

Gulf Pines By-Laws

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BY-LAWS Of GULF PINES PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I NAME and LOCATION

Section 1. The name of the association is Gulf Pines Property Owners Association, Inc.

Section. 2. The principal office of the association for the transaction of business shall be located at such place as the Board of Directors may from time to time determine.

ARTICLE II Purposes and Objects

In amplification of the purposes set forth in the Articles of Incorporation, the purposes and objects are as follows:

- A. To develop a community designed for safe, healthful and harmonious living.
- B. To promote the collective and individual property and civic interests and rights of all lot owners in that certain unrecorded subdivision located in Sanibel, Lee County, Florida, known as "Gulf Pines," being a tract of land located in Section 20, Township 46 South, Range 22 East, as originally developed or as subsequently added to by or with adjoining lands.
- C. To improve and maintain the roadways walkways, recreation facilities, sewage facilities and any facilities of any kind dedicated to the community use, and all open spaces and other ornamental features of the above described subdivision which now exist or which hereafter be installed or constructed therein.
- D. To cooperate with the owners of all vacant and unimproved Gulf Pines lots in keeping them in good order and condition, in preventing them from becoming a nuisance and a detriment to the beauty and value of the tract and of the improved lots therein, and to take any action with reference to such vacant and unimproved lots as may be necessary or desirable to keep them from becoming such nuisance and detriment.
- E. To aid and cooperate with all lot owners in the tract in the enforcement of such conditions, covenants and restrictions appurtenant to their lots as are now in existence , as well as any other conditions, covenants and restrictions as shall hereafter be approved by 66 2/3% of the members of the association, and to counsel with the City of Sanibel in relation to any zoning that may affect any portion of the subject tract.
- F. In general, to do any and all things necessary to promote the general welfare of the residents and owners of any portions of Gulf Pines and their interests therein by cooperating with the owners of all improved lots in keeping them in good order and condition, in preventing them from becoming a nuisance and a detriment to the beauty and value of the neighborhood, and to take any action as may be necessary to insure that all properties, improved or vacant, comply with the by-laws and guidelines of the Gulf Pines Property Owners Association.
- G. To acquire, own or lease such real and personal property as may be necessary or convenient for the transaction of its business and the fulfillment of its purposes and objects, and to exercise all rights, powers, and privileges of ownership to the same extent as natural persons might or could do.
- H. To arrange social and recreational functions for its members.
- I. To exercise any and all powers that may be delegated to it from time to time by the lot owners in the tract.
- J. This association shall not engage in political activity or pursue political purposes of any kind of character.

Article III MEMBERS

- A. Class of Members. The association shall have one class of members. The qualifications and rights shall be as follows:

1. Every owner of a lot in Gulf Pines agrees to become a member.
 2. Membership shall include an undertaking by the applicant to comply with and be bound by the subdivision deed restrictions, the Articles of Incorporation, these by-laws and amendments thereto, and the policies, rules and regulations at any time adopted by the association in accordance with these by-laws.
 3. Membership in the association shall terminate on such member's ceasing to be a lot owner in Gulf Pines.
- B. Voting Rights. There shall be one (1) vote per facility fee paid each year.
1. At membership meetings all votes shall be cast in person, or by proxy registered with the secretary.
 2. The Board of Directors is authorized to establish regulations providing for voting by mail.

ARTICLE IV MEETINGS OF MEMBERS

- A. Annual Meeting. The annual meeting of the members of the association for the purposes of hearing from officers and standing committees and for electing directors shall be held in Sanibel, Florida, on the second Tuesday of March each year. The time and place shall be fixed by the directors. Copies of the minutes of the annual meeting of members shall be delivered or mailed to each member.
- B. Special Meetings. A special meeting of the members may be called by the Board of Directors. A special meeting of the members must be convened by the president within 60 days after receiving a written request signed by not less than 25% of the members having voting rights.
- C. Notice of Meeting. Written notice stating the nature and purpose, place, day and hour of any meeting of members shall be mailed to each member entitled to vote at such meeting, not less than thirty (30) days before the date of such meeting. It shall be the responsibility of each member to keep the secretary informed of his current address.
- D. Quorum. Members holding 22% of the votes that may be cast at any meeting shall constitute a quorum at any meeting of the members.
- E. Proxies. At any meeting of the members, a member entitled to vote may vote by proxy executed in writing and registered with the secretary. No proxy shall be valid longer than eleven months from the date of its execution.
- F. Voting by Mail. Where directors or officers are to be elected by members, or where there is an act requiring the vote of the members, such election or vote on such proposed action may be conducted by mail in such manner as the Board of Directors shall determine.

ARTICLE V BOARD OF DIRECTORS

- A. General Powers. The affairs of the association shall be managed by the Board of Directors, subject to such instructions of the members of the association as may be expressed by a vote of the membership. All committees shall be appointed by the Board of Directors.
- B. Number, Tenure and Qualifications. There shall be seven directors, four of whom shall be elected at the annual meeting in 1977, for terms of one year and at the annual meeting in 1978, and biannually thereafter for terms of two years; and three of whom shall be elected at the annual meeting in 1977, and biannually thereafter for terms of two years. All directors shall be owners of a Gulf Pines dwelling or unimproved lot.
- C. Regular Meetings. The Board of Directors shall meet regularly at least annually at a time and place it shall select.
- D. Special Meetings. A special meeting of the Board of Directors may be called by or at the request of the president or any four directors.
- E. Notices. Notice of any special meeting of the Board of Directors shall be given at least 10 days prior thereto, by written notice delivered personally or sent by mail to each director. Any director may waive notice of any meeting.

