

**BY-LAWS**  
**OF**  
**BULL RUN MASTER RESIDENTIAL ASSOCIATION, INC.**

**A Florida corporation Not-for-Profit**

**ARTICLE I**

**Definitions**

Section 1. “Association” shall mean and refer to BULL RUN MASTER RESIDENTIAL ASSOCIATION, INC., a non-profit corporation organized and existing under the laws of the state of Florida.

Section 2. “Homeowners Association Members” shall mean the six (6) associations for Bull Run’s six (6) residential units.

Section 3. The “Property” shall mean and refer to all of the property subject to that certain Declaration of Covenants, Conditions, and Restrictions for Bulls Run, Unit I, Phases 2, 3, and 4; Declaration of Covenants, Conditions, Restrictions and Easements for Bull Run Unit II; Declaration of Covenants, Conditions, Restrictions and Easements for Stone Mill (Bull Run Unit III); Declaration of Covenants, Conditions, Restrictions and Easements for Bull Run Unit IV; Declaration of Covenants, Conditions, Restrictions and Easements for Bull Run Unit V; and Declaration of Covenants, Conditions, Restrictions and Easements for Bull Run Unit VI each recorded in the Public Records of Leon County, Florida (the “Covenants”), together with all such other property which may be added thereto consistent with the Covenants, but not including any property withdrawn from the provisions thereof.

Section 4. “Member” shall mean and refer to all those persons or entities that

are members of the Association as provided in Article V of the Articles of Incorporation of the association.

Section 5. Terms defined in the Covenants or Articles of Incorporation shall have the same meaning as provided therein.

## **ARTICLE II**

### **Location**

The principal office of the Association shall be located at the residence or place of business in Leon County, Florida of the then President of the Association.

## **ARTICLE III**

### **Membership**

Section 1. Membership of the Association is as set forth in Article V of the Articles of Incorporation of the Association.

Section 2. The rights of membership are subject to the payment of an assessment for Maintenance Costs levied by the Association, the obligation of which assessment is imposed against each Member, and becomes a lien upon the parcels of real property against which such assessment is made, as provided in the Covenants. Assessments against the Homeowner Association Members become a lien against the commonly-owned property of such Homeowner Association Member. During any period in which a Member shall be in default in the payment of any assessment levied by the Association, the Association may take such action as provided in the Covenants for non-payment of dues. Further, such rights of a Member may be suspended, after notice and a hearing, for a period not to exceed thirty (30) days, for violation of any rules and regulations established by the Board of Directors applicable to the Property.

Section 3. All present and future Members shall be subject to these By-Laws and to the rules and regulations issued by the Association to govern the conduct of its Members.

## **ARTICLE IV**

### **Board of Directors**

Section 1. Number and Term. The number of Directors which shall constitute the whole Board shall be six (6) members. Each president of the six (6) residential associations of Bull Run shall be a Director.

#### Section 2. Powers.

(a) The property and business of the Association shall be managed by its Board of Directors which may exercise all such powers of the Association and do all such lawful acts and things as are not by Statute, the Covenants, the Articles of Incorporation or by these By-Laws directed or required to be exercised or done by the Members personally. These powers shall specifically include, but not be limited to, the following items:

1. To determine and levy assessments for Maintenance Costs, as provided in the Covenants. The Board of Directors may increase or decrease the assessments or vote a special assessment, if required, to meet any additional expenses.

2. To collect, use and expend the assessments for Maintenance Costs as provided in the Covenants.

3. To open bank accounts and borrow money on behalf of the Association and to designate the signatories to such bank accounts.

4. To collect delinquent assessments by suit or otherwise, to abate

nuisances and to enjoin or seek damages from Members for violations of the Covenants or rules and regulations adopted by the Association.

5. To make reasonable rules and regulations and to amend the same from time to time. Such rules and regulations and amendments thereto shall be binding upon the Members when the Board has approved them in writing and delivered a copy of such rules and all amendments to each Member.

6. To employ workmen, contractors and supervisory personnel and to purchase supplies and equipment to enter into contracts to provide maintenance and other services and generally to have the powers of Directors in connection with the matters hereinabove set forth.

7. To bring and defend actions by or against one or more Members as to matters relating to the Association.

8. To hire a Managing Agent to perform and exercise the powers of the Board of Directors.

9. To establish committees, appoint members thereto, define the power and operating procedures thereof and terminate committees so as to carry out the general intent of the Covenants.

Section 3. Compensation. Directors and officers, as such, shall receive no compensation for their services.

Section 4. Meetings.

(a) The annual meeting of the Board of Directors shall be held based on a majority vote of the Directors.

(b) Special meetings of the Board may be called by the President on two

(2) days notice to each Director either personally or by mail, telegram, facsimile, telephone, or computer message. Special meetings shall be called by the President or Secretary in a like manner and on like notice on the written request of at least two (2) Directors.

(c) At all meetings of the Board, a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business and an act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by Statute or by the Covenants or by these By-Laws. If a quorum shall not be present at any meeting of Directors, the Directors present thereat may adjourn the meeting, from time to time, without notice other than announcement at the meeting until a quorum shall be present.

