

# **HERNANDO BEACH PROPERTY OWNERS ASSOCIATION, INC.**

## **BYLAWS**

### **ARTICLE I**

#### **Name and Purpose**

As set forth in the ARTICLES OF INCORPORATION filed with the Secretary of State, State of Florida, this organization situated in Hernando Beach, Hernando County, Florida is named the “Hernando Beach Property Owners Association, Inc.”, hereinafter called HBPOA. The purpose of this organization is to unite the property owners of Hernando Beach for Civic purposes that lead to improved quality of life.

### **ARTICLE II**

#### **Membership**

1. Membership in HBPOA is open to all owners of property in Gulf Coast Retreats, Unit 1 through 8 and Hernando Beach Units 2A through 14B.
2. Any property owner shall be recognized as a member of HBPOA upon verification of ownership of property as outlined in Article IV, line 6 and the payment of the annual dues.
3. The fiscal year is from January 1 through December 31.
4. The annual dues amount is established by the Board of Directors, hereinafter called the Board, subject to a majority vote of the membership. Any person or family joining and paying dues during the months of November and/or December shall be considered as paid up for the upcoming dues year, enjoying all rights and privileges.
5. The annual dues payment is due and payable on the first day of January each year. Any members whose dues are not paid within 90 days thereafter, by March 31, shall be referred to the Membership Committee for action.

### **ARTICLE III**

#### **Officers**

The officers of HBPOA are President, Vice President, Secretary, and Treasurer. Only members in good standing and as defined in Article IV, item 6 can hold office. No member shall hold more than one office at a time. Neither the President nor Vice President shall serve more than two consecutive terms in the same office. No person representing HBPOA as an Officer or Committee Member shall have a felony record of conviction. These officers shall perform the following duties:

#### **President**

1. The president shall preside at all meetings of the membership and of the Board and shall ensure that the Rules of Order are applied without favoritism, that all important matters receive adequate discussion and that all decisions reached at meetings reflect the majority of the voting members present and voting. The President is responsible for directing, leading and guiding the membership in upholding the Articles of Incorporation and the Bylaws.
2. The President may cast a vote in the event of a tie but may not make a motion. The President shall be ex-officio a member of all committees except the Nominating and Auditing Committees.

#### **Vice President**

1. The Vice President shall assume all of the duties and responsibilities of the Presidency in the absence, incapacity, or death of the President.
2. The Vice President shall serve as Chairman of the Program Committee and may call upon the assistance of as many members as necessary to assist in that function.

### **Secretary**

1. The Secretary shall serve as the presiding officer in the absence of both the President and the Vice President.
2. The secretary shall:
  - (a) record the minutes of all meetings of HBPOA either in writing or by use of a tape recorder and preserve them for the archives.
  - (b) record attendance at all meetings.
  - (c) serve as historian of HBPOA.
  - (d) in cooperation with the Treasurer, maintain the official roster of the membership and publish same for the membership semi-annually in April and October or as directed by the Board of Directors.

### **Treasurer**

1. The Treasurer shall:
  - (a) Verify property ownership for all new membership applications, receive all dues and other funds of HBPOA.
  - (b) maintain records of all fiscal transactions including receipts, deposits and disbursements in accordance with accepted accounting principles and practices.
  - (c) prepare a monthly report to the membership and a report for the annual meeting in a format prescribed by the Board of Directors.
  - (d) notify the Membership Committee of those delinquent in dues.

## **ARTICLE IV**

### **Nominations, Elections and Voting**

1. At the regular meeting in September of each year, a Nominating Committee of three members shall be elected from the floor. Officers and Directors in office at the time of this election shall not be eligible to serve on this committee. It shall be the duty of this committee to (1) select a chair and (2) nominate one candidate for each of the offices to be filled at the annual election to be held at the November meeting. The Nominating Committee shall make its report at the October meeting following which, the presiding officer will call for nominations from the floor. Nominations from the floor shall be accompanied by verification of the nominee's acceptance which can be verbal if the nominee is present or in writing if the nominee is absent. Lack of verification will result in rejection of the nomination. Election of Officers and Directors for the upcoming year will be held at the November meeting.
2. In the event that one or more members are nominated from the floor, the President shall appoint an Election Committee of three members, one of whom shall be designated as Chairman, to conduct the election, which shall be by secret ballot. This committee shall count the votes and give the result to the Secretary who will record the result and give it to the President who will announce the result to the membership without disclosing the ballot counts.
3. The officers elected at the November meeting shall be installed at the following January meeting to serve for a term of one year or until their successors are elected and installed.
4. Voting by proxy shall not be permitted.
5. Voting members are those who have paid their current annual dues and who are members in good standing.

6. Each property owner has only one vote. The property owner is the individual or individuals listed on the property deed and as the owner(s) of record on file with the Hernando County Property Appraiser's office or on a purchase of property if the deed has not yet been recorded.
7. A member of HBPOA may only have one vote regardless of the number of properties he/she/they may own.
8. Absentee ballots can be requested from the Secretary in writing after the nominations have been placed on the slate.

