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JUAN FERNANDEZ-BARQUIN
CLERK OF THE COURT & COMPTROLLER
MIAMI-DADE COUNTY, FL

**CERTIFICATE OF AMENDMENTS
TO THE BY-LAWS OF
SAGA BAY PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, the various Declarations of Restrictions and Protective Covenants for Saga Bay were recorded as follows:

Section One, Part One, Official Record Book 8272 at page 409
Section One, Part Two, Official Record Book 8595 at page 1463
Section One, Part Three, Official Record Book 8595 at page 1480
Section One, Part Four, Official Record Book 8611 at page 472
Section One, Part Five, Official Record Book 8611 at page 498
Section One, Part Six, Official Record Book 8683 at page 1695
Section One, Part Seven, Official Record Book 8755, at page 1160
Section One, Part Eight, Official Record Book 9402 at page 133
Section One, Part Nine, Official Record Book 9402 at page 113

in the Public Records of Miami-Dade County, Florida ("Declarations"); and

WHEREAS, Saga Bay Property Owners Association, Inc. ("Association") is the entity responsible for the operation of the Saga Bay in accordance with those Declarations; and

WHEREAS, at a duly called and convened Meeting of the Board of Directors held on July 27, 2023, the Amendments to the By-Laws as set out in Exhibit "A" attached hereto and incorporated herein were duly approved by a vote of the Board of Directors in excess of, and in accordance with the procedure as set forth in Article X of those By-Laws.

NOW, THEREFORE, the undersigned hereby certifies the Amendments to the By-Laws as set out in Exhibit "A" attached hereto and incorporated herein are a true and correct copy of the Amendments approved by the Board of Directors.

WITNESS my signature hereto this 27 day of July, 2023 at Miami-Dade County, Florida.

WITNESSES:

**SAGA BAY PROPERTY OWNERS
ASSOCIATION, INC.**

James Tracy
Signature

JAMES TRACY
Print Name

[Signature]
Signature

JOHN KAPPEL
Print Name

BY: Ch Westgate
Christopher Westgate, President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me by means of ☒ physical presence or
☐ online notarization, this 27 day of JULY 2023 by Christopher Westgate, as
President of Saga Bay Property Owners Association, Inc., a Florida not-for-profit corporation, on
behalf of the corporation, who is personally known to me or has produced
() as identification and who did/did not take an oath.

[Signature] (SEAL)
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE

My commission expires:

my 9th 2026

10am [Signature]
PLEASE PRINT OR TYPE NOTARY SIGNATURE



EXHIBIT "A"
AMENDMENTS
TO THE BY-LAWS
OF SAGA BAY PROPERTY OWNERS ASSOCIATION, INC.

(Additions indicated by underlining; Deletions indicated by ~~striking through~~.)

1. Amendment to Article II of the By-Laws, to update the Location Section as follows.

ARTICLE II

LOCATION

Section 1. The principal office of the Association shall be located at such a residence address or a business address within Miami-Dade County as the Board of Directors may determine from time to time, within five miles of the SAGA BAY Community.

2. Amendment to Article IV of the By-Laws, to add Section 7, as follows:

ARTICLE IV

MEETINGS OF MEMBERS

Section 1. The annual meeting of the Members shall be held in the month of ~~June~~ May of each year, at such time and place as shall be determined by the Board of Directors.

Section 2. The annual meeting of the Members shall provide an opportunity for Members to elect a Board of Directors, to review financial policies, to propose changes in governing documents, and to handle items of special business involving the Membership and the community's general welfare.

Section 3. Special meetings of the Members for any purpose may be called at any time by the President, or by any five or more members of the Board of Directors, or upon written request of the Members who have a right to vote fifteen percent of all the votes of the entire Membership,

Section 4. Notice may be given to the Members either personally, or by ~~sending a copy of the notice through the mail to the address appearing on the records of the Association or electronically to the extent allowed by law.~~ Each Member may register his/her address with the Secretary, and thereafter notices of meetings shall be mailed to such address and may consent to electronic notice which must be in writing and which must provide the email address to which notices may be sent. Notice of meeting, regular or special, shall be ~~mailed~~ sent at least twenty (20) days in advance of the meeting and shall set forth the general nature of the business to be transacted.

