

**AMENDED AND RESTATED
BY - LAWS
OF
NURMI ISLES HOME OWNERS ASSOCIATION, INC.**

Approved by 2/3 of the Membership Present at The Regular Meeting of The Nurmi
Isles Home Owners Association, Inc., and the Board of Directors

October 1, 2024

ARTICLE ONE: ORGANIZATION

1. The name of this organization shall be: Nurmi Isles Home Owners Association, Inc.
2. The organization shall have a seal which shall be in the following form:
- 3.
4. The organization may, by a majority vote of the membership body, change its name.

ARTICLE TWO: PURPOSES

The following are the purposes for which this organization has been organized:

1. To promote and protect the privileges, interests and property of the residents of NURMI ISLES SUBDIVISION, of the city of Fort Lauderdale, Broward County, Florida, consisting of Fiesta Way, Nurmi, and Royal Palm Drive;
2. To improve the security of the neighborhood;
3. To foster and promote an interest in civic affairs of the community as they apply to the NURMI ISLES geographic area;
4. To promote community projects beneficial to the membership;
5. To contest objectionable developments or those activities adverse to the best interests of the members;
6. To engage in such activities as shall enhance and benefit the pleasures and esthetics of living in the NURMI ISLES area of the city.

ARTICLE THREE: MEMBERSHIP

Membership in this organization shall be open to all who are owners of real property located in the NURMI ISLES SUBDIVISION of the City of Fort Lauderdale, Broward County, Florida, said property being further limited and defined as residential real estate located upon Fiesta Way, Nurmi Drive and Royal Palm Drive.

ARTICLE FOUR: MEETINGS

Meetings may be scheduled in-person, on-line or by voice. There shall be a minimum of two (2) regular meetings of this organization. The bi-annual membership meetings shall be held on the third Tuesday of March, and again as scheduled by the Board of Directors every year. The Board of Directors may, in its

discretion, vary the date of the meetings no more than (10) days before or after the scheduled date of said meeting. The March meeting shall be designated the Annual Meeting.

Notice of meetings shall be delivered by email, text or other means, to the property owners of the membership of the NURMI ISLES HOME OWNERS ASSOCIATION, INC., not less than five (5) days before the date of the scheduled meeting.

The presence of not less than fifteen percent (15%) of the members, but not less than fifteen (15) members, shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than four (4) weeks from the date scheduled by the By-Laws and the Secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as Special Meetings of this organization may be called by the President when it is deemed for the best interest of the organization. Notices of such meeting shall be delivered to all members at their home addresses, in-person, by text, on-line or by voice at least seven (7) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom called.

At the request of a majority of the members of the Board of Directors or ten percent (10%) of the members of the organization, the President shall cause a special meeting to be called, but such request must be made in writing at least ten (10) days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

ARTICLE FIVE: VOTING

At all meetings, all votes shall be viva voice, electronic ballot, email or other electronic means.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

ARTICLE SIX: ORDER OF BUSINESS

1. Roll call
2. Reading of the minutes of the preceding meeting.
3. Reports of Committees
4. Reports of Officers
5. Old and Unfinished Business
6. New Business

7. Good and Welfare
8. Adjournments

ARTICLE SEVEN: BOARD OF DIRECTORS

A member of the Board of Directors shall not be able to hold a director position if not a member in good standing of the Nurmi Isles Home Owner's Association. All directors must financially support all Association programs including the Safety & Security initiative.

The business of this organization shall be managed by a Board of Directors consisting of nine (9) members, three (3) of which shall be from each island comprising the association. The Board of Directors shall, elect from their members a President, Vice-President, Secretary and Treasurer. All the directors shall be residents of NURMI ISLES and, directors may serve one (1) three-year term after which they will not be eligible to return to the Board of Directors for (1) year.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of three years.

The Board of Directors shall meet a minimum of four (4) times each year. A member of the Board of Directors shall be removed from the board if they miss two (2) consecutive meetings by a majority vote by the remaining Directors. Exceptions to this rule can be made under extraordinary circumstances by a majority vote of the Directors.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its Chairman after due notice to all the Directors of such meeting.

Two thirds (2/3) of the members of the Board of Directors shall constitute a quorum and the meeting of the Board of Directors shall be held upon the call of the President or a majority of the Directors.

