**NORTH FORT MYERS CIVIC ASSOCIATION INC.**

**ARTICLE I NAME.**

The name of this organization shall be the:
North Fort Myers Civic Association, Inc. (NFMCA)

**ARTICLE II PURPOSE**

## The purpose of this organization shall be to:

2.1 Promote charitable, educational, art, community/civic, and cultural development in North Fort Myers, lessening the burdens of government, lessening neighborhood tensions through promotion of community events, and combating community deterioration.

2.2 Provide a public forum to address issues enumerated in Section 2.1

**ARTICLE III MEMBERSHIP**

**Section 3.1**
Membership shall be open to the following parties:

- All adults over 18 years of age who are residents or property owners in NFM.
- All business owners operating in NFM.
- Any House of Worship located in NFM may become a "**Religious Member**" by completing a membership application signifying their desire to become a **"Religious Member"** and designating in writing their representative to attend meetings, participate, and to act as a liaison between that Fellowship and this organization. No dues shall be required of a **"Religious Member**", whose representative shall be entitled to cast one (1) vote, the same as individual or Business member.
- Any Community located in NFM may become a **"Community Member**" by completing a membership application and signifying their desire to become a **"Community Member**". The community will select an individual from their group to be their "Spokes Person". This person will have all the rights and privileges as any other member and shall be entitled to cast one (1) vote. The dues for this group will be the same as a "**Business Member**"

- If a Family of 2 or more, living under the same roof, wants to join the NFMCA, they can and will be called a **Family Membership,** which will have 2 votes. The additional Members must be listed on the Membership form. Both voting Members need to be present to vote.

**Section 3.2**

New membership in the NFMCA shall be obtained upon completion of an application for membership and submission with payment of the first year's dues to any NFMCA officer or member of the Membership Committee. Membership renewal dues shall be due at the beginning of each Calendar year (January 1st). **All Members must attend a MINUMUM OF 3 MEETINGS to be able to VOTE in the ANNUAL membership meeting/Election.** The membership dues amount charged shall be determined by the Board of Directors (BOD).

**Section 3.3**

Membership Dues not paid by January 15th will become delinquent.
The Treasurer will notify members of delinquent dues. If the Dues are not paid by the **start of** February Membership meeting that member will be suspended. The suspended member will lose membership at the March meeting if the dues are not paid. The Vice President will notify members of loss of membership.

- While member is suspended, they cannot hold a Board of Directors seat and they will lose all voting rights

**Section 3.4**

An individual's membership may be terminated for just cause. Prior to any actual termination, said individual must be given at least 10 day's written notice including the circumstances, allegedly constituting just cause, and any opportunity to be heard and present witnesses if any on his/her behalf. A Special Meeting will be held for the Hearing of Just Cause. At said meeting others may also be heard and the individual's situation shall be reviewed. A **majority** of the Directors attending said meeting shall decide whether to terminate said membership

**ARTICLE IV FISCAL YEAR, BANKING & ACCOUNTING.**

**Section 4.1**

The fiscal year for the NFMCA shall commence on the first day in January of each year.

**Section 4.2**

In order to conduct financial business, the NFMCA shall maintain one or more bank accounts as determined by BOD, in accredited financial institution(s) insured by the FDIC. There shall not be less than three (**3**) or more than five **(5**) authorized signatures on record for each account. All checks shall require 2 Signatures. Any check over $200.00 shall require notice to and approval of all 4 Officers. Expenditures of $500.00 or more, shall require Board Approval.

**Section 4.3**

Accounting records shall be maintained by the Treasurer; using standard accounting guidelines for non-profit organizations. The records shall be subject to audits as determined by the BOD.

**Section 4.4**

The Treasurer shall prepare an Annual Financial Report, containing the previous fiscal year's NFMCA financial activities and deliver the report at the NFMCA Annual Membership Meeting held in February.

