

***SOUTHAMPTON PROPERTY OWNERS  
ASSOCIATION, INC.***

*c/o Triton Property Management  
900 E Indiantown Road, Suite 210  
Jupiter, FL 33477  
Office: (561) 250-6565\* Fax: (561) 277-2535*

July 24, 2024

Dear Owners:

We are pleased to announce that the Amendments to the Restated By-Laws of Southampton Property Owners Association, Inc. have been successfully recorded in the public records.

You may locate the recorded Amendments on-line on the Palm Beach County Clerk of Court's website by copying this link into your internet browser:

<https://erec.mypalmbeachclerk.com/>

or by navigating to the Clerk of Court's website <http://www.mypalmbeachclerk.com/>; and under Search Official Records select "book and page"; click "Accept" and then enter: Book **35077** / Page **1981**. The recording date is June 11, 2024.

Upon receipt of your written request, a copy of the Amendments is available at no charge. Should you wish to obtain a copy, please contact me via email at [hcmgr@tritoncam.com](mailto:hcmgr@tritoncam.com). Copies will also be available at the community's website at <https://hamptoncayassoc.com>

Very truly yours,  
Southampton Property Owners Association, Inc.  
d/b/a Hampton Cay

Sebastian Foglio, LCAM  
On Behalf of the Board of Directors

cc: Board of Directors

This instrument was prepared by:  
**Steven R. Braten, Esquire**  
Rosenbaum PLLC  
1700 Palm Beach Lakes Blvd., Suite 600  
West Palm Beach, Florida 33401

CFN 20240202609  
OR BK 35077 PG 1981  
RECORDED 6/11/2024 2:50 PM  
Palm Beach County, Florida  
Joseph Abruzzo, Clerk  
Pgs: 1981 - 1985; (5pgs)

**CERTIFICATE OF AMENDMENT TO THE  
RESTATED BY-LAWS OF  
SOUTHAMPTON PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, the **Declaration of Covenants, Restrictions and Easements for Southamptton** (the "Declaration") has been duly recorded in the Public Records of Palm Beach County, Florida, at Official Records Book **20299**; Page **136** et. seq.;

WHEREAS, the **Amended and Restated Declaration of Covenants, Restrictions and Easements for Southamptton** (the "Amended and Restated Declaration") has been duly recorded in the Public Records of Palm Beach County, Florida, at Official Records Book **25467**; Page **1574** et. seq.;

WHEREAS, the **By-Laws of Southamptton Property Owners Association, Inc.** (the "Association"), a Florida not-for-profit corporation, are attached to the Declaration as Exhibit "D";

WHEREAS, the Restated By-Laws of the Association are attached to the Amended and Restated Declaration as Exhibit "D"; and

WHEREAS, at a duly called and noticed meeting of the membership of the Association held on March 13, 2024, and adjourned and reconvened on June 5, 2024 the attached amendments to the Restated By-Laws were approved by the membership pursuant to the provisions thereof.

NOW, THEREFORE, the undersigned hereby certify that the following amendments to the Restated By-Laws are a true and correct copy of the amendments as approved by the membership:

*(See attached Amendments to the Restated By-Laws)*

**SOUTHAMPTON PROPERTY OWNERS  
ASSOCIATION, INC.**

Pamela Marcoux  
Witness No. 1

Pamela Marcoux  
(PRINT NAME)

10891 N. Military Trl  
Palm Beach Gardens, FL 33418  
(INSERT ADDRESS)

By:

Susanne Schrott  
Susanne Schrott, President

Attest:

Louis A. Raffa  
Louis Raffa, Vice President

h. Gil  
Witness No. 2

Lianet Gil Roque  
(PRINT NAME)

10891 North Military Trail  
Palm Beach Gardens FL 33410  
(INSERT ADDRESS)

STATE OF FLORIDA:  
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 6 day of June, 2024, by Susanne Schrott and Louis Raffa, as President and Vice President, respectively, of **Southampton Property Owners Association, Inc.**, a Florida not-for-profit corporation, on behalf of the corporation by means of ☒ physical presence or ☐ online notarization. They are personally known to me, or have produced FL DL as identification and did take an oath.



THERESA KING  
Notary Public  
State of Florida  
Comm# HH423631  
Expires 7/19/2027

Theresa King (Signature)  
Theresa King (Print Name)  
Notary Public, State of Florida at Large

# AMENDMENTS TO THE RESTATED BY-LAWS OF SOUTHAMPTON PROPERTY OWNERS ASSOCIATION, INC.

(Additions shown by "underlining",  
deletions shown by "~~strikeout~~",  
Unaffected text shown by "\*\*\*")

**Sections 1 and 5 of Article IV of the Restated By-Laws, titled "Board of Directors: Selection: Term of Office" are proposed to be amended as follows:**

## ARTICLE IV

### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Management of Association. The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than five (5) persons who ~~need not~~ must be Members of the Association. ~~The first Board shall consist of three (3) members; thereafter, t~~The number of the Directors may be increased to a maximum of five (5) by a majority vote of the Board of Directors shall be five (5) unless the Board of Directors is unable to fill all five seats on the Board, in which case the affairs of the Association may be managed by three (3) Directors until such time as the Board is able to fill the remaining seats.

