EXHIBIT "C"

RESTATED BYLAWS
OF
VALENCIA ISLES HOMEOWNERS ASSOCIATION, INC.

Section 1. Identification of Association

These are the Restated and Amended Bylaws of Valencia Isles Homeowners Association, Inc. ("Association") as duly adopted by its Board of Directors ("Board") on the 18th day of November 2015. These Bylaws replace the previous Bylaws recorded in the Public Record of Palm Beach County in ORB 10659 Pages 960-969 and any subsequent amendments thereto. The Association is a corporation not for profit, organized pursuant to Chapter 617, Florida Statutes.

1.1. The office of the Association shall be 11200 Valencia Isles Blvd. Boynton Beach, Fl 33437 and thereafter may be located at any place designated by the Board.

1.2. The fiscal year of the Association shall be the calendar year.

1.3. The seal of the Association shall bear the name of the Association, the word "Florida" and the words "Corporation Not for Profit."

Section 2. Explanation of Terminology

The terms defined in the Articles of Incorporation of the Association ("Articles") as well as in the Declaration of Covenants, Restrictions and Easements for Valencia Isles ("Declaration") are incorporated herein by reference and shall appear in initial capital letters each time such terms appear in these Bylaws.

Section 3. Membership; Members' Meetings; Voting and Proxies

3.1. The qualification of Members, the manner of their admission to membership in the Association, the manner of termination of such membership and the voting by Members shall be as set forth in the Articles.

3.2. The Members shall meet annually ("Annual Members' Meeting"). The Annual Members' Meeting shall be held at the office of the Association on the fourth Wednesday in February or at such other place in the County as the Board may determine and on such other day in February and at such time as designated by the Board in the notice of such meeting commencing with the year following the year in which the Articles are filed with the Secretary of State. The purpose of the Annual Members' Meeting shall be to hear reports of the officers, elect Members of the Board (when that shall be appropriate as determined by the provisions of the Articles) and transact any other business authorized to be transacted at such Annual Members' Meeting.

3.3. Special meetings (meetings other than the Annual Members' Meeting) of the Members shall be held at any place within the County whenever called by the President or Vice President or by a majority of the Board. A special meeting must be called by the President or in the absence of the President, by the Vice President upon receipt of a written request from Members having the right to vote at least) twenty percent (20%) of the total number of votes entitled to be cast by Members at any such special meeting.

3.4. Except as otherwise provided in the Articles, a written notice of each Members' meeting, whether an Annual Members' Meeting or a special meeting (collectively "Meeting"), shall be given to each Member entitled to vote thereat at his last known address as it appears on the books of the Association and shall be mailed to the said address not less than fourteen (14) days nor more than forty-five (45) days prior to the date of the Meeting. Proof of such mailing shall be given by the affidavit of the person giving the notice. Any notice given hereunder shall state the time and place of the Meeting and the purposes for which the Meeting is called. The notices of all Annual Members' Meetings shall specify the number of Directors to be elected by the Members. Notwithstanding any provisions hereof to the contrary, notice of any Meeting may be waived before, during or after such Meeting by a Member or by the person entitled to vote for such Member by signing a document setting forth the waiver of such notice.

3.5. The Members may, at the discretion of the Board, act by written response in lieu of a Meeting provided written notice of the matter or matters to be agreed upon is given to the Members or duly waived in accordance with the provisions of these Bylaws. Unless some greater number is required under the Valencia Isles Documents and except as to the election of Directors, which shall be accomplished by plurality vote, the decision of a majority of the votes cast by Members as to the matter or matters to be agreed or voted upon shall be binding on the Members provided a quorum is either present at such Meeting or submits a response if action is taken by written response in lieu of a Meeting, as the case may be. The notice with respect to actions to be taken by written responses in lieu of a Meeting shall set forth the time period during which the written responses must be received by the Association.

3.6. (a) A quorum of the Members shall consist of Members entitled to cast thirty percent (30%) of the total number of votes of the Members. "Proxies" (as hereinafter defined in Paragraph 3.10) may be used to establish a quorum.

