BYLAWS OF THE CENTRAL OAK PARK NEIGHBORHOOD ASSOCIATION
SAINT PETERSBURG, FLORIDA

ARTICLE I
NAME

The name of the Corporation shall be Central Oak Park Neighborhood Association of St. Petersburg, Inc., also known as (AKA) COPNA.

ARTICLE II
LOCATION

COPNA shall be located in Saint Petersburg, Florida, and its principal address shall be the Corporation's Post Office Box or other such address within the city limits, as the Board of Directors may from time to time designate.

ARTICLE III
PURPOSE

1. The purpose of COPNA shall be to promote a sense of community for our neighborhood; forge working relationships with the City of Saint Petersburg; foster civic participation; promote beautification and pride in the neighborhood; maintain, enhance and encourage quality housing that reinforces the character and charm of our neighborhood and provide a focal point for all neighborhood issues that affect a significant number of our residents.

2. Said corporation is organized exclusively for charitable, religious, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV
MEMBERSHIP

1. Those eligible for membership in this corporation shall be property owners, proprietors and residents age 18 and over in the area bounded on the North by 13th Avenue North, on the East by 34th Street (US 19), on the South by 5th Avenue South, and on the West by 49th Street.

2. All residents, homeowners, proprietors, and others may become members of the Corporation by application to the Board of Directors. The Board of Directors shall have the right to refuse an application from any person, by reason for which to them shall seem sufficient, provided that such refusal be by a majority vote of the Board of Directors, at which time there must be a quorum present. Resignation from membership shall be presented to the Board of Directors. Active members must maintain their principal residence herein.

3. If any member of the Corporation shall at any time be believed to be guilty of either an act prejudicial to the Corporation and/or its purpose or systematic, disorderly actions which are detrimental to the Corporation, a motion may be brought to the Board of Directors, and upon a majority of support, such person shall be notified to appear personally before the Board of Directors at a designated time and place not less than thirty (30) days after such notification and at such time be given a hearing. By a 2/3 majority vote of all Directors, the membership of such person may be terminated; provided further, however, that such person may be reinstated to membership by a vote of a majority of the members of the Corporation present at a meeting duly and validly called.

4. Present members, 18 years of age and over, shall be entitled to one vote per paid household, and businesses are entitled to one vote, per qualified location, by the registered representative.

ARTICLE V
ELECTIONS

1. The membership shall elect the officers of the Corporation by a majority vote at the March Annual Meeting.

2. No member of the Board of Directors shall campaign for any COPNA candidate.

3. No Nominee for office shall use the Corporation's records (membership or otherwise) for the purpose of soliciting votes.

4. Election shall be by written ballot at the March annual meeting or by electronic ballot prior to the March annual meeting, or at other times selected by a majority vote of the Board of Directors.

5. The Treasurer of the Corporation shall be responsible for providing an updated list of members in good standing to the Election Committee prior to the election.

6. The Election Committee, as a whole, is responsible for handling the election.

7. No member shall be eligible to hold office or vote unless the member is in good standing as of March 1st of the year of the election. Nominees must be members in good standing as of March 1st of the year of the election.

ARTICLE VI
INCOME

1. Annual dues shall be payable, in advance, to the Treasurer, per calendar year; subject to a revision by majority vote of the COPNA Board of Directors.

2. Special, value-added membership packages may be offered to the Corporation upon approval by the Board of Directors.

3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the purposes of this Corporation.

ARTICLE VII
OFFICERS

1. The officers of the Corporation shall consist of: President, Vice President, Secretary, Treasurer, and any other officers as the Board of Directors may from time to time specify. No two offices may be held by the same person at the same time. No person shall be elected to or serve on the Board of Directors who holds any elected office in Federal, State, County, or city Governments, or who has announced candidacy for election to any office in the above-named governments.

2. The officers shall be elected by the membership for a term of office of one year at the March Annual Meeting.

3. It shall be the duty of the President to preside at all meetings of the members of the Corporation and at all meetings of the Board of Directors in the capacity as chairman of the Board of Directors, and to sign all formal documents on behalf of the Corporation; to have personal supervision and power over the affairs of the Corporation and its officers and employees; and shall exercise such powers as may, from time to time, be conferred upon him/her by the Board of Directors.

4. The Vice President shall perform the duties of the President whenever the President shall be sick, absent, or otherwise unable to act, or upon the death of the President, and shall perform such duties as may be imposed on him/her, from time to time, by the Board of Directors.

5. The Secretary shall keep the records of the meetings of the Board of Directors and the members of the corporation, and make such minutes available at its membership meetings. The Secretary shall perform such duties as may, from time to time, be assigned to the office by the Board of Directors.

6. The Treasurer shall receive funds and make disbursements of the monies of the Corporation. All disbursements shall be made by check or debit card and shall be signed by the Treasurer of the Corporation. Any disbursements exceeding $150.00 shall have proper Board approval. Disbursements for items exceeding $500.00 will have the proper approval of the membership of the Corporation (this may include approval in an annual/project budget). The Treasurer shall make a balance summary of the Corporation's books available for review by the COPNA Board of Directors. The Treasurer shall keep a list of names and addresses of the members of the Corporation and shall also perform duties as may be assigned to the office by the Board of Directors.