**Section 4.5**

The Annual Budget for the NFMCA shall be prepared by the Finance Committee. The Treasurer shall be an "ex-officio" member of the Finance Committee and shall supply, as requested, all required financial information to this committee. The proposed Annual Budget shall be presented to the BOD at the November BOD meeting. The budget will be discussed and finalized at the BOD meeting held in December. The finalized Annual Budget will be presented at the NFMCA Annual Membership meeting held in February.

**ARTICLE V MEETINGS OF THE ASSOCIATION.**

**Section 5.1**

The Board of Directors shall meet on the 2nd Tuesday of each month @ 6:30 pm, at a location to be determined. Any change in time or location shall be determined by the Board, 1 month in advance of said meeting. An attempt will be made to notify all dues paying members at least 10 days prior to meeting. A quorum of 7 Board Members must be present to conduct Business.

**Section 5.2**

General membership meetings will be held regularly in each fiscal year. The Annual Membership Meeting shall be held in February of each year, with a minimum of ten **(10**) days prior notice furnished to the Membership.

**Section 5.3**

Special meetings of the BOD may be called by the President or by any five **(5)** BOD members to consider urgent matters. Special meetings of the General Membership may be called by the BOD or at the request, in writing, by a minimum of seven (**7)** members in good standing. Except in emergencies prohibiting notices, at least a ten (**10**) day prior notice of all special meetings of the General Membership must be announced to the members by the Publicity Committee.

**Section 5.4**

The Publicity Chairman and/or the Secretary shall ensure that all meeting notices are effectively announced and advertised.

## ARTICLE VI BOARD OF DIRECTORS

**Section 6.1**

- Oversee the operation of the NFMCA in accordance with the By-laws as adopted by the General Membership.
- Formulate policies and recommendations used in carrying out the purpose of the NFMCA.
- Solicit input from the General Membership in order to formulate goals for each year and shall present a comprehensive Statement of Objectives to the General Membership.

**Section 6.2**

The BOD shall consist of twelve (**12**) Directors of which all are members in good standing. Replacement Directors shall be approved or elected at the NFMCA annual General Membership Meeting held in February each year. Replacement Directors shall be elected each year to fill vacancies or expired terms of the Directors. These newly elected Directors shall serve a three **(3)** year term. A written ballot will be required if there are more nominees than directorships open. Each member in good standing shall be entitled to one vote for each of the vacancies on the BOD. If there are no nominees in excess of the vacant director positions, they shall be considered elected by acclamation. After each member has voted, the Nominating & Election Committee shall audit the votes and report the results to the membership. Those nominees with the most votes will be declared elected to fill the vacant Director position.

**Section 6.3**

In the event of a resignation or vacancy occurring in the BOD, the Board shall nominate and elect a replacement Director at their General Membership meeting or as soon as possible. The replacement Director shall serve out the remainder of the term of the vacant position.

**Section 6.4**

Eligibility requirements for an individual to be considered as a Candidate, are to be a member in good standing of the NFMCA and must attend at least 6 meetings in the previous year.

**Section 6.5**

The President of the NFMCA, shall preside over and moderate all meetings of the BOD. In the absence of the Chairman, the Vice President of the NFMCA, shall preside over and moderate all meetings.

**Section 6.6**

All members of the BOD must be on a committee or hold an office on the BOD.

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**Section 6.7**

Any Director who misses four (4) meetings in twelve **(12**) month period, (fiscal year) that are unexcused absences may be removed from office by the BOD after holding a two-thirds (**2/3)** vote of affirmation at a scheduled meeting. Acceptability of excuses shall be determined by the Board of Directors. All BOD absences shall be recorded by the Secretary in the missed meeting's minutes, along with the status of excused or unexcused.

**Excused Absences are Death, Death in Family, Hospitalization, Sickness, or a Doctors Appointment that can't be prevented.**

## ARTICLE VII OFFICERS OF THE ASSOCIATION

**Section 7.1**

The Executive Officers of the NFMCA shall consist of:

- President
- Vice President
- Secretary
- Treasurer

Other officers may be established by the BOD as needed.