(b) When a quorum is present at any Meeting and a question which raises the jurisdiction of such meeting is presented, the holders of a majority of the voting rights present in person or represented by written Proxy shall be required to decide the question. However, if the question is one upon which a vote other than the majority vote of a quorum is required by express provision of the Valencia Isles Documents or by law, then such express provision shall govern and control the required vote on the decision of such question.

3.7. At any Annual Members' Meeting when elections of Directors are to occur, written ballots are to be supplied to Members for such purposes. Members may not vote for Directors by proxy, but may vote by absentee ballot. All as provided by Florida statute, which may be amended from time to time.

3.8. If a quorum is not in attendance at a Meeting, the Members who are present, either in person or by Proxy, may adjourn the Meeting from time to time until a quorum is present with no further notice of such adjourned Meeting being required unless otherwise determined by the Board.

3.9. Minutes of all Meetings shall be kept in a businesslike manner and be available for inspection by the Members and Directors at all reasonable times. The Association shall retain minutes for at least seven (7) years subsequent to the date of the meeting the minutes reflect.

3.10. Voting rights of Members shall be as stated in the Articles with respect to the election of all Boards. Such votes may be cast in person or by absentee ballot. Proxies may be used to vote on other agenda items at meetings at which Directors are to be elected, and may also be used to establish a quorum. "Proxy" is defined to mean an instrument containing the appointment of a person who is substituted in the place and stead of the person or authorized representative of an entity entitled to vote. Proxies shall be in writing signed by the person or authorized representative of an entity giving the same and shall be valid only for the particular Meeting designated therein and, if so stated in the Proxy, any adjournments thereof, provided, however, any proxy automatically expires ninety (90) days after the date of the meeting for which it was originally given. A Proxy must be filed with the Secretary of the Association before the appointed time of the Meeting in order to be valid. Any Proxy may be revoked prior to the time a vote is cast in accordance with such Proxy.

3.11. The voting on any matter at a Meeting, other than procedural matters, shall be by secret ballot.

3.12. The qualifications of candidates for the Board of Directors (Board) and preparation for the election shall be conducted as follows:

(a) Eligibility for the Board is defined in the Articles and Florida Statute Section 720.306(9)(b) as each may be amended from time to time.

(b) The elections for the Board shall be held at the Annual meeting as set forth in Section 3.2 of these Bylaws.

(c) The Management Company or other authorized agent for the Association shall establish procedures and a time schedule for the election to be conducted at the Annual Meeting, and a Candidates' Night event, for presentation to the Board at its regularly scheduled November meeting. Included therein must be a provision for a formal declaration of a candidate to run for the Board and a set deadline to submit such a declaration. The Board shall pass a resolution adopting those recommendations, and such procedure as established and approved from time to time shall be the sole method of obtaining candidates for the election of directors. The Management Company or other authorized agent of the Association, shall implement and supervise all procedures and events incident to the election which shall include the following:

1. Management Company shall send the resume of each candidate to the membership via email.

2. Management Company shall send out up to two additional emails per candidate which may include a candidate night statement.

(d) The Management Company or other authorized agent of the Association shall provide all notices to the Members as set forth in Section 720.306 of the Florida Statutes.

3.13. Elections and vote counting

(a) The Management Company or other authorized agent of the Association shall establish procedures for the conduct of the Annual Meeting, the voting process and the counting of the ballots.

(b) Write-in ballots and nominations from the floor will not be allowed.

(c) Members may vote either in person at the meeting or by absentee ballot. Members may not vote for the election of directors by proxy. Once a ballot or absentee ballot has been submitted, no Member shall be entitled to retrieve that ballot.

(d) Recounts of the election results will occur if there is a two percent (2%) or less differential between the last candidate being elected and the candidate with the next lowest count.

(e) Upon completion of the vote counting, the Management Company shall certify in writing the election results and announce the winners to those who are at the Annual Meeting. All election materials shall be retained as required by law and stored electronically as part of the Association's Official Records.

(f) In the event that the number of candidates standing for election is less than or equal to the number of board seats open for election, an election of directors shall not be required, and those candidates shall be seated on the board. If open board seats remain as a result of there being fewer candidates than open board seats the Board of Directors, including those seated in this election, may appoint the required number of directors according to Section 8.2 of the Bylaws of the Association.

