

# **BYLAWS OF MOBILE MANOR, INC. AMENDED 2010**

**150 LANTERN LANE  
NORTH FT. MYERS, FL. 33917  
AMENDED March 4th, 2010**

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## **ARTICLE I: NAME**

- Sec. 1. The name of this corporation shall be Mobile Manor, Inc. a **55 and over Mobile home Subdivision**.
- Sec. 2. The principal office of the corporation in this State shall be located at 150 Lantern Lane, N. Fort Myers, FL. **All correspondence and deliveries pertaining to the Corporation to be to this address.**
- Sec. 3. Other offices for the transaction of business shall be located at such places as the Board of Directors may from time to time determine.

## **ARTICLE II: PURPOSE**

The objectives and general purposes of this Corporation shall be:

1. To promote good relations among our members and with the general public.
2. To promote the mutual interest of the members.
3. To find solutions for our common problems.
4. To inform the members regarding matters of common interest.
5. **To enforce Deed of Restrictions.**

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## **ARTICLE III: MEMBERSHIP**

- Sec. 1. The members of the Corporation shall be lot owners as defined in the Articles of Incorporation, except that each lot shall have only one membership, regardless of the number of owners. There shall be one vote for each member.
- Sec. 2. The will of the membership is the highest authority of the Corporation. **However, in the case of emergencies necessary action may be taken by the Board of Directors until such time as permission can be obtained.**
- Sec. 3. Members that commit to the Mobile Manor, Inc. maintenance contract shall have the use of all the amenities in Mobile Manor and be permitted to vote in any election held, if their membership is **“In Good Standing”**.
- (A) To be a member **“In Good Standing”** for the Annual Meeting in February, all fees on **all lots** must be paid by December 31<sup>st</sup> for the previous two years. In order to vote in all meetings of the Corporation, all fees on all lots must be current through the last day of the previous month.
- Sec. 4. Commencing April 1, 2001, all **past due** accounts will be charged ten percent (10%) of the balance due at the end of the year. Each month thereafter that an account remains past due, interest in the amount of 1 ½% per month will be charged against that account until the account is brought up to date. In the year 2002 and thereafter the ten percent (10%) fee will be assessed in January. **During the period that an account is in arrears, that member’s voting privileges and use of all amenities will be suspended.**

## **ARTICLE IV: MEETINGS AND QUORUMS**

- Sec. 1. Regular meetings of the Corporation members shall be held at 2:30 p.m. the first Thursday of each month from November through April of each year. Said meetings to be held on Corporate property, or elsewhere, as may be defined in the notice of such meeting.
- Sec. 2. Special meetings of the Corporation may be called at any time by the President or in his/her absence, the Vice-President, or a majority of the Directors at a location designated by the notice.

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- Sec. 3. It shall be the duty of the Directors, President or Vice-President to call a special meeting whenever so requested by those Corporation members, presenting a petition, constituting more than ten percent (10%) of the Corporation voting membership.
- Sec. 4. The annual meeting shall be the regular meeting held in the month of February. Notice of the time and place of the annual meeting shall be delivered to all members by the Secretary not less than twenty (20) days before the date of such meeting. In addition, notice shall be posted on corporate property.
- Sec. 5. Proxies shall be allowed, but must be in writing. They shall be filed with the Secretary, and by him/her be entered and recorded in the minutes of the meeting.
- Sec. 6. A quorum for the transaction of business at the Annual Meeting shall constitute the number of memberships representing **thirty percent (30%)** of the **voting memberships**. Corporation members present will adjourn the meeting if a quorum is not present.
- Sec. 7. A quorum for the transaction of regular monthly meetings or special meetings shall be twenty percent (20%) of the **voting memberships**.
- Sec. 8. **An agenda shall be prepared by the President, posted and available to the membership at least three (3) days prior to the meeting. Any item presented and not on the agenda will be tabled and considered a study item and will appear on the next month's agenda. All meetings to be taped.**

