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Original is in
the file.
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Memo

To: Board of Directors
Meadows at Martin Downs Homeowners Association, Inc.

From: Elizabeth P. Bonan, Esq.

Subject: Certificate of Amendment to the Amended and Restated By-Laws

Date: November 30, 2023

Enclosed is the original Amendment to the Amended and Restated By-Laws for your Association. The amendment was recorded in the Martin County Public Records; we have retained a copy for our file.

Pursuant to Florida Statute 720.306(2023), please mail a copy of the recorded amendment to each member of the Association by **December 28, 2023**. In lieu of providing a copy of the amendment to each member, you may provide a notice to each member that the amendment were adopted and recorded in Official Records Book 3408, Page 1482, et. seq., of the Public Records of Martin County, Florida. Additionally, the notice must state that a copy of the amendment is available upon written request at no charge.

Should you have any questions, please do not hesitate to call.

EPB/ml



**STATE OF AMENDMENT TO THE
 THIRD AMENDED AND RESTATED BY-LAWS OF
 THE MEADOWS AT MARTIN DOWNS HOMEOWNERS ASSOCIATION, INC.**

The By-Laws of The Meadows at Martin Downs Homeowners Association Inc. were recorded in the public records of Martin County, Florida, at Official Records Book 760, Page 438, and were amended and restated at Official Records Book 1215, Page 2074, Official Records Book 1683, Page 2108, and Official Records Book 2918, Page 54. The same By-Laws are hereby amended as follows:

- Article III, Section 4 is hereby amended as follows:

ARTICLE III
BOARD OF DIRECTORS: NUMBER, POWERS, AND MEETINGS

4. Election and Term of Office. Notwithstanding any other provision contained herein, one Director/Chairperson/Voting Member shall be elected from each Village and any additional Directors shall be elected "at-large." In village elections, only Members from that Village may vote. Ballots shall be mailed to all appropriate Members for them to cast their votes. The nominees within each Village receiving the largest number of votes for Director/Chairperson/Voting Member shall be elected. Each Director/Chairperson/Voting Member shall be elected to serve for a term of two (2) years or until a successor has been elected. Directors/Chairpersons/Voting Members may be elected to serve any number of consecutive terms. Notwithstanding the above, if a Village fails to elect a Director/Chairperson/Voting Member, then the Board may fill that vacancy in the same manner as provided in paragraph 5 below.

Beginning in 2024, Board Members will serve staggered two-year terms. In order to effectuate staggered terms, the following schedule of Village elections will take place in 2024 and 2025. Each directors' current term will extend to the new effective date. Thereafter, all Board Members will serve two-year terms.

<u>Village or Position</u>	<u>Current Effective Date</u>	<u>New Effective date</u>	<u>Extension or shortening of term</u>
Director at Large	February 15, 2022	March 26, 2024	Add approx. 6 weeks
Lakemont	March 8, 2022	March 26, 2024	Add approx. 2 weeks
Foxboro	May 31, 2022	March 26, 2024	Subtract 2 months
Mayflower	August 30, 2022	March 25, 2025	Add 6 months
Brighton	September 30, 2022	March 25, 2025	Add 5 months
Greenwich	November 21, 2022	March 25, 2025	Add 4 months
Ridgewood	December 27, 2022	March 25, 2025	Add 3 months

(The balance of Article III remains unchanged.)

- The foregoing amendments to the Third Amended and Restated By-Laws were approved

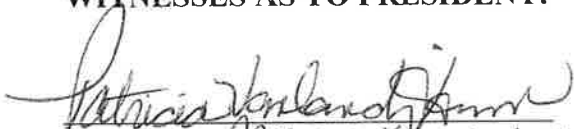
by written consent of all of the Voting Members, which is sufficient for approval.

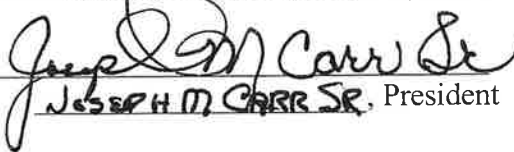
3. All other provisions of the Third Amended and Restated By-Laws for The Meadows at Martin Downs are herein confirmed and shall remain in full force and effect, except as specifically amended herein.


IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 27 day of NOVEMBER, 2023.

WITNESSES AS TO PRESIDENT:

**MEADOWS AT MARTIN DOWNS
HOMEOWNERS ASSOCIATION, INC.**


Print Name: PATRICIA VANLANDINGHAM

By: 
JOSEPH M. CARR SR., President

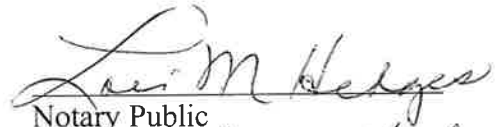

Print Name: JENNIFER HEINS

STATE OF FLORIDA
COUNTY OF Martin

The foregoing instrument was subscribed, sworn and acknowledged before me by means of physical presence or online notarization, by Joseph M Carr Sr., as President of Meadows at Martin Downs Homeowners Association, Inc., who is personally known to me, or who has produced _____ as identification on 27 November, 2023.

Notarial Seal




Notary Public
Print Name: Lois M Hedges
My Commission Expires: 06/20/2027

WITNESSES AS TO SECRETARY:

Patricia Valera Kinn
Print Name: PATRICIA VALERA KINN

Jennifer Heins
Print Name: JENNIFER HEINS

**MEADOWS AT MARTIN DOWNS
HOMEOWNERS ASSOCIATION, INC.**

By: Dolores M. Nester
Dolores M. Nester, Secretary

**CORPORATE
SEAL**



STATE OF FLORIDA
COUNTY OF Martin

The foregoing instrument was subscribed, sworn and acknowledged before me by means of physical presence or [] online notarization, by Dolores M Nester, as Secretary of Meadows at Martin Downs Homeowners Association, Inc., [] who is personally known to me, or [] who has produced _____ as identification on 27 November, 2023.

Notarial Seal



Lois M Hedges
Notary Public
Print Name: Lois M Hedges
My Commission Expires: 06/20/2027

Board Member Elections 2024:

Director at Large:

- | | |
|----------------------------------|--|
| January 2, 2024 | Call for Candidates letter mailed by HOA office |
| January 23, 2024 | Candidate applications with resume due at HOA office |
| January 24, 2024 | If only one candidate applies, the process ceases |
| January 31, 2024 | If there are candidates, Ballots are mailed out by the HOA office |
| February 8, 2024 | Meet the Candidates (meeting held at the Meadows House) |
| February 22, 2024 | Ballots are due back in the HOA office by close of business |
| February 23, 2024 | Ballots are opened and counted by members of the Covenants Committee |
| February 24, 2024 | Transition period begins |
| Annual Meeting
March 26, 2024 | Director's term begins |

Board Member Elections 2024:

Foxboro and Lakemont:

January 9, 2024	Call for Candidates letter mailed by HOA office
January 30, 2024	Candidate applications with resume due at HOA office
January 31, 2024	If only one candidate applies, the process ceases
February 6, 2024	If there are candidates, Ballots are mailed out by the HOA office
Foxboro February 13, 2024	Meet the Candidates (meeting held at the Meadows House)
Lakemont February 15, 2024	Meet the Candidates (meeting held at the Meadows House)
February 29, 2024	Ballots are due back in the HOA office by close of business
March 1, 2024	Ballots are opened and counted by members of the Covenants Committee
March 2, 2024	Transition period begins
Annual Meeting March 26, 2024	Director's term begins