(g) The Board of Directors by a vote of five Directors may institute a system of electronic voting.

Section 4. Board; Directors' Meetings

4.1. The business and administration of the Association shall be by its Board.

4.2. The election and, if applicable, designation of Directors shall be conducted in accordance with the Articles and these Bylaws.

4.3. (a) Any person elected or appointed as a Director shall have all the rights, privileges, duties and obligations of a Director of the Association.

(b) The term of a Director's service shall be as stated in the Articles and, if not so stated, shall extend until the next Annual Members' Meeting and thereafter until his successor is duly elected and qualified or until he resigns or is removed in the manner elsewhere provided.

4.4. The organizational meeting of a newly elected Board shall be held within ten (10) days of its election at such place and time as shall be fixed by the Directors at the meeting at which they were elected. Provided the organizational meeting is held directly following the Annual Members' Meeting, no further notice of the organizational meeting shall be necessary; if not, however notice of the organizational meeting shall be given in the same manner as a Regular board meeting.

4.5. Regular meetings of the Board may be held at such times and places in the County as shall be determined from time to time by a majority of the Directors. Special meetings of the Board may be called at the discretion of the President or the Vice President. Special meetings must be called by the Secretary at the written request of at least one-third (1/3) of the Directors. Any such special meeting may be held in the County at such time and place as determined by the Directors requesting such meeting or in such other place as all of the Directors shall agree upon.

4.6. Notice of the time and place of regular and special meetings of the Board, or adjournment thereof, shall be given to each Director personally or by mail, telephone or electronically at least 48 hours prior to the day named for such meeting unless such notice is waived before, during or after such meeting. Any Director may waive notice of the meeting in writing before, during or after a meeting and such waiver shall be deemed equivalent to the receipt of notice by such Director.

4.7. Notice of all Board meetings shall be given to the Members in accordance with 720.303(2)1 of the Florida Statutes.

4.8. A quorum of the Board shall consist of the Directors entitled to cast a majority of the votes of the entire Board. Matters approved by a majority of the Directors present at a meeting at which a quorum is present shall constitute the official acts of the Board, except as may be otherwise specifically provided by law, by the Articles or elsewhere herein. If at any meeting of the Board there shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any meeting that takes place on account of a previously adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted. In the case of the adjournment of a meeting, no further notice of the adjourned meeting need be given unless otherwise determined by the Board.

4.9. The presiding officer at all Board meetings shall be the President. In the absence of the President the Vice President shall preside. In the absence of both, the Directors shall designate any one of their number to preside.

4.10. A director of the Association may not receive any salary or compensation from the Association for the performance of duties as a director.

4.11. Minutes of all meetings of the Board shall be kept in a businesslike manner and be available for inspection by members and Directors at all reasonable times.

4.12. The Board shall have the power to appoint an "Executive Committee(s)" of the Board consisting of not less than three (3) Directors. An Executive Committee(s) shall have and exercise such powers of the Board as may be delegated to such Executive Committee(s) by the Board.

4.13. Meetings of the Board shall be open to all Members on such terms as the Board may determine. The Board may also hold closed meetings to the extent permitted by applicable law, including, by way of example but not by way of limitation, when the discussion at a meeting is governed by attorney-client privilege or when the discussion pertains to matters of Association or Management Company personnel. If a meeting is open, a Member has the right to speak at such meeting, with reference to all designated items. The Association may adopt written and reasonable rules expanding the right of Members to speak and governing the frequency, duration and other manner of Members statements, which rules must be consistent with state law, and may include a sign-up sheet for Members wishing to speak. In the event a member conducts himself in a manner detrimental to the carrying on of the meeting, then the Board may expel said Member from the meeting by any reasonable means which may be necessary to accomplish said Member's expulsion. Also, the Board shall have the right to exclude from any meeting of the Board any person who is not able to provide sufficient proof that he is a Member or a duly authorized representative, agent or proxy holder of a Member, unless said person has been specifically invited by any of the Directors to participate in such meeting.

