

**BY-LAWS
OF
LEMON BAY ISLES
PROPERTY OWNERS PHASE I, IA AND II ASSOCIATION, INC.**

**Adopted March 31, 1986
Amended December 1990
Amended March 2018**

TABLE OF CONTENTS

ARTICLE I – NAME	
Section 1.....	1
ARTICLE II – OBJECTIVES	
Section 1.....	1
ARTICLE III – MEMBERSHIP	
Section 1.....	1
Section 2.....	2
ARTICLE IV – OFFICERS	
Section 1.....	2
Section 2.....	3
Section 3.....	3
ARTICLE V – EXECUTIVE BOARD	
Section 1.....	3
Section 2.....	4
Section 3.....	4
Section 4.....	4
Section 5.....	4
ARTICLE VI – COMMITTEES	
Section 1.....	4
Section 2.....	4
Section 3.....	5
Section 4.....	5
ARTICLE VII - MEETINGS	
Section 1.....	5
Section 2.....	6
Section 3.....	6
Section 4.....	6
Section 5.....	6
Section 6.....	6
Section 7.....	7
Section 8.....	7
ARTICLE VIII - FINANCES	
Section 1.....	7
Section 2.....	7
Section 3.....	7
Section 4.....	8
ARTICLE IX - AMENDMENTS TO THE CHARTER OR BY-LAWS.....	8
ARTICLE X – CONTROVERSIAL SUBJECTS.....	8
ARTICLE XI - SEAL.....	9

**BY-LAWS OF
LEMON BAY ISLES
PROPERTY OWNERS PHASE I, IA AND II ASSOCIATION, INC.
Adopted March 31, 1986
Amended December 1990
Amended March 2018**

**ARTICLE I - NAME
Section 1**

The official name of the Association shall be called Lemon Bay Isles Phase I, IA and II Property Owners Association, Inc., hereafter to be called THE ASSOCIATION. This Association shall be non-profit.

**ARTICLE II - OBJECTIVES
Section 1**

To foster, promote and assist the general welfare, and common interests and concerns of the Association property owners.

**ARTICLE III - MEMBERSHIP
Section 1**

Membership shall be limited to those people who are property owners in the Association.

The owner and/or owners of each lot shall be entitled to one (1) vote per lot owned. If a member owns more than (1) lot, that member shall be entitled to one (1) vote for each lot owned subject to the limitations of Section 2 below. If a lot is owned by one (1) person, that member's right to vote shall be established by the record title to a lot. If a lot is owned by more than one person, the person entitled to vote shall be designated in a certificate signed by all record owners of the lot and filed with the Secretary of the Association.

Such vote is not divisible and if the owners of a lot are unable to concur as to who their voting member is, they lose their right to vote until one such member is designated the voting member. If a designation of a voting member is not made, and only one (1) owner is present at a meeting, that person may cast the vote as though he or she owned the lot individually and without establishing the concurrence of the absent member. Only paid up members shall have the right to hold office or the right to vote at meetings. Under no circumstances may a membership be transferred to a person not owning a lot in the Association.

Section 2

Dues for the following year are to be paid on or before January 31st. New lot owners must join the Association and pay first year dues for each lot owned. The amount of Association Fee, yearly dues and penalty for late fees shall be established on recommendation of the Executive Board subject to ratification by a quorum of the membership at the Annual Meeting (January) of the Association. The Association shall have no responsibility for notifying members delinquent in their dues.

Any person who owns more than one (1) lot shall be entitled to a membership for each lot owned provided that member pays a membership fee for each of such lots and shall be entitled to one (1) vote for each membership fee paid. Such property owner may however, elect to pay one (1) membership fee and in that event shall be entitled to only one (1) vote as provided under Section 1 above.

ARTICLE IV - OFFICERS

Section 1

The Officers of the Association shall be: President, Vice President, Secretary and Treasurer. In addition, there will be three (3) Directors to complete an Executive Board.

(a) All Officers shall be elected for a term of two years. For term continuity of the Executive Board Officers commencing with the 2019 election and thereafter, the President and Treasurer will be elected for two-year terms. Commencing with the 2020 election and thereafter, the Vice President and the Secretary will be elected for two-year terms.

(b) One Director shall be elected each year in such a manner as to insure a three (3) year term for each Director.