Section 5. The presence in person, by proxy, electronically or remotely (if electronic voting or remote participation is authorized) at the annual meeting of Members entitled to cast at least thirty votes shall constitute a quorum for any action governed by these By-Laws.

Section 6. Designation of Voting Member. If a property is owned by one (1) person, his/her right to vote shall be established by the recorded title to the property. If a property is owned by more than one (1) person, the person entitled to cast the vote for the unit shall be designated in a certificate signed by all of the record owners and filed with the Secretary of the Association. If a property is owned by a corporation, the officer or employee thereof entitled to cast the vote of the property for the corporation shall be designated in a certificate for this purpose, signed by the President or Vice President of the corporation, attested to by the Secretary or Assistant Secretary of the corporation, and filed with the Secretary of the Association. The person designated in such a certificate who is entitled to cast the vote shall be known as the "voting member." If such a certificate is not on file with the Secretary of the Association for a property owned by more than one (1) person or by a corporation, the vote of the unit concerned shall not be considered in determining the requirement for a quorum or for any purpose requiring the approval of a person entitled to cast the vote for this property, except if said property is owned by a husband and wife. Such certificates shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership takes place. If a property is owned jointly by a husband and wife, the following three (3) provisions are applicable thereto:

- (a) They may, but they shall not be required to, designate a voting Member.
- (b) If they do designate a voting Member and if both are present at a meeting and are unable to concur in their decision upon any subject requiring a vote, they shall lose their right to vote on that subject at the meeting.
- (c) Where they do not designate a voting Member and only one (1) is present at a meeting, the person present may cast the unit vote just as though he or she owned the unit individually and without establishing the concurrence of the absent person.

Section 7. Meetings of the members may be conducted, and members may participate and vote remotely in accordance with 617.0721, Florida Statutes, as same may be amended or renumbered from time to time.

3. Amendment to Article V of the By-Laws, as follows:

ARTICLE V

BOARD OF DIRECTORS

Section 1, There shall be nine (9) Directors of the Association to represent the nine Parts. Each Part shall have only one Director.

Section 2. ~~The Directors of the Association shall be elected to a one-year term of office at the annual meeting of the Members as specified herein, Not less than 60 days before a scheduled election the Board of Directors shall appoint an Election Committee to consist of three Association Members who agree that neither they nor family members will be a candidate in the election. The Election Committee will have independent authority to supervise the election, and its chairperson will preside over the annual meeting while the Election Committee will be responsible for presiding over the election. Within one week of its appointment, the Election Committee will notify the Members by mail or delivery of the date of the annual meeting and will inform them that anyone desiring to be a candidate for election to the Board of Directors must notify the Election Committee in writing within two weeks of the date of the notice. Not less than~~

~~three weeks before the general meeting, the Election Committee will mail or deliver to the Members information sheets no larger than 8 1/2 x 11 inches and printed on one side only provided by each candidate. Board candidates will be introduced at the annual meeting but will not speak. The Election Committee will prepare official ballots and determine vote eligibility for the Members attending the annual meeting. The Election Committee will supervise voter verification and the tallying of the election results. Absentee ballots shall be permitted to be used by the Members so long as they are received by the Election Committee prior to the annual meeting. The Election Committee shall determine the eligibility of the absentee ballot submitted by a Member based on any legal restraints as outlined by the Association's and/or State's legal restraints. An independent authority will be hired to supervise and assist the Election Committee and management company. Directors shall be elected by written ballot by the Owners, each Lot being entitled to cast all of their votes for each of as many candidates as there are vacancies to be filled. Proxies may not be used in connection with the election of Directors. There shall be no cumulative voting. Not less than sixty (60) days before the annual meeting and election, the Association shall mail or deliver, whether by separate Association mailing or included in another Association mailing or delivery including regularly published newsletters, to each Owner entitled to a vote, a first notice of the date of the annual meeting and election. The first notice must contain the name and correct mailing address of the Association. Any Member of the Association, or authorized representatives, officers or employees of a corporate Member desiring to be a candidate for the Board shall give written notice to the Association not less than 40 days before the scheduled election of such intention. Written notice shall be effective when received by the Association. Written notice shall be accomplished in accordance with one or more of the following methods:~~