4.14. Any action required or permitted to be taken at a meeting of the Directors may be taken without a meeting if a consent in writing, specifically setting forth the action to be taken, shall be signed by all the Directors entitled to vote with respect to the subject matter thereof and such consent shall have the same force and effect as a unanimous vote of the Directors, provided, however, whenever assessments are to be considered they may be considered only at a meeting of the Directors properly noticed in accordance with Florida Statutes. Any such action must be confirmed at the next regularly scheduled Board meeting.

4.15 Monthly, at least ten (10) times per year the Board shall hold a Town Hall Meeting to allow Members to discuss matters of community-wide interest. Such meetings may be held prior to a regularly scheduled Board Meeting or at such other time that the Board shall designate. The Board may set rules and regulations for the conduct of such meetings.

Section 5. Powers and Duties of the Board

5.1. All of the powers and duties of the Association shall be exercised by the Board. Such powers and duties of the Board shall include, but not be limited to, all powers and duties set forth in the Valencia Isles Documents, as well as all of the powers and duties of a director of a corporation not for profit not inconsistent therewith.

5.2. The Association may retain a management company or other entity to perform all or any of the duties, powers or functions of the Association. Notwithstanding the foregoing, the Association may not delegate to the manager the power to conclusively determine whether the Association should make expenditures for capital additions or improvements chargeable against the Association funds. The Members of the Board shall not be personally liable for any omission or improper exercise by the manager of any duty, power or function delegated to the manager by the Association.

Section 6. Late Fees

A Member who fails to timely pay any Assessment may be charged a late charge by the Association of three and one half percent (3.5)% for such late Assessment. Members shall be responsible to pay all fees (including, but not limited to, attorney and paralegal fees and court costs) incurred in connection with the collection of late Assessments whether or not an action at law to collect said Assessments and foreclose the Association's lien has been commenced.

Section 7. Officers of the Association

7.1. Executive officers of the Association shall be as set forth in the Articles, all of whom shall be elected annually by the Board. Any officer may be removed without cause from office by majority vote of the Directors at any meeting of the Board. The Board may, from time to time, elect such other officers and assistant officers and designate their powers and duties as the Board shall find to be required to manage the affairs of the Association.

7.2. The President shall be the chief executive officer of the Association. He shall have all the powers and duties which are usually vested in the office of the

President of an association or a corporation not for profit. If in attendance, the President ("Chairman") shall preside at all meetings of the Board and the Members, provided, however, that the President may appoint a substitute.

7.3. In the absence or disability of the President, the Vice-President shall exercise the powers and perform the duties of the President. In the event of a death, disability or resignation of any officer, the Board shall, within ten (10) days, hold an organizational meeting to elect new officer(s) as necessary. If there is more than one (1) Vice President, the Board shall designate which Vice President is to perform which duties. The Vice President(s) shall also generally assist the President and exercise such other powers and perform such other duties as shall be prescribed by the Board. In the event there shall be more than one Vice President elected by the Board, then they shall be designated "First," "Second," etc., and shall exercise the powers and perform the duties of the presidency in such order.

7.4. The Secretary shall keep the minutes of all meetings of the Board and the Members, which minutes shall be kept in a businesslike manner and be available for inspection by Members and Directors at all reasonable times. The Secretary shall have custody of the seal of the Association and affix the same to instruments requiring such seal when duly authorized and directed to do so. The Secretary shall be custodian for the corporate records of the Association, except those of the Treasurer, and shall perform all of the duties incident to the office of Secretary of the Association as may be required by the Board or the President. The Assistant Secretary, if any, shall perform the duties of the Secretary when the Secretary is absent and shall assist the Secretary under the supervision of the Secretary.

7.5. The Treasurer shall have custody of all of the monies of the Association, including funds, securities and evidences of indebtedness. The Treasurer shall keep the assessment rolls and accounts of the Members and shall keep the books of the Association in accordance with good accounting practices and he shall perform all of the duties incident to the office of the Treasurer. The Assistant Treasurer, if any, shall perform the duties of the Treasurer when the Treasurer is absent and shall assist the Treasurer under the supervision of the Treasurer.

