

**BYLAWS OF
THE ORTEGA FOREST NEIGHBORHOOD ASSOCIATION, INC.**

Revised 11/14/16

ARTICLE 1 - NAME

The name of this organization shall be the Ortega Forest Neighborhood Association, Inc. (referred to hereafter as "Association").

ARTICLE 2 - OFFICE

The Association's principal office shall be the residence of the Association's President. The Board of Trustees may designate another location at its discretion.

ARTICLE 3 - BOUNDARIES

The boundaries of the Ortega Forest Neighborhood in which residents are eligible for membership in the Association are Roosevelt Boulevard (US 17) to the north and east, the Ortega River to the west, and Longbow Road S. to the South (see Appendix A).

ARTICLE 4 - OBJECTIVE AND PURPOSE

The objective of the Association shall be to enhance the livability of our neighborhood by working to create a beautiful, safe, and healthy environment, including improvement and maintenance of the neighborhood entrances at Ortega Forest Drive, Verona Avenue, and Long Bow Road South.

ARTICLE 5 - LEGAL STATUS/POLICIES

SECTION 1. The Association is a voluntary community association, open to all residents within the Boundaries set forth in Article 3 and in accord with Article 6. Membership is voluntary and the Association will neither promote nor otherwise support any effort to convert the Association to a mandatory association subject to Chapter 720 of the Florida Statutes.

SECTION 2. The Association shall be a non-profit, non-partisan organization and shall not support candidates for public office. No part of any Association net income shall ever be payable to any member.

SECTION 3. The Association does not have the authority to perform, and will not engage in any activity, either directly or indirectly, that would prevent it from qualifying as a non-profit corporation described in Section 501 of the Internal Revenue Code.

SECTION 4. The Association may take positions on issues which relate to the Objectives and Purpose of the Association as set forth in Article 4, however, any such position of the Association must be authorized and approved by the Board of Directors before the President or any other representative of the Association may act on such positions.

ARTICLE 6 - MEMBERSHIP AND DUES

SECTION 1. MEMBERSHIP CATEGORIES

a. Resident Membership. Any resident (18 years old or older), owning property and living in the Ortega Forest Neighborhood (defined in Article 3, Boundaries), shall be eligible for Resident Membership. Resident Members shall have the privileges of voting, holding office, serving on committees, and speaking on the floor at membership meetings.

b. Non-Resident Membership. Any person (18 years old or older), owning property but not residing in the Ortega Forest Neighborhood (defined in Article 3, Boundaries), shall be eligible for Non-Resident Membership. Non-Resident Members shall have all the privileges of "Resident Membership" with the exception of holding office.

c. Tenant Membership. Any person (18 years old or older), renting property in the Ortega Forest Neighborhood (defined in Article 3, Boundaries), shall be eligible for Tenant Membership. Tenant Members shall have only the privilege of attending and participating at meetings open to the general membership. Tenant Members are not entitled to vote or hold office.

d. One-Vote per Residence. The Ortega Forest Neighborhood consists solely of single-family homes, each with a unique street address as set forth in the database maintained by the Duval County Property Appraiser. Each street address within the boundaries of the Association set forth in Article 3 shall be entitled to one Membership, to be determined by the owners of said property, either Residential or Non-Residential, regardless of the number of owners for each such property.

e. Email Address Required for Notice. All Members, Resident and Non-Resident, must provide email addresses for receipt of notices from the Association. In an effort to limit costs, the Association sends notices or requests in the ordinary course of business only by electronic mail.

SECTION 2. MEMBERSHIP DUES

a. Annual dues for each category of membership shall be recommended by the Board of Directors and approved by a majority vote of the members in attendance at the meeting at which a change in the amount of dues is considered. Dues shall be paid by January 31 for the following calendar year. Members shall be considered in arrears and their rights to participate in meetings and vote shall be suspended if their dues are not paid by March 15.

b. Membership Dues - Annual dues for all categories of membership shall be \$75.00.

c. Membership Privileges. Privileges of Membership begin upon payment of annual dues and continue so long as members are current in their annual dues.

d. The Board of Directors may cancel, by majority vote, the membership of any member whose conduct is deemed prejudicial to the objectives, welfare, or character of the Association, including any member of the Board of Directors, provided notice of such alleged misconduct shall first be given to the said member at least 10 days prior to the meeting of the Board at which said misconduct is to be considered. The Member may appear in person to challenge the proposed action of the Board.

