

PREAMBLE TO THE BY-LAWS
OF THE
RIO VISTA CIVIC ASSOCIATION

The purpose for which the Rio Vista Civic Association is organized is to promote the general welfare of the residents and non-resident property owners of the subdivisions of the City of Fort Lauderdale, Florida, known as Rio Vista and Rio Vista Isles. Its membership shall be limited to adult residents of the Rio Vista and the Rio Vista Isles subdivisions.

Its primary objective shall be to preserve the unique character of the single family home zoning of this neighborhood. The association shall acquaint its membership with the functions of all city departments; it shall urge support of good city government. A secondary objective shall be to individually or in conjunction with other Fort Lauderdale civic associations both in the immediate environs and in the City of Fort Lauderdale at large to become involved in any and all efforts to improve the quality of life in the city. The association shall take whatever action is deemed appropriate, by vote of its membership, to prevent violations of its R-1 zoning and to call to the attention of municipal authorities any nuisances that violate city ordinances.

General membership meetings shall be held at 7:30 pm four times a year as noticed by the president but not during the summer months. Special meetings may be called by the president or by a majority vote of the directors. Notices of all meetings shall be prepared and distributed by action of the Board of Directors. Notices shall be specific as to time, date, place, and topic. Items of interest may also be included in notices.

Amendments Approved by Board of
Directors
At 1/22/2019 meeting

Amendments Approved by Membership
At 10/07/2019 meeting

BY LAWS

ARTICLE 1

MEETING OF MEMBERS

Section I. – ANNUAL MEETINGS:

The annual meeting of the members shall be held at the place that the Board of Directors shall designate in the month of January of each year. The secretary shall deliver to each member, by mail or other distribution, a notice of the date and place of meeting at least one week prior to the date of the annual meeting.

Section II. – NUMBER OF MEETINGS:

In addition to the annual meeting, there shall be **three** membership meetings. They shall be held in **April, September and November**, in addition to the annual meeting.

Section III. – QUORUM:

At all meetings of members, at least 10% of the current paid membership shall constitute a quorum.

Section IV. – SPECIAL MEETINGS:

Special meetings may be called at any time by the president or a majority of the directors upon delivery of notice of said meeting to each home encompassed in the Rio Vista area, at least Forty-eight hours prior to said meeting. The notice must state date and time of meeting, place and the specific business to be transacted. When so requested in writing over the signatures of 50 members of record, the Board of Directors shall call a special meeting. No business other than that specified in the call of meeting may be transacted, unless approved by a two-thirds vote of those present.

Section V. – VOTING

At all meetings, all questions shall be determined by a majority vote of the members present. However, if the question concerns a major change in policy as designated by the Board of Directors, a two-thirds vote of those members present will be

required. The Board of Directors may arrange with the County Supervisor of Elections to have a formal secret ballot.

Adequate notice must be published in the Association Newsletter. To be eligible to vote, one must be up-to-date in his/her dues. A household is entitled to one vote.

Section VI. – ORDER OF BUSINESS:

The order of business at all membership meetings shall be as follows:

1. Reading of the notice of meeting.
2. Reading of minutes of preceding meeting.
3. Reports of officers.
4. Reports of committees.
5. Election of directors at annual meetings.
6. Unfinished business.
7. New business.

Section VII. – INVITED SPEAKERS:

At the discretion of the president or presiding officer, the order of business, as outlined in Section VI., may be arranged in order to accommodate the invited speaker.

ARTICLE II
DIRECTORS

Section I. – NUMBER

The affairs and business of this association shall be managed by an odd numbered membership Board anticipated to be, but not required to be at least seven (7) nor more than fifteen (15) Directors who must be (a) current fully paid to date members of record of the association, (b) registered voters in Broward County and (c) full time residents and owners of a residential property within the Rio Vista subdivision. In the event that there are at least twelve (12) Board members that meet the above qualifications, then there may be up to three (3) Directors elected who meet qualifications (a) and (b) above but are part time resident property owners in Rio Vista.

Section II. – ELECTIONS:

Hereafter, at the annual meetings, directors shall be elected for three-year terms.

Section III. – DUTIES:

The Board of Directors shall have the control and the general management of the affairs of the business of this association. The Board shall be regularly convened; a majority of the sitting directors shall constitute a quorum: by a majority vote, they may adopt such rules and regulations, as they may deem proper and necessary, not inconsistent with the Charter, By-Laws, and the Laws of the State of Florida.

Section IV. -- VOTING:

Each director shall have only one vote. Voting by proxy is not permitted.

Section V. -- VACANCIES:

Whenever any vacancies shall occur on the Board, for any reason, they shall be temporarily filled by a majority vote of the directors until the next general membership meeting. The vacancy will then be filled by the majority vote of the general membership at its next meeting for the remainder of the original term. Absence from three consecutive board meetings shall be deemed that director's written resignation, unless excused by a majority vote of the Board of Directors.