### **ARTICLE V: ADMINISTRATION AND MANAGEMENT OF CORPORATION BOARD OF DIRECTORS**

- Sec. 1. The administration and management of the Corporation affairs, including the Corporation property, and the providing of utilities, shall be vested in the Corporation through the Board of Directors. The Corporation shall maintain a membership vote and shall maintain such accounts and records as necessary and prudent in accordance with good business standards. The Corporation, through its officers and directors, shall have the powers, authorities and responsibilities, as are vested in the officers and directors of a corporation not for profit under the laws of the State of Florida.
- Sec. 2. The business property of the Corporation and, generally, the management and control of the Corporation and the property owned by it, shall be conducted and managed by the Board of Directors of nine (9) members who shall be elected by Corporation members.
- Sec. 3. The regular monthly meetings of the Board of Directors shall be the **fourth Tuesday of the month prior to each regular monthly meeting.**

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- Sec. 4. Special meetings of the Board of Directors shall be held in the principal office of the Corporation or at such place as the majority of the Directors shall designate.
- Sec. 5. A majority of the Board of Directors shall constitute a quorum at any monthly or special meeting.
- Sec. 6. The Board of Directors shall, as it may be necessary, appoint committees to handle the day-to-day affairs of the Corporation, each committee to include one (1) member of the Board of Directors.
- Sec. 7. All salaries and wages of any Corporation employee shall be determined and regulated by the Board of Directors.
- Sec. 8. All contract bids on any Corporation facilities must be approved by the Board of Directors. **In addition any bid over \$2000 must be approved by the voting membership in attendance. Agenda of such meeting will include a description of the expenditure.**
- (A) **An Audit committee** will be appointed by the Board of Directors immediately after the annual election. It shall conduct an annual audit of the Corporation.
- (B) A manager shall be appointed by the Board of Directors. The duties and salary of the manager will be set by the Board of Directors.
- Sec. 9. The Board of Directors shall consist of nine (9) members: President, Vice-President, Secretary, Treasurer, and four (4) members elected at large. The outgoing President shall serve on the Board, becoming the ninth (9<sup>th</sup>) member. The President and Vice-President are to be elected yearly and may not serve more than four (4) consecutive one-year terms. The Secretary and Treasurer shall be elected each year, but may continue to hold office as long as they desire and are elected with the approval of the membership each year. Board members at large are elected for a two (2) year term, but may not serve more than two (2) consecutive terms. The outgoing President shall serve on the Board until replaced by his/her successor.
- Sec. 10. The Board of Directors shall adopt a budget for each fiscal year. The fiscal year of the Corporation shall be January 1<sup>st</sup> through December 31<sup>st</sup> of each year. Copies of the proposed budget will be presented to the members at the Annual Meeting.
- Sec. 11. The Corporation Treasurer and or a Community Association Manager shall deposit the Corporation funds in such bank or banks as the Board of Directors may direct. Withdrawals of such funds shall be made by the Treasurer or others as designated by the Board of Directors
- Sec. 12. The Board of Directors may make such rules and regulations governing the use of Corporation property as they may deem proper.

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- Sec. 13. No Corporation employee may be elected or appointed to serve on the Corporation Board of Directors.
- Sec. 14. Management, or Board, may bar the use of the facilities to members or guests who become undisciplined or destructive.
- Sec. 15. Management, or Board, may bar the use of key/keys to corporate property that are being used in an undisciplined or destructive manner by members/guests, and ask for the immediate return of such key/keys. If key/keys are not returned, the person/persons retaining the key/keys will be responsible for the cost of changing the lock/locks in question.

### **ARTICLE VI: OFFICERS**

- Sec. 1. The Corporation shall have a President, Vice-President, Secretary, and Treasurer. They shall be elected or re-elected at the Annual Meeting of the Corporation. Any officer may be removed upon a majority vote of the membership at any special meeting called for such purpose and upon which notice has been given to the membership. The quorum of such special meeting must be **thirty percent (30%) of the voting membership.**
- Sec. 2. The President, or in his/her absence, the Vice-President, shall preside at all meetings of the Board of Directors and Corporation, **unless he/she requests a moderator/parliamentarian. The Board of Directors shall have supervision over the affairs of the Corporation and manager.**
- Sec. 3. The Secretary **is responsible for issuing** notices of all meetings, and shall attend and keep minutes of the same. He/she shall be custodian of the Corporate Seal, have charge of the Corporation records and papers, and shall perform all the duties incidental to his/her office.
- (A) **Minutes of Association meetings shall be placed in the office within ten (10) days following the meeting.**
- (B) **Minutes of Board meetings to be available to the Board members not later than three (3) days following the meeting.**
- Sec. 4. The Treasurer shall have custody of the funds of the Corporation, shall have supervision of books of accounting, and shall keep vouchers, receipts, records and other papers incidental to such office. The Treasurer shall also maintain an assessment roll of the names of each member of the Corporation.
- Sec. 5. Each of the officers above described shall, in addition to the powers and duties conferred upon them herein, have all the powers, authorities and responsibilities as are designated to officers of a corporation not for profit under the laws of the State of Florida.

