

JUNGLE TERRACE CIVIC ASSOCIATION, INCORPORATED  
BYLAWS

As amended April 1991 to conform with incorporation requirements, and amended June 1993 to conform with Articles of Incorporation and IRS 501(c)3 requirements.

ARTICLE I  
NAME

The name of this association shall be the JUNGLE TERRACE CIVIC ASSOCIATION, INCORPORATED.

ARTICLE II  
PURPOSES

SECTION I. STATED OBJECTIVES.

The purpose of this Corporation is to encourage and facilitate exchange of information between citizens, businesses, schools, libraries, community centers, community based police officers, local legislators, youth and sports groups and organizations for the handicapped, and between this organization and other similar organizations; to provide charitable assistance to members and non-members within our community; to encourage and facilitate government action by legislative and judicial activities, to the extent permitted under Sections 501(c)3 and 501(h) Reg. 3033.0207, of the Internal Revenue Code; and for the advancement of charity and other related or corresponding charitable purposes by the distribution of its funds for such purposes.

SECTION II. NOT FOR PROFIT.

Notwithstanding any other provisions of these articles, the corporation shall not carry any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III  
MEMBERSHIP AND AREA

SECTION I. REGULAR MEMBERSHIP

Regular Members shall be dues paid property owners of the area between 22<sup>nd</sup> Avenue North and 40<sup>th</sup> Avenue North; and between 66<sup>th</sup> Street North, West to Boca Ciega Bay, one member/one vote per household. All Regular Members shall be entitled and limited to one vote in said association after an initial period of 4 months.

## SECTION II. ASSOCIATE MEMBERSHIP

Property owners and bonafide residents of adjoining areas may be Associate Members. Associate Members are not entitled to vote in matters affecting said association, unless by majority vote of the Regular Membership at any regular meeting.

## ARTICLE IV BOARD OF DIRECTORS

### SECTION I. FUNCTION

The Board of Directors shall deliberate and decide upon all matters referred to it relating to the general welfare of the association, its officers and members, which are not specifically covered by the Bylaws. The board shall exercise full governmental jurisdiction over all association affairs, status of members, and allied subjects.

### SECTION II. QUALIFICATION

The board of Directors shall be nominated and elected from among the Regular Membership.

### SECTION III. NUMBER

The board of directors shall have seven (7) members including the four (4) officers of the association and three (3) directors-at-large.

### SECTION IV. ELECTION

Each person named in the Articles of Incorporation as a member of the Initial Board of Directors shall hold office until the first annual meeting of the membership, and until a qualified successor has been nominated, elected and installed or until his/her earlier resignation, removal from office or death.

At first the first annual meeting of the membership and at each annual meeting thereafter the Regular Members shall elect Directors to hold office until the next succeeding annual meeting.

### SECTION V. TERM

The term in office of each Director shall be one (1) year. Each Director shall hold office for the term for which he/she is elected and until a qualified successor has been nominated, elected and installed or until his/her earlier resignation, removal from office or death.

### SECTION VI. VACANCIES

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors. A Director elected to fill a vacancy shall hold office only until the next election of Directors by the membership.

## SECTION VII. REMOVAL OF A BOARD MEMBER

The Board of Directors may for just cause request the resignation of a board member. If said resignation is not forthcoming, the election of that director may be rescinded by the membership at the next regular meeting. A 2/3 vote of the Regular Members in good standing present and voting is necessary to rescind the election.

## SECTION VIII. QUORUM

Four (4) members of the Board of Directors shall constitute a quorum for the transaction of business.

## SECTION IX. MEETINGS

The annual meeting of the Board of Directors shall be held immediately following the annual election of the Board of Directors at the annual meeting of the membership in January.

Regular meetings of the Board of Directors shall be held within one week of the regular membership meetings.

Special meeting of the Board of Directors may be called at any time by the President, or by majority vote of the Board of Directors.

## ARTICLE V OFFICERS

### SECTION 1. NUMBER

The officers of the Jungle Terrace Civic Association, Incorporated shall be a President, Vice-President, Secretary, and Treasurer.

### SECTION II. DUTIES

The duties and powers of the officers shall be as follows:

#### A. PRESIDENT

1. Preside at all meetings of the association; decide on all questions of order.
2. Act as chairperson for the Board of Directors.
3. Enforce the provisions of the Bylaws.
4. Appoint committees with the approval of the Board of Directors.
5. Be an ex-officio member of all committees except the nominating committee
6. Shall have such usual powers of supervision and management as may pertain to the office of the President and shall perform such other duties as may be designated by the Board of Directors.

#### B. VICE-PRESIDENT

1. During the absence or disability of the President, shall possess all powers and perform the duties of the President.

2. In the event of resignation, removal from office or death of the President, shall possess all powers and perform the duties of that office until such time as the Board of Directors shall select one of its members to fill the vacancy.
3. Shall perform other duties as the President and Board of Directors may designate.

