

A Corporation Not-For-Profit
P.O. Box 232, Nokomis, FL 34274-0232
www.SorrentoEast.org

BYLAWS OF THE

## SORRENTO EAST PROPERTY OWNERS' ASSOCIATION, INC.

Revised: November 6, 2025

# SORRENTO EAST SUBDIVISION COUNTY OF SARASOTA STATE OF FLORIDA

## BYLAWS of the

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#### SORRENTO EAST PROPERTY OWNERS' ASSOCIATION, INC.

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#### INTRODUCTION

The Sorrento East Property Owners Association, Incorporated, A Corporation Not For Profit, was chartered on May 22, 1975, by the Secretary of the State of Florida.

#### **ARTICLE I - NAME**

The name of this Corporation shall be the SORRENTO EAST PROPERTY OWNERS' ASSOCIATION, INCORPORATED, hereinafter referred to as the "ASSOCIATION." It shall be located in the Sorrento East Subdivision, County of Sarasota, in the State of Florida. Its mailing address shall be Post Office Box 232, Nokomis, Florida 34274-0232.

#### **ARTICLE II - SCOPE OF INCORPORATION**

The SORRENTO EAST PROPERTY OWNERS' ASSOCIATION, INC. is composed of the registered owners of lots, parcels, structures and/or real properties which are situated, lying and being in the platted area legally designated as the "Sorrento East Subdivision" and hereinafter called "Sorrento East," as described in the public records of Sarasota County, Florida:

- 1. Unit 1, as recorded in Plat Book 19, Pages 20, 20A and 20B;
- 2. Unit 2, as recorded in Plat Book 19, Page 37;
- 3. Unit 3, as recorded in Plat Book 21, Pages 12, 12A and 12B;
- 4. Unit 4, as recorded in Plat Book 22, Pages 25, 25A, 25B and 25C;
- 5. Unit 5, as recorded in Plat Book 23, Pages 4 and 4A;
- 6. Sorrento Villas Unit 4, a part of Sorrento East Unit 1, as recorded in condominium Book 4, Page 5;
- 7. Sorrento Villas Units 5 and 6, a part of Sorrento East Unit 3, as recorded in Condominium Book 6, Page 10;
- 8. Sorrento Park, a part of Sorrento East Unit 3, as recorded in Condominium Book 7, Pages 11,11A and 11B.

#### **ARTICLE III - I PURPOSES**

The purposes for which this Association is organized are:

- Maintain liaison with governmental and franchised activities to represent the interests of Sorrento East in matters relating to public services and utilities, environmental health and safety, zoning, etc., and to ensure continuing improvements for the mutual benefit of Association members.
- 2. Direct compliance with the Sarasota County prescribed zoning code and restrictions on construction by owners of property and or structures in accordance with the Citizens Guide dated 2022 issued by Sarasota County Code Enforcement.
- 3. Administer the enforcement of Deed Restrictions and Covenants; encourage general maintenance and/or improvement of property values in the community.
- 4. Coordinate timely communications to assure public awareness of major events and issues applicable to the community.
- 5. Organize social and recreational activities for the enjoyment and entertainment of property owners and their guests.
- 6. Provide for open forum discussions of topics of interest to the membership

#### **ARTICLE IV - MEMBERSHIP**

Section 1. Association: As stated in Article II, page 3, the Association is composed of the registered owners of lots, parcels, structures and/or real properties in Sorrento East, Sarasota County, Florida. These registered owners are hereinafter called Members and collectively they form the Association Membership.

#### Section 2. Members:

- a. Regular Members shall be the property owner(s) of a house, villa, condominium, apartment, or other class of dwelling in Sorrento East.
- b. Associate Members shall include the property owners of vacant lots or unimproved parcels of real estate situated within Sorrento East.
- c. Members in Good Standing: Upon payment of annual dues, each member shall be considered to be a "member in good standing" with participating rights and privileges in the Association as specifically identified in these Bylaws.

Any "member in good standing" is an "eligible voter" and may vote in matters pertaining to the Association. An eligible voter consists of one individual in the case of single registered ownership or may consist of a group of two or more individuals in the case of joint registered ownership. Each of these units is entitled to one vote (Also see Article IX).

#### **ARTICLE V - DUES**

Section 1. Association dues shall be established by the Board of Directors prior to the Annual Meeting in November and changes shall be approved at the Annual Meeting by a simple majority of eligible voters present and voting.