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Section 5. Term of Office. Directors shall be elected for ~~one (1)~~ two (2) year staggered terms as further provided in this Section, and shall serve until their successors are duly elected or appointed. Election of Directors shall be held at or in conjunction with the annual meeting. Beginning with the 2025 annual meeting, Directors shall be elected to serve staggered terms. The three (3) candidates receiving the most votes shall be elected for two (2) year terms expiring at the 2027 annual meeting. The remaining two (2) candidates that are elected shall serve for a one (1) year term expiring at the 2026 annual meeting. Beginning with the election occurring at the 2026 annual meeting and for all subsequent elections, Directors shall be elected for two (2) year terms. If two (2) or more candidates receive the same number of votes, which would result in one (1) or more candidates not serving or serving a shorter term, the candidates shall decide among themselves who will serve and for what term. If the candidates cannot voluntarily agree on who shall serve and for what terms, the Association shall conduct a run-off election in accordance with the procedure set forth in the Florida Administrative Code for condominium run-off elections. If an election is not required (because there are five (5) or fewer candidates), the candidates shall decide among themselves who shall serve the initial two (2) year terms. If the candidates cannot voluntarily agree on who shall serve the initial two (2) year terms, the Association shall conduct a run-off election.

**Sections 1 and 2 of Article V of the Restated By-laws, titled "Nomination and Election of Directors" are proposed to be amended as follows:**

## Article V

### NOMINATION AND ELECTION OF DIRECTORS

Section 1. ~~Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the election meeting, and a Member may nominate himself at such meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors at least sixty (60) days prior to each annual meeting of the members to serve until the close of that annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall, in its discretion, determine, but not less than the number of vacancies to be filled. Method of Electing Directors by Members. The regular election of Directors shall occur at the annual meeting, in accordance with the procedure that follows:~~

a. First Notice. Not less than sixty (60) days before a scheduled election, the Association shall provide to each Member entitled to vote, a first notice of the date of the election. Any eligible Member interested in running as a candidate shall self-nominate himself or herself as a candidate for election of the Board of Directors and must submit his or her completed nomination form to the Association not less than forty (40) days prior to the scheduled election. Any candidate may submit a personal information sheet no larger than 8 ½ inches by 11 inches and only one-sided to the Association with his or her nomination form describing the candidate's background, education, or qualifications not less than forty (40) days prior to the scheduled election. The Association is not responsible for the content of the candidate information sheets and it may not edit the content of the information sheet. Written nomination forms shall be considered effective when received by the Association. There shall be no nominations for Directors from the floor at the election meeting and write-in candidates shall not be permitted or accepted.

b. Second Notice. No more than thirty-nine (39) days but not less than fourteen (14) days before the election, the Association shall mail or deliver a second notice of the election to all Members entitled to vote therein, together with a written secret ballot containing the names of all properly pre-qualified candidates listed in alphabetical order by surname, two envelopes for returning completed ballots to the Association (as further described in paragraph (c) below), and all timely, conforming information sheets furnished by the candidates, to be included with the mailing of the ballot, with the costs of copying and mailing to be borne by the Association.



c. Return and Ballot Envelopes. The inner and outer envelopes are for returning the completed ballots and ensuring secrecy in voting. Each smaller, inner envelope is to contain one completed ballot and is not to have any identifying markings on it. The larger, outer envelope is to be pre-addressed to the person or entity authorized to receive the ballots on behalf of the Association. The outside of this envelope must have a place for the name of the eligible voting member, the member's address, and the member's signature. Once the eligible member completes the ballot, the voter places it inside the inner envelope and seals it. The inner envelope is then placed inside the outer envelope and also sealed and then mailed or hand delivered to the Association. Alternatively, a member may vote via the Association's e-voting/online voting system in accordance with Section 720.317, Florida Statutes, if the Board of Directors has implemented such a statutorily compliant voting system.

Section 2. Election. Election of the Board of Directors shall be by secret written ballot, ~~unless unanimously waived by all members present. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted. Each Member entitled to vote is entitled to cast his or her vote for as many nominees as there are vacancies to be filled. Proxies shall not be used in the election of Directors. Absentee voting is expressly authorized. No owner shall permit any other person to vote his or her ballot and any ballots improperly cast shall be deemed invalid and disregarded. The Association must receive a member's absent ballot or electronic vote before the annual meeting is called to order. The Association is authorized to close on-line voting prior to the time the annual meeting is to commence, including before the end of the business day the annual meeting is scheduled to take place so that the on-line voting vendor may transmit its report of the on-line voting results to the Association. Once received by the Association, no ballot whether paper or electronic, may be rescinded or changed once it has been cast. The ballot envelopes and electronic voting records shall not be opened until the time for counting ballots commences at the annual meeting. The Board of Directors by majority vote shall appoint an impartial committee of no less than two (2) Members to review envelopes and count ballots at the annual meeting. The impartial committee shall not include current Directors or their spouses, or candidates for the Board of Directors or their spouses. The committee shall disregard any ballot that does not comply with the Association's election procedures. An election is not required at the annual meeting unless more candidates are nominated than vacancies exist. If an election is not required because there are either an equal number or fewer qualified candidates than vacancies exist, then such candidates shall commence service on the Board of Directors at the annual meeting regardless of whether a quorum is obtained at the annual meeting. Directors shall be elected by a plurality of the votes cast by eligible voters. Cumulative voting is prohibited.~~