

Cross-Reference: Declaration Book 3513
Page 561

**FOURTH AMENDMENT TO THE
AMENDED, RESTATED AND INTEGRATED DECLARATION OF
COVENANTS, CONDITIONS, AND RESTRICTIONS AND COMMUNITY COVENANT
FOR
THE SOUTHWOOD RESIDENTIAL COMMUNITY**

THIS FOURTH AMENDMENT TO THE AMENDED, RESTATED AND INTEGRATED DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS AND COMMUNITY COVENANT FOR THE SOUTHWOOD RESIDENTIAL COMMUNITY ("Fourth Amendment") is made as of the date set forth below by the St. Joe Company, a Florida Corporation ("Declarant").

WITNESSETH

WHEREAS, on May 25, 2006, Declarant recorded that certain Amended, Restated and Integrated Declaration of Covenants, Conditions, and Restrictions and Community Covenant for the Southwood Residential Community in Deed Book 3513, Page 561, *et seq.*, of the Official Records of Leon County, Florida (as amended and supplemented from time to time, the "Declaration"); and

WHEREAS, pursuant to Section 22.1 of the Declaration, during the Class "B" Control Period, Declarant may unilaterally amend the Declaration for any purpose; and

WHEREAS, the Class "B" Control Period has not expired or been terminated; and

WHEREAS, Declarant desires to amend the Declaration in the manner set forth herein;

NOW, THEREFOR, pursuant to Declarant's reserved authority, Declarant hereby amends the Declaration as set forth herein below:

This 13th day of March, 2020.

DECLARANT/CLASS "B" MEMBER:
THE ST. JOE COMPANY, a Florida corporation

Witnessed By:

By: [Signature]
Print Name: Shirace Angus

By: [Signature]
Marek Bakun, Executive VP & CFO

By: [Signature]
Print Name: ELIZABETH J. WATERS



State of Florida
County of Walton

The foregoing instrument was acknowledged before me, by means of X physical presence or ___ mobile notarization, this 13th day of March, 2020, by Marek Bakun as Executive Vice President & Chief Financial Office of The St. Joe Company. He is personally known to me.

NOTARY PUBLIC



GRACE ANGUS
Commission # GG 172991
Expires January 7, 2022
Bonded Thru Budget Notary Services

sign Grace Angus

print: Grace Angus
State of Florida at Large (Seal)
My Commission expires:

Witnessed By:

By: Grace Angus
Print Name: Grace Angus

By: Elizabeth J. Walters
Elizabeth J. Walters, Secretary

By: Michelle Ringquist
Print Name: Michelle Ringquist

[seal]

State of Florida
County of Walton

The foregoing instrument was acknowledged before me, by means of X physical presence or ___ mobile notarization, this 13th day of March, 2020, by Elizabeth J. Walters as Secretary of The St. Joe Company. She is personally known to me.

NOTARY PUBLIC



GRACE ANGUS
Commission # GG 172991
Expires January 7, 2022
Bonded Thru Budget Notary Services

sign Grace Angus

print Grace Angus
State of Florida at Large (Seal)
My Commission expires:



**AMENDED, RESTATED AND INTEGRATED DECLARATION OF
COVENANTS, CONDITIONS, AND RESTRICTIONS AND COMMUNITY COVENANT
FOR
THE SOUTHWOOD RESIDENTIAL COMMUNITY**

[Text to be deleted is ~~stricken~~]

6.3 Voting.

~~(c) Exercise of Voting Rights. Except as otherwise specified in this Declaration or the By-Laws, Neighborhood Representatives shall exercise the vote for each Lot a Class "A" Member owns; provided, until a Neighborhood Representative is first elected for a Neighborhood, each Owner within such Neighborhood may personally to cast the vote attributable to his or her Lot on any issue requiring a membership vote under the Governing Documents. A Neighborhood Representative may cast the number of votes corresponding to the number of eligible Class "A" votes within his or her Neighborhood.~~

~~Prior to any schedule vote, a Neighborhood Representative shall poll the Owners within the Neighborhood and allow a reasonable time for response. Polling may be done through posting notice of the vote in a conspicuous, prominent place within Southwood, by publication in a newsletter circulated to eligible voters, via the Residential Community's intranet site, or such other method as the Neighborhood Representative deems, in its discretion, reasonable calculated to provide notice to such Owners. Any notice shall provide specific instructions on how voting direction may be conveyed to the Neighborhood Representative. For each Lot for which specific voting direction is given, the Neighborhood Representative shall vote as directed. For each Lot from which no direction or conflicting direction is given, the Neighborhood Representative may cast the vote for such Lot as he or she, in his or her discretion, deems appropriate~~

...