Section 2. In cases of multiple ownership of properties, dues shall be assessed on each improved property.

Section 3. Dues shall be payable on January 1 of each year.

Section 4. If a member is billed for Association dues after June 30, the new potential member in good standing shall pay 50% of the applicable annual dues for the balance of the year.

Section 5. Dues notification shall be communicated to all Association members prior to the January 1 due date. If annual dues are not paid by April 1 of the calendar year, a property owner shall no longer be considered to be a member in good standing. Prior to April 1, the Treasurer shall send a reminder notice to unpaid members.

Following April 1, a notice shall be sent to any remaining unpaid members to notify them that they are no longer members in good standing and that this loss of certain Association privileges as designated in these Bylaws.

Should a member not in good standing choose to sell or otherwise reconvey a property, they will be subject to an administrative fee to be determined by the Board of Directors.

#### **ARTICLE VI - ASSOCIATION MEETINGS**

Section 1. Regular Meetings. The Annual Meeting of the Association shall be held on the Thursday after the first Tuesday in November. The Semi-Annual Meeting shall be held on the first Tuesday in April. At the discretion of the Board of Directors, the Semi-Annual Meeting may be canceled.

Section 2. Special Meetings. A Special Meeting of the Association may be called at any time by the President, or upon request by a majority of the Officers and Directors. Also, a Special Meeting may be called on petition of not less than ten (10) members in good standing who have submitted to the President a request in writing, which must identify the specific purpose of the proposed meeting. In this latter case, no other business shall be conducted at such Special Meeting

Section 3. Notification. Members in good standing shall be notified by Newsletter, Bulletin Board, Email, Website and Neighborhood signs, of the time and place of all Regular and Special Meetings. To the extent feasible, members shall be notified in the same manner if any scheduled meeting is canceled.

Section 4. Qualifications of Attendees at Meetings. Regular or Associate members may attend Regular or Special Meetings.

#### ARTICLE VII - QUORUM

Section 1. Regular Meetings. A quorum for the transaction of Association business at the Annual or Semi-Annual Meetings shall be the assembled members.

Section 2. Special Meetings. A quorum for the transaction of Association business at any Special Meeting shall require the attendance of at least fifty (50) eligible voters in person or by proxy.

#### **ARTICLE VIII - PROXY**

Section 1. Definition. As intended and prescribed in these Bylaws, and for the general purposes of administration of this Association, the term "proxy" shall be defined as a limited power of attorney, assigning one member the authority or power to act for another member for a specific purpose. This proxy shall be in writing and witnessed by two (2) witnesses or signed in the presence of a Notary Public. The proxy shall be formatted and issued by the Board of Directors and shall contain unit, lot and block numbers of the person signing the proxy.

Section 2. Qualifications for a Proxy. Any eligible voter (member in good standing) may give his or her proxy to any other eligible voter to attend and/or to vote, as may be specifically authorized, at any Regular or Special Meeting of the membership. However, no one individual member may hold more than five (5) proxies for any specific meeting or purpose.

Section 3. Authorized Uses of a Proxy. A proxy may be assigned to an eligible voter to authorize him or her to:

- a. Represent an absent eligible voter at a Regular or Special Membership meeting and to vote on a specific motion, recommendation, or election.
- b. Represent an absent eligible voter at a Regular or Special Membership meeting and to vote on any or all business matters.

#### **ARTICLE IX - VOTING**

Section 1. Eligibility. Except as hereinafter restricted, each parcel of land and/or real property shall be entitled to one (1) vote. In cases of multiple ownership, the owners of each parcel and/or property shall designate one of their number to vote at any meeting of the Association.

Section 2. Restriction. No eligible voter shall have more than one vote, regardless of his or her ownership of more than one parcel of land and/or real property.

Section 3. Majority. Decisions on motions, amendments, and elections as features of Association business matters shall be by simple majority of those eligible voters present and voting and shall include any proxies exercised.

Section 4. Voting Procedures. Individual votes may be cast by an eligible voter, either in person, by proxy or electronic means by a secure third party proxy, not affiliated with SEPOA.

#### **ARTICLE X - ELECTIONS**

Section 1. Annual Election. The meeting of the Association for the purpose of election of Officers and Directors shall be the regular Annual meeting held on the Thursday after the first Tuesday in November.

