

BYLAWS THAN, INC.  
TAMPA HOMEOWNERS, AN ASSOCIATION OF NEIGHBORHOODS, INC.

Amended November, 2023

**ARTICLE I. Name**

The name of this Corporation shall be: TAMPA HOMEOWNERS, AN ASSOCIATION OF NEIGHBORHOODS, INC.

**ARTICLE II. Objectives**

The objectives are to assist neighborhood groups within the City of Tampa in protecting and furthering the interest of all Tampa residents: In particular, to advocate for planned, thoughtful, controlled growth, the preservation of the integrity of our Tampa neighborhoods, the protection of our environment and the quality of life within the City of Tampa; to monitor government action which may affect residential neighborhoods; to disseminate information to its members in a timely manner and to recommend a course of action when needed.

**ARTICLE III. Membership**

An eligible organization is defined as a neighborhood, community advocacy, or citizen group in the City of Tampa. The THAN Executive Board reserves the right to reject any organization by a majority vote.

The organization itself is the “member”. The member’s vote shall be cast by each organization’s designated representative or designated alternate representative, as determined by each organization. Only one vote is permitted from each member organization.

Founding members of THAN and former THAN Presidents may remain at-large members of THAN.

Each organization shall submit the name of the representative and an alternate to vote on behalf of the organization. These representatives may or may not be the President of the organization.

A person cannot be the THAN representative for more than one organization at a time and cannot have more than one vote. Each member of the Executive Board has a right to one vote. However, they may not vote as the representative of a member organization AND as a member of the Executive Board. No one can have more than one vote. There is no fee for membership, however organizations and individuals may make donations to support THAN.

**ARTICLE IV. Officers and Elections**

The officers of this association shall be President, Vice President, Secretary, Treasurer and two Board Members At Large (BMAL) and shall constitute the Executive Board. The terms of office will be two (2) years. The President, Treasurer and one BMAL will be elected in even-numbered years (beginning in 2024); the Vice President, Secretary and one BMAL will be elected in odd-numbered years (beginning in 2023).

To be eligible to run for election, a person must be a resident of the city of Tampa and a member of their neighborhood association.

At the October meeting or on the second Wednesday of October each year, the President shall appoint three (3) people to an Election Committee and designate one of them as the chairperson. The

appointments will be confirmed by a majority vote of the Executive Board. The election committee will convene and determine the methods for members to vote electronically and in person and via US Mail, and those methods must be confirmed by majority vote of the Executive Board.

A notice will be posted on all official THAN social media, and an email will be sent to everyone on the "Major Distribution" email list, announcing that nominations are open for the election of officers. The "Major Distribution" email list is defined as every Tampa resident who has submitted their email address to THAN, excluding all City of Tampa officials and employees.

Nominations may be submitted via email, US Mail, and in person at a THAN meeting. Nominations will be closed at the November THAN meeting, or on the second Wednesday of November if there is no meeting. If an office is uncontested, the sole candidate is considered elected, and no vote will be held for that office.

The announcement of the final candidates for each office will be posted on all official THAN social media and sent via email to everyone on the Major Distribution email list, ASAP. The announcement will include instructions on how organizations can vote in the election. Upon the close of nominations, the president will request candidates submit a bio within 15 calendar days. The bio will be emailed to everyone on the Major Distribution email list.

The Election Committee will give email voting instructions to everyone on the Major Distribution email list.

All completed ballots must be received by the Election Committee electronically, or via US Mail, or in person, by December 31<sup>st</sup>. The ballots shall be counted by the Election Committee at the January meeting and officers shall assume office immediately.

If any vacancy occurs among the officers for any reason, the unexpired term of such vacancy shall be filled by majority vote of the Executive Board. The appointee must meet the election eligibility requirements set forth in paragraph two of Article IV.

### **ETHICS**

If an officer of THAN decides to run for political office, he or she shall resign the THAN office at the time for filing for the elected position.

No THAN media nor any THAN distribution list may be used for partisan political purposes.

No member of the Executive Board shall use his or her membership for personal, financial, or political gain, either in the public sphere or within THAN; nor shall any member of the Executive Board take any action that will be detrimental to the activities or reputation of THAN, on pain of suspension or expulsion. Both the evaluation of any questionable activity and the action to be taken will be under the jurisdiction of the Executive Board.

### **ARTICLE V. Duties of Officers**

**ATTENDANCE:** All officers shall attend general membership meetings and Executive Board meetings. Failure to attend three (3) consecutive meetings without prior notice and approval by the Executive Board shall constitute resignation. Notice of anticipated absences can be given to any Executive Board member. Officers may participate in any meeting by, or conduct a meeting using, any means of

communication by which all participating officers may simultaneously hear each other during the meeting. An officer participating in a meeting by this means is deemed to be present at the meeting.

**The President** – The President shall preside at all general meetings of THAN. They shall appoint committee members and committee chairpersons with a majority confirmation vote of the officers.