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## **ARTICLE VII: ELECTIONS**

- Sec. 1. The election of officers and directors shall be held at the Annual Meeting in February.
- Sec. 2. Nominating committee of three (3) members shall be appointed at the regular meeting in December.
- Sec. 3. Only members in good standing will be nominated and are not required to be fulltime residents. Any member desiring to run for an office must have had uninterrupted maintenance payments for the past twenty four (24) months and will submit an acceptance in writing for the office of their choice by the January meeting date. Acceptance will be submitted to the nominating committee prior to that meeting. Nominations may also be made from the floor at the January meeting.
- (a) No property owner living off Mobile Manor shall hold an office on Mobile Manor, Inc... Board of Directors
- (b) When an officer or director of the Board has once served his/her maximum years of consecutive terms, **a one (1) year ineligibility** is to be served off of the Board before he/she is eligible for further nominations to the Board.
- Sec. 4. A ballot will be prepared and delivered or mailed to all members not less than twenty (20) days before the Annual Meeting with instructions for voting. The candidate receiving a plurality of votes will be elected.
- Sec. 5. All interim vacancies of officers and directors shall be filled by appointment by the Board of Directors.
- Sec. 6. All members not returning their proxies and or ballots will be considered as giving their approval of the Board's recommendations.

## **ARTICLE VIII: ASSESSMENTS FOR MAINTENANCE EXPENSE**

- Sec. 1. (A) Assessments to cover the recurring maintenance expenses for each succeeding year, shall be decided and voted on, in advance of, or before December 20<sup>th</sup>, preceding the year for which the assessments are to be paid. If an annual assessment is not made as required, the assessment shall be presumed to have been left at the amount of the last prior year's assessment.

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- Sec. 2. (A) Payments of such assessments/**maintenance fees** to be paid in twelve (12) equal consecutive installments **by** the last day of the month **or in advance**. Penalties for unpaid maintenance assessments are covered in ARTICLE III. Sec. 4.
- (B) The total of the assessments for recurring common expenses shall not be more than 105% of the assessments of the prior year and approved by the membership, entitled to cast, by at least 51% of the votes of the Corporation.
- (C) In the event such an annual assessment for recurring expenses proves to be insufficient, it may be amended upon approval by the membership. Such approval must be by sixty percent (60%) of the voting membership. Assessments for the remaining portion of the calendar year shall be due in equal monthly installments.
- Sec. 3 (A) To assure the continued payment of maintenance fees, each member shall enter into an agreement with Mobile Manor, Inc. committing themselves to payment of such maintenance fees. Such maintenance fees will be in an amount as set by the membership.
- (B) When property transactions (sell/purchase) are in progress, it is incumbent upon the seller to see that the potential buyer has a conference with the manager relative to his or her obligations to the Corporation.
- Sec. 4 Assessments for expenses of emergencies which cannot be paid from the assessments for recurring expenses shall be made only after notice of the need thereof to the members concerned. After such notice and approval by the members representing sixty percent (60%) of the outstanding voting memberships, the assessment shall become effective and shall be due after thirty (30) days notice thereof.

### **ARTICLE IX: AMENDMENT OF BYLAWS**

- Sec. 1. Upon proper notice, the BYLAWS may be amended, altered or rescinded by two-thirds vote of the **voting members in attendance, provided a** written notice **has been** delivered or mailed to all members of intent to amend BYLAWS at least twenty (20) days before the date of such meeting.

### **ARTICLE X: PARLIAMENTARY RULES**

- Sec. 1. **Roberts' Rules of Order (latest edition) shall govern the conduct of meetings when not in conflict with the Articles or these BYLAWS. The Board may also make such rules and regulations covering its meeting as it may, in its discretion, determine necessary.**