Section 2. Nominating Committee. Three (3) months prior to the Annual meeting, the President, subject to approval of the Board of Directors, shall appoint a Nominating Committee of three (3) members in good standing, none of whom shall be an Officer or Director of the Association. The committee shall select its own chairperson. It shall be the duty of the Nominating Committee to interview prospective candidates to identify those members of the Association eligible and qualified to fill position vacancies on the Board of Directors at the next Annual Meeting.

Section 3. Eligibility. All members of the Association in good standing for six (6) months shall be considered as prospective candidates and qualified to hold office as an Officer or Director. However, each candidate must agree to serve, if elected, prior to his or her name being placed in nomination.

Section 4. Recommendations of Nominating Committee. Recommendations of the Nominating Committee shall be presented to the Board at the October Board meeting and published in the subsequent Newsletter. Additional nominations may be made from the floor at the Annual Meeting providing the candidate meets the eligibility requirements in Section 3 of this Article.

#### Section 5. Election Procedure

- a. Officers and Directors shall be elected from the slate of nominees and nominations from the floor by a simple majority vote of the eligible voters (see ARTICLE IX) at the Annual Meeting.
- b. If more than one candidate is nominated for any office, then a vote for that office shall be by secret ballot with an election by simple majority.
- c. Voting may be in person, by proxy, or by electronic means by a secure third party proxy, not affiliated with SEPOA.

Section 6. Effective Date. Each newly elected Officer and Director shall take office on the following January first.

#### **ARTICLE XI - OFFICERS AND DIRECTORS**

Section 1. Officers. No two persons from one household may serve on the board at one time except with the approval of the other board members by a unanimous vote. The elected Officers of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be members in good standing. Each Officer shall be elected to serve a term of one (1) year to run from January 1 to December 31 of the calendar year for which elected. He or she shall be eligible to seek re-election for a second successive year. However, no Officer, except for the Secretary and Treasurer, may be elected for more than two (2) consecutive

terms. In special circumstances, such as ongoing legal situations or a lack of candidates, a President or Vice-President may be elected to serve a third one-year term. (Amendment to Bylaws, November 5, 1998)

Section 2. Directors. In addition to the four (4) elected officers, there shall be a total of four (4) elected Directors, all of whom shall be members in good standing. To provide an overlapping tenure of service, two (2) new Directors shall be elected each year for a two (2) year term. A Director may not serve more than two (2) successive terms of office.

Section 3. Vacancy. In the event of a vacancy occurring at any time among elected Officers and Directors, the President shall appoint an Association member in good standing, with his or her consent, to serve the remainder of the unexpired term created by the vacancy, such appointment to be approved by majority vote of the Board of Directors.

Section 4. Removal of Officers and Directors. The members of this Association reserve the right to remove any elected Officer or Director by a vote of 75% of the eligible voters, present and voting, at any Regular or Special meeting.

#### **ARTICLE XII - DUTIES OF OFFICERS AND DIRECTORS**

Section 1. President. The President shall preside at all Regular and Special meetings and shall be Chairperson of the Board of Directors. He or she shall develop an Annual Operating Plan for the Association, setting forth proposed community programs and activities, fiscal policies, environmental objectives, special projects, etc. The President shall appoint chairpersons of Standing and Special Committees, execute all documents on behalf of the Association, shall represent the Association before all public bodies, and shall exercise such authority as is usually associated with such office. The President shall maintain a checklist of recurring monthly duties for the Association and these duties shall be reviewed with the Directors at each regular Board meeting.

Section 2. Vice-President. The Vice-President shall assist the President in the discharge of his or her duties, shall act for the President in his or her absence, inability, or incapacity, or in case of resignation or refusal of the President to act. He or she shall perform such duties as may, from time to time, be assigned or delegated to him or her by the President or the Board of Directors.

Section 3. Secretary. The Secretary shall keep full and accurate minutes of Regular and Special meetings of both the Association membership and the Board of Directors. He or she shall keep all Association records except those pertaining to the office of Treasurer. The Secretary shall conduct all correspondence of the Association with the assistance of the Corresponding Secretary, as directed by the President and the Board of Directors and shall perform such other duties as are incident to this office. He or she shall maintain a copy of ROBERT'S RULES OF ORDER and the Red Book of the Association which contains official and historical information.

