

By-Laws of the  
FLOYD HILL AREA PROPERTY OWNERS ASSOCIATION, INC.

Updated DECEMBER 2017

**Commented [WC1]:** Should this be 2021 since the change was approved to the fiscal year?

ARTICLE I – NAME

The name of the Organization shall be Floyd Hill Area Property Owners Association

(FHAPOA). ARTICLE II – PURPOSE

- A. The purpose of this organization is to take a proactive interest in the welfare, education, and civic matters of the property owners and residents. Civic matters include but are not limited to water quality and quantity, sewer/septic, the environment, roads and bridges, fire protection, noxious weed and pest control, security concerns (e.g. – vandalism, neighborhood watch programs, etc.), and others of concern to the whole community.
- B. The Association will take a non-political position regarding educational guests, panels or Association programs. If it becomes necessary, equal time must be given to other views.
- C. It is not the object or intent of this Association to endorse or sell products, promote any profession or business of any member, nor allow them to bring undue influence on the membership.

ARTICLE III – MEMBERSHIP

Regular Member: Any citizen of good repute, 18 years or more of age owning a numbered lot or numbered lots in Hyland Hills, Tonn Development, Elmgreen Acres, and Saddleback Heights is eligible for membership. And will have all the privileges of running for office and voting.

Associate Member: Residents other than property owners shall be considered for membership upon application to the Association. Associate Members cannot hold office and have no voting rights.

Commercial Member: Commercial property owners shall be considered for membership upon application to the Association and will have all the privileges of a regular member.

ARTICLE IV - DUES

- 1 Regular and Commercial property owner's dues shall be no less than \$35.00 per calendar year per household or commercial property. Discounted memberships maybe available at the discretion of the board of directors. For example half year memberships or special event discounts.

Each household or business, which meets the qualifications as set forth in Article III, will be entitled to one (1) vote. Dues shall be payable on ~~January-June~~ 1<sup>st</sup>. of each year.

**Commented [WC2]:** Is this the only line that was changed with the recent vote?

2. Associate Members dues will be the same price as regular memberships one half of the regular membership dues.

- 3 The Board of Officers may adjust dues in the event of unforeseen costs to the Association

#### ARTICLE V – OFFICERS

- A Eligibility: An officer of the Association must be an active, currently paid member. An active member is one who has been a current member a minimum of six (6) months, recommend they attend a minimum of three (3) Association meetings. Any officer or potential candidate for office who does not pay his/her dues on or before ~~the January meeting~~ June 1<sup>st</sup> will be declared out of office or ineligible to run for office. At the discretion of the existing officers, an officer can go past their term limits if no one else is available to run for the position or until a replacement is found.
- B. Duties of Officers:
- (1) President: It shall be the duty of the President to preside at all meetings, name all special committees, name the Chairperson of standing committees and perform such other duties as usually pertain to the office of the President. He/She shall be a member ex-officio of all committees.
  - (2) Vice President: It shall be the duty of the Vice President to assist the President in his/her duties, to officiate in the absence of the President, and to perform other duties as usually pertains to his/her office.
  - (3) Treasurer: It shall be the duty of the Treasurer to:
    - Receive, record, and deposit in the Association's depository bank all the Association money received from members and creditors.
    - Pay all bills against the Association approved by a majority of Officers.
    - Keep a record of the amounts and purposes of disbursements, taking proper vouchers for the various items thereof.
    - For the purpose of validating checks, the signatures of the President, Vice President and Treasurer must be certified to the depository bank. All officers will have access to the account and only one signature is required.
    - He/she shall, at such times as the Association may direct or require, present for examination all books, papers, vouchers, etc., that may be necessary for the proper auditing of accounts.
    - He/she shall present at each meeting a monthly "treasurer's report" showing the condition of the funds of the Association.
  - (4) He/she shall send out due bills and if deemed appropriate Prepare a budget for next year based upon plans of next year's board. The treasurer will be the registered agent of the association.
- B Secretary: It shall be the duty of the Secretary to keep correct minutes of all meetings and send out appropriate notices of all meetings. The Secretary shall also:

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- File and keep all records and communications.
- Keep accurate records of all Executive Committee votes, decisions, actions, and other official transactions that affect the financial solvency of the Association.
- Maintain the current association membership and mailing list for all members and track dues payment. If provided, this list will include street address, phone number and email address. Communications to members should be efficient, timely and cost effective and make use of the best available technology.
- Each ~~January-May~~ update the membership list as we receive membership dues for the new year
- Attend to all appropriate Association correspondence.
- Read at each meeting all bills and communications received or transmitted by the Association since the previous regular meeting.
- Post minutes of meetings on web site and or e-mail to current members

(5) Collectively: It shall be the duty of the Officers of the Association or Board of Directors to work together in a timely manner to notify members of the association of matters arising in the community that could affect our lifestyles. Each officer will have one vote on voting matters, ( not one vote as a member and one vote as an officer)

C. Election of Officers:

- (1) At the regular meeting in ~~November-August~~ (Intent is to do this at the annual picnic) open nominations shall be accepted in writing prior to said meeting from the membership, or in person at said meeting. Existing officers who have served just one term in that position and are interested in running again may volunteer for reelection.

All nominations shall require a seconded motion from an Association Member, this may be in writing or in person.

If no nominations are presented at the ~~November-August~~ meeting and/or specific officer positions do not have a nomination the Vice President shall develop a Nominating Committee to nominate ~~an officer~~ for a full slate of officers to have at the next regular meeting (~~January-October~~) for an election. If there is a lack of candidates (more than two of the four) the election will be postponed until a special meeting ~~in month (February)~~ to elect officers.

