

## THE BY-LAWS

### FLYING LITTLE RIVER HOMEOWNERS ASSOCIATION, INC.

As amended at the Annual Meetings: July 11, 1987, October 15, 1989, May 2, 1998, May 7, 2005, May 5, 2007, May 3, 2014, Mar 31, 2018, Mar 27, 2021, Mar 18, 2023

#### ARTICLE I

##### GENERAL

**Section 1. Name:** The name of the Corporation shall be called FLYING LITTLE RIVER HOMEOWNER'S ASSOCIATION, INC., herein called "ASSOCIATION".

**Section 2. Principal Office:** The principal office of the Association in the State of Florida shall be located at the residence of the Association Treasurer unless otherwise directed by Board of Directors of the Association.

**Section 3: Future Development:** The term FLYING LITTLE RIVER and areas under the jurisdiction of the Association shall be construed to include:

(a) The present areas as recorded shall be included under the Association charter and these By-laws, unless otherwise provided for in these By-Laws or by two-thirds (2/3) vote of approval of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNER'S ASSOCIATION, INC.

(b) All future additions to the development shall be included under the Association charter and these By-Laws, with the vote of approval of two-thirds (2/3) of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNER'S ASSOCIATION, INC.

(c) All future sub-divided lots of plots, acceptable to the Association, as provided for in these By-Laws above, shall be accepted into this Association according to the class of membership as hereinafter defined in these By-Laws under Article IV Membership.

(d) Procedure for bringing a proposed addition to a membership vote.

- 1) The owner of the land proposed for addition must submit a proposal in writing to the Board of Directors.
- 2) The owner of the proposed addition must be willing to comply with and have recorded (at the owner's expense) permanent deed restrictions consistent with the majority of the existing members of the FLRHA.
- 3) If the proposal meets 1) and 2) above, the Board of Directors will then submit the proposal to the Membership at the next Annual Meeting of the Membership for a vote as required in Article I Section 3 (b).

**Section 4. Purpose and Objectives:** In amplification of the purposes set forth in the Articles of Incorporation, the purposes and objectives are as follows:

(a) To develop a community designed for safe, healthful and harmonious living.

(b) To promote the collective and individual property and civic interests and rights of all Association members.

(c) To care for the improvements and maintenance of those community properties, utilities and/or facilities such as but not limited to, runways, taxiways, roadways, and unsold or plotted lots or land areas and other such facilities or areas that may be property dedicated or deeded to and accepted by this Association, pursuant to Article II of the Association Charter and these By-Laws.

(d) To cooperate with Association members and other interested parties of improved or unimproved lots or plots now existing or which hereinafter shall exist in preventing said lots or plots from becoming unsightly and/or a nuisance and a detriment to the beauty/usability of the airfields surroundings and which may detract from the value of said lots or plots and to the health and welfare and safety of its users.

(e) To aid and cooperate with the members of the Association and all property owners in said tract in the enforcement of such conditions, covenants and restrictions on and appurtenant to their property as are now in existence as well as any other conditions, covenants and restrictions as shall hereinafter be approved by the two thirds (2/3) vote of the members in good standing present or by proxy, at a duly called meeting of the membership for said purpose and to council with the County Commission, Suwannee County, Florida having jurisdiction in the matters of public roads, zoning and other matters which may affect any or all of the subject property.

(f) In general, but in connection with the following, to do any and all things necessary to promote the general welfare of the residents. To cooperate and work with the respective county officials in the enforcement of these By-Laws and the local laws, rules and regulations, especially pertaining to law and order, trespass and health and welfare.

(g) To make and enforce rules and regulations for access to and for the use of the airfield by the Association Members and their guests. To control and regulate all activities pertaining to the enjoyment and use of the airfield.

**Section 5. Privileges and Access to Airfield:** The enjoyment, use for flying and all other uses and privileges as well as access to the airfield is reserved for and limited to the lot or plot owners of the Association, their families and invited guest and said lot or plot owners must be members in good standing from the Membership as hereinafter defined under Article IV entitled "membership" of these By-Laws.

## **ARTICLE II**

### **DIRECTORS**

**Section 1. Number and Term:** The number of Directors which shall constitute the whole Board of Directors shall not be less than seven (7) nor more than fifteen (15), pursuant to Article VII of the Charter. The Charter Subscribers shall serve as the Board of Directors until succeeded by Directors elected at the first annual meeting of members. Within the limits set above, the number of Directors shall be set the first meeting of the members and thereafter be increased or decreased by the Board in the "Manner of Acting" under Section 7 below. The Directors shall be elected at the annual meeting of the members and each Director shall be elected at the annual meeting of the members and each Director shall serve as hereinafter set forth in these By-Laws.