Section 4. Treasurer. The Treasurer shall be the custodian of all Association funds. He or she shall collect and receive all funds, fees, dues, and assessments due and payable to the

Association, shall deposit all such moneys in an Association account in a bank depository approved by the Board, and shall disburse such funds as required in conducting the financial business of the Association. The Treasurer or Board appointed Board member shall sign and/or authorize all electronic payments and checks which will be drawn against the Association account. In the absence of the Treasurer or appointed Board member, the President or Vice President shall sign and or authorize all electronic payments and checks which will be drawn against the Association account. The Treasurer shall maintain appropriate accounting ledgers, records, and files to document all financial transactions of the Association and develop the annual budget estimates for review by the Board of Directors. The Association fiscal year for accounting purposes shall coincide with the calendar year. The Treasurer shall issue an updated financial report for presentation at each meeting of the Board of Directors and at the Annual and Semi-Annual meetings and shall maintain an accurate record of the membership. Specific information covering each action required of the Treasurer is found in the SEPOA records and shall be reviewed and updated regularly by the Board of Directors.

Section 5. Directors. The four (4) Directors, each elected for two (2) years, by their extended tenure in office with two of the terms expiring on alternate years, shall provide continuity of knowledge and experience to the Association's governing body. In addition to serving as advisors to the President, the Directors shall be assigned general areas of responsibility and shall perform specific duties which are functions of the Board of Directors.

Section 6. Past President. Any past President who is a member in good standing, at the request of the current president, may serve as an ex-officio member of the Board of Directors and shall act in an advisory capacity only. This ex-officio member has no vote on issues considered by the Board at Board meetings.

Section 7. Fidelity Bonds. The Association shall maintain, in an amount as determined at the discretion of the Board of Directors, fidelity bonding for the President, Vice President, Secretary and Treasurer and those individuals authorized to sign checks, if other than the above. The Association shall bear the cost of bonding.

#### **ARTICLE XIII - BOARD OF DIRECTORS**

Section 1. Governing Body. The Board of Directors shall constitute the governing body of the Association and shall be composed of the elected Officers and Directors. The President shall preside as the Chairperson of the Board.

Section 2. Authority. Full authority shall be vested in the Board of Directors to act for the Association in the interim of meetings.

Section 3. Duties. The affairs of the Association shall be managed by the Board of Directors. Its primary duties shall include, but are not limited to the:

a. Development of plans, policies, and procedures for the efficient conduct of Association business;

- b. Direction and coordination of Association operations to provide effective services for the membership;
- c. Liaison with local governmental activities and functions, together with public utilities corporations, to represent the Association membership in those matters affecting the community;
- d. Monitor the environmental, public health, welfare, and safety conditions of Sorrento East;
- e. Serve as a central point-of-contact for the membership in the investigation, referral, or resolution of problems of a community-wide nature.

#### Section 4. Board Meetings.

- a. Regular Meetings. The President shall schedule no fewer than eight (8) meetings of the Board during a calendar year to conduct routine Association business. Association members shall be notified on the Community Bulletin Board located on 478 Laurencin Drive and by digital means. The President may call supplemental meetings of the Board to handle matters of priority.
- b. Special Meetings. On written request of any three (3) members of the Board, the President shall call a Special meeting to hear, discuss and, if appropriate, to resolve the matters or conditions which were deemed to be of sufficient cause for an unscheduled meeting.
- c. Attendance. Board members are expected to attend all meetings of the Board. Board meetings held by digital means will begin with the oral acknowledgment of the presence of each attending Board member. At in-person meetings, each attending Board member shall acknowledge participation by an oral announcement of "present". Any Board member who misses three (3) consecutive meetings without being excused, in advance, by the president shall be dismissed from the Board and his or her office in the Association.
- d. Quorum. Four (4) members of the Board shall constitute a quorum to conduct Association business at a Regular or Special meeting.
- e. Voting. In the conduct of board business whether the meeting is held in person or by digital means, decisions on motions, amendments or other matters shall be by simple majority vote cast orally in roll call fashion. However, in case of a tie vote, the president shall cast the deciding vote.
- f. Attendees at Board Meetings. Any member of the Association in good standing may attend any meeting of the Board as an observer only. However, if a member asks to attend to discuss a specific subject, then he/she may participate in that discussion only. The Secretary shall be notified in advance of any such specific request, if possible. Further, the Board of Directors may meet in executive session, without the attendance of other members except by invitation, to consider potential or pending litigation or any other matter for which the Board deems privacy and confidentiality to be essential.

#### **ARTICLE XIV - COMMITTEES**

Section 1. General.