7.6. The compensation of employees of the Association shall be fixed by the Board. This provision shall preclude the Board from hiring a Director as an employee of the Association or contracting with a Director or a party affiliated with a Director for the management or performance of contract services for all or any part of Valencia Isles.

Section 8. Resignations

8.1. Resignations. Any Director or officer may resign his post at any time by written resignation, delivered to the President or Secretary, which shall take effect upon its receipt unless a later date is specified in the resignation, in which event the resignation shall be effective from such date unless withdrawn. The acceptance of a resignation shall not be required to make it effective. The conveyance of all Lots owned by any Director or officer shall constitute a written resignation of such Director or officer.

8.2. Vacancies. Unless otherwise prohibited by the Declaration of Covenants, Restrictions and Easements for Valencia Isles, the Articles, these Bylaws or applicable provisions of law, vacancies on the Board of Directors may be filled by the vote of a majority of Directors then in office. A person elected to fill a vacancy on the Board shall hold office until the next regularly scheduled election of the Board of Directors. If the vacated position does not expire at the next regularly scheduled election, it shall be filled as follows:

(a) If the election calls for three (3) full term positions, the candidate coming in at fourth place shall fill the unexpired term.

(b) If the election calls for four (4) full term positions, the candidate coming in at fifth place shall fill the unexpired term.

Section 9. Accounting Records; Fiscal Management

9.1 The Association shall use the accrual basis method of accounting and shall maintain accounting records in accordance with good accounting practices, which shall be open to inspection by Members or their respective authorized representatives at reasonable times. Such authorization as a representative of a Member must be in writing and signed by the person giving the authorization and dated within sixty (60) days of the date of the inspection. Such record requests shall be for a specified period of time and may include, but not be limited to: (i) a record of all receipts and expenditures; (ii) an account for each Lot within Valencia Isles which shall designate the name and address of the Owner thereof, the amount of Individual Lot Assessments and all other Assessments, if any, charged to the Lot, the amounts and due dates for payment of same, the amounts paid upon the account and the dates paid, and any balance due; (iii) any tax returns, financial statements and financial reports of the Association; and (iv) any other records that identify, measure, record or communicate financial information.

9.2. The Board shall adopt a Budget (as defined and provided for in the Declaration) of the anticipated Operating Receipts and Expenditures as well as Contributions to and Expenditures from the reserve fund for each forthcoming calendar year (the fiscal year of the Association being the calendar year) at a special meeting of the Board ("Budget Meeting") called for that purpose to be held prior to November 30 of the year preceding the year to which the Budget applies. Prior to the Budget Meeting, a proposed Budget for the Operating Receipts and Expenditures as well as Contributions to and Expenditures from the reserve fund shall be prepared by or on behalf of the Board. Within thirty (30) days after adoption of the Budget, a copy thereof shall be furnished to each member, upon request, and each owner shall be given notice of the Individual Lot Assessment applicable to his Lot(s). The copy of the Budget, if requested, shall be deemed furnished and the notice of the Individual Lot Assessment shall be deemed given upon its delivery or upon its being mailed to the Owner shown on the records of the Association at his last known address as shown on the records of the Association.

9.3. In administering the finances of the Association, the following procedures shall govern: (i) the fiscal year shall be the calendar year; (ii) any monies received by the Association in any calendar year may be used by the Association to pay expenses incurred in the same calendar year; (iii) there shall be apportioned between calendar years on a pro rata basis any expenses which are prepaid in any one calendar year for Operating Expenses which cover more than such calendar year; (iv) Assessments shall be made quarterly in amounts no less than are required to provide funds in advance for payment of all of the anticipated current Operating Expenses and for all unpaid Operating Expenses previously incurred; and (v) items of Operating Expenses incurred in a calendar year shall be charged against receipts for the same calendar year regardless of when the bill for such expenses is received. Notwithstanding the foregoing, the Assessments for Operating Expenses and any periodic installments thereof shall be of sufficient magnitude to insure an adequacy and availability of cash to meet all budgeted expenses in any calendar year as such expenses are incurred in accordance with the accrual basis method of accounting.