7. Except as otherwise required by law or provided by these bylaws, the entire control and management of the Corporation and its affairs and property shall be vested in its Board of Directors. The Board shall be composed of four (4) officers and five (5) or seven (7) additional board members. The Board of Directors may also have up to two (2) alternates.

8. The Board of Directors shall be elected by the members of the Corporation at the Annual March Meeting. One member of the Board of Directors shall be the outgoing President of the Corporation, who shall serve one (1) year as a Director in the status of immediate past president, and, if they so choose, sits as a non-voting member, unless a quorum is not present, due to the number of board members serving or in attendance.

9. The Board of Directors may establish bylaws, rules and regulations for its government and for conducting of the business and affairs of the Corporation, provided such action is ratified by the membership.

10. Directors who miss three (3) consecutive Board meetings, or four (4) in a total year, shall forfeit their position on the Board. When a Director has reached the maximum allowable absences, that individual shall be given the opportunity to appeal to the Board for special consideration, and may remain on the Board with the approval of two-thirds (2/3) of the Board of Directors.

11. Directors who have ceased communicating with the Board for a period of 30 days may be removed from the Board with the approval of two-thirds (2/3) of the Board of Directors. At least two attempts to contact that individual must be made by another Director during this time, either by phone, email, or in person.

12. If any vacancies shall occur in the Board of Directors because of resignation, death, or otherwise, the Directors shall appoint an alternate Board Member to fill that position. If no alternates are available, the Board of Directors shall elect a member of the Corporation to fill such vacancy until the next election of Directors by the members.

ARTICLE VIII
MEETINGS

1. The meetings of the Corporation shall be held monthly, unless authorized by the Board of Directors. The March meeting of the members shall constitute the Annual Meeting.

2. Special Meetings of the members may be called by the Board of Directors whenever they think proper, and shall be called by the President.

3. Notice of time and place of all special meetings shall be sent by the Secretary to the members; such notice shall be in writing, and shall set forth the time, place, and purpose of the meeting.

4. Meetings shall be held under Robert's Rules of Order.

5. Regular meetings of the Board of Directors shall be held bi-monthly, subject to change by majority vote of the COPNA Board of Directors, and shall be open to all members in good standing.

6. Special meetings of the Board of Directors may be called at any time by the President of his/her own motion, and must be called at the request of at least three (3) members of the Board of Directors.

7. Notice of all special meetings of the Board of Directors shall be sent by the secretary to all Directors at least 3 days in advance of such meeting.

8. The Board of Directors may vote on time-sensitive issues during the time between regularly scheduled meetings using established digital communication, such as email.

9. The association may allow for members to vote using established digital communication, such as email or online surveys, as a supplement to in-person voting at meetings for regular order or in place of in-person voting at meetings for time-sensitive issues. Online voting will be directed and administered by the Board of Directors.

ARTICLE IX
QUORUM

1. A quorum for the transaction of business at any meeting of the members shall require a minimum of ten (10) members, excluding the officers and directors of the Corporation. Attendance must be in person.

2. A majority (fifty percent plus 1) of the Directors shall constitute a quorum for the transaction of business at any Board of Directors meeting.

ARTICLE X
COMMITTEES

1. There shall be such standing and special committees of the Board of Directors and the Corporation, as the Board of Directors shall, from time to time, determine. In addition, the President shall have the power at any time to appoint special committees composed of any number of members of the Corporation.

2. Election Committee: The COPNA Board of Directors shall function as the Election Committee. Eligible members, for nomination, are those paid members of the Corporation, in good standing, as of March 1st of the year of the election. The committee shall inform nominees of the duties and responsibilities of the office for which they have been nominated. The committee shall further ascertain that the candidate is willing to serve in the capacity for which they have been nominated. The Election Committee shall accept nominations from the floor during the membership meeting held immediately prior to the Annual Meeting in March. The Election

Committee shall treat all nominees in a fair and equitable manner and shall not endorse the candidacy of any nominee.

ARTICLE XI
AMENDMENTS

1. These Bylaws shall be adopted, revised, or rescinded by a two-thirds (2/3) vote of the members. Proposal of an amendment or change to the bylaws may be made by any member of the Corporation and shall be provided to the Board of Directors in writing for their approval. If approved by the Board of Directors, proposed amendments will be presented at the next general membership meeting for approval as outlined in this article.

ARTICLE XII
DISSOLUTION

1. Upon the dissolution of the corporation, assets shall be distributed, for one or more exempt purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

APPROVED by the Board of Directors on this 9th day of September, 2025.

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Heather Chumbris, President

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Diana Schuh, Secretary

APPROVED by the members of the Corporation on this 30th day of September, 2025.

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Heather Chumbris, President

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Diana Schuh, Secretary