**Section 7.2**

**Executive** Officers of the NFMCA shall be elected by the BOD, in February, immediately following the Annual Membership Meeting. Executive Officers shall serve a term of one year, unless re-Elected. with a maximum of 3 consecutive terms in any one position All Officers of the NFMCA must be a BOD member. Officer selection shall be determined by majority vote of the BOD members present.

**Section 7.3**

The President, or in his/her absences, the Vice President, shall:

- Preside over all meetings
- Appoint members of the BOD to Standing Committees (as described in Section VIII) and to Special Committees as needed. The President and Vice President shall be "ex-officio" members of all committees, except the Nominating Committee.

**Section 7.4**

The Vice President shall:

- Be the assistant to the President and be ready to assume the duties of the President. Should the President be unavailable.

**Section 7.5**

The Secretary shall:

- Record the minutes of all meetings of the NFMCA.

- Provide copies of the minutes from the previous meeting to the BOD one week prior to the next monthly meeting

- Be the custodian of all documents, papers, correspondence and files of the NFMCA, except for financial documents, files and records. Backup copies shall be given to the NFMCA President.

- Attend to the correspondence of the NFMCA. When there is a change in the office of the Secretary, the outgoing Secretary shall:
  * brief the incoming Secretary on the status of all secretarial activities
  * turn over all documents, papers, correspondence, computer, recorder and files of the NFMCA to the new incoming Secretary.

**Section 7.6**

The Treasurer shall:

- Open and maintain a checking account and all other accounts established by the BOD in accordance with Section 4.2.

- Collect and deposit all monies received by the NFMCA into the proper accounts.

- Deliver at each monthly BOD meeting, a Monthly Financial Report of all receipts of monies, expenditures and financial activities of the NFMCA. Copies of all Financial Reports shall be provided to the Secretary for the inclusion into the recorded minutes of the meetings. When there is a change in the office of the Treasurer, the outgoing Treasurer shall:

  *brief the incoming Treasurer on the status of all counts including all files for Bank Statements, Check Registers and Treasurer files.
  *turn over all such property to the new incoming Treasurer.

**Section 7.7**

If a vacancy for any Executive officer occurs, it may be filled by an appointment by the BOD.

**Section 7.8**

In the event of an Emergency between meetings, the Executive Officers and 2 other Board Members shall have the Authority to Act for Board, in the best interest of Association, this will require at least 3 Executive Officers in agreement.

**ARTICLE VIII STANDINGS COMMITTEES**

**Section 8.1**

The Standing Committees of the NFMCA are:

- PUBLICITY
- COMMUNITY & GOVERNMENT
- MEMBERSHIP
- GOALS & PROJECTS
- FINANCE

**Section 8.2**

The duties and responsibilities of the Standing Committees are described below. The BOD may establish additional committees as the NFMCA may deem necessary. Each Standing Committee shall be chaired by a Director assigned by the President. The Chair has a term limit of 2 years per Committee. Membership on the Standing Committees shall be open to all members in good standing of the NFMCA. If a committee does not have sufficient members to carry out its duties and responsibilities, the President may appoint additional members to serve on the committee. The duties and responsibilities of each of the Standing Committees are further described.

**Section 8.2.1 PUBLICITY**

This committee shall:

- Establish and maintain effective advertisement and dispersal of information to the membership and public regarding NFMCA activities.

- As directed by the Membership Committee, the Publicity Committee shall inform the NFMCA membership no later than October 15 of each fiscal year, in order to solicit candidates for the Replacement of the four **(4)** Directors' terms expiring in February.

**Section 8.2.2 COMMUNITY & GOVERNMENT**

This committee shall:

- Become and remain knowledgeable of NFM community and governmental oriented activities that may affect the NFM community.

- Members of this committee may be designated as NFMCA representative to attend various civic and governmental meetings where the subjects are of importance to the NFM community.

**Section 8.2.3 MEMBERSHIP**

This committee shall:

- Be responsible to actively solicit members from the NFM community of all individuals and business owners as described in Section 3.1.

- Organize and coordinate the NFMCA membership drives.

- Assist the NFMCA Officers and Treasurer in the collection of dues including, where required, sending out notices where dues are delinquent.

- Maintain an up-to-date listing of all members.