9.4. Individual Lot Assessments shall be payable as provided in the Declaration.

9.5. No Board shall be required to anticipate revenue from Assessments or expend funds to pay for Operating Expenses not budgeted or which shall exceed budgeted items, and no Board is required to engage in deficit spending. Should there exist any deficiency which results from there being greater Operating Expenses than monies from Assessments, then such deficits shall be carried into the next succeeding year's Budget as a deficiency or shall be the subject of a Special Assessment or an upward adjustment to the Individual Lot Assessment.

9.6. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board in which the monies of the Association shall be deposited. Withdrawal of monies from such account shall be only by checks signed by such persons as are authorized by the Board.

9.7. An audited financial statement of the Association shall be prepared annually in accordance with generally accepted accounting principles by an independent accountant. The association shall provide each member with a copy of the annual audit or a written notice that a copy of the audit is available upon request at no charge to the member.

9.8. The Association shall maintain a reserve fund for replacement of and/or major repairs to the Association Property. The specific items of replacement or major repair shall be as determined, from time to time by the Board, but in no event may be used for alterations and Improvements as provided for in Article IX of the Declaration. The amount of the annual contribution to the reserve fund shall be based on the projected expenses as set forth in the latest engineering report regarding the cost of replacement and the future needs for major repairs. The amount shall be included in each annual Budget. While the amount of contribution will be determined based on the projected expenses of the most recent engineering report, the Board of Directors shall have the right to treat this reserve fund as a general reserve fund, for all proper reserve items, even if the items were not considered in the reserve calculations. The Board shall adopt policies and procedures regarding the routine approval of expenditures from the reserve.

The Board of Directors shall obtain a new independent engineering report for reserve purpose at least every ten (10) years. Such report shall take into account the effect of inflation on the annual contribution as well as charges to the reserve in the past years so as to be adequate to meet the Association's needs for, repair and replacement. All funds collected for the reserve shall be considered Common Expenses and any expenditure from the reserves shall require the approval of the Board.

Section10. Rules and Regulations

The Board may at any meeting of the Board adopt rules and regulations or amend, modify or rescind then existing rules and regulations for the operation of Valencia Isles; provided, however, that such rules and regulations are not inconsistent with the terms or provisions of the Valencia Isles Documents and any Federal, State or local regulations. Copies of any rules and regulations promulgated, amended or rescinded shall be mailed or delivered to all Members at the last known address for such Members as shown on the records of the Association at the time of such delivery or mailing and shall not take effect until forty-eight (48) hours after such delivery or mailing, or, in the event both forms of notification are used, whichever is later. In the alternative, notice of any Rules and Regulations promulgated, amended or rescinded may be given to Members by publication in the Association's newsletter and by broadcasting on the Association's closed-circuit cable television four (4) times every broadcast hour for a period of fourteen (14) days. Notwithstanding the foregoing, when rules and regulations are to regulate the use of a specific portion of the Association Property, same shall be conspicuously posted at such facility and such rules and regulations shall be effective immediately upon such posting. Care shall be taken to insure that posted rules and regulations are conspicuously displayed and easily readable and that posted signs or announcements are designated with a view toward protection from weather and the elements. Posted rules and regulations which are torn down or lost shall be promptly replaced.

Section 11. Parliamentary Rules

The then latest edition of Robert's Rules of Order shall govern the conduct of all meetings of the Members and the Board; provided, however, if such rules of order are in conflict with any of the Valencia Isles Documents, Robert's Rules of Order shall yield to the provisions of such instrument.

Section 12. Roster of Owners

Each Owner shall file with the Association a copy of the deed or other document showing his ownership and an age verification form in accordance with the provisions set forth in Article XI of the Declaration. The Association shall maintain such information. The Association may rely on the accuracy of such information for all purposes until notified in writing of changes therein.

