

# **TARPON RIVER CIVIC ASSOCIATION**

## **BYLAWS**

Purpose of the organization: To create a forum where issues impacting the Tarpon River Neighborhood in particular and the City of Fort Lauderdale in general may be discussed; where ways to improve the quality of life in the Neighborhood and the City may be agreed upon; and where appropriate action may be taken to implement what has been agreed upon.

Mission: To improve the quality of life in the Tarpon River Neighborhood and the City of Fort Lauderdale.

### **ARTICLE I**

#### **ESTABLISHMENT OF THE ASSOCIATION**

##### **Section 1**

###### **Name Of The Association**

The name of this Association shall be “Tarpon River Civic Association” (referred to herein as the “Association”). It shall be a Florida not-for-profit corporation resident in the City of Fort Lauderdale (referred to herein as the “City”).

##### **Section 2**

###### **Association Boundaries**

The Association shall represent the Tarpon River Neighborhood (referred to herein as the “Neighborhood”) in all matters dealing with the City of Fort Lauderdale, Broward County and the State of Florida. The Neighborhood is bounded on the north by the New River, on the west by the South Fork of the New River, on the east by Andrews Avenue, and on the south by Davie Boulevard.

## **ARTICLE II**

### **MEMBERSHIP AND MEETINGS**

#### **Section 1**

##### **Authority**

Authority for direction of the Association shall be vested in its General Membership. Such authority shall be implemented by a Board of Officers and Directors elected by the General Membership (referred to herein as the “Board”). Such Officers and Directors shall be elected as provided for in Article III, Section 2 hereof each year at the December General Meeting (referred to herein as the “Annual Meeting”). Matters of special importance shall be brought before the General Membership from time to time as deemed necessary by the Association’s President or the Board.

#### **Section 2**

##### **Membership**

The term “Member In Good Standing” when used in these Bylaws shall mean: anyone who is age 18 years or over, who pays the annual membership dues on a timely basis, and who is either (1) the owner of property within the Neighborhood where he or she resides, or (2) holds a lease of one year or more on property located within the Neighborhood where he or she resides, or (3) who has resided, and is currently residing, within the Neighborhood for 12 months or more. The membership year shall run from January 1 through December 31. The amount of the annual membership dues shall be determined from time to time by the Board. The membership year for those joining after September 1 of any year shall not expire until December 31 of the following year.

#### **Section 3**

##### **Voting**

Any Neighborhood resident who is a Member In Good Standing, as defined herein, by September 1 of any year shall be entitled to run for office and to vote in person or via a written proxy for Directors and Officers at that year’s Annual Meeting. Commencing thirty (30) days after payment of dues, Members in Good Standing shall be entitled to vote on all matters that come before the membership.

**Section 4**

**Meetings**

Monthly meetings shall be held on the fourth Thursday of each month at 7:00 p.m., or as set by the Board. Advance notice of a minimum of one week shall be given to the General Membership, via e-mail, signs and such other methods as may become available, of any necessary change of time or date. An Annual Meeting shall be held each December to elect the Officers and Directors for the subsequent year as provided for in Article IV.

**Section 5**

**Quorum**

Twenty (20) or more members, present and in Good Standing shall constitute a quorum at any meeting of the General Membership.

**ARTICLE III**

**DUTIES OF EXECUTIVE BOARD MEMBERS**

**Section 1**

**Composition**

The Board of the Association shall consist of a President, Vice President, Secretary, Treasurer, and between three and five Directors, provided that the total number of Directors shall be an odd number. A simple majority of the Board shall constitute a quorum as required to conduct business.

**Section 2**

**Terms**

The President, Vice President and Treasurer shall be elected for a term of one (1) year. The Secretary and three (3) Directors shall be elected for a term of two (2) years each. For clarity, these two-year Director positions shall appear on any ballot as “D-2 Directors”.

The remaining Directors shall be elected for a term of one (1) year, and these one-year Director positions shall appear on any ballot as “D-1 Directors”.