(a) The Board of Directors shall be elected to serve for two (2) years in staggered terms. The first elected Board of Directors shall be elected one-half for one (1) year and the remaining half for two (2) year terms, the terms to be determined by lot. At the annual meeting of the membership those Directors elected for one (1) year shall be succeeded or re-elected for a two (2) year term. The board of directors term in office will begin April 15<sup>th</sup> and end on April 14<sup>th</sup> each year. Thereinafter, at each annual meeting of the membership, half continuing over until the following year at which time they shall be succeeded or re-elected for a two (2) year term.

(b) The Board of Directors shall be constituted from the membership, as defined under Article IV entitled "Membership".

**Section 2. Eligibility:** Directors must be from a membership in good standing and only one (1) person from each lot or plot, family or multiple lot ownership, shall be eligible to serve on the Board as a member, officer or appointed officer.

**Section 3. Vacancy and Replacement:** If the office of any director or directors becomes vacant by reason of death, resignation, disqualification, removal from office or said director or directors are otherwise unable to fulfill his/her obligation as a director, a majority of the remaining directors duly called for this purpose, shall choose a successor or successors, who shall hold office for the unexpired term for which such vacancy occurred.

**Section 4. Removal:** Directors may be removed from the Board for cause by an affirmative vote of a majority of the Association Membership or two-thirds (2/3) vote of the Board. No Director shall continue to serve on the Board if, during his/her term of office his/her membership for any reason is denied or transferred, pursuant to these By-Laws.

**Section 5. Meetings of the Board:**

(a) The first meeting of each Board with newly elected Directors, elected by the members, shall be held immediately upon adjournment of the Annual Meeting of the Association Members at which they were elected, provided a quorum shall be present or as soon thereafter as may be practicable.

(b) Regular meetings of the Board will be held not less than biannually, but may be held as often as may be decided from time to time in the manner of acting of the Board (Section 7, this Article).

(c) Special Meetings of the Board may be held wherever called by the Board Chairman or a majority of the Board. The Secretary shall give notice of each Special Meeting either personally, by mail or telephone, to all concerned with said meeting, at least fourteen (14) days prior to the date of such meeting. Any person(s) of the membership in good standing may attend any and all regular meetings of the Board of Directors. Such person(s) shall be considered as an invited guest and will in no manner participate in or otherwise disrupt such meetings, unless said person(s) is specifically invited to said meeting to participate in the agenda of that meeting, or is recognized by the Board Chairman for the purpose of presenting business before the Board.

Section 6. Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

**Section 7. Manner of Acting:** The act of a majority of the Directors present at a meeting at which quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these By-Laws.

Section 8. Annual Statement: The Board shall present no less often than at the annual meeting of the members, a full and clear statement of the business and condition of the Association, including a report of the operation expenses of the Association and the assessments of the members.

Section 9. Audit: An independent audit of the Association books shall be ordered by the Board of Directors annually and said audit shall be presented to the membership at the annual meeting and be incorporated as part of the annual statement, Section 8, above. The Board Chairman, when in his opinion unusual circumstances indicate, may order an audit of the Association books, which shall be presented at the next regular or special meeting of the Board, whichever meeting occurs first.

Section 10. Powers of the Board: Any property and business of the Association shall be managed by the Board of Directors which may exercise all such powers of the Association as are not by statute or by the Articles of Incorporation or these By-Laws, directed or required to be exercised or done by the members. These powers shall specifically include but not limited to the following:

- (a) To make and collect assessments and establish time in which same are due, with approval of two thirds (2/3) vote of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNERS ASSOCIATION, INC.
- (b) To use and expend Association funds only to maintain, care for and preserve any property the Association may now or in the future own or gain possession of, to administer its rules and regulations and to provide services for Association voting members to fulfill the purpose of its charter.
- (c) To repair and replace Association property, machinery, equipment and other things. However, no action of the Board of Directors shall cause an indebtedness to the members of the Association for any reason, unless approved by a two-thirds (2/3) vote of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNERS ASSOCIATION, INC.
- (d) To insure and keep insured the members, owners and the Association against public liability and such other insurance as the Board may deem advisable. Such insurance may be taken out by the Board in the name of the Association for the benefit of all members of the Association. (In addition, if not already included in the above liability insurance, to insure and keep insured all elected Board members with Directors and Officers liability insurance.)
- (e) To collect delinquent assessments by legal action, or otherwise to abate nuisances and otherwise take action to correct violations of these By-laws or any of the other governing rules and covenants.
- (f) To make reasonable rule and to amend same from time to time, such rules and their amendments shall be binding upon all Association members after the Board has approved same and said rule/amendment has been approved by a two-thirds (2/3) vote of approval of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNERS ASSOCIATION, INC.

