

## **Bylaws of**

### **Paradise Palms Property Owners Association, Inc. \***

#### **ARTICLE 1 – NAME**

**Section 1.** The name of the Association shall be "The Paradise Palms Property Owners Association", Boca Raton, Florida - hereafter known as the "Association."

#### **ARTICLE 2 – OBJECT**

**Section 1.** To encourage fellowship and social life among residents of Paradise Palms in the city of Boca Raton, Florida.

**Section 2.** To promote civic betterment for the subdivision known as Paradise Palms in the city of Boca Raton, Florida.

**Section 3.** To beautify and encourage the sound development of real property lying within the subdivision known as Paradise Palms and contiguous areas.

**Section 4.** To protect our vital interests against outside parties, **such as**, developer, builders, etc.; to encourage the compliance of applicable deed restrictions concerning or affecting said community; to act in and recommend united and concerted action by the owners of real property lying within the territorial limits of said Paradise Palms, whenever the association shall deem such action necessary, advisable, expedient and for the best interests of such real property owners as a whole, and to resist uses which tend to diminish property values within and without Paradise Palms yet Sponsor beneficial uses.

#### **ARTICLE 3 – MEMBERSHIP**

**Section 1.** All owners in Paradise Palms, the city of Boca Raton, Florida, are eligible for membership in the Association and upon payment of annual dues established according to the by-laws, shall be admitted as Members. Annual Membership dues are assessed one (1) per Residence

**Section 2.** Membership begins February 1<sup>st</sup> of each year.

**Section 3.** There shall be one vote for each Member Present at the Annual Meeting.

#### **ARTICLE 4 - ANNUAL DUES AND ASSESSMENTS**

**Section 1.** Annual dues for property owner shall be as established by the Association at its Annual Meeting in January, and due February 1<sup>st</sup> of each year.

## **ARTICLE 5** - OFFICERS AND THEIR DUTIES

**Section 1.** Membership Register. The Executive Board shall maintain a list of all members which shall include name, address, phone number and email address of each Member of the Association.

**Section 2.** There shall be an Executive Board of the Association who shall be the governing body of the same, consisting of the President, Vice-President, Secretary, Treasurer and three trustees, all of whom shall be elected for a term of one year at the annual meeting of the Association by membership present.

**Section 3.** The immediate Past-President may be invited to serve on the Executive Board until the succeeding President's one-year incumbency ends. and shall be permitted to execute a vote on any and all issues which come before the Executive Board to break a tie.

**Section 4.** The President shall be the chief executive officer. Unless the President is absent or disabled, the President shall preside at all meetings of the members and all the meeting of the Executive Board. The President may sign notes, checks and drafts for the disbursements of the Association funds and shall perform such other duties as customarily appertain to the office of President, or as The President may be directed to perform by resolution of the Executive Board, not inconsistent with the provisions of municipal or State of Florida laws or these by-laws.

**Section 5.** The Vice President shall have and exercise all the powers, authority and duties of the President during the absence or disability of the President.

**Section 6.** The Secretary shall keep the minutes of the Association, the Executive Board, and assemble reports of committees and shall create a list of Members and Board Members in attendance at all meetings.

**Section 7.** The Treasurer shall have the care and custody of all funds and securities of the Association and deposit or invest the same in the name of the Association in such bank or banks or securities as the Board may direct. The Treasurer may sign, checks and drafts for the disbursements of funds of the Association, collect dues and deposit same in the accounts of the Association and shall perform such duties as customarily pertain to the Office of the Treasurer, or as the Treasurer may be directed to perform by resolution of the Executive Board not inconsistent with the provisions of the Municipal or State of Florida laws or these by-laws.

**Section 8.** The Executive Board may appoint up to three (3) former board members who are current Members, to serve as trustees for the ensuing term. The position of trustee is to provide insight and guidance to the Executive Board and to serve as a voting board member on all matters.

**Section 9.** At the Annual Meeting, any Member may nominate any other Member and/or him or herself to serve in any position on the Executive Board. Such nominations shall be voted upon by the general membership present at the Annual Meeting.

**ARTICLE 6 - MEETINGS**

**Section 1.** The Annual Meeting of the Members shall be held in January of each year at time and place selected by the Executive Board.