- a. As soon as possible after his or her installation in office and with the approval of the Board of Directors, the President shall appoint chairpersons who are members in good standing for the Standing Committees.
- b. Chairpersons, with the concurrence of the President, shall select the Association members to serve on the Standing Committees.
- c. Chairpersons of committees shall hold such meetings as are necessary to ensure effective accomplishment of assigned responsibilities and shall make such reports as are requested by the President.
- d. Unless otherwise specified, all Standing Committees shall serve from January 1 to December 31 of the calendar year for which appointed.
- e. The President and Vice-President shall be ex-officio members of all Standing Committees, except for the Financial Review and Nominating Committees.

Section 2. Standing Committees. The following Standing Committees shall execute their respective responsibilities for the Association:

- a. Building Plans. This committee shall:
  - Review all building and plot plans, and/or modifications thereof, for any dwelling, structure, or fence, to be constructed. These plans must comply with the stipulations indicated in Section E. of the current Restated Declaration of Restrictions with the exception of villas or condominiums, which require their own separate regulations.
  - the Request and obtain two copies of the building and plot plans from the owner or builder prior to start of construction. When approved by the Committee, the appropriate approval stamp and number shall be indicated on plans, one copy to be returned to the builder or owner, and the other to be retained on file for future reference.
  - Maintain a file of all approved plans, and a file of all approval information, including the legal description of the property along with any pertinent information relative to the approval.
  - Collect approved fee determined by the Board of Directors. This fee is for review, approval, and storage of the building plans only; no fee is collected for additions or modifications.
  - 5. The Chairman has no enforcement powers but is responsible for informing the Board of Directors of the Association of any violations or discrepancies.

- b. Bylaws. It shall be the responsibility of this committee to ensure that the Bylaws are periodically reviewed to provide current administrative authority and direction in the conduct of Association business, and when appropriate, to originate recommendations for amendment. Also, this committee shall receive, review, and edit all proposed suggestions for amendments and/or revisions to the Association Bylaws, properly submitted by members in good standing, as set forth in ARTICLE XVII. The Chairperson of the Bylaws committee shall serve as the Association Parliamentarian.
- c. Corresponding Secretary. The Corresponding Secretary shall handle correspondence for the Association as necessary and perform other duties as may be requested by the President and the Board of Directors. The Corresponding Secretary shall have no Board voting privileges.
- d. County Government Relations. This committee shall monitor the effectiveness and sufficiency of commercial services provided to Sorrento East for water, sewer, electric power, solid waste, and recycling. This committee shall represent the property owners of Sorrento East at all local public hearings and meetings convened for the purpose of discussion of any utility service, its quality, quantity, cost, or special provisions of any petition.
- e. Deed Restriction Compliance. This committee shall be responsible for the enforcement of all deed restrictions. Committee members shall become familiar with the deed restrictions and be able to recognize violations. They shall tour the community on a regular basis to ensure that deed restrictions are being adhered to. They shall receive reports of violations from Association officers, members of the Board of Directors and residents of Sorrento East. A written report shall
  - 1. be made of each violation observed or reported which shall contain all details of the violation including name, address and phone number of the person making the report. Anonymity of the reporter shall be respected. The property owner not in compliance shall be so advised by a letter citing the section of the Restrictions being violated and the action required to correct the violation. If the violation cannot be corrected in an amicable manner, the committee shall advise the Board of Directors of all details and recommend further action. Reported violations shall be presented at the next regular Board meeting and shall be included in the minutes of the meeting. Deed restrictions shall be applied to all property owners in a fair and equitable manner. (Also see Article XIX)
- f. Financial Review. During the first quarter of the fiscal year, the Treasurer shall assemble the necessary documentation for the financial review. Two reviewers shall conduct an examination of the financial records of the Association and upon completion, shall submit a report of their findings and recommendations to the Board of Directors. In addition, the committee shall perform such other special financial reviews as may be requested by the President and/or the Board of Directors. No Officer or Director may be a member of the Financial Review committee.
- g. Gateways Lights and Mowing. This committee shall provide continued maintenance, repair, and attractive appearance of areas at gateway walls 1, 2 and 3, including complete

electrical, water service and landscaping. This committee shall also supervise proper and timely mowing of grass areas at Sorrento East gateway entrances, vacant lots and property owned by the Association.