ARTICLE 7 - SOURCES OF REVENUE

The fiscal year is the calendar year, unless otherwise identified by the Board of Directors. Dues will be set by the Board and collected annually and shall be used for operating and administrative expenses. New members' dues will not be prorated unless requested. The Association may engage in fundraising activities related to its purpose. The Board of Directors may accept, on behalf of the Association, any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association. The Board of Directors may also decline any contribution, gift, bequest or devise.

ARTICLE 8 - MEETINGS

SECTION 1. There shall be an annual membership meeting to elect Officers and Board members and to set general goals for the upcoming year on the third Monday in November of every other year, unless changed by a majority vote of the Board of Directors. Special meetings may be called by the President or any 10 members of the Association.

SECTION 2. The members present at an annual meeting shall constitute a quorum.

SECTION 3. The Board of Directors shall meet as necessary, usually on an annual basis. These meetings shall be open to interested members of the association.

SECTION 4. Any action required or permitted to be taken at a meeting of the Board of Directors, or other committee designated by the Board, may be taken without a meeting if consent in writing or by email, setting forth the action so taken, is signed by all the members of the Board of Directors or committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote at a meeting. Subject to applicable notice provisions, the Board of Directors or members of any committee designated by the Board, may participate in and hold a meeting by means of a conference by telephone or similar communications equipment through which all persons participating in such meeting shall be considered present in person at such meeting, unless and except where the person's participation is for the express purpose of objecting

to the transaction of any business on the ground that the meeting is not lawfully called or convened.

SECTION 5. Meetings of the Board of Directors, other than the annual meeting, may be called at any time by the President or Secretary, by notice in writing to each Director and Officer, at least two days before such meeting.

ARTICLE 9 - BOARD OF DIRECTORS

SECTION 1. The Association shall have a Board of Directors consisting of the President, the Vice-President, the Secretary, the Treasurer, and two at-large members appointed by the President, who shall all serve without pay. The immediate past president shall be President Emeritus and shall serve as an ex-officio member of the Board, entitled to vote on all matters lawfully before the Board. The Board of Directors shall be the policy-making body of the Association and empowered to make decisions on behalf of the Association. The Board of Directors may choose to place questions before the membership for guidance or resolution of issues. If the Board seeks a vote of the membership to resolve an issue, the Board is bound by the result of that vote.

SECTION 2. The Directors present at any Article 8 meeting of the Board of Directors shall constitute a quorum to transact business, provided at least four members of the Board of Directors are present.

SECTION 3. At the annual membership meetings, the members shall elect from the membership as Officers, by simple majority, a President, Vice-President, Secretary, and Treasurer, who shall hold office for two years, and until others are chosen and qualified for their places, except the Officers elected at the first meeting of the Board of Directors of this Association shall serve until the last day of November 2018, or until others are chosen and qualified for their places.

ARTICLE 10 - DUTIES OF OFFICERS

SECTION 1. The president shall preside at all meetings of the Board of Directors; shall sign all instruments in writing on behalf of the association requiring a signature, and shall perform such other duties as pertain to the office and may be required of him/her by the Board of Directors. The President may assign committee heads in the event the Board of Directors establishes a committee.

SECTION 2. The Vice-President shall assist the President, represent the President when so requested by the President, by empowerment of the Board to sign any documents requiring the President's signature in the absence of the President, and perform duties as asked by the President or the Board.

SECTION 3. The Secretary shall keep minutes and other appropriate records of the Association, sign with the President any contracts authorized by the Board, and perform other duties as requested by the President or Board.

