



Bylaws of Palaco Grande Association, Inc.

Article 1, Name

The name of this association shall be Palaco Grande Association, Inc. (hereinafter referred to as "the Association"), a non-profit corporation of the State of Florida.

Article 2, Location

The Association is an organization of the property owners and/ or residents of the neighborhood along and accessible from Palaco Grande Parkway, Cape Coral, Florida.

Article 3, Purpose

The purpose of the Association shall be to enhance the beauty, safety and general welfare of the neighborhood.

Article 4, Association Year

1. The Association year shall begin on January 1 of each calendar year and end on December 31 of the same year.
2. Unless otherwise specified, any reference to the year in these bylaws will mean the Association year.

Article 5, Membership

1. The membership in the Association is voluntary and shall consist of any resident or property owner in the neighborhood, above described, whose dues are current.
2. Each membership shall include the member listed on the membership roster and their spouse or partner.
3. Only members whose dues are current shall vote.

Article 6, Annual Dues & Donations

1. Dues shall be due on January 1 and are payable to the Treasurer.
2. Any changes to dues shall be recommended by the Board and approved by the general membership.
3. Donations may be solicited for civic projects of the Association; unsolicited donations may be accepted for any not-for-profit purpose.

Article 7, Officers & Board

1. Officers and Board members must be property owners within the defined neighborhood.

2. The elected officers of the Association shall be President, Vice-President, Secretary and Treasurer.
3. One person shall not hold more than one office at any one time, except that one person may be both Secretary and Treasurer.
4. The term of office for each officer shall be one year, from January 1 through December 31. However, current office holders may be retained until a successor is named.
5. The Board of Directors shall consist of all the currently elected officers plus the immediate past President, and up to three elected Board Members at Large, at the discretion of the elected officers.
6. In the event of a vacancy, the Board may appoint a member to fill the vacancy until the next regular election.

Article 8, Duties of Officers

1. Presidents shall: preside at all meetings, appoint a nominating committee, appoint special committees as deemed necessary, serve as ex-officio member of all committees, call special meetings, sign checks with other qualified officers, appoint a committee to review financial accounts, and prepare a year-end report.
2. Vice-President shall: Assume the duties of the President in the absence of that officer, serve as advisor to the President, serve as advisor on committees, and sign checks with other authorized officers.
3. Secretary shall: record the proceedings of all meetings of the Association and its officers, keep a copy of the bylaws of the Association, be custodian of Association records, except those specifically assigned to others, notify members and other appropriate persons of meetings and activities, and be responsible for all correspondence.
4. The Treasurer shall: be custodian of all funds of the Association, keep an accurate record of receipts and disbursements, sign all checks with other authorized officers, pay all approved bills, present a financial report at each general membership and Board meeting, close the books for review prior to March 31 of each year.

Article 9, Meetings

1. General membership meetings shall be held a minimum of four times a year.
2. Other general membership meetings may be held at the call of the President.
3. All meetings shall be open to the membership and time shall be provided for general discussion.
4. The date and time of each general membership meeting shall be announced to the membership at least five days in advance by posting a meeting sign in the center median on Palaco Grande Parkway.
5. Board meetings shall be held approximately one week prior to each general membership meeting. Additional meetings of the Board may be called by the President.

6. All meetings shall be governed by Robert's Rules of Order, where not inconsistent with the bylaws.

Article 10, Elections

1. The President shall appoint a nominating committee no later than September of each year.
2. The nominating committee shall present or publish a slate of Board members before the general meeting at which elections take place.
3. The election of Board members shall take place at the last general meeting of the calendar year.
4. The holder of the office of Vice-President shall be the slate nominee for President, if the holder of said office consents.
5. Additional nominations may be made from the floor at the general meeting that elections take place, providing the person being nominated has agreed in advance to be nominated and to serve.

Article 11, Amendments

1. Amendments, additions or deletions to the bylaws may be proposed by the Board. Such changes will be published in the newsletter and voted on at the following general membership meeting.
2. Any member may propose amendments, additions or deletions to the bylaws by submitting them to the President in the form of a petition signed by twelve members. Such proposals shall be reviewed by the Board at its next meeting and published in the next newsletter along with the Board's comments. The changes, additions, or deletions will be voted on at the following general membership meeting.
3. A two-thirds vote of the members present at the general membership meeting shall be required to adopt any bylaw amendment, addition or deletion.
4. The revisions shall take effect as of the date approved.

Article 12, Dissolution

1. The Association may be dissolved by the affirmative vote of two-thirds of the members.
2. Members shall be notified at least one month prior to the general meeting in which the dissolution vote will be taken.
3. Upon dissolution, after paying all liabilities and /or making provisions for the payment of all liabilities of the Association, the balance of the assets, if any, shall be transferred to another non-profit organization designated by the Board. Such non-profit organization must be qualified as a charitable organization under paragraph 501(c)(3) of the Internal Revenue Code of 1954, as amended from time to time.

Revised bylaws approved by a vote of the membership on November 15, 2023