the Association that he or she has read the Association's Declaration, Articles of Incorporation, Bylaws and current written rules and policies, that he or she will work to uphold such documents and policies to the best of his or her ability, and that he or she will faithfully discharge his or her fiduciary responsibility to the Association's members. Within ninety (90) days after being appointed to the Board, in lieu of written certification, the newly elected or appointed Director may submit a certificate of having satisfactorily completed the educational curriculum administered by a Division of Florida Condominiums, Timeshares and Mobile Homes approved education provider within one (1) year before or ninety (90) days after the date of election or appointment. The written certification or educational certificate is valid for the Director's uninterrupted service on the Board and shall be kept among the Association's official records for five (5) years after such Director's election or appointment or for such Director's tenure on the Board uninterrupted, whichever is longer. Any Director who does not timely file the written certification or educational certificate shall be suspended from the Board until he/she complies with the requirement. The Board may temporarily fill the vacancy during the period of suspension.

Section 4. TERM OF OFFICE. The term of each Director shall be two (2) year staggered terms implemented in the following manner:

- ~~A. At the Annual Unit Owners' Meeting at which Directors are elected, the two nominees receiving the highest number of votes shall be elected to a term of three years; and the three nominees receiving the next highest number of votes shall be elected to a term of one year.~~
- B. At each Annual Unit Owners' Meeting thereafter, Directors shall be elected to serve terms of two (2) years until the Annual Unit Owners' Meeting of the

Members called for elections to fill the Directors' expiring terms or until a successor has been elected or qualified.

~~Section 5. REMOVAL OF DIRECTORS/VACANCIES. At any regular or special meeting of the Association duly called, any or more of the members of the Board of Directors may be removed, with cause, by a majority vote of the Members, and a successor may then and there be elected to fill the vacancy thus created, pursuant to applicable law as amended from time to time. Vacancies as a result of recall shall be determined in the manner provided by applicable law as amended from time to time. A Director whose removal has been proposed by the Members shall be given at least ten (10) days notice of the calling of the meeting and the purpose thereof and shall be given an opportunity to be heard at the meeting. Additionally, any Director who has three (3) consecutive unexcused absences from Board meetings or who is delinquent in the payment of an Assessment for more than twenty (20) days may be removed by a majority vote of the Directors at a meeting, a quorum being present.~~

~~In the event of death, resignation or removal of a Director, his successor Vacancies not caused by recall shall be filled elected by a majority of the remaining members of the Board, notwithstanding whether there is a quorum, and the person appointed to the Board shall serve for the unexpired term of the predecessor.~~

~~Section 6. VOTING PROCEDURE FOR DIRECTORS. The members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The Members receiving the largest number of votes shall be elected. Cumulative voting shall not be permitted.~~

~~Section 6.7. VOTING PROCEDURE FOR GOVERNOR. The election of a Master Association Governor shall be in accordance with the Master Association's documents.~~