Section VI. -- REMOVAL OF DIRECTORS:

Any director may be removed, with or without cause, by a vote of two-thirds of the membership present at any special meeting called for that purpose.

ARTICLE III
OFFICERS

Section I. – NUMBER:

The officer of this association shall be:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Immediate Past President

Section II. -- ELECTION:

All officers shall be elected annually by the Board of Directors at its first meeting following the annual general meeting. They shall hold office for the term of one year, or until their successors are duly elected and installed.

Section III. – DUTIES OF OFFICERS:

The duties and powers of the officers of the Rio Vista Civic Association shall be as follows:

PRESIDENT: The President shall preside at all membership meetings and at all Board of Directors meetings. At each annual meeting, the President shall make a complete report on the current condition of the association. The President shall call all membership meetings and all special meetings in accordance with the By-Laws. The President shall make and sign all contracts and agreements approved by the Directors and/or membership in the name of the association and see that they are properly carried out. The President shall see that the books, reports, statements, and the certificates required by the statutes are properly kept, made and filed in accordance with the laws of the State of Florida. The President shall enforce the Charter and these By-Laws, and perform all other duties incident to this office, which are required by law. The President shall require that all meetings be conducted in an orderly manner and in accordance with

Roberts Rules of Order. In October or November of each year, the President shall appoint a nominating committee of three (3) members, which, at the annual meeting, shall present a slate of candidates for election as directors. Other nominations may be made from the floor. Elections shall be held at the January annual meeting.

VICE PRESIDENT: During the absence and/or inability of the President to perform his/her duties or exercise his/her powers as set forth in the By-Laws or in the acts under which this association is organized, these duties and powers shall be performed by the Vice President: and when so acting, he/she shall have all the powers and be subject to all the responsibilities given to or imposed upon the President. In the event that the Office of the President is vacated for any reason, the Vice President shall succeed to the Office of the President and act in that capacity until his successor is elected by the Board of Directors.

SECRETARY: The Secretary shall keep the minutes of all meetings of the Board of Directors and the membership. The Secretary shall prepare and transmit notices to the association. The Secretary shall be custodian of the records. The Secretary shall present the Board of Directors at their meetings all communications addressed to the association for their action. The Secretary shall attend to all correspondence and shall perform all other duties incident to this office.

TREASURER: The Treasurer shall have the care and custody of and shall be responsible for all of the funds and securities of the association. The Treasurer shall deposit all such funds in the name of the association in such bank or banks, trust companies or safe deposit boxes, as the Board of Directors shall designate. The Treasurer shall sign, make and endorse in the name of the association all checks, drafts, warrants and orders for payment of money and pay out and dispose of same in receipt thereof, under the direction of the President and/or Board of Directors. The Treasurer shall exhibit his books and accounts to any director or member of the association, when requested, during reasonable hours. The Treasurer shall render a statement of the condition of the finances of the association at the membership meetings and the Board of Directors meetings; and shall make a complete financial report at the annual meeting. The Treasurer shall keep correct books of account, as shall be required by the Board of Directors. The Treasurer shall keep correct and up-to-date records of the paid membership in the association. The Treasurer shall also send out notices of membership dues for the following calendar year in December. The Treasurer shall do and perform all other duties pertaining to the Office of Treasurer.

IMMEDIATE PAST PRESIDENT: The immediate past president of the association shall, for a period of not more than one year after completing at least one full term as president of the association, be a non-voting officer and non-voting member of the Board. The term of the first immediate past president shall commence on the date of the ratification of this amendment. Subsequent terms shall commence on the date of the beginning of the past presidency.

Section IV. – BOND:

The Treasurer shall, if required by the Board of Directors, give to the association such security for the faithful discharge of his duties as the Board may require. The association shall pay the cost of any such bond.

Section V. – FILLING OF VACANCIES:

All vacancies in any office shall be filled by the Board of Directors without undo delay.

Section VI. – COMPENSATION OF OFFICERS OR DIRECTORS:

No officer or director shall receive salary or other compensation except for out of pocket expenses incurred on behalf of the association.

Section VII. – REMOVAL OF OFFICERS:

The Board of Directors may remove any officer, by vote of not less than nine (9) directors, at any time, with or without cause. The membership may remove any officer by a two-thirds vote of the total membership of the association, present at a meeting, with or without cause.

Section VIII. – DUES:

The Board of Directors shall establish the membership dues; such dues are to be used exclusively in the interest of the residents of Rio Vista area. Dues for the following year shall be determined by the Board of Directors during its November meeting. Dues for the following year are payable at the annual meeting in January of each year.

Section IX. – BY-LAW AMENDMENTS:

From time to time, as such need arises, these By-Laws may be amended. Such amendments shall be prepared by, and approved by, the Board of Directors by the vote of nine (9) directors. The membership shall be advised of such proposed amendment, in writing, and shall be noted that the proposed amendment shall be voted upon for the purpose of ratification at the next membership meeting. A majority vote of a quorum will be sufficient for ratification.