6.4. Neighborhoods and Neighborhood Representatives.

~~(b) Neighborhood Representatives. Subject to the procedures outlines below, the Class "A" Members within each Neighborhood shall elect a Neighborhood Representative to represent the Neighborhood and to cast the Class "A" Member votes within the Neighborhood. Each Neighborhood Representative shall be an Owner in good standing of a Lot in the Neighborhood he or she represents. Each Neighborhood Representative shall serve a two-year term; provided, in order to provide for Neighborhood Representative elections to coincide with the Association's annual meeting or to otherwise occur collectively at a desired time during the year, the Board may, but shall not be obligated to, extend or reduce the term of a Neighborhood Representative accordingly. Neighborhood Representatives may serve no more than two consecutive terms.~~

~~Declarant shall appoint the initial Neighborhood Representative from each Neighborhood and shall commence appointing Neighborhood Representatives no later than at such time as 25% of the Lots anticipated for the Residential Community under the Master Plan have been conveyed to Class "A" Members other than Builders; provided, a Neighborhood Representative need not be appointed for a Neighborhood prior to the time that 25% of the Lots anticipated for such~~



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~~Neighborhood have been conveyed to Class "A" Members other than builders. After the initial Neighborhood Representative is appointed from a Neighborhood, successor Neighborhood Representatives from the Neighborhood shall be elected by a vote of the Class "A" Members owning Lots within the Neighborhood to succeed the Neighborhood Representative from such Neighborhood whose term is expiring.~~

~~For any Neighborhood Representative election, the candidate who received the greatest number of votes shall be elected. The candidate receiving the next greatest number of votes shall be elected as the alternate Neighborhood Representative and shall act in the Neighborhood Representative's absence.~~

~~Votes for Neighborhood Representatives may be cast by written ballots through the mail, by computer (e.g., electronic mail or intranet system), or at a meeting of the Class "A" Members within the Neighborhood, as the Board determines. If the Class "A" Members holding at least 10% of the votes attributable to Lots within any Neighborhood sign a written petition and present for election as Neighborhood Representatives may be nominated by the Board, a nominating committee the Board appoints, and from the floor during an election meeting, or, in addition or in the alternative, any Person may submit his or her name for consideration.~~

~~The presence, in person or by proxy, or the filing of ballots by Class "A" Members representing at least 25% of the total Class "A" votes attributable to Lots in the Neighborhood shall constitute a quorum at any neighborhood meeting or election. In the event of a failure to obtain a quorum or if there is a vacancy in such positions for any Neighborhood, the Board may appoint a neighborhood Representative or alternate Neighborhood Representative to represent the Neighborhood for a new term or the remainder of a vacated term, as applicable.~~

~~Any Neighborhood Representative (other than Declarant's appointee) may be removed, with or without cause, upon the vote or written petition of Owners of a majority of the Lots owned by Class "A" Members in the Neighborhood which the Neighborhood Representative represents.~~

~~Neighborhood Representatives are subordinate to the Board, and their responsibility and authority does not extend to policymaking, supervising, or otherwise being involved in Association governance beyond voting on matters put to a vote by the membership.~~

6.5. Voting Groups.

Before the Class "B" Control Period expires, Declarant, in its sole discretion, may combine different Neighborhoods into Voting Groups for the purpose of electing directors to the Board. The purpose of Voting Groups is to provide for representation on the Board by groups with dissimilar interests and to avoid particular groups dominating the Board due to the number of votes held by such groups. Declarant shall establish Voting Groups, if at all, by Recording a Supplemental Declaration identifying the Voting Group in any manner by which the Lots within the Voting Group can clearly be determined. Declarant may amend such designations, in its sole discretion, at any time during the Class "B" Control Period. In any event, each Voting Group shall elect an equal number of directors to the Board.



After Declarant's right to appoint Voting Groups expires, the Board, with the approval of ~~Neighborhood Representatives representing a majority of the Neighborhoods and~~ a majority of the total Class "A" votes in the Association, may create one or more Voting Groups, or change existing Voting Groups, by Recording a Supplemental Declaration or amending a previous Supplemental Declaration.

...

6.6. At-Large Representatives.

"At-Large Representatives" shall be designated or elected to serve as directors on the Board. At-Large Representatives shall be residents of the Residential Community and, except for Declarant's designee, elected by votes cast by the Class "A" Members within the Residential Community. For each At-Large Representative election, the candidate who receives the greatest number of votes shall be elected as the At-Large Representative. Except as provided below with respect to the initial terms, each At-Large Representative shall serve a two-year term. At-Large Representatives may serve no more than two consecutive terms.

Declarant shall appoint the initial At-Large Representative, ~~along with the initial Neighborhood Representatives,~~ no later than at such time as 25% of the Lots anticipated for Residential Community under the Master Plan have been conveyed to Class "A" Members other than Builders. Within 30 days after Class "A" Members other than Builders own 50% of the Lots anticipated for the Residential Community under the Master Plan, or whenever Declarant earlier determines, the Board shall call for an election by Class "A" Members of an additional At-Large Representative who shall serve until the mid-point of the other At-Large Representative's term (provided, if the mid-point first occurs within one year of being elected, the additional At-Large Representative shall serve until mid-point of the other At-Large Representative's next two-year term). Thereafter, a new At-Large Representative shall be elected annually, and at all times, the Residential Community shall have two At-Large Representatives within the two-year term of each being staggered.

An election for an At-Large Representative shall take place ~~annually and, if applicable, at the same time as elections for Neighborhood Representatives.~~ Elections shall be by written or electronic ballot without the necessity of a meeting. The person receiving the greatest number of votes shall be elected. A quorum shall not be required to elect an At-Large Representative.

