

**Proposed Neighborhood Association Bylaws  
Bylaws  
of the  
Duckpond Neighborhood Association, Inc.**

**A Florida Nonprofit Corporation (Association)  
Last update 9/13/2011**

**ARTICLE I. NAME AND PURPOSE.**

Section 1.01: NAME. The NAME of this organization shall be the Duckpond Neighborhood Association, hereafter referred to as the DNA. It shall be a nonprofit organization incorporated under the laws of the State of Florida.

Section 1.02: PURPOSE: The purpose of this organization shall be civic, charitable, and educational. The organization shall promote community service. The Bylaws shall govern the Corporation and its members and facilitate the fulfillment of the purposes provided in the Articles of Incorporation.

**ARTICLE II. MEMBERSHIP.**

SECTION 2.01: ELIGIBILITY FOR MEMBERSHIP. Any current resident of or owner of property in the Duckpond Neighborhood, Gainesville, Florida, is eligible for Membership in the DNA upon full payment of the annual dues, and completion of an Application for Membership form.

Section 2.02: HONORARY MEMBERSHIP. Any person may acquire Honorary Membership in the DNA upon full payment of the dues OR by a majority vote of the membership at a regularly scheduled meeting. Honorary Membership may be proposed by the President or by a majority vote of the Board. Honorary Membership does include voting rights.

Section 2.03: ANNUAL DUES. The amount required for annual dues shall be set by the board each year and approved by a majority vote of the members in attendance at a regularly scheduled meeting. Full payment of the annual dues will entitle the Resident or Property Owner to full membership privileges for the remainder of that calendar year.

Section 2.04: VOTING RIGHTS. The full payment of the annual dues will entitle each person over age eighteen in the Member's household to one vote apiece in all DNA elections.

Section 2.05: TERMINATION OF MEMBERSHIP. A member may be removed by a majority vote of the membership present at a called meeting.

Section 2.06: RESIGNATION. Any Member may resign by filing a written resignation with the Secretary of the DNA.

### **ARTICLE III. OFFICERS.**

Section 3:01 Board of Directors: The Board of Directors, including officers, should be no more than 15 members. Any member of the DNA is eligible to become a Board Member, except that no Director shall be an elected public official.

Section 3:02 Powers of the Board: The Board of Directors shall manage and have general control over the activities and affairs of the DNA and may exercise all powers that may be exercised or performed by the association pursuant to law and these By-Laws.

Section 3.03: OFFICERS. The DNA shall have the following standing officers:

- 1) President
- 2) Vice-President
- 3) Treasurer
- 4) Secretary

Section 3.04: ELECTION OF DIRECTORS and OFFICERS. The Officers and other Directors shall be elected by a majority vote of the membership present at the annual meeting. Additional Directors shall be selected as deemed necessary by a majority vote of the Board, with designations, functions, powers and duties not inconsistent with the law and By-Laws of the DNA. The Board of Directors shall present a slate of Directors and Officers for election at the Annual Meeting. Nominations from the general membership will also be accepted at the Annual Meeting prior to voting.

Section 3.05: TERM OF OFFICE. The Directors shall serve a one-year term and may be re-elected.

Section 3.06: DUTIES. The duties of the Officers are as follows:

- 1) The **PRESIDENT** shall be the principal executive officer of the DNA and shall preside over all meetings, represent the DNA on public occasions, and make such committee appointments from the membership as shall be deemed advisable for the effective conduct of the work of the Association.
- 2) The **VICE-PRESIDENT** shall assist the President as the President requests, and represent the DNA on appropriate occasions. The Vice-President shall also, in the absence or disability of the President, perform the duties and exercise the powers of the President of the DNA.
- 3) The **TREASURER** shall collect, safeguard, disburse all DNA funds. The Treasurer shall provide a report of the financial status at each Board and general membership meeting and make the reports available for inspection. The Treasurer shall ensure that accurate records are maintained. The Treasurer shall ensure that federal and state forms are filed on time. If requested by the board, the Treasurer will arrange for an independent audit.
- 4) The **SECRETARY** shall keep attendance records, maintain a membership directory, record the minutes of all meetings, maintain records of DNA activities, and conduct such official correspondence as shall be required.
- 5) The duties of the officers shall not be limited to the items listed above and may be assigned additional duties as determined by the Board.
- 6) Unless so authorized, no officer shall have any power or authority to bind the Association by any contract or engagement.

Section 3.07: VACANCIES AND REMOVAL FROM OFFICE. Any Officer may be removed by a majority vote of the members present at a meeting of the DNA (excluding the Officer to be removed). Upon the death, removal, resignation, or incapacity of an Officer of the DNA, a majority of the members present at a meeting of the DNA shall elect a successor.

Section 3.08: MANAGEMENT. The Association shall be managed by the Officers so elected, with powers consistent with the Articles of Incorporation and these Bylaws of the Association.

#### **ARTICLE IV. MEETINGS OF MEMBERS.**

Section 4.01: PLACE OF MEETINGS. Meetings of the Members shall be held at any place the President or a majority of the Board may from time to time select.

Section 4.02: REGULAR MEETINGS. Regular meetings of the DNA shall be held quarterly, at a time and place designated by the President.

Section 4.03: ANNUAL MEETING. An annual meeting of the Members shall be held in the first quarter of each year. At such meeting, the Members shall elect the Officers of the DNA, receive reports on the affairs of the DNA, and transact any other business which is within the power of the Members.

Section 4.04: SPECIAL MEETINGS. Special meetings of the Members may be called by the President, by a majority of the Officers of the Association, or by five percent (5%) or more of the Members entitled to vote.

Section 4.05: NOTICE OF MEETINGS. A written or printed notice of each meeting, stating the place, day, and hour of the meeting, shall be given by the Secretary of the Association, or by the person authorized to call the meeting, to each Member. This notice shall be given at least seven (7) days before the date named for the meeting.

Section 4.06: QUORUM. The Members present at any properly announced meeting shall constitute a quorum at such meeting.

#### **ARTICLE V. VOTING.**

VOTING. All issues shall be decided by a majority vote of members present at the meetings.

#### **ARTICLE VI. COMMITTEES.**

AUTHORIZATION TO ESTABLISH COMMITTEES. The DNA Board may establish committees as deemed necessary to pursue its stated objectives. Members of Committees shall be approved by the Board.

## **ARTICLE VII. FINANCES.**

EXPENDITURES. Expenditures of funds amounting to over Two Hundred Dollars (\$200) in any month must be approved by majority vote of the Membership present at any properly-announced meeting of the Membership. Printing of the DNA newsletter, Neighborhood Informational Notices, and expenses for the Annual Christmas Event at the Thomas Center are exempt from this article.

## **ARTICLE VIII. AMENDMENTS.**

PROCEDURE. These Bylaws may be amended by a two-thirds majority vote of those present at any regular meeting of the Members of the DNA, provided seven days written notice of the proposed amendment and of the meeting is given.

## **ARTICLE IX. ACCEPTANCE OF BYLAWS.**

VOTING. Acceptance of these Bylaws shall be by a two-thirds majority vote of those present at any regular meeting of the Members of the DNA, provided written copies of the Bylaws and written notice of the meeting is given to all Members at least seven days prior to the meeting.

## **ARTICLE X. NON-COMPLIANCE WITH BYLAWS.**

NON-COMPLIANCE PENALTIES. Under no circumstance will noncompliance with any section of these Bylaws constitute the forfeiture of the rights of the DNA to exist or the rights of the DNA to enforce the Bylaws of the Association.