

Prepare and Return to:  
Anderson, Givens & Fredericks, P.A.  
3665 Bee Ridge Road, Suite 100  
Sarasota, Florida 34233

**CERTIFICATE OF AMENDMENT**  
**TO**  
**AMENDED AND RESTATED BYLAWS**  
**FOR**  
**UNIVERSITY PLACE**

I hereby certify that the attached amendments to the Amended and Restated Bylaws for University Place (which Declaration was originally recorded at Official Records Book 1763, Page Numbers 2692 et seq. and which Amended and Restated Bylaws were recorded at Book 2504 Page 4283 of the Public Records of Manatee County, Florida) were approved by at least two-thirds (2/3) of the voting interests of the members represented in person or by proxy at a duly noticed membership meeting held on October 27, 2022, and by a vote of not less than a majority of the entire membership of the Board of Directors at a meeting held on 10/27/2022, which is sufficient for adoption under Article 10.3 of the Amended and Restated Bylaws for University Place.

DATED this 1<sup>st</sup> day of November, 2022.

Witnesses:

sign: NBanks

print: Nicole Banks

sign: Rochelle Ashley

print: Rochelle Ashley

sign: NBanks

print: Nicole Banks

sign: Rochelle Ashley

print: Rochelle Ashley

**UNIVERSITY PLACE NEIGHBORHOOD  
ASSOCIATION, INC.**

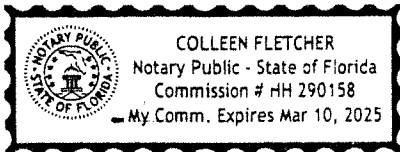
By: Susan Lerman  
Susan Lerman, President

Attest: Lissa Pygott  
Lissa Pygott, Secretary

[Seal]

STATE OF FL  
COUNTY OF manatee

The foregoing instrument was acknowledged before me, by means of  physical presence or \_\_\_ mobile notarization, this 1<sup>st</sup> day of November, 2022, by Susan Lerman, as President of University Place Neighborhood Association, Inc., a Florida not for profit corporation, on behalf of the corporation. She is personally known to me or has produced \_\_\_\_\_ as identification.



NOTARY PUBLIC

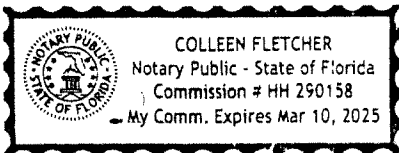
sign *Colleen Fletcher*

print Colleen Fletcher  
State of Florida at Large (Seal)

My Commission expires:

STATE OF FL  
COUNTY OF manatee

The foregoing instrument was acknowledged before me, by means of  physical presence or \_\_\_ mobile notarization, this 1<sup>st</sup> day of November, 2022, by Lissa Pygott as Secretary of University Place Neighborhood Association, Inc., a Florida not for profit corporation, on behalf of the corporation. She is personally known to me or has produced \_\_\_\_\_ as identification.



NOTARY PUBLIC

sign *Colleen Fletcher*

print Colleen Fletcher  
State of Florida at Large (Seal)

My Commission expires:

**PROPOSED AMENDMENTS TO  
AMENDED AND RESTATED BYLAWS OF UNIVERSITY PLACE**

*[Underlined text indicates new inserted text. Stricken text indicates deleted text.]*

**ARTICLE IV. MEETINGS OF MEMBERS**

...

**4.04 Place:** Meetings of the Association members shall be held ~~at such place~~ within a radius of ten (10) miles of University Place and in Sarasota or Manatee Counties ~~County~~, Florida, as the Board of Directors may designate in the Notice of Meeting.

**ARTICLE V. DIRECTORS**

**5.01 Number:** The affairs of the Association shall be managed by a Board of not less than ~~three (3)~~ five (5) nor more than seven (7) Directors, the exact number to be determined by the members from time to time prior to the annual election of Directors. The Board of Directors shall at all times be comprised of an odd number of members. As of the date of adoption of these Amended and Restated Bylaws, the Board was composed of five (5) Directors.

**ARTICLE V. DIRECTORS**

...