**Section 11. Compensation:** The Directors and Officers of this Association shall serve without compensation. Individuals, who incur personal expenses in the conduct of the business of the Association, may be reimbursed actual expenses, properly receipted, in the manner of acting by the Board.

### **ARTICLE III**

#### **OFFICERS**

Section 1. **Elective Officers:** The officers of the Association shall be President (also Chairman of the Board), Vice-President, Secretary, Treasurer, shall be elected from the Board of Directors.

Section 2. **Appointive Officers:** The Board, in the manner of acting, may appoint such other officers as it shall deem necessary, who shall hold office for such terms and shall exercise such powers and perform those duties as shall be determined from time to time by the Board. In no case shall such appointee's term or duties extend beyond the term of office of a Board member to whom said appointee may be responsible, unless said appointee is reappointed by Board action. These appointive officers are void of voting privileges on the Board and are to be considered as ancillary members of the Board.

Section 3. **Term:** The officers of the Association shall hold office for a term of one (1) year or until their successors are chosen and qualify in their stead. Any officer elected or appointed by the Board may be removed at any time by a majority vote of the whole Board. If the **office** of any officer becomes vacant for any reason the vacancy shall be **filled** by a majority vote of the remaining Directors.

Section 4. **President:** The President shall preside at all meeting of the Association Membership and the Board of Directors, shall be an ex-officio member of all standing committees, shall exercise general and active management of the business of the Association and see that all orders and resolutions of the Board are carried into effect. He/She shall execute bonds, mortgages and other commitments requiring the Seal of the Association and shall be attested by the Secretary, except where the same are required or permitted by law to be otherwise signed.

Section 5. **Vice-President:** The Vice-President shall assume the duties of the President during his/her absence and otherwise assist the Chairman with the duties of his/her office, at his/her direction.

Section 6. **Secretary:** The Secretary shall attend all meetings of the Association Membership and the Board of Directors, recording all votes and minutes of the proceedings and maintaining their respective records. He/She shall give or cause to be given, notice of all meetings of the membership and scribe by the Board. He/She shall keep the Seal of the Association and when authorized by the Board affix the same to any instrument requiring it and when so affixed, it shall be attested by his signature. The Secretary may request of the Board assistance of a recording secretary or other clerical assistance, under Section 3, above.

Section 7. **Treasurer:** The Treasurer shall have custody of the Association funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit its moneys and other valuable effects in the name and to the credit of the Association in such depositories as designated by the Board of Directors. He/She shall disperse the funds of the Association as may be ordered by the Board, making proper vouchers for such disbursements and shall render to the Directors at the regular meetings of the Board or whenever they may require it and account of all transactions as Treasurer and of the financial condition of the Association. All Association checks will be signed by the Treasurer and counter-signed by one (1) other officer of the Board as may be directed by the Board. He/She shall be an ex-officio of the Finance Committee. Independent audits will be performed as outlined in Article II, Section 9.

Section 8. **Indemnification of Association Officers:** Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/ she may be a party, or in which he/she may become involved, by reason of his/her being or having been an Officer or Director of the Association or any settlement thereof, whether or not he/she is a Director or Officer at the time such expense are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and

reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Directors or Officers may be entitled and not provided for.

**Section 9. Resignation:** Any Director or other Officer of the Association may resign his/her office at any time, such resignation to be made in writing and to take effect from the time of its receipt by the Association, unless a time be fixed in the resignation and then from that date. The acceptance of a resignation shall not be required to make it effective.

#### ARTICLE IV

#### MEMBERSHIP

**Section 1. Definitions:** Membership in the Association shall consist of one (1) class of membership. Membership shall be confined to those person(s) owning a lot or plot, to include all like lots or plots of any future extensions of said development and said lot or plot owner(s) shall automatically become a member of this Association with those privileges as a Membership and said membership shall be an incident of ownership and not separately transferable.

**Section 2. Membership Privileges:** Each landowner, represents one (1) membership. Membership shall extend to the spouse and their dependent children in residence with them, irrespective of age or sex, all privileges and rights extended by this Association in accordance with these By-Laws and other rules and regulations published or to be published by this Association, without the payment of additional dues, fees, or assessments. All other relations or persons to be considered as an invited guest.

