

English Estates -English Woods Association, Inc.

FERN PARK, FLORIDA 32730

ARTICLES OF INCORPORATION

AS AMENDED AND ADOPTED, December 1979, Revised December 1992, 2006, December 2022

Article I

The legal body created by the charter will be known as ENGLISH ESTATES – ENGLISH WOODS ASSOCIATION, INCORPORATED (*), a non-profit Corporation. Its principal place of business shall be within the County of Seminole, State of Florida.

Article II

The objectives of the Corporation are herein declared to be the promotion of better acquaintance and fraternal spirit among the residents of English Estates-English Woods; the dissemination of information conducive to the maintenance of safe, prosperous, attractive and comfortable living in English Estates-English Woods; the creation of a spirit of corporation and harmony among the residents of English Estates-English Woods; the unification of the energy and efforts of the residents and directors to all projects of community improvements.

Article III

Section 1: Membership in this Corporation shall be comprised of home-owners holding legal title to the real property within the Subdivisions of English Estates-English Woods, or any additions thereto, whether by subdivision, with members in residence. A property owner who elects to rent his property in the Corporation area may assign, in writing, the right to participate in the affairs of this Corporation to its tenants in residence. In no event is a property owner not residing upon his or her property, qualified for participation or membership in this Corporation except that a non-resident property owner may make an assignment to the residing tenants as provided in the forgoing. Membership shall be limited to two (2) per residence on one lot in the Corporation area.

Section 2: An annual membership fee shall be paid by households qualifying for membership in this Corporation. All candidates for special awards must be current on dues. Dues paid through November will be credited to the current year.

Section 3: Each household maintaining active membership in this Corporation shall be permitted two (2) votes on any matter brought to a vote by the general membership of this Corporation. In the event there is one adult member in any given household, then that adult shall be entitled to two (2) votes.

Section 4: Group Home facilities the owners nor their residents are eligible for membership in this Corporation.

Article IV

The general membership of the English Estates-English Woods Association shall meet at a regular session once annually on a day selected by the Executive Board, following the 15th of October, for the purpose of electing officers for the coming year. A simple majority of votes cast shall be elected, provided, however, that no election shall be valid in which a quorum of the total membership casts its ballot. Oral statements or written proxy rights at the time of voting shall suffice for the spouses/household who are exercising proxy rights are absentees. Any member of this Association may assign proxy in writing to any members of the association.

* Commonly known description for English Estates-English Woods Homeowners Association (EE-EW)

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Article V

Section 1: The officers of this Corporation shall be the President, Vice President, Secretary, and Treasurer. **These will comprise the Executive Board.** No two offices shall be combined. The officers of this Corporation shall be elected pursuant to the provisions of Article IV of this charter, provided, however, that each member of the Corporation on the rolls of the membership on the first day of October shall be notified in writing, at least ten days prior to the scheduled election of the officers, of the time and place of such elections. An Advisory Executive Committee of no less than three (3) persons shall be elected by the membership and in conjunction with the elected officers, as aforesaid, shall form an Executive Board. Should a vacancy(s) occur within the allowable limit to members of the Advisory Executive Committee on, or subsequent to, the date of a general membership meeting, the President may appoint an individual(s) to such membership subject to a majority vote of the Executive Board.

Section 2: Resignation from any office of this Corporation may be affected by officer's notification, in resignation to the President or Secretary of this corporation. Upon the submission of resignation by any officers of the Corporation that vacancy may be filled by the President under the provisions outlined in Section 1, above. If any officer shall be unexcused absent for three (3) consecutive regular meetings, that Executive Board Member shall be deemed to have resigned.

Article VI

These Articles of Incorporation may be amended in any particular manner by a two-thirds vote of the paid members present at any regular meeting, provided that notice is given, in writing, to the general membership at least ten (10) days prior to the regular meeting at which proposed amendments are to be voted upon.

Article VII

The BY-LAWS of the Association are to be made, altered, or rescinded by a majority vote of the members present at any annual meeting of the Association, or any special meeting of the membership called for that purpose. Written notice of such amendment(s), alterations or rescissions of these BY-LAWS shall have been given to the regular meeting of the Association at least ten (10) days prior to the regular or special meeting called for such purpose.

Article VIII

Proper written notice to the membership, or residents within the Association area, shall be deemed as having been accomplished through notices placed in Social Media / EE-EW Website, or Post Cards, or by special distribution, delivered door to door within the Association areas.

Article IX

A quorum for the transaction of business at a regular or special membership meeting of this Association shall consist of ten (10) percent of the then total membership. For the purpose of counting a quorum written proxies shall be counted. Member(s) representing the vote of a single-family residence, may assign their proxy in writing, to be effective for one meeting only. Members may, at any time, assign their proxy right (in writing) for a specific voting event to the Executive Board as a whole. In the latter case, as the vote of the Executive Board goes, so goes the vote of the proxy.

Article X

The Corporation (Homeowners Association) shall operate on a fiscal basis between January 1, and December 31.

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Article XI

The duties of the officers and the names and functions of standing committees of this association shall be as specified in the BY-LAWS.

Article XII

All meetings, whether of members, Executive Board, or any committees, shall be conducted under Roberts Rules of Order.

Article XIII

This Corporation (Homeowners Association) shall exist in perpetuity.

Revised December _____, 2022