Each Director shall have one vote and may vote by written proxy, voice, text or through electronic ballot. The Board members in attendance shall have no responsibility to contact an absent board member.

The Board of Directors may make such rules and regulations covering its meeting as it may, in its discretion, determine necessary.

Vacancies in the said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the vacancy term.

The President of the organization, by virtue of the office, shall be Chairman of the Board of Directors. The Board of Directors shall select from one of their number a Secretary.

A Director may be suspended or removed by a vote of a majority of the membership present when sufficient cause exists for such suspension or removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any hearing. The Board of Directors shall adopt

such rules as it may, in its discretion, consider necessary for the best interests of the organization for this hearing.

ARTICLE EIGHT: OFFICERS

The officers of the organization shall be as follows:

1. President
2. Vice-President
3. Secretary
4. Treasurer

PRESIDENT:

The duties of the President shall include, but not be limited to:

1. Preside at all membership meetings or give notice to the Board of Directors that the Vice President will preside in their absence;
2. Act as Chairman of the Board of Directors by virtue of the office of President;
3. Present at each annual meeting of the organization an annual report of the work of the organization;
4. Appoint all committees, temporary or permanent;
5. See that all books, reports and certificates, as required by law, are properly kept or filed;
6. Act as one of the officers authorized to sign the checks or drafts of the organization;
7. Have such powers as may be reasonably construed as belonging to the Chief Executive of any organization.

VICE-PRESIDENT:

The Vice-President shall, in the event of the absence or inability of the President to exercise the office of the President, become acting President of the organization with all the rights, privileges and powers as if he or she had been duly elected as President as set forth above.

SECRETARY:

The duties of the Secretary shall include, but not be limited to:

1. Keep the minutes and records of the organization in appropriate books or electronically filed or recorded;
2. Serve, or direct to be served all notices to members of this organization;
3. Act as official custodian of the records and seal of this organization;
4. Act as one of the officers authorized to sign the checks or drafts of the organization if required;
5. Present to the membership at any meetings any communication addressed to the Secretary of the organization;
6. Submit to the Board of Directors any communications which shall be addressed to the Secretary of the organization;
7. Attend to all correspondence of the organization and exercise all duties incident to the office of Secretary.

TREASURER:

The duties of the Treasurer shall include, but not be limited to:

1. Care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.
2. Deposit in a regular business bank or trust company a sum not exceeding \$500,000.
3. Must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.
4. Render at stated periods, as the Board of Directors shall determine, a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.
5. File Annual Report with the State of Florida and any other certificate required by law.
6. Exercise all duties incident to the office of Treasurer.

Officers shall, by virtue of their office, be members of the Board of Directors.

No officer shall, for reason of his office, be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

ARTICLE NINE: SALARIES

The Board of Directors shall hire and fix the compensation of any and all employees which they may determine, in their discretion, to be necessary in the conduct of the business of the organization, PROVIDED HOWEVER, that there shall be no act undertaken for the pecuniary profit or financial gain of the Board of Directors or officers of the corporation. No part of the income of the corporation shall inure to the benefit of any member, trustee, director or officer of the corporation, or to any private individual (excepting that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director, officer of the corporation or any private individual, shall be entitled to share in the distribution of any corporate assets, via salary or otherwise, upon the dissolution of the corporation. (This section shall not prohibit the repayment of any legal obligation due a member upon or prior to the dissolution of the corporation.

ARTICLE TEN: DUES

The dues of this organization shall be as from time to time adjusted and determined by the Board of Directors and shall be payable as determined by the Board of Directors.

ARTICLE ELEVEN: AMENDMENTS

The By-Laws of the Association may be amended at any meeting of the Association by a two-thirds vote of the members present, provided that the proposed amendment shall have been presented in writing to the Board of Directors for their consideration; that the Board of Directors shall have presented the proposal in writing to the membership at least ten days before the meeting at which the amendment is to be considered.

Prior, Current and Future Amendments will be added to the text of these By-Laws and ratified to simplify reading and these By-Laws without referencing the Amendments and Corrections. Prior Pages 9 and 10 will be eliminated.

Approved and Accepted By:

Harry W. Rozelle

Harry Rozelle, President

Laurie Ledford

Laurie Ledford, Vice-President

India M. Irving

India Irving, Secretary

Diane M. Zeiger

Diane Zeiger, Treasurer