SECTION 4. The Treasurer shall keep a full and accurate account of all receipts and disbursements of the Association in permanent books belonging to the Association and shall deposit all moneys and valuables of the Association in such depositories as may be designated by the Board of Directors. A report of the finances of the Association shall be made by the Treasurer whenever required by the President, and a report of like character shall be submitted by him/her at each annual membership meeting. No bond shall be required for his or her service. The Treasurer shall perform such additional duties as pertain to the office and may be required of him/her by the Board of Directors or by the President. The Treasurer is entitled to sign disbursement checks of \$500 or less but must obtain authorization by the Board of Directors or President to sign disbursement checks which exceed \$500.00.

SECTION 5. Directors at Large shall provide advice and assistance in carrying out Association activities and perform such other duties as requested by the President or the Board of Directors.

SECTION 6. Each officer shall deliver to his or her successor or to the Board of Directors within fifteen (15) days after retiring from office, all records, papers, and other property belonging to the Association.

SECTION 7. The Board of Directors shall maintain a budget, and the Treasurer shall present it for general membership approval.

ARTICLE 11 - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order (newly revised) shall govern all proceedings of the Association unless inconsistent with these bylaws, in which case, these bylaws shall govern.

ARTICLE 12 - AMENDMENTS

These articles may be amended by a two-thirds vote of the members present at any general meeting, provided that notice of the proposed amendment has been provided to all members. A full text of any such amendment shall be emailed to all members at least fourteen days prior to the date the amendment shall be considered.

ARTICLE 13 - AUDITS

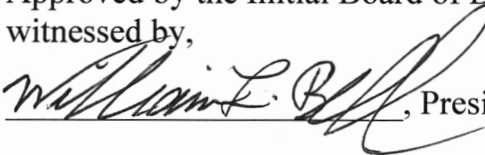
Audits will not be required, except and to the extent required by law, but may be ordered by either the President or a majority vote of the Board of Directors. In the event either the President or the Board of Directors requests an audit, the President shall appoint, with the approval of the Board of Directors, a committee of three (3) members to comprise an Audit Committee. These three members cannot be members of the Board of Directors. The Committee's duties shall be to audit the Treasurer's books and records and the results shall be made available to all members.

ARTICLE 14 - DISSOLUTION

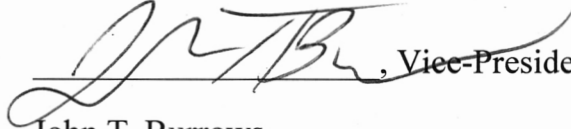
The Association may be dissolved in the same manner as the procedure outlined in Article 12, provided that the disbursement of all moneys and properties be acted upon prior to dissolution, and in accordance with the requirements of the Articles of Incorporation and Florida's Non-Profit Corporation Act then in existence.

ARTICLE 15 - ADOPTION OF BYLAWS

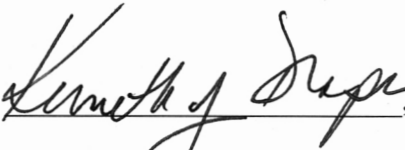
Approved by the Initial Board of Directors on December 3, 2016 (MO/DAY/YR) as witnessed by,