### **Section 3**

#### **Duties**

President: The duties of the President shall be to preside over all Monthly Meetings and meetings of the Board , to take such actions as are necessary to implement policies established by the Board, to represent the Association on public occasions, to keep abreast of all governmental and public actions or proposed actions which may impact the quality of life in the Neighborhood or the City, and to keep the Board and the Membership informed of such issues and proposals. The President shall establish committees and appoint persons from the Board and from the Membership as may be deemed necessary to represent the interests of the Association and to take such action as may be approved by the Board and/or the Membership.

Vice President: The duties of the Vice President shall be to assist the President as requested, to preside in the absence of the President, and to represent the Association on appropriate occasions.

Secretary: The duties of the Secretary shall be to organize and conduct elections and keep the records thereof, to keep the minutes of the Board and General Meetings, to be the custodian of the Association’s records, to prepare and transmit notices to the Association, and to present to the Board all communications addressed to the Association for its action. The Secretary shall attend to all correspondence under the direction of the Board, and perform all other duties incident to this office.

Treasurer: The Treasurer shall, acting in a fiduciary capacity, have care and custody of, and be responsible for, all funds and securities of the Association; and shall deposit such funds in a timely manner in the name of the Association in such bank, or other financial institution as the Board shall designate. The Treasurer shall make and endorse, in the name of the Association, all checks, and orders for payment of money, under the direction of the President and/or the Board. The Treasurer shall keep correct books of account and shall exhibit said books of account and associated bank statements to any Director or Member of the Association, when requested, during reasonable hours.

All checks shall be co-signed by any two of the following three Officers: Treasurer, Vice President, or President.

The Treasurer shall render a written statement of the condition of the finances of the Association at meetings of the Board, and shall read said statement at General Meetings as requested by the President. The Treasurer shall also make a complete written financial report, subject to audit, and read said report at the Annual Meeting, and do and perform all other duties pertaining to this office.

#### **Section 4**

##### **Duty to Act**

The Board shall act on behalf of the General Membership to set policies by which the Association shall be governed. The Officers shall be responsible for the implementation of policies established by the Board. Such implementation shall be subject to review by the Board.

#### **Section 5**

##### **Removal**

Any Board member who fails to attend three (3) consecutive Board Meetings without having been excused by the Board, and without cause, may be removed from office at the discretion of the Board.

#### **Section 6**

##### **Vacancies**

Should a vacancy on the Board occur for any reason, it shall be the duty of the Board to appoint a replacement for the balance of the term of the vacated office or until the next election, whichever shall occur first. The Board may choose to allow the vacant position to remain open until the next election if there are three months or less until the next election.

## **ARTICLE IV**

### **NOMINATION AND ELECTION OF EXECUTIVE BOARD MEMBERS**

#### **Section 1**

##### **Nominating Committee**

A Nominating Committee consisting of at least three members in good standing shall be appointed by the President subject to approval by the Board and by the Membership at the September General Meeting.

#### **Section 2**

##### **Nominations**

Those nominated for Officer and Director positions will be placed on the slate and notice thereof will be published in the October newsletter. This slate of candidates shall be presented to the membership at the October meeting. Nominations from the floor shall follow, and the full slate of candidates shall be published in the November Neighborhood newsletter.

#### **Section 3**

##### **Election**

Election of Officers and Directors shall be held at the December Annual Meeting. Voting by ballot shall be from the list of all nominees published in the November Neighborhood newsletter.

## **ARTICLE V**

### **AMENDMENTS OF BYLAWS**

The Bylaws of the Association may be amended by the following procedure:

- A. Proposal approved by the Board

- B. Proposal read by the Secretary at two consecutive General Meetings
- C. Proposal published in the two newsletters preceding the General Meetings whereat the proposals are read as per B. above.
- D. Proposal voted upon at *the second of the two* General Meetings referenced in B. above, and must be approved by a two-thirds majority of those members present and voting, assuming a quorum.

## **ARTICLE VI**

### **ROBERT'S RULES OF ORDER**

ROBERT'S RULES OF ORDER shall prevail in any circumstances not covered by these Bylaws. A copy of these rules shall be kept on hand by the Secretary and, if invoked, the person so invoking them shall explain the context in which they have been invoked.