**5.02 Election of Directors:** The election of Directors shall be conducted in the following manner:

(a) First Notice, Advance Nomination and Candidate Information Sheet. At least sixty (60) days before a scheduled election, the Association shall mail or hand-deliver, whether by separate Association mailing or included in another Association mailing (including regularly published newsletters) to each Lot Owner entitled to vote, a first notice of the date of the election. Any Lot Owner or other eligible person desiring to be a candidate for the Board of Directors shall give written notice to the Association of his/her self-nomination not less than forty (40) days before the scheduled election. If furnished to the Association by a self-nominated Director candidate not less than thirty-five (35) days prior to the election, the Association shall include with the mailing of the second notice of election a one-sided candidate information sheet, not larger than 8-1/2 inches by 11 inches. The Association is not responsible for the content of the candidate information sheet.

(b) Second Notice. At least fourteen (14) days before and not more than thirty-four (34) days prior to the election meeting, the Association shall mail or hand-deliver a second notice of the membership meeting to all Lot Owners entitled to vote, together with all timely-provided

Candidate Information Sheets and a written ballot which shall list alphabetically by surname all Director Candidates who timely provided written notice to the Association.

(c) Ballot Envelope Verification, Impartial Committee, and Anonymous Voting. All ballots, whether submitted prior to the election or turned in at the election must be handled by an impartial committee at the election meeting. The impartial committee, which is appointed by the Board of directors, must not include current board members or their spouses, officers or their spouses or candidates for the Board or their spouses. The committee must check the signature and unit identification on the outer envelope against a list of qualified voters. When the voter's name is found on the list, the voter's name is checked off as having voted. Any outer envelope not signed by someone on the list of eligible voters is marked "disregarded" and any ballots inside it are not counted. The business of the annual meeting may continue during this process. The impartial committee may, but is not required to, check outer envelope information prior to the election meeting. Notice that the committee will meet for this purpose must be posted at least 48 hours in advance. The meeting must be open to all unit owners. After all of the envelope information has been verified and the eligible voters' names checked off the roster, the outer envelopes may be opened. As soon as the first outer envelope is opened the polls must close and no more ballots may be accepted. The inner envelopes are first removed from the outer envelopes (that were not disregarded) and placed in a receptacle. Then the inner envelopes are opened and the ballots are removed and counted in the presence of the unit owners. Any inner envelope containing more than one ballot is marked "disregarded" and the ballots contained inside are not counted. All envelopes and ballots, whether disregarded or not, must be retained with the official records of the Association for at least one (1) year.

(d) Non-cumulative Voting, Tie Votes, and Prohibition of Floor Nominations. The nominees receiving the greatest number of votes cast shall be elected. Voting shall be non-cumulative. In the event of a tie vote, there shall be a runoff election as required by law. At least twenty percent (20%) of the eligible voters must cast a ballot to have a valid election. There shall be no nominations from the floor on the date of the election.

(e) Election Pursuant to Chapter 718, Florida Statutes, and Applicable Administrative Rules. Unless the text above requires otherwise, it is the intent of this amendment that the Association's election process to mimic the requirements of a Florida condominium association election, including all balloting requirements as may be contained in state law and by applicable administrative rule.

(f) Electronic Voting. Notwithstanding any mailing and/or paper balloting requirements contained herein, under Florida Condominium law or applicable administrative rules, the Association may implement electronic voting pursuant to the requirements of Chapter 720.317, Florida Statutes.

~~(a) Election of Directors shall be held at the annual meeting of the members. A nominating committee of not less than three (3) nor more than five (5) members may be appointed by the Board of Directors not less than thirty (30) days prior to the annual meeting of the members. The nominating committee shall nominate at least one (1) person for each Directorship.~~

~~(b) Any eligible person desiring to be a candidate may submit a self nomination, in writing, not less than thirty (30) days prior to the scheduled election and shall automatically be entitled to be listed on the ballot.~~

~~(c) Other nominations may be made from the floor.~~

~~(d) The election shall be by ballots, unless dispensed with by unanimous consent, and by a plurality of the votes cast, each person voting being entitled to cast his votes for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting. Tie votes shall be broken by agreement among the candidates who are tied, or if there is no agreement, by lot, such as the flipping of a coin by a neutral party.~~

~~(e) No election shall be necessary if the number of candidates is less than or equal to the number of vacancies: the candidates shall automatically be elected and their names announced at the annual meeting.~~

(f) (g) Any Director may be recalled and removed from office, with or without cause, by the vote or agreement in writing by a majority of all Lot owners. A special meeting of the Lot owners to recall a member or members of the Board may be called by ten percent (10%) of the Lot owners giving notice of the meeting as required for a meeting of Lot owners, and the notice shall state the purpose of the meeting. The vacancy in the Board of Directors so created shall be filled by vote of the members of the Association at the same meeting.