

BYLAWS FOR THE GROVE PARK OAK HOLLOW CIVIC ASSOCIATION

Comment [1]: ORIGINAL DOCUMENT
APPROVED IN MARCH OF 1992 BY
GENERAL MEMBERSHIP
MAY, 2017 Final Draft

ARTICLE I: NAME AND OBJECTIVE

1. This nonprofit civic association shall be known as:
Grove Park Oak Hollow Civic Association (GPOHCA).
2. The principle objective for which GPOHCA is organized shall be to further the common good and welfare of the community of the subdivisions of Grove Park and Oak Hollow, in the county of Clay, in the state of Florida. In addition, GPOHCA will promote, establish, and maintain civic improvement programs, educational programs, beautification projects, and other incidental projects as are appropriate for the benefit of the community. GPOHCA is not intended to make a profit. GPOHCA promotes communication and education between the Grove Park community, Clay County, and the Town of Orange Park. GPOHCA also provides a governing body functioning under democratic principles.

ARTICLE II: MEMBERSHIP

1. Each single family dwelling unit in the Grove Park Oak Hollow subdivisions shall be eligible for one GPOHCA membership. Membership is voluntary and includes annual general membership dues and submission of contact information. Membership includes GPOHCA voting rights.
2. Annual membership dues will be established by membership majority vote based on board recommendations at a general membership meeting. These dues shall be payable on the first day of the fiscal year of GPOHCA. Any other dues or fees established in accordance with the Bylaws, to cover extraneous expenses and/or costs incurred, may be levied when necessary by approval of the general membership.
3. Membership dues/fees are not transferable.
4. Dues/fees delinquent for more than thirty (30) days will cause suspension of voting rights until these dues/fees are made current.

ARTICLE III: BOARD OF DIRECTORS

1. The government of GPOHCA shall be vested in the Board of Directors consisting of at least five (5) members. The members of the Board of Directors shall be elected from among nominees submitted by the general membership for the offices of President, Vice President, Secretary, and Treasurer. The remaining member of the Board will be appointed by the elected Board members.
2. It shall be the duty of the Board to:
 - A. Keep complete records of all minutes, acts and proceedings of GPOHCA.
 - B. Present full financial statements annually at one general membership meeting, showing in detail the assets, liabilities, and general condition of the Association and its affairs.
 - C. Provide a quarterly financial statement on request of a general member.
 - D. Hold bimonthly Board meetings on even numbered months and any other meetings deemed necessary.
3. Specific duties of the Officers.
 - A. The President shall preside at all meetings of the membership and of the Board of Directors. The President shall appoint the chairmen of the committees, and shall be an ex-officio member of all committees. The President shall co-sign all contracts and all other instruments in writing which have first been approved by the Board of Directors. The President shall be responsible for the petty cash funds in the amount of twenty five (\$25.00) dollars made available from the Treasurer for the purpose of making disbursements on behalf of GPOHCA in matters arising between meetings. Such disbursements shall be reviewed and replaced at the following meeting of the Board of Directors. The President will be a non-voting member on matters requiring a board vote, except, in the event of a tie, the President will have the tie breaking vote.

- B: The Vice President, in the absence of the President, shall assume duties as conferred upon the President. Together with the President, the Vice President shall be responsible for carrying out the policies and objectives of GPOHCA.
- C. The Secretary shall keep a complete record of all meetings of both the general membership and the Board. The Secretary shall prepare all correspondence and shall maintain a file of all correspondence. The Secretary shall also keep a current roster of the membership. The Secretary shall serve notices of all Board and General membership meetings.
- D. The Treasurer shall receive and disburse the funds of GPOHCA. The Treasurer shall maintain a complete accounting of all income and disbursements. The Treasurer shall make financial reports to the membership and Board of Directors at all Board and General membership meetings. The Treasurer shall present financial records for audit by a committee of three (3) non board members (to be appointed by the Board) annually and at other such times as directed by the Board of Directors. The Treasurer is required to co-sign all contracts or other instruments in writing which have first been approved by the Board.

4. Replacing a Board Member

- A. Any officer may be removed from office with just cause by a majority of the Board of Directors at any regular or special meeting of the Board of Directors. Missing three consecutive meetings shall justify removal from office.
- B. Any officer may resign at any time by giving written notice to the President or the Secretary of the Association. Any such resignation shall take effect at the date of receipt of notice, or any later date stated therein.