- a) Notice of the Annual Meeting shall be given by email to each Member who has provided an email address to the Association. Notice of the Annual Meeting shall also be given by newsletter to be distributed to all Members and residents at least 15 days prior the date of the Annual Meeting. Additional notices shall be given by placement of signs throughout the neighborhood, in locations as determined by the Executive Board.
- b) The Executive Board shall be permitted to re-schedule the Annual Meeting due to extraordinary exigent circumstances at their sole discretion.
- c) The Members in attendance at the Annual Meeting shall be permitted to nominate themselves or any individual as Board Members and vote for all positions on the Executive Board which shall be determined by majority vote.

**Section 2.** Special meetings of the Members may be called by the President in emergency and for special circumstances, as determined by the President. A Special Meeting shall be called by the President on the written request of thirty or more members. Notice of a Special Meeting shall be provided by email to those Members that have provided an email contact address to the Association and by placards posted in the neighborhood.

**Section 3.** Additional general meetings shall be held at the call of the **Executive Board.**

**Section 4.** The **Executive Board** shall meet every other month or as deemed necessary.

**ARTICLE 7 - COMMITTEES**

**Section 1.** The President shall appoint the following Standing Committees to serve for a period of one-year **subject to the approval of the Executive Board. The Committees shall report to the Executive Board.**

- 1. Landscaping
- 2. Welcoming
- 3. Streets & Safety
- 4. Home of the Month
- 5. Newsletter & Website

and any additional committees the Executive Board may feel necessary.

**Section 2.** The President shall be ex-officio, a member of all committees. **Executive Board members may also serve as committee chairs and members.**

## **ARTICLE 8** - RESIGNATIONS

**Section 1.** Any member may withdraw from the Association by giving notice via email at info@paradisepalmsboca.com or by giving a written notice to any member of the **Executive Board**, who shall present such resignation at the next meeting of the **Executive Board. No remittance of current dues shall be permitted upon such resignation.**

**Section 2.** Any Board Member may resign at any time by given notice to the Executive Board.

## **ARTICLE 9** - EXPENDITURES

**Section 1.** No. Expenditure shall be made, or obligation incurred unless and until the same is ordered and approved by a quorum of the **Executive Board** and until sufficient funds are on hand.

**Section 2.** No single expenditure or commitment in excess of \$2,500.00 shall be made without the approval of a majority of members of the Association voting to consider such expenditure.

## **ARTICLE 10** - QUORUM

**Section 1.** Other than at the Annual meeting, ten percent of the total membership of the Association present at any meeting called by the Board shall be considered a Quorum.

**Section 2.** Four members of the **Executive Board** shall be considered a quorum at any **Executive Board meeting.**

## **ARTICLE 11** - VACANCIES

**Section 1.** In the event the office of the President becomes vacant for any reason whatsoever the Vice President shall automatically become President.

**Section 2.** In the event of a vacancy in the Executive Board for any reason whatsoever, such vacancy shall be filled by a majority vote of the Executive Board at a duly constituted meeting.

**Section 3.** The **Executive Board** may determine a vacancy if a Board Member misses three consecutive meetings.

## **ARTICLE 12** - ORDER OF BUSINESS

1. Roll Call .
2. Reading & Approval of the minutes from previous meeting.
3. Treasurer Report.
4. Status of open action items from previous meeting.

- 5. Committees Report.
- 6. Open discussion.
- 7. Adjournment.

**ARTICLE 13** - ANNUAL FINANCIAL DISCLOSURE / AUDIT

**Section 1.** At the Annual Meeting, the Treasurer shall make a report to the membership of the financial affairs of the Association which shall include total revenue received, expenses paid and any other financial obligations and the current financial status of the Association.

**Section 2.** An annual audit of funds may be made by a committee of two appointed by the **Executive Board**. No member of the **Executive Board** shall be a member of the Audit Committee.

**ARTICLE 14** - REPORTING

**Section 1. Executive Board** members shall endeavor to report any and all Member and resident suggestions, inquiries, comments and complaints regarding the Association to the entire **Executive Board** for discussion and determination of appropriate **Executive Board** response or required action.

**ARTICLE 15** – AMENDMENTS

**Section 1.** The By-Laws and Articles of incorporation of the Association may be altered or amended by a majority vote of the membership present at the Annual Meeting. The Executive Board shall notify the membership of the proposed amendment or alteration fifteen (15) days before the Annual Meeting.

Approved at PPPOA Annual meeting\_ January 24, 2019

\*Article 6 – Section 2, Amended as written by vote at PPPOA Special Meeting held on October 15, 2019.