The President shall be the “Registered Agent” of THAN, Inc. per Florida statute 617.0501 and ensure that any changes to the Registered Agent and/or other THAN officers are timely reported to the Florida Department of State. The President along with the Secretary shall ensure that required annual updates to the Florida Department of State regarding THAN incorporation status is made. The President shall be the Registered Agent for the service of process. The duties of Registered Agent may be transferred to another elected Executive Board officer by unanimous vote of the Executive Board.

The President shall nominate a competent independent party/committee to review/audit the THAN financial records at least annually. The President shall maintain accurate and complete records of all THAN operations. The records shall be always open for inspection by the Executive Board.

**The Vice President** – The Vice President shall assist the President in fulfilling the duties of that office.

In the absence of the President, the Vice President shall perform the duties of the President. In the absence of both of these officers, the Treasurer shall preside and assume the duties of the President. In the absence of all three of these officers, the Secretary shall preside and assume the duties of the President. The Vice President shall maintain accurate and complete records of all THAN operations. The records shall be always open for inspection by the Executive Board.

**The Treasurer** – The Treasurer shall collect and have charge of all receipts and moneys of the Association, deposit them in a bank approved by the members and shall disburse funds as ordered and authorized by the members. All Executive Board members’ signatures should be on the bank account. Only one Executive Board member will be required to sign a check. All Executive Board members should approve expenditures. The approvals can be via email.

The Treasurer shall keep regular accounts of all receipts and disbursements, submit a record at each meeting, give an itemized statement at the annual meeting of the association, file tax returns, pay the annual corporation fee and perform any other duties as assigned by the President.

The Treasurer shall provide status of dues payment and date paid to the Secretary, along with the signed Membership Form. A receipt shall be provided to each dues-paying member, acknowledging receipt of the dues. This receipt can take the form of an email.

The Treasurer shall maintain accurate and complete records of all THAN operations. The records shall be always open for inspection by the Executive Board.

**The Secretary** – The Secretary shall keep the minutes of all meetings of the Association and shall submit them for approval at the subsequent meeting. The Secretary shall oversee the distribution of notices for all meetings and shall perform such other duties as may be required by the President or the members. The Secretary shall be the custodian of the records of THAN which are not in the custody of other officers.

The Secretary shall maintain a list of all THAN meeting attendees to include the name, neighborhood association and email address of each, if provided by attendee. The Secretary shall maintain a list of all THAN members to include the appointed representative name, address, and email address of each.

The Secretary shall maintain incorporation paperwork for THAN, Inc. The Secretary, along with the President, shall ensure that any required changes and/or updates to Florida Department of State paperwork shall be made in a timely manner, including annual reports. The Secretary shall coordinate

with the Treasurer to maintain required paperwork and/or filings with the Internal Revenue Service to ensure that taxable income (if any) is properly reported to the IRS in a timely manner. The Secretary shall maintain accurate and complete records of all THAN operations. The records shall be always open for inspection by the Executive Board.

**The Board Member At Large** – The BMAL shall assist in furthering the stated objectives, goals, purposes, and work of THAN. The BMAL shall maintain accurate and complete records of all THAN operations. The records shall be always open for inspection by the Executive Board.

#### **ARTICLE VI. Meetings**

THAN shall meet at least quarterly. The meetings will be on the second Wednesday of the month unless rescheduled for legitimate reasons. There will be no meetings in July or December unless a special meeting is called. A meeting notice will be posted on all official THAN social media and a reminder email will be sent to the Major Distribution on the Friday before each meeting. The January meeting shall be the annual meeting at which time new officers shall be elected. When it is deemed necessary, special meetings may be called by the President or three (3) members with at least 48 hours' notice of time, place, and purpose of the meeting.

An affirmative vote of the majority of the members present at each meeting shall decide any question, endorsement, official THAN position or course of action brought before it, except as specified in Article VIII. Between meetings, such votes may be taken of the members via electronic means. If time is of the essence, and a general membership vote is not possible, such motions can be approved by a two-thirds (2/3) majority vote of the Executive Board. Proxy voting is not allowed.

#### **ARTICLE VII. Committees**

Committees can be proposed by any member and put to a vote of the Executive Board.-Committees may be defined and assigned at any time to address the needs of the citizens of the City of Tampa. Committee Chairs shall make reports to the President and the Executive Board and the general membership, as requested.

#### **ARTICLE VIII. Amendments**

A proposal to amend the bylaws may be made at any meeting. The proposed amendment(s) will be emailed to all members at least fifteen (15) days prior to the next meeting. The proposed amendment(s) will be read and voted on at the next meeting. The proposed amendment(s) must be approved by a two-thirds (2/3) vote of the members present at the noticed meeting.

#### **ARTICLE IX. Parliamentary Authority**

Roberts Rules of Order, revised, shall govern this Association except in cases where they do not apply or are not consistent with these bylaws.

#### **ARTICLE X. Compensation**

Neither officers, or members serving on committees shall receive any salary or compensation other than for necessary expenses approved by the members for their services rendered to the Association.

#### **ARTICLE XI. Dissolution**

Should THAN ever be dissolved, all outstanding obligations shall be paid, after which any remaining funds or other assets shall revert to the Friends of the Hillsborough County Library Council.