C. SECRETARY

1. Shall keep minutes of all general membership and Board of Directors' meetings and make such records available to the Board of Directors on request.
2. Shall keep an accurate record of all names and addresses of all association members.
3. Shall give due and proper notice of all meetings.
4. Shall perform other such duties as may be designated by the President.

D. TREASURER

1. Shall be responsible for all moneys received by the association, deposit funds in the name of the association in an institution acceptable to the Board of Directors, and, with the approval of the Board of Directors, pay all bills incurred.
2. Render a statement of the conditions of the finances of the association at each Board of Directors meeting, and at such times as may be required.
3. Prepare and render a full financial statement for the fiscal year at the Annual Meeting of the general membership.
4. Do and perform all duties pertaining to the office of the Treasurer.

ARTICLE VI  
MEMBERSHIP MEETINGS

SECTION I. ANNUAL MEETING

There shall be an annual meeting of this association during the month of January of each year, on a date to be set by the Board of Directors. The annual meeting shall:

- A. Elect officers and the Board of Directors.
- B. Hear the Treasurers annual report.
- C. Hear the Board of Directors annual report.
- D. Hear other reports.
- E. Transact any other business that may properly come before it.

SECTION II. REGULAR MEETINGS

Regular meetings of the general membership shall be held quarterly after the annual meeting unless otherwise designated by the Board of Directors.

### SECTION III. SPECIAL MEETINGS

Special meeting of the general membership shall be held at the call of the President, by, and with the consent of the majority of the Board of Directors or by request of ten (10) Regular Members in good standing in writing to the President with at least five (5) days notice.

### SECTION IV. QUORUM

A quorum shall consist of a minimum of 20 members in good standing. The requirement may be, from time to time, changed by the Board of Directors, as they may deem advisable.

### SECTION V. MAJORITY VOTE

All matters coming before any meeting of the general membership shall be decided by a majority vote of the Regular Members in good standing present at such meeting.

### SECTION VI. VOTING

#### A. VOICE VOTE

Voting shall be viva voice unless a ballot vote is deemed advisable by the presiding officer.

#### B. VOTING MEMBERS

Only Regular Members in good standing are entitled to vote after an initial period of 4 months. Each Regular Member in good standing is entitled to only one vote in each matter coming before a general membership meeting after an initial period of 4 months.

#### C. PROXY VOTES

Every Regular Member in good standing may authorize another Regular Member in good standing to act for him/her by proxy.

Every proxy must be signed and dated by the Regular Member in good standing. No proxy shall be valid after 30 days from its date unless provided by the proxy. Every proxy shall be revocable at the pleasure of the Regular Member in good standing.

#### D. ABSENTEE VOTES

Any Regular Member in good standing may submit an absentee ballot regarding any matter that comes before a general membership meeting. Absentee ballots must specify which matter or matters are being voted upon and be signed and dated by the Regular Member in good standing.

## SECTION VII PARLIAMENTARY AUTHORITY

The rules contained in “Robert’s Rules of Order Newly Revised” shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

## ARTICLE VII FINANCES

### SECTION I. FISCAL YEAR

The fiscal year of this association shall commence on the first day of January each year.

### SECTION II. DUES

Annual dues in such an amount as may be fixed by the majority of Regular Members at annual or special meetings shall be due and payable annually in January.

### SECTION III. MEMBER IN GOOD STANDING

Any member shall be considered in good standing if dues have been paid. For voting purposes, new members are considered “Members in Good Standing” after an initial period of 4 months. Members who have not paid on time shall be contacted and encouraged to submit dues to the Treasurer. Any member who has not paid dues by the end of March shall be considered not in good standing and dropped from the membership.

## ARTICLE VIII COMMITTEES

### SECTION I. NOMINATING COMMITTEE

The Nominating Committee shall be appointed by the Board of Directors and shall consist of three members, one of whom shall be a Board member. Suggestions for nominations may be sent to this committee by any Regular Member in good standing. The Nominating Committee shall present a single slate of nominees which shall be announced at least fourteen (14) days before the election.

### SECTION II. OTHER COMMITTEES

All other committees shall be appointed by the President with approval of the Board of Directors.

## ARTICLE IX AMENDMENTS TO THE BYLAWS

The Bylaws, or any part thereof may be amended in the following manner:

The proposed amendment may be presented only by a Regular Member in good standing. The amendment must be offered at a regular meeting, in writing, and signed by the proposed. It shall be read by the Secretary at the next regular meeting of the membership held after receipt of said proposed amendment. If approved by majority vote of the Regular Members in good standing at such meeting, said amendment shall take effect immediately, unless otherwise specified.

## ARTICLE X DISSOLUTION AND DISTRIBUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

Amended June 20<sup>th</sup>, 2011 by a vote at the general meeting.

Amended January 19, 2016 QUORUM by Board of Directors to 15 Members.

Amended July 18, 2016 by unanimous vote at members general meeting.