(c) Should any office be vacated prior to the end of the office term, the vacancy shall be filled by the Executive Board until the next election. The vacancy shall be filled by election of a person to serve the balance of the unexpired term.

Section 2

All Officers or Directors shall be lot owners, paid up members of the Association and reside in Lemon Bay Isles Phase I, 1A, or II.

Section 2

All Officers or Directors shall be lot owners, paid up members of the Association and reside in Lemon Bay Isles Phase I, 1A, or II.

Section 3

DUTIES OF THE OFFICERS SHALL BE:

(a) The President shall be the presiding officer at all Regular, Special, Annual and Executive Board meetings of the Association. The President shall be responsible for coordinating all organizational activities.

(b) The Vice President shall be the second ranking officer and in the absence of the President, for any reason, shall assume the authorities and responsibilities of the President.

(c) The Secretary shall take all minutes at both the Association and the Executive Board meetings. This office shall have charge of all correspondence. The Secretary shall maintain a record of all committees and the membership thereof. The Secretary shall notify all new members of their rights and responsibilities as members of the Association. The Secretary shall inform the President whether a quorum is present.

(d) The Treasurer shall receive all monies and give receipts. The Treasurer shall issue checks for routine payments when authorized by the Executive Board, or in other cases, when authorized by the assembled membership at a Regular or Special meeting. The Treasurer shall maintain a petty cash account not to exceed \$500.00 dollars at any time. This account shall be replenished when required from general funds. Monies from the Association account shall be withdrawn by check, signed by the Treasurer and co-signed by the President or Vice President. The Treasurer shall keep current records as agreed to by the Executive Board.

The Treasurer shall prepare an accounting report for each Regular meeting. The Treasurer shall give a final report at the Annual Meeting. The Treasurer shall maintain a list of the paid-up members of the Association.

ARTICLE V - EXECUTIVE BOARD

Section 1

The affairs of the Association shall be managed by the Executive Board. The membership of the Executive Board is defined in Article IV, Section 1. The Directors shall advise and assist the Officers in the performance of their functions and will be responsible, with the Officers, for any action taken by the Executive Board.

Section 2

Meetings by the Executive Board may be called by the President when deemed necessary. The purpose of the Board is to formulate policies and prepare recommendations for presentation to the Association.

Section 3

The Executive Board shall be responsible for the review and approval of all Association publications, news releases and rules proposed by any committee.

Section 4

Any Officer or Director who has had three (3) absences from Executive Board meetings and has not been excused for such absences by the Board shall automatically be removed from office.

Section 5

There shall be no compensation for any Officer or member of the Board.

ARTICLE VI - COMMITTEES

Section 1

The Executive Board shall annually appoint committees whose terms of office shall coincide with those of the Officers of the Association.

Section 2

The Nominating and Election Committee shall be composed of three (3) members appointed by the Executive Board, but not members of the Board. Appointments will be announced by the President at the Regular November meeting of the Association.

(a) At the December meeting of the Association, the Nominating Committee shall present nominees for each open position. Not more than one (1) member per lot or per family shall be permitted to serve as an Officer or Director in the same year. During the December meeting, additional nominations for any of the open positions may be made from the floor and nominations closed.

(b) The name or names of the nominees for each position will be posted on the community bulletin board by the Chairman of the Nominating Committee at least ten (10) days before the Annual Meeting, at which time, election will take place.

(c) Only paid up members shall be eligible to vote. Voting shall be by secret ballot. After voting is completed, the ballots shall be collected and counted by the Nominating Committee and the results announced by the Chairman of the Committee.

(d) A majority vote of those present is required to elect.

(e) The election of Officers is to be made office by office individually not by a full slate.

Section 3

After the Regular meeting prior to the Annual Meeting, an Auditing Committee of three (3) members other than Officers or Directors shall audit the Treasurer's books and the accounts of appropriate committees and give its report at the Annual Meeting.

Section 4

Special committees may be appointed by the President when deemed necessary and will be discharged at the completion of the task for which they were appointed.

ARTICLE VII - MEETINGS

Section 1

Meetings shall be held at a location, time and date as determined by the Executive Board. All meetings shall be open only to paid-up members of the Association.

Section 2

The official types of meetings shall be: Regular, Special and Annual.
(For Executive Board Meetings, see Article V, Section 2).