- ~~(a) By certified mail, return receipt requested, directed to the Association;~~
- ~~or~~
- ~~(b) By personal delivery to the Association; or~~
- ~~(c) By regular U.S. mail, facsimile, telegram, or other electronic method of delivery to the Association.~~

~~Also, a candidate may furnish an information sheet not less than 35 days before the scheduled election, no larger than 8-1/2 inches by 11 inches, for mailing with the second notice, with the costs of mailing or delivery and copying to be borne by the Association. The Association is not liable for the contents of the information sheets prepared by the candidates. In order to reduce costs, the Association may print or duplicate the information sheets on both sides of the paper. Together with a written notice and agenda, the Association shall mail or deliver a second notice of the annual meeting and election to all Owners entitled to vote therein, together with a ballot containing all candidates who have submitted their names and any information sheet which they have submitted not less than 14 days before the scheduled election. The written ballot shall indicate in alphabetical order by surname, each and every Owner or other eligible person who desires to be a candidate for the Board of Directors and who gave written notice to the Association no less than forty (40) days before a scheduled election, unless such person has, prior to the mailing of the ballot, withdrawn his candidacy in writing. Accompanying the ballot shall be an outer envelope addressed to the person or entity authorized to receive the ballots and a smaller inner envelope in which the ballot shall be placed. The exterior of the outer envelope shall provide a place to indicate the name of the voter, and the unit or unit numbers being voted, and shall contain a signature space for the voter. Once the ballot is filled out, the~~

voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The inner envelope shall be placed within the outer larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one ballot, but if a person is entitled to cast more than one ballot, the separate inner envelopes required may be enclosed within a single outer envelope. The voter shall sign the exterior of the outer envelope in the space provided for such signature. The envelope shall either be mailed or hand delivered to the Association. Upon receipt by the Association, no ballot may be rescinded or changed. Any envelopes containing ballots shall be collected by the Association and shall be transported to the location of the duly called meeting of the unit owners. The Association shall have available at the meeting additional blank ballots and envelopes for distribution to the eligible voters who have not cast their votes. Each ballot distributed at the meeting shall be placed in an inner and outer envelope in the manner provided herein. As the first order of business at the election, ballots not yet cast shall be collected. The outer envelope shall be checked against a list of qualified voters. Any exterior envelope not signed by the eligible voter shall be marked "Disregarded" or with words of similar import, and any ballots contained therein shall not be counted. The voters shall be checked off on the list as having voted. Then, in the presence of any unit owners in attendance, all inner envelopes shall be first removed from the outer envelopes and shall be placed into a receptacle. Upon the commencement of the opening of the outer envelopes, the polls shall be closed, and no more ballots shall be accepted. The inner envelopes shall then be opened and the ballots shall be removed and counted in the presence of the unit owners. Any inner envelope containing more than one ballot shall be marked "Disregarded," or with words of similar import, and any ballots contained therein shall not be counted. All envelopes and ballots, whether disregarded or not, shall be retained with the official records of the Association. In lieu of this process, elections may be conducted electronically in accordance with Section 720.317, as amended or renumbered from time to time. An election shall not be necessary unless there are two or more candidates for any Part of Saga Bay.

Section 3. The elections shall be decided by plurality vote of those Members voting by written ballot either in person or by, an authorized official ballot submitted in advance of the annual meeting. Proxies and write in ballots will not be permitted, except that any Member who cannot attend the general meeting may request in writing to be provided with an official ballot, which the Election Committee must receive by the time of the annual meeting. In the alternative, the election of Directors may be conducted through the electronic voting process and requirements outlined in Section 720.317 Florida Statutes, as same may be amended or renumbered from time to time, but otherwise following the process set forth in Section 2 hereof.