C. Any vacancy on the Board of Directors (caused by death, resignation, disqualification, or any other cause) shall be filled by appointment of the President with approval by the Board. The appointee shall then fulfill the remainder of the vacated term.

5. Disbursements:

A. No disbursements of GPOHCA funds shall be made unless the sum shall have been approved, authorized, and ordered by the Board of Directors or General membership. Except as provided herein, all disbursements shall be made by checks which have been co-signed by two (2) authorized signatures.

B. The Board of Directors shall authorize the expenditure of funds not to exceed fifty dollars (\$50.00) per month and a report shall be given of the amount expended to the membership at the next regular meeting of GPOHCA. For expenditures greater than fifty dollars (\$50.00), an approval from the membership consisting of a majority of the membership present shall be required.

ARTICLE IV: VOTING

1. Voting rights: current GPOHCA members, as described in ARTICLE II of the Bylaws, are entitled to one vote on elections and issues at Board and General membership meetings.

2. Election of Board Members

A. Elections, to be held annually, shall be conducted so as to insure a continuity of the Board members of fifty percent. Each year, two (2) Board members shall be elected for a period of two (2) years. The first year the President and Secretary will assume two year tenures and the Vice president and Treasurer will serve one year terms.

B. A majority of the votes cast at the election meeting shall be required to elect any member to the Board of Directors.

3. Proxy/Absentee Voting

- A. At all membership meetings voting will be in person or by proxy. Proxies may be used to obtain a majority vote but no person shall be entitled to vote by proxy unless their attendance is impossible by reason of illness, military duty, civilian employment, absence from the area or other good cause acceptable to the Board of Directors.
- B. At least five (5) days prior to a General membership meeting, a program of the upcoming meeting shall be made available, including a list of issues to be decided. A proxy which lists these issues in ballot form may be picked up from the Secretary, completed and returned to the Secretary. By proxy, the member relinquishes his vote to the Board of Directors on any additional issues raised at the meeting and voted upon. Proxies must be signed and submitted at least one day before that General membership meeting.

ARTICLE V: MEETINGS

- 1. Board of Directors meetings will be held bimonthly, (on even numbered months) and as called by the President. No meeting will be held without a simple majority of Board members present. Special meetings of the Board shall be held when called by the President, Vice President, Secretary, or Treasurer, or upon request of Directors.
- 2. General Membership Meetings
 - A. General membership meetings are open to the public and shall be held bimonthly, (on odd numbered months) at a time and place to be selected by and conveyed to the membership by the Board of Directors.
 - B. All members of GPOHCA, as described in ARTICLE II of the Bylaws, shall have the right to attend all meetings of the membership or of the Board and shall have the right to discuss all matters before the group. Voting shall be limited to GPOHCA members in good standing as described in ARTICLE II and ARTICLE IV of the Bylaws. Approval of a topic shall be constituted by a majority vote of members present.

3. Special meetings

- A. Special meetings may be called by a majority of Board members or upon written request by ten (10) general members.
- B. Notice of special meetings shall be given in writing to the members by the GPOHCA Board of Directors. Written notices of each special meeting shall be given or sent to each member by e-mail, or social media (Website, Facebook, etc.), or by notice in bulletin form, delivered at least five (5) days before the time of such meetings.

ARTICLE VI: COMMITTEES

- 1. There shall be the following standing committees:
 - A. Communication/Technology (Website, Facebook, Telephone, E-Mail)
 - B. Membership and Fundraising
 - C. Community Action and Education
 - D. Social and Beautification
- 2. The specific duties of the committees shall be assigned by the Board of Directors. The members of the Board of Directors shall serve as chairmen to the standing committees.
- 3. The Board of Directors may, at its discretion, provide for the appointment of additional temporary or permanent committees.
- 4. All committees shall be ultimately responsible to the Board of Directors and, upon request, present a formal report of their progress.

ARTICLE VII: AMENDMENTS

These Bylaws of GPOHCA may be amended by a majority vote of the membership present at any general membership meeting. Written notification of amendments must be distributed at least thirty (30) days prior to voting on the proposed amendments.