**Section 3. Transfer of Membership and Ownership:** Membership in the Association may be transferred only as an incident to the transfer of ownership of the transferor's lot or plot.

**Section 4. Voting Right:** Every member in good standing with the Association is entitled to vote on all matters pertaining to the Association and the conduct of Association business that pertains in general and is entitled to cast one (1) vote. A member in good standing, is considered to be one who has met all requirements to ownership, dues and assessment payments at the time of voting. Furthermore it is the responsibility of the member to keep the Board of Directors informed of his/her current mailing address.

**Section 5. Airfield Usage:** Any use of airfield is strictly limited to those persons who qualify as members under the membership class, Section 1 and 4 above, or their invited guests. All members and their guests shall be guided and governed by the "Rules and Regulations for the Use of the Airfield" as published from time to time by the Board of Directors. These rules and regulations shall:

(a) Preserve the privacy, safety and security of the airfield.

(b) Now therefore, FLYING LITTLE RIVER HOMEOWNER'S ASSOCIATION, INC. does hereby declare the following:

1. Right of use of the Association property and facilities to owners of lots in Little River Acres Subdivision and Flying Little River Subdivision is limited to only those lot owners who are shown on the Association membership role as a member in good standing on June 01, 1982.

2. Non-Association members may be granted membership by application to the Association Board of directors and approval thereof with the payment of a fee of One Thousand Dollars (1,000.00) or greater amount that from time to time be established by the Association. Present members who become delinquent, as lot owners in Little River Acres Subdivision and Flying Little River Subdivision may be granted reactivation of a delinquent membership with the payment of past due assessments and interest, starting thirty (30) days from the due date, at a rate of eighteen percent (18%) per annum.

3. This notice is not to be construed in anyway as an attempt to deny access to any property over or through public right-of-ways or easements or other lands legally available to any property owner for his use.

4. The express purpose of this notice is to clarify membership standing and rights to use of the airstrip and other facilities in ownership of Flying Little River Homeowner's Association, Inc., as such membership

and enjoyment of use is applicable to present owners and potential buyers of lots in Flying Little River Subdivision and Little River Acres Subdivision.

## ARTICLE V

### MEETINGS AND MEMBERSHIP

#### **Section 1. Annual Meetings:**

(a) Regular Annual Meeting of the Membership subsequent to 1986 shall be held on a Saturday in the month of March no later than the last Saturday in March, at the time and place specified by the Board of Directors through written notice. This notice shall be mailed at least thirty (30) days prior to the meeting to all members entitled to vote thereat, by the Secretary of the Board, using such addresses as appear on the books of the Association. The place for said Annual Meeting shall be at Little River Airport.

(b) At the Annual Meeting the membership shall elect, by plurality vote (cumulative voting prohibited), a Board of Directors, Article II these By-Laws and transact such other business as may properly be brought before the meeting.

**Section 2. Membership List:** The Secretary of the Board shall maintain a current membership list, keeping said list current and posted throughout the Annual Membership Meeting.

#### **Section 3. Special Meeting:**

(a) Special Meetings of the members for any purpose or proposes, unless otherwise prescribed in these By-Laws, may be called by the President/Chairman.

(b) Written notice of a Special Meeting of the members, stating time place and purpose thereof shall be mailed to each member entitled to vote thereat, at such address as appears on the books of the Association at least fifteen (15) days before each meeting by the Secretary of the Board.

(c) Business transacted at all special meetings shall be confined to subjects in the notice thereof.

**Section 4. Quorum:** Fifty-one percent (51%) of the total membership in good standing of the Association present in person or by proxy, shall be requisite to and shall constitute a quorum at all meetings of the members for the transaction of business, except as otherwise provided in these By-Laws.

**Section 5. Right of Proxy:** At any meeting of the members, every member having the right to vote shall be entitled to vote in person or by proxy. Such proxy shall only be valid for such meeting or subsequent adjourned meeting thereof. The proxy vote shall be in writing and signed by the member authorizing said proxy and delivered to the Chairman of the Board who shall vote the proxy. The proxy shall be delivered to the Chairman preceding the meeting.

## ARTICLE VI

### FEES, DUES AND ASSESSMENTS

#### **Section 1. Annual Assessments:**

(a) The annual assessments shall be uniform upon each member. The minimum assessment shall be levied by the Association Treasurer annually, against each member, with a notice mailed not less than thirty (30) days prior to due date. The due date being the first day of July of each year.

(b) The minimum assessment is subject to modification as a majority of the Board of Directors may require, provided however, that no increase exceeds the maximum amount established in these By-Laws shall be

permitted without a two thirds (2/3) recorded vote of the eligible voting membership, in good standing, approving such increase in a properly called meeting of said membership. The current assessment is Two Hundred Dollars (\$200.00).