- Be the official greeter to all new members and provide an information packet containing:
  *NFMCA Membership Card
  *Copy of the NFMCA By-Laws
  *A roster of the NFMCA Directors and Officers
  *an informational flyer setting forth the current activities of the NFMCA

**Section 8.2.4 PROGRAM GOALS & PROJECTS**

This committee shall:

- Gather input from the NFMCA members to assist in developing goals and projects for the NFMCA. Once reviewed and adopted by the BOD, the approved Program Goals and Projects will be used as the official objections of the NFMCA. These objectives will be presented at the NFMCA Annual Membership Meeting.

**Section 8.2.5 FINANCE**

This committee shall:

- Assist the treasurer and the BOD in the preparation of the annual budget.

**ARTICLE IX ANCILLARY COMMITTEES**

**Section 9.1**

The Ancillary Committees of the NFMCA are:

- Nomination and Elections
- Financial Audit

The duties of the Ancillary committees are described below:

**Section 9.1.1 NOMINATING & ELECTION**

This committee shall be established by the BOD at the October meeting four (4) months prior to the annual election. This committee shall consist of 5 Members, a Chair, 2 Board Members, and 2 Members from the general Membership. None of which may be incumbent Directors who are eligible for election to another term. The Nominating and Election Committee shall:

- Develop a slate of replacement directors
- Present this slate at the January BOD meeting.
- Provide Applications of Candidates to the Board
- Application Deadline will be January 15th.
- Provide the Publicity Chairman the list for Publication
- Audit the votes and report the results to the membership.

The Nominating and Election Committee shall then be discharged upon the completion of its duties.

**Section 9.1.2 FINANCIAL AUDIT**

This committee shall be established at the January BOD Meeting. The Financial Audit Committee shall:

- Consist of members in good standing, but may not include any Officer who is authorized to sign checks

- Every 3rd year an outside Audit will be Performed.

- Complete its audit of the preceding year's financial affairs, no later than the February BOD meeting. A written Audit Report shall be developed and presented to the BOD and Membership at the February Annual Membership Meeting. Following submission of the written Audit Report, the Audit Committee shall be available to answer any questions concerning the audit at the next meeting. Upon completion of the above tasks, the Audit Committee shall then be discharged.

**ARTICLE X BY-LAWS AND AMENDMENTS**

**Section 10.1**

The By-laws may be amended at any time by a two thirds (2/3) majority vote of the membership present at a meeting scheduled by the BOD.

**Section 10.2**

The BOD or any member may recommend amendments to these By-laws, however no amendment will be considered unless first presented to the BOD for review and then the membership.

**Section 10.3**

By-Laws shall be reviewed Annually in September by the Committee for needed changes or corrections. Changes or corrections will be presented to the Board of Directors at the March meeting

**ARTICLE XI STANDING RULES OF ORDER**

**Section 11.1**

A set of Standard Operating Procedures will be established by the Board to augment these By-Laws. These Procedures shall be adjusted as needed.

**Section 11.2**

***All meetings, actions, and activities of the NFMCA shall be governed by these By-laws.*** Where these By-laws do not adequately apply to any meeting or activity of the NFMCA, then, in that event, the current edition of Robert's Rules of Order shall govern.

**List of Acronyms:**

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|---|---|
| BOD | Board of Directors |
| COB | Chairman of the Board |
| NFM | North Ft. Myers |
| NFMCA | North Ft. Myers Civic Association |

The revised and amended By-laws were approved by the Board of Directors as attested here in below:

| | | |
|---|---|---|
| **TONI HILL**<br>**President** | **CHRISTY-LEE IWANOW**<br>**Vice President** | **BOB HILL**<br>**Secretary** |
| **ALLISON SAVAGEFONT**<br>**Treasurer** | **DANNY BALLARD**<br>**Director** | **DEBBIE BALLARD**<br>**Director** |
| **JOHN MOONEY**<br>**Director** | **KELLY YOUNG**<br>**Director** | **MATTHEW BONSALL**<br>**Director** |
| **Director** | **Director** | **Director** |