Section 4. Directors must be Members of the Association, No Member who is delinquent with regard to financial obligations owed to the Association shall be qualified to become a candidate for Board office. Any Director who becomes delinquent regarding financial obligations owed to the Association for more than 30 days must relinquish their seat on the Board immediately, provided a written notice has been provided to the Director regarding the delinquency prior to the expiration of the 30 days. Eligibility to be a candidate for the Board, to be appointed or to continue serving as a member of the Board shall be in accordance with Section 720.306 Florida Statutes, as same may be amended or renumbered from time to time. Vacancies in any Director position shall be filled by the remaining Directors, from the membership of the Part where the vacancy exists.

~~Section 5. Directors shall not serve more than three consecutive terms in office, if there are more than nine candidates for election. An appointment to Director counts as a full year if there are six months or more remaining before the next election.~~

~~Section 65. Any director may be removed from office at any time with or without cause in accordance with the provisions of 720.303 Florida Statutes, as same may be amended or renumbered from time to time, by the affirmative majority vote of the Association Membership present at a Special Meeting called for that purpose.~~

~~Section 76. A Director's absence from more than three (3) regularly scheduled Board meetings within a year shall constitute grounds for removal from office by the remaining Board members, who shall appoint a replacement to fill the vacancy.~~

~~Section 87. The first meeting of the duly elected Board of Directors, for the purpose of organization, shall be held immediately after the annual meeting of Members, provided the majority of the members of the Board elected be present. Any action taken at such meeting shall be by a majority of the whole Board. If the majority of the members of the Board elected shall not be present at that time, or if the directors shall fail to elect officers, the meeting of the Board to elect officers shall then be held within thirty days after the annual meeting of members, upon three days' notice in writing to each member of the Board elected, stating the time, place and purpose of such meeting.~~

~~Section 98. Regular meetings of the Board of Directors shall be held on such dates and such times and with such regularity as the Board of Directors may determine the third Thursday of each month unless otherwise designated by a majority of the Board from time to time.~~

~~Section 409. Members have the right to attend all Mmeetings of the Board and participate in accordance with Section 720.303 Florida Statutes, as same may be amended or renumbered from time to time, except to the extent where such meetings are not required to be open to the members as set forth therein of Directors shall be open to all Members, who shall have a right to be heard, but shall have no right to vote upon matters which come before the Board unless otherwise provided by these Bylaws or Florida Law. Notices of meetings shall be posted in a conspicuous place on the Association Property at least 48 hours in advance of the meeting, except in the event of an emergency. Meetings shall be held in a location not more than five miles from the Saga Bay community. Meetings of the Board may be conducted by remote participation of the Board of Directors and members as the Board may determine from time to time.~~

~~Section 4410. Special meetings of the Board of Directors may be called at any time by the President or by any five members of the Board, All Directors shall be notified of such meeting by a phone call from either one of the officers of the Board or of the Management Company,~~

~~Section 4211. Notice of each special meeting of the Board of Directors, stating the time, place and purpose thereof, shall be given by or on behalf of the President or by or on behalf of the Secretary or by and on behalf of any two members of the Board to each member of the Board not less than three days by mail or two days by telephone. Such notice shall likewise be posted in a conspicuous place on the Association Property. Special meetings of the Board may also be~~

held at any place and time without notice in the event of emergency circumstances such as a hurricane or similar natural disaster.

~~Section 13. A Director may take a leave of absence subject to the approval of a majority of the Board.~~

Section 4412. No Director shall receive compensation for serving on the Board.

Section 4513. Costs incurred by a Director in connection with the performance of Board duties shall be reimbursed to such Director, provided such expenses are duly approved by the Board of Directors.

Section 4614. Business shall be conducted at Board meetings and other meetings of the Association in accordance with Robert's Rules of Order, except where the chair of the meeting determines that such Rule shall not be utilized for such meeting or any particular matter,

Section 4715. A quorum for a regular or special meeting of the Board shall consist of no less than five Directors who shall be present at such meeting. Voting shall not take place other than at a duly convened meeting of the Board at which a quorum is established.