- F. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board, but if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time, and without further notice.
- G. Manner of Acting. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by law or by these by-laws.
- H. Vacancies. Any vacancy occurring in the Board of Directors, shall be filled by election by the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

**ARTICLE VI
OFFICERS**

- A. Officers. The officers of the association shall be a president, a vice-president, a secretary and a treasurer.
- B. Qualifications and Method of Election. Except for the treasurer, the officers shall be members of the association, shall be elected by the Board of Directors, and shall serve for a term of one year. The president and vice president shall be members of the Board of Directors.
- C. President. The president shall preside at all meetings of the association and of the Board of Directors at which he is present, shall exercise general supervision of the affairs and activities of the association and shall serve as a member ex officio of all standing committees.
- D. Vice-President. The vice-president shall assume the duties of the president during his absence.
- E. Secretary. The secretary or the property manager shall keep the minutes of all meetings of the association and the Board of Directors, which shall be an accurate and official record of all business transacted. The secretary or the property manager shall be the custodian of all corporate records, give notice of all meetings and carry on all necessary correspondence of the corporation.
- F. Treasurer. The treasurer shall receive all corporate funds, keep them in a bank approved by the Board of Directors, and pay out funds only on written checks or drafts signed by himself. The treasurer, need not be a member of the association.
- G. Vacancies. A vacancy in any office may be filled by the Board of Directors for the unexpired portion of the term.

**ARTICLE VII
DUES AND ASSESSMENTS**

- A. Admission Without Fee. There shall be no admission or initiation fee as a condition of membership.
- B. Annual Dues. Annual dues for the next succeeding year shall be recommended by the Board of Directors to the membership at the annual meeting and be adopted by a majority vote of the members present in person or by proxy at such meeting; provided, however, that no increase above 5% (See note 1) of the previous year's dues shall be determined without two-thirds of the members present in person or by proxy approving such increase.
- C. Special Assessments. Special assessments may be levied on the members of this association only by a vote of two-thirds of all members of the association. The procedure for voting on proposed assessments shall be the same as the procedure provided herein for voting on amendments to these by-laws.
- D. Default in Payment of Dues or Assessments
 - 1. When any member shall be in default in the payment of dues or assessments for a period of 60 days from the date on which such dues or assessments become payable, he shall cease to be a member in good standing. Such member shall be dropped from active membership and placed on the inactive list. Such member shall not be reinstated until he has paid all past and present dues and assessments in full and until such time as such member is reinstated, he shall have no rights of any kind arising out of membership in the association.
 - 2. In addition to the foregoing, if any member shall fail to pay his dues or assessments as the same become due, and shall fail to pay such dues or assessments after 30 days written notice of such delinquency given to him by the association, the amount of the delinquent dues or assessments shall become a lien on such member's lot in the subdivision in favor of the association, and the association shall have the right to record a notice of claim of lien and proceed thereon in accordance with the provisions of Part 1, Chapter 713, Florida Statutes (Mechanics Lien Law) for the foreclosure and enforcement of liens; or, in the event the association shall not record a lien, it

shall have the right to commence an in personam action against such member for the collection the dues or assessments in any court of competent jurisdiction. Any interest on unpaid penalties shall be calculated at the rate of 5% over the prime rate at the time the penalty is paid.

**ARTICLE VIII
PARKING REGULATIONS**

- A. No trucks, pickup trucks, heavy equipment, house trailers, mobile homes, motor homes, campers, boats or boat trailers shall be parked overnight on any of the streets or any lot within the subdivision unless such vehicles are hidden from view inside an enclosure or garage. No automobiles shall be parked overnight on any subdivision street.
- B. This shall not prevent the parking of work vehicles on construction sites for a maximum period of nine months following issuance of the building permit
- C. The Board of Directors may extend this time limit or grant other relief for cause.

**ARTICLE IX
FISCAL YEAR**

The fiscal year of the association shall be July 1 through June 30.

**ARTICLE X
AMENDMENTS**

These by-laws may be amended, altered or rescinded by a 2/3 vote of the membership of the association. Ballots may be cast either in person or by written proxy at any regular or special meeting of the association provided that the notice for the meeting shall set forth a general description of the amendments, alteration or rescission.

Note 1 – Previous By-Laws incorrectly reflected the permissible amount of Annual Dues increases as 10% per year. This amount of increase was in conflict with the duly approved Deed Restrictions signed on January 1, 1972 which limited the amount of Annual Dues increase to 5% per year. Affidavits recorded on June 19, 2017 evidence that the Deed Restriction Amendment signed on July 2, 2007 incorrectly reflected the permissible increase as 10%. Accordingly these By-Laws have been corrected to reflect the proper limit on the amount of Annual Dues increases of 5% per year.