## **ARTICLE V**

### **Board of Directors**

1. This board shall consist of nine (9) members, the elected officers, four (4) elected directors and the immediate Past President.
2. A Director shall serve a two year term with a Director elected each year or until his/her successor is elected and installed. The exception is the immediate past president who will serve only one-year term unless the President is re-elected.
3. The President shall be Chairman of the Board of Directors.
4. The Board shall have general supervision over the affairs of HBPOA between business meetings, fix the hour, date and place of the meetings, fix the amount of annual dues subject to membership approval and make recommendations to the HBPOA as to its objectives and activities. None of its acts shall conflict with actions taken by the full membership.
5. Regular meetings of the Board shall be held monthly at a time and place agreeable to the Chairman and the Board. Special meetings of the Board may be called by the Chairman at a time and place agreeable to the Board
6. Five (5) members shall constitute a quorum for board meetings.
7. In the event of a director/officer vacancy, the Board shall have the power to appoint a replacement to serve until the next election and installation of officers—after notifying the membership of the vacancy so anyone interested may volunteer their services.
8. Any officer or director may be removed for cause by a two-thirds vote of the membership present at any regular meeting provided that said officer has been advised in writing of the proposed action at least thirty (30) days prior to the date of meeting.
9. A director's seat on the Board shall be declared vacant if absent from three (3) consecutive board meetings without just cause.

## **ARTICLE VI**

### **Meetings**

1. The regular meetings of HBPOA shall be held on the first Thursday of each month unless otherwise directed by the Board. Meetings during July and August shall be at the discretion of the Board or by a majority vote of the membership present and voting.
2. The regular meeting in November shall be for the purpose of electing officers, receiving reports and transacting such other business as may be properly brought before the membership.
3. Special meetings shall be called by the President at the written request of a majority of the Board or at the written request of ten or more members of HBPOA. The reason shall be stated in writing and, except in the case of an emergency, at least seven (7) days notice shall be given to the membership.
4. Meetings may be attended by HBPOA members, their guests, and potential members (Hernando Beach Property Owners). Only members in good standing have voting privileges as outlined in Article IV, item 5. Others may attend HBPOA meetings when advertised as an "Open" meeting.

5. A quorum shall consist of those members in attendance who are in good standing and eligible to vote. (May 2007)

## **ARTICLE VII**

### **Committees**

There shall be the following standing committees, the Chairman of which shall be selected by the committee with the exception noted below. Each Chairman will advise the Board and President of the members of his/her committee in a timely manner.

1. A Membership Committee. The Secretary shall be ex-officio member. It shall be the duty of this committee to encourage eligible property owners to join HBPOA and to take an active part in the affairs of same, to maintain an up-to-date roster of the membership, notify those whose dues are delinquent and to notify all members by telephone and or e-mail of each meeting.
2. A Program Committee. Chaired by the Vice President. It shall be the duty of this committee to schedule speakers on subjects of interest to the members and to arrange other programs to encourage attendance at meetings.
3. A Publicity Committee. It shall be the duty of this committee to prepare and distribute press releases on functions, programs, and positions of HBPOA members and to arrange other programs to encourage attendance at meetings.
4. A Hospitality Committee. It shall be the duty of this committee to welcome first time visitors and introduce them to others. They shall also serve as a "Sunshine" Committee to inform the membership of other member's poor health.
5. A Governmental Affairs Committee. It shall be the duty of this committee to keep abreast of County or State actions which may affect the membership or the Hernando Beach Community. This committee will advise the President, the Board and the membership on actions that they recommend be taken to influence political decisions such as letter writing, telephone calls or attendance at political meetings.
6. A Finance Committee. This committee will be chaired by the Treasurer and will consist of two additional members selected by the Board of Directors. The finance committee is responsible for proposing an annual budget and may address other financial matters at the request of the Board of Directors.

## **ARTICLE VIII**

### **Finances**

1. All funds of HBPOA shall be kept in a checking account in a local bank designated by the Board
2. Any checks drawn on this account shall be signed by the Treasurer and counter-signed by any officer.
3. Any expenditure greater than \$50.00 requires approval of the President and the Board. Expenditures exceeding \$200.00 shall require majority vote approval of the membership (except twice yearly "mailed" publication of our newsletter.) Extraordinary expenditures shall require prior vote approval of the majority membership present at either a regular or special meeting.
4. All expenditures shall be supported by a receipt or voucher.
5. The treasurer's books, records and bank statements shall be professionally audited annually and reported at the February meeting.
6. The Treasurer and a Finance Committee appointed by the Board shall meet annually in October and propose a budget for the upcoming year. This budget will be presented and voted upon at the January meeting.

## **ARTICLE IX**

### **Amendment Revisions and Enactments of Bylaws**

1. Any member in good standing may propose changes to the bylaws by putting the proposed request in writing and submitting it to the bylaws committee.
2. The bylaws may be revised in their entirety at any regular meeting of the HBPOA by a two-thirds vote of the members present and voting, provided that the revisions have been submitted in writing at two previous regular meetings by a bylaws committee consisting of a minimum of three (3) members chosen by the general membership. The bylaws, when approved by a majority vote of HBPOA, shall take effect immediately and shall supercede all previous bylaws on file.

### **ARTICLE X**

#### **Parliamentary Authority**

The rules contained in the current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED shall govern all actions of HBPOA in all cases in which they are applicable and in which they are not inconsistent with the bylaws and Florida state statutes. The President shall appoint a Parliamentarian from among the membership to assist in the interpretation of Robert's Rules of Order.

Approved by the membership as amended on February 2 2006 and in accordance with Article IX of the By-Laws.

Approved by the membership as amended on June 1, 2006 and in accordance with Article IX of the By-Laws

Approved by the membership as amended on May 3, 2007 and in accordance with Article IX of the By-Laws.