

Upper Captiva Civic Association Bylaws

January '93, Amended August '94, October '96, Revised December '00, Amended December '04, Revised October '08, Revised October '12

1 NAME

The name of the Association shall be the Upper Captiva Civic Association, Inc., referred to in these bylaws as the UCCA and the Association.

2 MISSION

- 2.1 To provide a forum in which to address common concerns
- 2.2 To establish goals that enhance the quality of island life
- 2.3 To communicate regularly with island owners
- 2.4 To serve as a conduit to county and state government

3 MEMBERSHIP

- 3.1 Membership in the UCCA shall be open to all persons who are interested in the Association and the affairs of the island. They must be at least 18 years old.
- 3.2 Membership is for the calendar year and may be obtained upon payment of the annual dues.
 - 1. Each dues payment will convey two memberships at the same mailing address with voting rights for each of the two members. They must be designated on the membership information sheet which must accompany the dues payment.

4 DIRECTORS

- There shall be a Board of Directors comprised of nine persons elected from among the UCCA membership. Board members must be property owners of Upper Captiva Island and/or persons whose legal address is on island. Officers are elected by the Board from among its nine members.
- 4.1 The Board of Directors shall have full power to determine all rules and regulations and to conduct the business of the UCCA. The sole exception is changing or amending these bylaws, which must be done by a vote of the membership.
 - 4.2 The Board of Directors shall be authorized to manage the monetary affairs of the association within the framework of the annual budget. The budget shall be drawn up and approved by the Board every January, and reported to the membership in a timely manner.
 - 4.3 The property and equipment of the UCCA shall be managed at all times by the Board.
 - 4.4 The Board of Directors shall hold a meeting shortly before the four yearly general membership meetings unless otherwise decided by the Board. Special meetings of the Board may be called at any time by the President or any two directors. There must be a quorum of a majority of Directors present to conduct business or make any decisions for the Association. Any member may attend a Board of Directors meeting.

5 ELECTION OF DIRECTORS

- 5.1 There shall be nine members of the Board of Directors. Any member who is a property owner or whose legal residence is on island may stand for election to the Board. Three directors shall be voted to office annually to serve three-year terms, the resulting staggered terms to assure continuity on the Board.
- 5.2 Directors are elected in December by majority vote of responding members. The nominating committee, appointed each year by the President, shall present the slate of candidates.
- 5.3 In the event of the resignation, removal or death of a board member or members, the remaining directors shall appoint a successor(s) to the unexpired term(s). If the missing director(s) was an officer the Board shall elect a successor(s) to the unexpired term(s), except in the case of President when the Vice President shall assume those duties.
- 5.4 Cause for removal of a director shall include but not be limited to any action that brings discredit to the membership and/or nonattendance at three (3) consecutive meetings without just cause.

6 OFFICERS

Officers of the UCCA shall be President, Vice President, Recording Secretary, Communications Secretary, and Treasurer. The first duty of the new Board of Directors in January is to elect its officers from among the nine board members.

6.1 The president shall preside over all meetings, appoint members to committees and represent the UCCA in dealings with other entities and organizations unless a substitute is designated.

6.2 The Vice President shall assume the duties of the President should the latter be absent, incapacitated or otherwise vacate the office.

6.3 The Secretary shall record all proceedings of board meetings and general membership meetings. He/she shall also attend to and communicate to the Board all correspondence to or from the UCCA.

6.4 The Treasurer shall administrate and advise the Board of all financial matters of the Association. He/she shall open checking and/or savings accounts in any FDIC member bank in Lee County, deposit monies and pay bills, and render a financial status report to the membership at all general meetings.

6.5 No UCCA officer shall have authority to bind the Association without written approval of the majority of the Board.

7 MEETINGS

General membership meetings shall be held four times per year, with additional meetings called, if needed, by the the Board of Directors. Business at all meetings is to be conducted according to Roberts Rules of Order (Revised).

8 BYLAWS and AMENDMENTS

The Bylaws shall be the instrument of rules and conduct followed by the Board of Directors, the officers and the members of the UCCA. Changes and amendments to the Bylaws must be approved by the membership by online or mail ballot. A two-thirds majority of the responding membership shall be required to affect changes.

9 SPECIAL RULES

9.1 The UCCA as a whole shall not endorse any candidate for political office, nor permit the Association's name to be used as an endorsement.

9.2 The UCCA membership list shall not be used for any commercial purpose outside the business of the Association itself.

10 AMENDMENTS

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10.1 Vehicles: The only means of transportation within the planned island deemed for development ie: all surveyed lots, shall be battery operated golf carts or a similar mechanism. Vehicles for personal use or for recreation shall not be powered by an internal combustion engine. They are prohibited on this planned development, known as Upper Captiva Island.