

Sebastian Property Owners Association, Inc.
By-Laws
Revised January 2008

Article I – Purpose

Sec. 1. It shall be the purpose of the Association to:

- A. Promote the general welfare of the City of Sebastian
- B. Foster social and economic advancement.
- C. Discuss legislative and government problems affecting property owners.
- D. Meet with the City, County and State officials concerned with the environmental conditions of the area.
- E. Encourage government to improve transportation, zoning laws, and housing, in keeping with the high standards established in the development of the City of Sebastian.
- F. Work with the City of Sebastian on common goals and programs that benefit property owners.

Article II – Fiscal Year

Sec. 1. The Fiscal year of the Association shall be from May 1 thru April 30.

Article III – Membership

Sec.1. Quorum. Fifteen percent (15%) of the membership shall constitute a Quorum.

Sec. 2. Requirements for Membership. Individuals, firms and corporations meeting the qualifications hereafter prescribed are eligible for membership. Members shall be classified as Regular and Honorary.

- A. Regular Membership shall be limited to individuals **owning** and **renting** property within the City limits of Sebastian. Application shall be made on forms provided for that purpose. Upon determination of the Chairman of the Membership Committee that an applicant meets the qualifications stated herein, and upon verification of payment of dues, the applicant shall become a member.
- B. Honorary Membership may be granted to individuals who have performed outstanding service in the advancement of the objectives and purposes of the Association. An individual shall be declared an Honorary Member upon recommendation, followed by majority vote of the Board of Directors at any meeting at which a Quorum is present, and approval by majority vote of the Membership at any Regular Meeting of the Association at which a Quorum is present.

Sec.3. Voting Rights. Only Regular Members and those Honorary Members who meet the qualifications for Regular Members as set forth in Article III. Sec.2. A. shall be entitled to vote on any matter presented to the membership, provided such members are in Good Standing as specified in Article III. Sec. 4.

Sec. 4. Good Standing. Regular and Honorary Members shall be considered to be in Good Standing so long as their dues are paid in accordance with Article IV., Sec. 2. and Sec. 3.

Sec. 5. Termination of Membership.

- A. If a member fails to pay his/her dues by March 15th, the membership of such person shall automatically be terminated.
- B. Expulsion. Any Member may be expelled for cause (other than non-payment of dues, see Article III. Sec. 5.A. above) and shall have the right of appeal before the Board of Directors. Said member may be expelled by a majority vote of the Board. Expelled members may be reinstated upon application and approval of such application by a majority vote of the Board of Directors.

ARTICLE IV – DUES

Sec. 1. Membership Year. The membership year shall be the calendar year.

Sec. 2. Annual Dues. Membership dues shall be as follows:

- A. Regular Members: Annual dues for each Regular Membership will be ten dollars (\$10.00)*. ~~At the July membership drive, dues will be five dollars (\$5.00) for the portion of time from July 1 through December 31.~~ New members who pay their dues after November 1 will be credited for paying their dues for the following year as well. Family membership available \$15.00 for a couple
- B. Honorary Members: (Who do not qualify as voting members)
None

Sec. 3. Payment of Dues: Dues must be paid by March 15th. Membership will automatically be terminated for any member who does not pay his/her dues by March 15th.

ARTICLE V – OFFICERS

Sec. 1. Officers. The elected Officers of the Association shall be a President and Vice President, a Secretary and a Treasurer.

Sec.2. Qualifications. Regular Members in Good Standing who meet the qualifications prescribed in Article III. Sec. 2.A. shall be eligible for election to any office provided that he or she shall not currently be serving in any elected political office, i.e., city, county, state or federal.

*This does not preclude the Association from periodic membership drive incentives.

Sec. 3. Term of Office.

- A. Commencing May 1, 1995, the term of office for the President and Vice President shall be for two (2) years, or until their successors have been elected.
- B. Commencing May 1, 1996, the term of office for the Treasurer and Secretary will be for two (2) years, or until their successors have been elected.

Sec. 4. Powers and Duties.

- A. **President.** The President shall preside at all meetings of the Association and Board of Directors and shall be the Executive head of the Association, subject to the direction of the Board of Directors.
- B. **Vice President.** The Vice President shall assume the powers and duties of the President when the President, due to absence, incapacity or resignation, is unable to perform the duties of President.
- C. **Secretary.** The Secretary shall keep a record of all meetings of the Association and of the Board of Directors and shall have custody of the Corporate Seal, if any. The Secretary shall perform such other duties as may be prescribed by the Board of Directors.
- D. **Treasurer.** The Treasurer shall have custody of the funds of the Association, shall keep bookkeeping records of such funds, shall disburse all money as directed, shall give a complete financial report at the Annual Meeting, which report shall be audited by a Special Committee, and shall, together with either the President or Vice President, sign all checks. The Treasurer may be required to give a surety bond for the faithful performance of duties in such amount as may be required by the Board of Directors. The premium of such bond shall be paid by the Association.

