

South Manasota Sandpiper Key Association, Inc.

Article I

Name and Mission

The name of this organization is South Manasota Sandpiper Key Association, Inc. (SMSKA), a Florida not for profit corporation. The South Manasota Sandpiper Key area is defined as the area from the Charlotte County line on the north to the tip of the Key on the south and east to include Sandpiper Key to the west end of the Tom Adams Bridge. The mission of SMSKA is to provide an action forum for property owners and others with vested interest in the ambiance, economy, ecology, beauty, recreation, safety, and culture of this area, as well as to foster community among residents.

Section 1 - Membership

1. A voting member shall be any person or persons holding title in fee simple to property in the defined South Manasota Sandpiper Key area.
2. An associate member shall be any person or persons who have a supportive interest in Manasota Sandpiper Key area. An associate member shall not have voting privileges and is not eligible to be an officer of the Association.

Section 2 - Dues

Dues for each calendar year shall be established by the Board of Directors. Dues shall be payable and due in October for following calendar year.

Section 3 - Special Assessments

Special Assessments, as the needs of the Association may require, may be made by a majority vote of the members present or represented by Proxy at a Special Meeting provided such assessment shall not exceed the amount of the annual dues.

Section 4 - Voting

Each property owner member of the Association whose dues are fully paid, shall be entitled to cast one vote per ballot. Property held jointly or severally shall be entitled to a single vote.

1. Voting at Special Meetings shall be by Proxy/Ballot system. An Authorized Proxy containing the issues to be addressed at the Special Meeting will be provided in advance when requested from the Secretary.
2. Authorized Ballots containing the issues to be addressed will be available at the Special Meetings for those present and eligible to vote.

3. Authorized proxies must be returned to the Secretary in accordance with the prescribed due date in order to be valid and counted. 4. Only Authorized proxies and ballots shall be recognized and counted when tabulating the votes of the Special Meeting.

Article II

Meeting of Members

Section 1 - Meetings

1. The Annual Meeting shall be held in Englewood, Florida on the second Tuesday of February each year.

2. Regular meetings shall be held on the second Tuesday of each month, except as rescheduled by the board of directors,

from October through May.

Section 2 – Quorum

The voting members present at any meeting shall constitute a quorum.

Section 3 - Special Meetings

Special meetings may be called at any time by a majority of the Board of Directors upon a written ten (10) day notice by the Secretary to the membership. The purpose of the meeting shall be stated in said notice.

Section 4 - Order of Business

Roberts Rules of Order shall govern proceedings of all meetings. The order of business at meetings shall be as follows unless revised by the presiding officer.

1. Meeting call to order
2. Program or speaker
3. Reading and acceptance of minutes from last meeting
4. Report of the Officers
5. Reports of the Committees
6. Unfinished (old) business
7. New Business
8. Comments of the President

9. Adjournment

Article III

Directors and Officers

The Affairs and Business of the Association shall be governed by a Board of Directors.

Section 1 - Organization

The Board of Directors shall consist of six (6) members: The President, Vice President, Secretary, Treasurer, Database Manager, and the Immediate Past President. Term of office shall be two (2) years.

Section 1a.

A quorum of the Board of Directors shall be 2/3 of the Board of Directors.

Section 1b.

Voting members of the Board of Directors shall be the President, Vice President, Immediate Past President, Secretary, Treasurer, and the Database Manager (as long as the Database Manager is a property owner on the Key).

Section 2 - How Elected

Nominations for President, Vice President, Secretary and Treasurer positions shall be presented by the Nominating Committee and shall be selected from the current eligible voting members. Each Officer shall be elected by the majority vote of the voting members in attendance at the February Annual meeting and shall take office at the conclusion of the meeting.

Section 3 - Board of Director Meetings

The Board of Directors shall meet as needed.

Section 4 - Nominating Committee

The Board of Directors shall appoint a Nominating Committee of three (3) members selected from the eligible membership at large no later than the November meeting. This committee shall be charged with the responsibility to present a slate of eligible officer candidates to the membership at the January Meeting.

Section 5 - Vacancies

Any vacancy on the Board shall be filled by the Board of Directors by a majority vote. That appointee shall serve until the next annual meeting where the position will be filled by nomination and majority vote of the membership.

Section 6 - Duties of the Officers

The President shall preside at all meetings of the Association and the Board of Directors. The President shall be an ex-officio member of each committee and the spokesperson for the association.

The Vice-President shall perform the duties of the President in his/her absence or inability to act, due to resignation, illness or death. Further, the Vice President shall over see the Membership Committee.

The Secretary shall keep all records and minutes, all official documents and handle all correspondence of and for the Association.

The Treasurer shall receive and disburse all funds of the Association, keep accurate records of all monies received and paid-out, and report results to the Association.

The Data Base Manager shall maintain the data base of the Association, manage the Web site, and initiate email alerts.

Section 7 - Expenditures

Expenditures by any officer of the Association in excess of Five Hundred Dollars (\$500.00) must have the consent of the Board of Directors. No expenditure shall be authorized unless sufficient necessary funds are available.

Section 8 - Donations

Donations to and from the Association are subject to approval by the Board of Directors.

Article IV

Organization

Section 1 - Committees

The Association shall be comprised of Committees as needed to meet the objectives of the organization.

Section 2 - Revisions to By-Laws

Revisions or amendments to the by-laws shall be proposed and adopted in the following manner:

1. A committee of voting members shall be appointed by the Board of Directors to prepare proposed revisions or amendments.

2. Written notice of the subject matter of proposed revisions or amendments shall be included in the notice of any meeting at which the proposed change is to be considered and such notice shall be delivered to each voting member at least seven (7) days prior to said meeting.

3. The proposed amendments or revisions must be approved by at least two thirds (2/3) of the voting members present at the meeting.