~~Section 4816. No Director shall vote on a question in which he or she has a personal or pecuniary interest not common to the other members. In any matter where a Director may have a conflict of interest, any such conflict shall be handled in accordance with Section 720.3033 Florida Statutes, as same may be amended or renumbered from time to time.~~

Section 4917. No Director may assign by proxy or otherwise his or her right to vote on a matter before the Board,

4. Amendment to Article VI of the By-Laws, as follows:

ARTICLE VI

DUTIES OF BOARD OF DIRECTORS

Section 1. The Board of Directors shall have the authority to establish the Association's annual budget, and to levy, assess and collect the Assessments from the membership. The Board shall have the authority to impose late fees and interest on assessments not paid by the date due, in the highest amount allowed by law from time to time. No budget shall exceed the previous year's budget by more than 10% unless approved at a Special Meeting of the membership called for that purpose. The Board of Directors shall budget, assess and collect assessments as follows ~~exercise the following Collection Procedures:~~

- A. July 1st - the Association will mail out the Saga Bay Assessment Coupons with the proper mailing instructions and quarterly due dates.
- B. Assessments shall be due on August 1, November 1, February 1 and May 1. August 1st Assessments Due
- C. September 1st Assessments Past Due, The Association will mail all delinquent accounts a "Reminder Notice" indicating that the account is past due and that a \$25 dollar late fee is now added to the delinquent account giving them 30 days with which to make payment to the Association. The enforcement of the

Association's Lien Rights and other assessment collection remedies shall be in accordance with the provisions of Section 720.3085, Florida Statutes, as amended or renumbered from time to time.

- ~~D. October 1st — Past Due Notices sent — The Association will mail all delinquent accounts a certified/Return Receipt "Past Due" letter giving the member 30 days with which to make payment to the Association or the account will be turned over the Association's Legal Counsel whereby the member will be responsible for all associated legal expenses.~~
- ~~E. November 1st — If payment is not received:~~
- ~~1. — And the Association has received verification of receipt of the Past Due Letter, the delinquent account will be turned over to the Association's Legal Council for processing.~~
 - ~~2. — And the Association has not received verification of receipt of the Past Due letter, further investigation will be made for verification of the Owner's Mailing Address and any correction will be initiated.~~
- ~~F. Upon receipt of delinquent accounts, Legal Council will initiate a records search (most likely in the Dade County Tax Rolls) for verification of mailing address of the delinquent account and send a Certified/Return Receipt "Intent of Lien" letter to the homeowner. This letter will inform the homeowner that if the Legal Office does not receive payment in full (which now includes the Assessment, Late Fee and all pertinent Legal Expenses) within 14 days then a Lien will be placed on the home.~~
- ~~G. If payment in full is not received after 14 days and;~~
- ~~1. — The return receipt has been received, Legal Council will contact the Board of Directors and will advise if it is advisable to proceed with Foreclosure. There may be instances whereby it is not "Economically Feasible" for the Association to proceed with Foreclosure,~~
 - ~~2. — The return receipt has not been received. Legal Council will conduct a Deed Search in an attempt to verify the proper Mailing Address of the delinquent member. If the proper address has been used Legal Council will advise the Board as to how to proceed with this case. If the proper address has not been used then a new "Intent to Lien" will be sent Certified / Return Receipt.~~
- ~~H. If Legal Council has advised that it is in the Association's best interest to Foreclose on the Property in question, the Board will vote as to whether to proceed with Foreclosure. If the Board votes to proceed with Foreclosure, Legal Council will send one last Certified / Return Receipt letter to the owner advising them of such.~~

Section 2. The Board shall have the authority to impose a reasonable fee in connection with the review and approval of all sales, leasing or other transfers of properties within SAGA BAY which are subject to these Bylaws.

Section 3. The Board shall have the authority to impose a reasonable fee in connection with the review and approval of any structure in accordance with the provisions of the Declaration.