Section 13. Amendment of the Bylaws

13.1. These Bylaws may be amended as hereinafter set forth in this Section 13.

13.2. Any Bylaw of the Association may be amended or repealed, and any new Bylaw of the Association may be adopted by either:

(i) a majority vote of the Members at any Annual Members' Meeting or any special meeting of the Members called for that purpose by majority action of the Members who have acted by written response in lieu of a Meeting as permitted by these Bylaws; or

(ii) by the affirmative vote of a majority of the Directors then in office at any regular meeting of the Board or at any special meeting of the Board called for that purpose or by written instrument signed by all of the Directors as is permitted by these Bylaws, provided that the Directors shall not have any authority to adopt, amend or repeal any Bylaw if such new Bylaw or such amendment or the repeal of a Bylaw would be inconsistent with any Bylaw previously adopted by the Members.

13.3. Notwithstanding the foregoing provisions of this Section 13, there shall be no amendment to these Bylaws which shall abridge, amend or alter the rights of: any Institutional Mortgagee without the prior written consent of such Institutional Mortgagee.

13.4. Any instrument amending, modifying, repealing or adding Bylaws shall identify the particular section or sections affected and give the exact language of such modification, amendment or addition or of other provisions repealed. A copy of each such amendment, modification, repeal or addition attested to by the Secretary or Assistant Secretary of the Association shall be recorded amongst the Public Records of the County.

Section 14. Interpretation

In the case of any conflict between the Articles and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control; and in the event of any conflict between the Articles and the Declaration, the Declaration shall control.

Section 15. Gender

Except where the context indicates otherwise, words in the singular number will include the plural and words in the masculine gender will include the feminine and neuter, and vice versa, when they should apply.

Section 16. Committees

16.1. Establishment. The President or the Board may establish committees to assist in the conduct of the affairs of the Association. After establishment by the President or the Board, the Board may dissolve committees. Once a committee is dissolved, the committee cannot be reestablished, except by the Board, until after the next Board election.

16.2. Board Liaison. The President, Vice President, and Secretary, by majority vote, shall appoint a Board Liaison for each committee. If any of the foregoing officers is to be appointed as the Board Liaison to a committee, such officer must recuse himself/herself from the vote to appoint the Board Liaison, and his/her right to vote to appoint the Board Liaison in such instance shall be exercised by the Treasurer, and if the Treasurer is not also a Director, then by a Director. Additionally, in the event the positions of the Vice President and the Secretary are filled by the same person, the Treasurer, and if the Treasurer is not also a Director, then a Director, shall act as a substitute in such instance so that three (3) people are voting to appoint a Board Liaison for a committee. After meeting with the Board Liaison, the Board may, for cause, remove a Board Liaison from such position. The Board Liaison, the "Committee Chairperson" (as defined in Section 16.3 below), or their designee shall report to the Board the proceedings of the committee. The Board Liaison shall have no vote on the committee.

16.3. Committee Chairperson. For each committee, the Board Liaison of the committee, President, and Vice President, by majority vote, shall appoint a chairperson for the committee ("Committee Chairperson"). The Committee Chairperson of a committee cannot also be a Board member. After meeting with the Committee Chairperson of a committee, the Board Liaison of the committee, President, and Vice President, by unanimous vote, may, for cause, remove the Committee Chairperson from such position. If the Board Liaison is either the President or Vice President, the Secretary shall act as a substitute in such instance so that three (3) people are voting to appoint or remove a Committee Chairperson. The Committee Chairperson, or his/her designee, shall schedule all committee meetings for his/her committee and preside over such meetings.

16.4 Committee Members. The Committee Chairperson and Board Liaison of the same committee, by unanimous vote, shall appoint committee members to their committee. After meeting with the committee member, the Committee Chairperson of the committee, Board Liaison of the committee, and President, by unanimous vote, may, for cause, remove the committee member from such position. If the Board Liaison is the President, the Vice President shall act as a substitute in such instance so that three (3) persons are voting to remove a committee member.

16.5 Exceptions. Notwithstanding the foregoing, to the extent the provisions of this Section 16 conflict with the relevant provisions of the Declaration and these Bylaws, the provisions of this Section 16 shall not apply to (i) the Architectural Control Committee created in accordance with Article VIII, Section 1 of the Declaration; (ii) the fine or suspension of use rights committee created in accordance with Article X, Section 1.A. of the Declaration; or (iii) any Executive Committee created in accordance with Section 4.12 of these Bylaws.