(c) Any assessments which are not paid when due shall be delinquent if the assessment is not paid within thirty (30) days after the date due, the assessment shall bear interest from the date of delinquency at the rate of (18%) per annum.

**Section 2. Payment of Assessments:** The annual assessment shall become due and payable on the first day of July each year. In the event a single payment does in fact work a hardship on any member or members, the Board may instruct the Association Treasurer to devise a time payment plan of mutual benefit, provided such installments do not carry over from one (1) year to the next, or extend beyond twelve (12) installments. In no case is the Board or the Treasurer permitted to excuse payments due the Association.

**Section 3. Special Assessments, Dues and Fees:** Special assessments, dues and fees may be levied only upon approval of two-thirds (2/3) vote of all members present or by proxy, in good standing of FLYING LITTLE RIVER HOMEOWNER'S ASSOCIATION, INC.

**Section 4. Default in Payments of Assessments, Dues and Fees:**

(a) When a member shall be delinquent in the payment of assessments, dues or fees for a period of thirty (30) days from the date on which such assessments, dues or fees become payable, he/she shall be considered as not being in good standing.

(b) Any member with unpaid assessments, dues or fees not paid after twelve (12) months from due date, will have liens placed against their property after a date specified by notice to member. The date specified shall not be less than thirty (30) days from the date such notice is mailed. The Association shall be entitled to collect all reasonable costs and expenses of collecting said unpaid assessments, dues or fees, including but not limited to, reasonable attorney's fees.

## ARTICLE VII

### AMENDMENTS

Any proposed amendments to these By-Laws may be submitted in writing at any meeting of the members of the Association, such proposed amendments shall be discussed at the meeting of the members following the meeting at which the proposed amendments was submitted and shall be voted upon by the members following the initial submission of the proposed amendments. Such proposed amendment or amendments shall be signed by three (3) members in good standing and shall be read aloud by the Secretary at the meeting at which such amendment or amendments are proposed. Thereafter, the Secretary shall mail a copy of all proposed amendments to each member in good standing prior to the meeting at which such proposed amendment or amendments are to be voted upon.

## ARTICLE VIII

### RULES OF PROCEDURE

All meetings of the Association whether it be meetings of the members or meetings of the Board of Directors, shall be conducted in accordance with Roberts Rules of Order (latest edition) when said rules are not in conflict with the Articles of Incorporation and these By-Laws of the Statutes of the State of Florida.

## ARTICLE IX

### FISCAL YEAR

The fiscal year of the Association shall be July 01, through June 30.

ARTICLE X

**GRIEVANCE**

Any member or members who feel they have been unjustly treated or wronged in any manner by the administration of these By-Laws, the Association or its Officers or Directors may bring their grievances, or other business before the next regular scheduled meeting of the Board, said member or members should submit said grievances or business in writing, at least fourteen (14) days prior to said meeting, stating the nature of said grievances or business. The Board Secretary will confirm in writing or by telephone as to the time and place for said-member or members to appear to present their grievances or business before the Board.

ARTICLE XI

**HEALTH AND WELFARE**

The Officers of the Association are hereby charged with the duties of working with appropriate county, state and federal agencies to insure proper compliance with all health, welfare and safety rules.

ARTICLE XII

**BY-LAWS CONFLICT**

Should any of the provisions of the By-Laws herein imposed be void or become not enforceable at law or in equity, the remaining provisions of this instrument shall, nevertheless, be and remain in full force and effect.

CERTIFICATION OF AUTHENTICITY

I do hereby certify that the above entitled "The By-Laws, Flying Little River Homeowners Association, Inc." is a true and correct copy of the official bylaws of said association and said document includes all amendments approved by the membership through date of March 18, 2023.

FLYING LITTLE RIVER HOMEOWNERS ASSOCIATION, INC.  
A CORPORATION, NOT-FOR-PROFIT, OF THE STATE OF FLORIDA

PREPARED BY  
RETURN TO →

*David O. Fellows* 3-29-2023

David O. Fellows, Secretary  
7713 182<sup>ND</sup> PL  
McAlpin, FL 32062

**ACKNOWLEDGMENT  
STATE OF FLORIDA  
COUNTY OF SUWANNEE**

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of Mar, 2023, by David Fellows who is personally known to me or who has produced H.D. as identification.

Arlene Ivey Smith  
Notary

Physical Presence  On-line notarization

Arlene Ivey Smith