(d) Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver by a Director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 5. Annual Statement. The Board of Directors shall furnish to all Members and shall present annually (at the annual meeting), a full and clear statement of the business conditions and affairs of the Association, including a balance sheet and profit and loss statement unaudited, and a statement regarding any taxable income attributable to the Members and a notice of the holding of the annual meeting of Association members.

Section 9. Fidelity Bonds. The Board of Directors may require that all officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be an expense of the Association.

## **ARTICLE V**

### **Officers**

Section 1. Elective Officers. The officers of the Association shall be chosen by the Board of Directors and shall be a President, a Vice President, a Secretary and a Treasurer. The Board of Directors may also choose one or more Assistant Secretaries and Assistant Treasurers and such other officers as in their judgment may be necessary. Two or more offices may not be held by the same person, except for Secretary or Treasurer. It is not required that officers be Members of the Association or authorized representatives, officers or employees of corporate members of the Association.

Section 2. Election. The Board, at its first meeting after each annual meeting of the Association Members, shall elect a President, a Vice President, a Secretary and a Treasurer.

Section 3. Appointive Officers. The Board may appoint such other officers and agents as it shall deem necessary who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

Section 4. Term. The officers shall hold office for a period of one (1) year or until their successors are chosen and qualify in their stead. Any officer elected or appointed by the Board of Directors may be removed with or without cause, at any time, by the

affirmative vote of a majority of the whole Board. If the office of any officer becomes vacant for any reason, the vacancy may be filled by the Board at any regular or special Board meeting.

Section 5. The President. The President shall be the chief executive officer of the Association. He shall preside at all meetings of the Association Members and the Board, shall be an ex-officio member of all standing committees, shall have general and active management of the business of the Association, shall see that all orders and resolutions of the Board are carried into effect and shall have such other powers and duties as are usually vested in the office of President of a corporation organized not-for-profit under Chapter 617, Florida Statutes, as amended.

Section 6. The Vice President. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act and shall have such other powers and duties as are usually vested in the office of Vice President of a corporation organized not-for-profit under Chapter 617, Florida Statutes, as amended.

Section 7. The Secretary. The Secretary and/or Assistant Secretary shall attend all sessions of the Board and all meetings of Association Members and record all votes and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for the standing committees when required. He shall give or cause to be given, notice of all meetings of Association Members and special meetings of the Board and shall perform such other duties as may be prescribed by the Board of Directors or by the President, under whose supervision he shall be. These duties may also be exercised by a Managing Agent, if any, appointed by the Board.

Section 8. The Treasurer. The Treasurer shall have the custody of the Association funds and securities and shall keep full and accurate chronological accounts of receipts and disbursements in books belonging to the Association, including the vouchers for such disbursements, and shall deposit all monies and other valuable effect in the name and to the credit of the Association in such depositories as may be designated by the Board. These duties may also be exercised by a Managing Agent, if any, appointed by the Board.

The Treasurer shall disburse the funds of the Association as he may be ordered by the Board, making proper vouchers for such disbursements, and shall render to the President and Directors at the regular meeting of the Board or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Association.

The Treasurer shall keep detailed financial records and books of account of the Association, including a separate account for each Member which, among other things, shall contain the amount of each Assessment, the date when due, the amount paid thereon and the balance remaining unpaid.

Section 9. Agreements, Etc. All agreements and other instruments shall be executed by the President or such other person as may be designated by the Board.

## **ARTICLE VI**

### **Notices**

Section 1. Definitions. Whenever, under the provisions of the Covenants or of these By-Laws, notice is required to be given to the Board of Directors or to any Director or Association Member, it shall not be construed to mean personal notice but such notice



may be given in writing, by mail, by depositing the same in a post office or letter box, or by facsimile, telephone, or computer message.

## **ARTICLE VIII**

### **Amendments**

These By-Laws may be amended by a vote of a majority of the Directors; and provided that any matters stated herein to be or which are in fact covered by the Covenants may not be amended except as provided in such Covenants. All amendments to these By-Laws shall be recorded in the Public Records of Leon County, Florida.

## **ARTICLE IX**

### **General Provisions**

Section 1. Fiscal Year. The fiscal year of the Association shall be fixed by resolution of the Board of Directors, and the fiscal year may be a calendar year.

Section 2. Examination of Books and Records. Each Member or their respective representatives and first mortgagees, shall be entitled to a reasonable examination of the books and records of the Association at any time upon reasonable notice to its Board of Directors. The Covenants, Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member or first mortgagee at the principal office of the Association.

Section 3. Gender. Whenever the masculine singular form of the pronoun is used in these By-Laws, it shall be construed to mean the masculine, feminine or neuter, singular or plural, whenever the context so requires.

Section 4. Severability. Should any of the covenants, term or provisions herein imposed be or become unenforceable at law or in equity, the remaining provisions of

these By-Laws shall nevertheless be and remain in full force and effect.

Section 5. Construction. In case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control, and in case of any conflict between the Covenants and these By-Laws the Covenants shall control.

I HEREBY CERTIFY that the foregoing By-Laws of the above-named Association were duly adopted by the Board of Directors of said Association on the \_\_\_ day of June, 2017.

**BULL RUN MASTER RESIDENTIAL  
ASSOCIATION, INC.,** a Florida  
corporation not-for-profit