Section 34. The Board of Directors may suspend, for a reasonable period of time, the rights of a member or a member's tenants, guests, or invitees, or both, to use common areas and facilities and may levy reasonable fines, not to exceed \$50 per violation, against any member or any tenant, guest, or invitee. A fine or suspension may not be imposed without notice of at least

~~fourteen (14) days to the person sought to be fined or suspended and an opportunity for a hearing before a committee of at least three members appointed by the Board who are not officers, directors, or employees of the Association, or the spouse, parent, child, brother, or sister of an officer, director, or employee. If the committee, by majority vote, does not approve a proposed fine or suspension, it may not be imposed. The requirements and procedures in connection with suspensions and fines shall be in accordance with Section 720.305 Florida Statutes, as same be amended or renumbered from time to time.~~

Section 45. The powers and duties of the Board shall include, but shall not necessarily be limited to, the following:

- (a) Adopt and publish rules and regulations governing the use of Common Areas and Facilities
- (b) Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not granted to the Membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declarations of Restrictions and Protective Covenants.
- (c) Appoint or remove Agents and Employees of the Association including establishing the amount of their compensation for duties performed.
- (d) Cause the common areas and entrance ways to be maintained. These common areas include but are not necessarily limited to the Lake, Perimeter Fence and other tracts of land as defined in the Declarations of Restrictions and Protective Covenants.
- (e) Procure and maintain adequate Liability and Hazard Insurance on Property owned by the Association including the Lake located in Section one of Saga Bay, Perimeter Fence and other tracts of land as defined in the Declarations of Restrictions and Protective Covenants.
- (f) Discuss and vote on expenditure for any item other than items included in the Association's budget for the current year. Exceptions to this rule are expenditures required in an emergency such as storm damage to Common Areas. Such emergency expenditure shall require the approval of the President or Vice President and either the Treasurer or Secretary (TWO approvals). Expenditure in such emergency cases shall not exceed an amount established by the Board.
- (g) Operate the Association; execute the various activities of the Association not specifically detailed above which shall include the creation of financial reserves to meet extraordinary expenditures deemed appropriate by the Board.
- (h) All motions presented for approval before the Board for the approval for the expenditure of funds must include the Budget 'line item' where the monies will be taken from to fund the proposed expenditure.

- (i) When acquiring products or services, and / or other items for the Association the ~~Board shall perform due diligence in obtaining three (3) competitive bids on any items exceeding \$250.00 shall comply with the provisions of Section 720.3055~~ Florida Statutes, as same may be amended or renumbered from time to time.

5. **Amendment to Article VIII of the By-Laws to provide as follows:**

ARTICLE VIII

STANDING COMMITTEES

Section 1. Each Board of Directors shall appoint an Environmental Committee, whose scope and authority shall be as set forth in the various Declarations of Restrictions and Protective Covenants for Saga Bay, and such other duties and authorities as the Board of Directors may provide from time to time ~~a Landscape Committee, and a Security Committee for the purpose of assisting the Association in the enforcement of the Declaration of Restrictions and Protective Covenants of record and maintaining the common areas. The membership of Environmental Committee shall terminate at the annual meeting each year end.~~

Section 2. ~~Each standing committee shall consist of not less than three (3) persons, and all committee members must be members of the Association in good standing. The Board of Directors may also appoint additional committees by a majority vote of the Board of Directors, which appointment shall include the designation of the committee members, the purpose or purposes of the committee and the scope and authority of the committee as the Board of Directors determines from time to time. The committee shall designate or elect the Chair of such Committee. The Board, by a majority of the Board of Directors, may terminate a committee or may remove any committee member. Except for the Environmental Committee, every committee shall extend only for so long as the purpose or purposes of the committee shall exist and any appointed committee shall terminate at each annual meeting, unless the Board of Directors determines otherwise in a resolution establishing the committee. The sole purpose of any committees shall be to provide recommendations to the Board of Directors and no committee or member of such committee shall be authorized to act on behalf of the Association or the Board of Directors unless specifically authorized by the Board of Directors.~~

Section 3. The Board of Directors will be represented on each ~~standing~~ such committee by ~~two members~~ at least one (1) member of the Board, with the exception of any committee designated to impose fines or common area suspensions to the extent that membership by a member of the Board is prohibited by applicable law. Standing ~~All~~ committee meetings, as with all committee meetings are open to all Association members (except where closed meetings are allowed by applicable law) and will follow the same notice, quorum, minutes-recording, and rules imposed on the Board of Directors. Should a Special Committee Meeting be requested by an officer of the Board or by the committee Chairperson, all members currently on that committee and members of the Board should shall be notified in the same manner as the requirement for notice of Special Meetings of the Board by a phone call by an officer of such committee or the Management Company.