In the ~~January-October or February~~ meeting, or special meeting if required, if three positions have candidates, then those candidates will be submitted to a vote by the membership via email for election of their respective positions.

- (2) An official ballot, shall be ~~mailed-sent~~ to each regular current paid member of the Association at least fifteen (15) calendar days prior to the ~~October~~~~next-scheduled meeting (March)~~. Ballots mailed out to each member must be returned to the Secretary prior to, or at the time of this election meeting (~~March~~~~October~~) The election shall be by ballot. All ballots mailed in shall be counted and the ballots added to those cast at this meeting. A committee of members will be appointed to count the ballots and determine the results at that ~~March-October~~ meeting unless the voting was postponed due to not having ~~the a~~ majority of candidates.
  - (3) Vacancies: In case of a vacancy in any office other than that of the President, which shall be filled by the Vice President. Other positions can be filled by a nomination and seconded and a ballot shall be mailed to each regular current paid member of the Association at least fifteen (15) calendar days prior to the next scheduled meeting. Ballots mailed out to each member must be returned to the Secretary prior to, or at the time of the next scheduled meeting. All ballots mailed in shall be counted and the ballots added to those cast at this meeting.
  - (4) Tenure of Officers: All Officers of the Association shall hold office following their election for a period of one year, ~~March to March~~~~October to October~~, unless they ~~have been~~~~are~~ replaced. Any elected officer may succeed himself/herself in office, but his/her term shall not exceed a period of two (2) consecutive years. An existing officer can continue in their position ~~if they have exceeded beyond~~ their term limits if no one else is available to fill the position. This will be considered a temporary appointment. Under these circumstances the existing board should make all attempts to find someone to fill this position. This vacant position must be voted on by the members (see above vacancies for process)
5. New officers will start their positions at the ~~March-November~~ meeting and continue to the next ~~March~~~~November~~ meeting
  6. New officers will meet shortly after being elected to determine plans, goals and objectives for the upcoming year. Furthermore, the officers need to develop suggestions for a budget based upon plans, goals and objectives.
  7. New officers will be trained by the previous officers shortly after taking office Incoming officers should arrange with their outgoing counterpart for a time to meet and discuss transition to be done before ~~May 1~~~~November 1~~. The incoming officers should also meet before ~~May~~~~November~~ 1 to determine plans, goals and objectives for the upcoming year. Furthermore, develop suggestions for a budget based upon plans, goals and objectives.

#### ARTICLE VIII – VACANCIES

A vacancy shall exist whenever an elected officer is absent from 4 consecutive meetings with cause deemed sufficient by the elected Board of Officers.

#### ARTICLE VI – MEETINGS

- A. ~~Board meetings will be held at least every other month.~~
- B. ~~A. —~~ Regular meetings shall be held ~~at four times per year.~~ If necessary, the President can schedule special meetings in- between regular meetings to address specific and/or urgent items.

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C. It is the intent of regular meetings to provide a program at each meeting that would be beneficial to its membership. (i.e. fire mitigation demonstration, annual picnic, CDOT update, etc.)

D. ~~C.~~ Any member can submit a request in writing to the President for a special meeting; however it must be signed by at least ten (10) members. It shall be the duty of the President to call a special meeting within ten (10) days from the date of such request.

#### ARTICLE VII – QUORUM AND VOTE

A meeting Quorum will consist of at least three of the four Officers and three other paid members in good standing. It shall be the duty of the Officers to direct the business of the Association and to present recommendations that would best serve its interests; to consider matters ~~refereed~~referred to it by its members; to act on all matters of importance and to approve all expenditures of the Association monies. An action by the Board of Officers shall be binding on the Association.

#### ARTICLE IX – CHANGES TO THE BYLAWS

Any paid in full member of the Association may submit in writing to the President a request for changes to the bylaws. The president shall present submitted changes to the membership at a regularly scheduled meeting. If the membership approves said changes, a vote of the entire membership shall be initiated.

Changes to the Associations bylaws shall be by ballot. All dues paying Association members will receive a ballot either electronically or by mail, these ballots shall be returned to the Secretary prior to the due date shown on the Ballot. The ballot tabulations will then be presented to the Officers/ Executive Committee who will then present the results to the membership at a regularly ~~scheduled~~ meeting.

#### ARTICLE X INDEMNIFICATION

Any director or officer who is involved in litigation by reason of their position as a director or officer or chairperson by reason of their position as a director or officer or chairperson of this organization shall be indemnified and held harmless by the organization to the fullest extent authorized by the law it now exists or may subsequently be amended. (but in the case of any such amendment, only to the extent that such amendment permits the organization to provide broader indemnification rights)

#### ARTICLE X~~1~~

Director and officer insurance will be provided for the officers, directors, and committee chairs. Limited to a minimum of \$500,000, and are subject to budget and financial restrains of the organization.

Liability insurance for events will be provided for certain events and are subject to budget and financial restrains of the organization

#### ARTICLE XIII – MEETING RULES OF ORDER

1. Call to order
2. Reading and approving the minutes of the previous meeting
3. Reading communications and bills

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4. Report of the Treasurer
5. Report of Executive officers
6. Report of Committee officers
7. Old business New business
8. Adjournment

When not in conflict with the Association Bylaws, the rule of order set forth in "Roberts Rules of Order" shall govern the conduct and procedures used at all Association meetings.

Certified on December 27, 2017



~~James White~~ Jessica North, Secretary

**Commented [WC3]:** Should there be an updated date based on the recent change to the FY?

**Commented [WC4]:** I can't get the signature to go away.