ARTICLE VI – BOARD OF DIRECTORS

Sec 1. Management. The management of the Association shall be vested in the Board of Directors.

Sec. 2. Membership. The Board of Directors shall consist of the elected officers, the Past President, and five (5) individuals elected by the Association as hereinafter prescribed.

Sec. 3. Term of Office. The term of the Board of Directors (other than officers) shall be one year commencing May 1. The term for elected officers shall be two years.

Sec. 4. Quorum. Two thirds (2/3) of the members of the Board of Directors shall constitute a Quorum.

Sec. 5. Meetings. The Board of Directors shall meet at least once each month of the year, but may meet more often, and shall meet upon the call of the President, or at the request in writing of three (3) members of the Board.

ARTICLE VII – MEETINGS OF THE ASSOCIATION

Sec. 1. Regular Meeting. There shall be a Regular Meeting of the Association on the first Monday of each month except July ~~and August~~. The place of the meeting shall be the North County Library.

September meeting shall be held the 2nd Monday to avoid Labor Day

Sec. 2. Annual Meeting. An Annual Meeting shall be held at the Regular Meeting of the Association in April.

Sec. 3. Special Meetings. Special Meetings may be called by the President. Special Meetings shall be called by the President, upon written request of at least three (3) members of the Board of Directors or upon written request of twenty percent (20%) of the members in Good Standing. Those requesting the meeting will determine the time, place and purpose of such meeting.

ARTICLE VIII – ELECTIONS

Sec. 1. Annual Meeting. The Annual Meeting and election of Officers and Directors shall be held at the Regular Meeting of the Association in April.

Sec. 2. Nominating Committee. At the Regular meeting of the Association in February, the President shall appoint a Nominating Committee consisting of the Past President or a former President, two members of the Board of Directors, and two Members at large. The President shall appoint one member of the Committee to serve as Chairman.

Sec. 3. Nominees. The Nominating Committee shall ascertain that any prospective nominee is willing and able to serve and is a member of the Association in Good Standing. The list of nominees shall be presented to the Board of Directors at the March meeting of the Board for approval at that meeting. The Board shall review the nominations, and the resulting slate of officers and the Board of Directors shall be presented to the Membership at the Annual Meeting in April.

Sec. 4. Nominations From the Floor. At the Annual Meeting in April, any Member in Good Standing may nominate any Member of the Association in Good Standing for election to any office. Such nominations shall be added to the slate of officers before the elections are held.

Sec. 5. Election of Officers. Election of Officers and members of the Board of Directors shall be by a simple majority vote of the Members in Good Standing, present, and voting at the Annual Meeting of the Association in April, provided a Quorum is present.

Sec. 6. Filling of Vacancies. Any vacancy in an elective office shall be filled by a member of the Association in Good Standing and be elected by a simple majority vote of the Board of Directors at a Regular or Special meeting of the Board at which a Quorum is present.

ARTICLE IX – COMMITTEES

Sec. 1. General. Standing Committees shall be as specified in Sec. 6. of this Article. The President may appoint such Special Committees as may be necessary or convenient for the proper conduct of the business of the Association.

Sec. 2. Appointment. Only a Regular Member in Good Standing shall be eligible to be appointed as Chairman or member of any committee.

Sec. 3. Term of Office. The term of office of Standing Committee members shall be one year. Special Committees shall be dissolved upon completion of their special tasks.

Sec. 4. Quorum. Unless otherwise specified, a majority of the members of a committee shall constitute a Quorum.

Sec. 5. Voting. If an alternate member is appointed for a committee, the alternate may vote in the absence of any member of that committee.

Sec. 6. Standing Committees.

- A. Appointment: The President shall appoint a Chairman who may or may not be a member of the Board of Directors and such other members as may be necessary for the proper functioning of the following Standing Committee:

Membership Committee – Calling Committee

Liaison – Public Relations – Ways & Means Environmental Committee

- B. Powers and Duties: The powers and duties of all Standing Committees shall be established by the Board of Directors.

C. All decisions made by committees are subject to board approval

Sec. 7. Special Committees. The President shall appoint a Chairman of any Special Committee whenever deemed necessary. The Chairman shall appoint the members of the committee.

ARTICLE X – AMENDMENTS

Sec. 1. Procedure. Proposed amendments to these By-Laws may be initiated by the Board of Directors or by a recommendation to the Board of Directors signed by at least ten (10) members in Good Standing of the Association. If the Board approves the amendment by a majority vote of the Board at a Meeting at which a Quorum is present, the amendment shall be presented to the membership at the next Regular Membership meeting at which a Quorum is present for discussion and vote.

Sec. 2. Voting. Proposed amendments may be approved at any Regular Meeting of the Association at which a Quorum is present by the affirmative vote of two thirds (2/3) of the Members present.

Sec. 3. Lack of Quorum. In the event a Quorum is not present at a meeting at which a proposed amendment is presented, the amendment or amendments shall be presented at the next meeting at which a Quorum is present.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The Rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the Association in all cases in which they are consistent with these By-Laws or with any special rules of order the Association may adopt.