

TAMIAMI VILLAGE COMMUNITY ACTIVITIES, INC.

BYLAWS

ORIGINAL DATE OF APPROVAL: APRIL 13, 2019

REVISED FEBRUARY 14, 2022

ARTICLE 1: Name

The name of this Corporation is Tamiami Village Community Activities, Inc.

ARTICLE II: Objectives

The Objectives of this Corporation are to:

- Promote good will and friendship among the residents of Tamiami Village;
- Improve Community spirit;
- Improve the general welfare of all;
- Provide a way in which the Corporation's objectives can be achieved.

ARTICLE III: Members

- A. A member is any adult who has been approved for residency in Tamiami Village and currently resides in the Village.
- B. Termination of Membership: After a person has become a member, as set forth above, such membership can be terminated for the following reasons:
 - a. Failure of the member to conduct himself/herself in an acceptable manner as determined by the Board of Directors OR the Tamiami Village Master Association Code of Conduct.
 - b. Failure of the member to comply with Association regulations.

ARTICLE IV: Officers

- A. The Officers of this Corporation are:
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
 - e. Director "A"

- f. Director "B"
- g. Director "C"
- B. These Officers will perform the duties prescribed by these By-Laws and will conduct their business by Parliamentary Authority using Roberts Rules of Order Newly Revised as adopted by the Corporation.
- C. These officers will be elected to serve for a two-year term. The three Directors (A-C) will each serve for three (3) years. Only one Director will be elected each year. Starting with the election of 2019 the President/Secretary will be elected and will, for this term only, serve a three-year term. The Vice-President and Treasurer will be elected for a two-year term. As of election of 2021 terms will then be staggered.
- D. The Officers and Directors will hold their office until a successor is elected or appointed as per ARTICLE VII, Part B.
- E. The term of office will begin as the first order on the agenda of New Business at the January meeting at which time a formal installation ceremony will take place. Failure to hold an installation will not affect the time when the new officers assume their office.
- F. No member will hold more than one office at a time in this Organization.
- G. Officers and Directors may be removed by a majority vote of the Board of Directors for just cause but not limited to non-performance or breach of fiduciary duty.

ARTICLE V: Meetings

- A. The regular meeting of the Corporation will be held on the second Monday of each month unless otherwise ordered by the Association or the Board of Directors.
- B. At the regular meeting held on the second Monday in April, a Nominating Committee of three members will be selected by the President. It is the duty of this Committee to read nominations and accept additional nominations at the November meeting. Members of the Nominating Committee are not barred from becoming nominees for the offices themselves. The Nominating Committee will post the slate of nominees two weeks prior to the Annual Meeting election in December.
- C. The regular meeting on the second Monday in December is known as the Annual Meeting. This meeting is for the purpose of electing officers, receiving reports from Officers and Committees, hearing the financial

review of the Treasurer and any other business which may arise. Elections may be conducted in person, electronically or by absentee ballot as prescribed by State and Federal guidelines.

- D. Special meetings of the Association may be called by the President or the Board of Directors and shall be called upon the written request of fifteen (15) members of the Association. The purpose of the meeting will be stated in the call. Except in the cases of emergency, at least a three-day notice will be given.
- E. Notice of time, place and date of each meeting whether regular, special or Annual shall be provided through Message Board, newsletters (paper/electronic), or other electronic communications. Agendas will be provided and posted at the Friendship Hall bulletin board.

ARTICLE VI: **Quorum**

- A. A quorum of the Association will be two thirds (2/3) of those Members present voting. In the event of a major decision, it is necessary that the motion be read at one meeting and voted upon at the next meeting.
- B. A quorum of the Board of Directors will be a majority of those elected.
- C. Each member of the Association is entitled to one vote on each matter that is properly presented at a meeting.

ARTICLE VII: **Board of Directors**

- A. The Board of Directors shall have general supervision of the affairs of the Corporation between its business meetings, make recommendations to the Corporation and shall perform such duties as are specified by these By-Laws. The Board of Directors shall be subject to the orders of the Corporation and none of its acts will conflict with the orders of the Corporation.
- B. To carry out the affairs of the Corporation between business meetings, the Board of Directors may take action without a meeting, via phone conference, e-mail or video conferencing if the action is then approved in writing and ratified at the next regularly scheduled meeting.
- C. In case of a vacancy in office, the Board of Directors by a majority vote of those present shall appoint a successor who will complete the unexpired term, except as provided in VIII: B. 2.

- D. The Board of Directors shall approve the proper minute keeping books for the Secretary and provide the same.
- E. The Board of Directors shall approve the proper financial record books for the Treasurer and provide the same.
- F. The Board of Directors shall have the authority to approve an expenditure up to and including \$400.00 from the TVCA account. An expenditure that exceeds that amount must have the approval of the Membership in attendance at a regular or special meeting.

ARTICLE VIII: Duties of Officers

A. President:

- 1. Shall preside at all meetings of the Corporation and see that business is properly conducted.
- 2. Shall appoint and discharge all Committees.
- 3. Shall endeavor to carry out the objectives of the Corporation.
- 4. Shall be an ex-officio member of all committees except the Nominating Committee.
- 5. Shall appoint a financial review committee in November, under the direction of the Treasurer, to report at the Annual Meeting.
- 6. Shall speak officially in the name of the Corporation.