, President

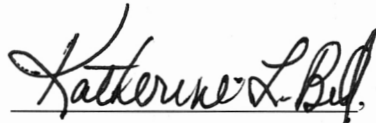
William L. Bell

, Vice-President

John T. Burrows

, Treasurer

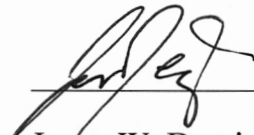
Kenneth J. Draper

, Secretary

Katherine L. Bell

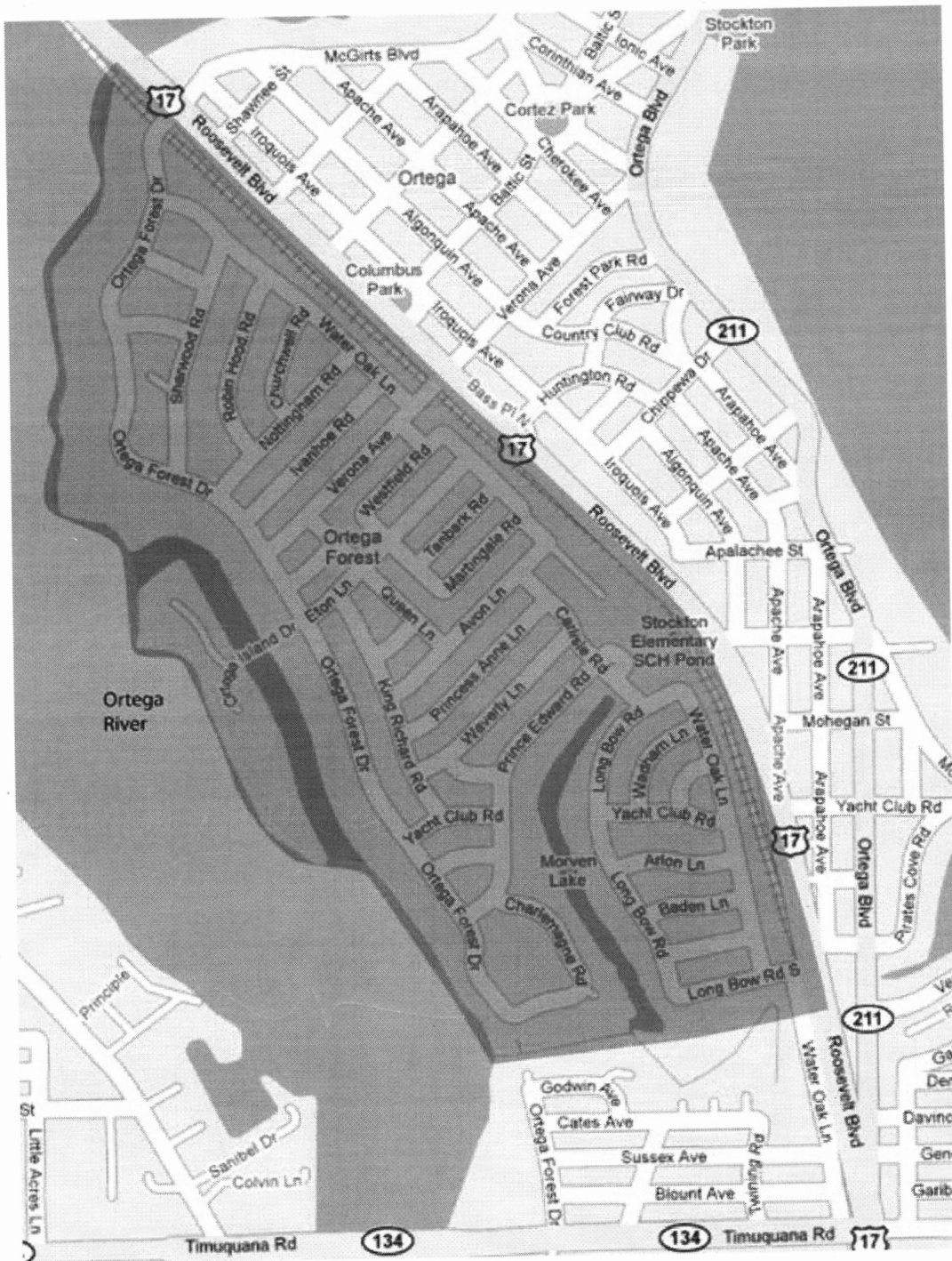
, President Emeritus

Lee B. Norville

, At-Large

Jason W. Dearing

Appendix A: Map of Ortega Forest, Jacksonville, Florida



Text of 501 (c) (3) of the Internal Revenue Code

Section 501 (c) (3) of the Internal Revenue Code, entitled "Exemption from tax on corporations, certain trusts, etc.", states:

"Corporations, and any community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, no part of the net earnings of which inures to the benefit of any private shareholder or individual, no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h)), and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office."

Source: <https://www.law.cornell.edu/uscode/text/26/501>