Section 3

Regular meetings of the Association shall be held in November, December, January, February, March and April and can only be changed by a thirty (30) day prior posting on a community bulletin board and/or written notice with a majority approval of the Board. The following order of business shall be used at all meetings:

- (a) Call meeting to order, Pledge of Allegiance, roll call of Officers.
- (b) Reading of minutes of previous meeting - approval.
- (c) Reading minutes from last Executive Board meeting.
- (d) Treasurer's report, approval and placed on file for audit.
- (e) Reports of committees.
- (f) Correspondence of the Association.
- (g) Old Business.
- (h) New Business.
- (i) Motion to adjourn.

Section 4

Special meetings may be called at the discretion of the President or a majority of the Executive Board or on a signed petition of twenty-five (25) members. Members shall be notified of such meetings, via the community bulletin board and/or written notice one (1) week before taking place with a specific agenda stipulated for that meeting.

Section 5

The Annual Meeting shall be the regular January meeting.

Section 6

Quorum: A quorum of members for conducting Association business at Regular and Special meetings shall be no fewer than twenty-five (25) paid up members.

Section 7

Parliamentary procedure shall be in line with the updated version of "Robert's Rules of Order".

Section 8

Votes may be cast in person or by proxy. Each proxy shall set forth specifically the name of the person voting by proxy and the name of the person authorized to vote the proxy. Each proxy shall contain the date, time and place of the meeting for which the proxy is given. If the proxy is a limited proxy, it shall set forth those items that the holder of the proxy may vote and the manner in which the vote is to be cast. The proxy shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings. No proxy shall be valid for a period longer than ninety (90) days after the date of the first meeting for which it was given, and it may be revoked any time at the pleasure of the member executing it. The proxy shall be signed by the member or members (if more than one) or by the appropriate officer or partner of a corporation or partnership or other designated person mentioned in Article III, Section 1, or the duly authorized attorney-in-fact of that person or persons (provided the power of attorney is filed with the Secretary of the Association). The proxy shall be filed with the Secretary before or at the meeting for which the proxy is given. One holding a power of attorney for a member, properly executed and granting such authority, may vote that unit.

ARTICLE VIII - FINANCES

Section 1

All proceeds derived from any Association activity shall be paid over to the Treasurer to be included in the general fund of the Association.

Section 2

No funds raised in the name of the Association or through any activity sponsored by the Association, may be donated to any institution or cause without the approval of a majority of the voting members present at a meeting.

Section 3

Single expenditures of over Five Hundred Dollars (\$500.00) must be presented by the Executive Board to the membership from November through March. From April through October the Board shall have the authority to expend up to Fifteen Hundred Dollars (\$1500) if necessary without membership approval.

Section 4

The Executive Board may accept on behalf of the Association any contribution, gift, bequest or devise for the general purposes, or for any special purpose of the Association.

ARTICLE IX - AMENDMENTS TO THE CHARTER OR BY-LAWS

Section 1

Fifty-one percent (51%) majority vote of the total paid up membership shall be required to amend the By-Laws.

Section 2

Amendments can be proposed by the Executive Board or by any one of the membership who is supported by ten (10) other paid up members.

Section 3

Any proposed amendment to be considered shall be posted on the community bulletin board and written notice given at least thirty (30) days or more prior to the meeting.

ARTICLE X CONTROVERSIAL SUBJECTS

Section 1

Subjects of a Religious or of a Political nature shall not be discussed at Association meetings.

ARTICLE XI – SEAL
Section 1

The Seal of the Corporation shall be as follows:
Lemon Bay Isles, Phase I, IA and II
Property Owners Association, Inc.
Corporation
Not for Profit
Florida

The original Articles were voted upon and accepted by the membership of the Lemon Bay Isles Property Owners Association, Inc. at a Regular Meeting dated March 31, 1986.

The amended Articles were voted upon by secret ballot, delivered to all members, and accepted by the membership of Lemon Bay Isles, Phase I, IA and II, Property Owners Association, Inc. The ballots were counted on December 9, 1990.

The amended Articles were voted upon by secret ballot delivered to all members and accepted by the membership of Lemon Bay Isles, Phase I, IA and II, Property Owners Association, Inc. at the membership meeting on March 21, 2018.