- h. Insurance. This committee chairperson shall arrange for and monitor appropriate insurance protection for the Association.
- i. Member Services. This committee shall contact new property owners in person to welcome them to the community and to acquaint them with the Association, its objectives, and its importance to the residents. Participation in community affairs shall be encouraged, both financially and by volunteering their services. The committee shall assist in keeping membership information current and participate in the production and distribution of the SEPOA Directory.
- j. Newsletter. The editor(s) of the Newsletter shall be responsible for the publication and distribution of the Association Newsletter to all members in good standing. Final drafts of all proposed articles shall be approved by the President or his/her representative prior to release for publication.
- k. Roads. Lakes and Ditches. This committee shall monitor environmental health, traffic streets, lakes, drainage, points of egress and ingress and the general appearance of Sorrento East. Liaison shall be maintained with the appropriate county and state agencies to promote responsive and corrective action to alleviate confirmed problem conditions
- I. Social Activities. This committee shall be responsible for the development and coordination of programs of entertainment for all Association-sponsored recreation and social activities.
- m. SEPOA Directory. The SEPOA Directory shall be published yearly and distributed to members in good standing.
- n. Sunshine. The Sunshine chairperson shall extend well wishes to the sick and condolences to the bereaved in the community.
- o. Website. The Association website shall be designed and administered by the appointed Webmaster who shall be responsible for the day-to-day operation of the site. Its purpose is to display the Sorrento East community for its residents, prospective residents, and the community at large. All materials placed upon the site shall be derived from the published Newsletter or from the Board of Directors and shall be subject to Board approval. Time-sensitive announcements and photographs may be posted at the Webmaster's discretion within the established guidelines. The website shall not contain commercial advertising, or any items that would serve to invade the privacy and safety of Sorrento East residents.

Section 3. Special Committees. Consistent with the activities of the Association, the President, with the approval of the Board of Directors, may appoint a Special Committee to perform a specific function. Upon completion of its assignment, the Special Committee shall be deactivated. At least one member of the current Board shall serve on any Special Committee.

#### **ARTICLE XV - REMUNERATION**

Section 1. Restriction. No remuneration shall be paid to any officer or director or member.

Section 2. Reimbursement. Incidental authorized operating expenditures made by any Officer, Director, or Chairperson of a Standing or Special Committee from his or her personal funds in the conduct of Association business shall be reimbursed by the Treasurer upon presentation of an itemized invoice or statement of charges. A committee member shall present his or her invoice or statement to the committee chairperson for approval before it is submitted to the Treasurer for payment.

#### **ARTICLE XVI - USE OF FUNDS**

Section 1. Accountability. All funds transferred or otherwise coming into the Association shall be deposited, invested, and disbursed in strict conformity with the laws of the United States of America and the State of Florida, which regulate non-profit corporations and investment trust funds.

#### ARTICLE XVII - BYLAWS AMENDMENTS/REVISIONS

Section 1. Source. Any member in good standing may submit a suggested change or revision of the Association Bylaws. The Bylaws Committee shall originate periodic reviews.

Section 2. Amendment Procedure. Proposed amendments/revisions to Association Bylaws shall be submitted in writing, signed by a member or members in good standing, and presented to the Secretary for delivery to the Bylaws Committee.

Section 3. Review Procedure. After editorial review and content evaluation of the proposed amendment/revision by the Bylaws Committee, the amendment/revision shall be presented to the Board of Directors for approval, disapproval, or modification. The Board, by majority vote, shall accept or reject the recommendation of the Committee.

Section 4. Information Procedure. When a recommendation has been approved by the Board, the proposed amendment/revision of the Association Bylaws shall be presented, in writing, to the full membership for its information and consideration at least 30 days prior to final deliberative action.

Section 5. Voting and Adoption. These Bylaws may be amended or revised at any Regular Meeting or at a Special Meeting called for that purpose, by a majority of those eligible voters present, in person, by proxy, or electronic means by a secure third party proxy, not affiliated with SEPOA. in accordance with the requirements of Article VIII hereof, and voting. Adoption of amendments and revisions shall become effective with an affirmative majority vote.

#### **ARTICLE XVIII - PARLIAMENTARY AUTHORITY**

Section 1. All Regular and Special meetings of the Board of Directors and the assembled membership of the Association shall be conducted in accordance with the Association Bylaws as set forth in ROBERT'S RULES OF ORDER, current edition.

#### **ARTICLE XIX - SCOPE OF APPLICATION**

Section 1. The provisions of these Bylaws or the actions of the Sorrento East Property Owners Association, Inc. shall not abrogate the responsibility and authority of the various apartment and/or condominium villa associations in Sorrento East.

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