B. Vice President:

- 1. Shall in the absence of the President, perform the duties of that office.
- 2. Shall, in the event of a vacancy in the President's office, complete the unexpired term.
- 3. Shall, when requested, assist the President.

C. Secretary:

- 1. Shall keep an accurate record of all meetings in a permanent record book provided for that purpose and report the same at the next meeting.
- 2. Shall conduct all correspondence pertaining to the Corporation.
- 3. Shall, in the absence of the President and Vice-President, call to order and preside over the meeting if a quorum of officers is present.

4. Shall make the minutes available for examination by any Member of the Association at a mutually reasonable time, but this privilege must not be abused at the annoyance of the Secretary.

D. TREASURER:

1. Shall keep an accurate account of all financial transactions in a permanent record book approved and provided for that purpose by the Board of Directors.
2. Shall receive all monies collected by the Corporation and give a receipt for the same.
3. Shall deposit all monies collected in a bank designated by the Executive Committee.
4. Shall pay for all expenditures:
 - a. Shall pay all bills up to and including four hundred dollars (\$400) which have been properly approved by the Board of Directors (upon presentation of a voucher or receipt).
 - b. Shall pay any expenditure over four hundred (\$400) which has been approved by a majority of the Members in attendance at a regular or special meeting.
5. Shall make a complete report to the Membership when requested by the President.
6. Shall maintain all books in such order that a report may be given on order of the *Board of Directors* and be available as the chair of the financial review committee.
7. Shall arrange for all checks to be signed by two authorized signers

E. DIRECTORS:

1. Shall be three (3) in number serving three (3) year terms. One term expiring each year.
2. Shall prepare and keep record of each approved group's lead person and their contact information,
3. Will help the organization meet the Corporate goals.

ARTICLE IX: Agreement of the Corporation

No Officer, Member or Committee will sign or make any agreement governing the Members of the Tamiami Village Community Activities, Inc., except by a two-thirds (2/3) vote of those in attendance at a regular or special meeting of the Corporation.

ARTICLE X: Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order Newly Revised will govern the Corporation in all cases in which they are applicable and in which they are consistent with these Bylaws and any special rules of order the Corporation may adopt.

ARTICLE XI: Amending this Document

These Bylaws can be amended at any regular meeting of the Corporation by a 2/3 (two-thirds) vote of those in attendance provided that the Amendment has been submitted in writing and presented at the previous meeting.

ARTICLE XII: Standing Rules of the Corporation

Standing Rules are previously adopted motions which have a continuing effect. Although combined with, they are not part of these Bylaws. They are not subject to the same rules regarding suspending, amending and rescinding by a two-thirds (2/3) vote.

ARTICLE XIII: FISCAL YEAR

The fiscal year of the Corporation shall commence on the first day of January each year and end the thirty-first day of December of the same year.

ARTICLE XIV: TERMINATION AND LIQUIDATION

Decision to terminate the Corporation shall be done by majority vote of the membership at a meeting scheduled in accordance with Article V of these Bylaws. Under the direction of an administrator selected by the Board of Directors, and following the local, state, and federal liquidation laws, all assets of the Corporation will be sold. The revenue will be put into the Corporation's checking

account. All debts and liabilities will first be satisfied. The remaining funds will be distributed to qualified and recognized charitable corporations as determined prior to the liquidation vote by the Board of Directors. Liquidation of the organization known as the “Tamiami Village Community Activities, Inc.” will become final when all funds are disposed of as directed and all necessary local, state, and federal dissolution are satisfied.

APPENDIX “A”

1. Upon the death of a Member in residence, the Treasurer will draw a check from Corporation funds for the surviving next of kin in the amount of twenty-five dollars (\$25.00).
2. The duly appointed chairperson of any Committee is permitted to spend up to and including thirty-five dollars (\$35.00) for any project without prior permission from the Membership to carry out the duties of that project.

APPENDIX “B”

TVCA FINANCIAL POLICY REVISED

02/06/2020

Instructions for Activity Chairperson:

1. Complete all boxes on TVCA Accounting Form revision 02/06/2020 which pertain to your event.
2. Attach all receipts for stated event.
3. Take completed form to the office with attached receipts and any monies to be deposited.
4. The office staff will make a copy of your form and retain the receipts and cash for deposit; you will be given a receipt for monies and a copy of the form for your records.

Instructions for Treasurer:

1. Check the TVCA Treasurer envelope daily for ledger deposit entries and check requests.
2. General Responsibilities:
 - a. Prepare monthly financial reports/summaries for meetings
 - b. Maintain all bank accounts, including keeping itemized ledgers for each group account including deposits, withdrawals, reimbursements and payments.

WHEN NEEDING A CHECK

Activity Chairperson will submit a request for a check using TVCA Accounting Form revised 02/06/2020 and place request in the TVCA Treasurer folder in the office. Check will be written if account balance permits. This form will indicate by office employee initials that receipts have been filed for the amount being requested.