

## BYLAWS

### LAKE COUNTY LEAGUE OF CITIES, INC.

#### As Revised and Amended:

#### Article I. Incorporation.

The Lake County League of Cities, Inc., shall affiliate with and participate in the Florida League of Cities, and shall be organized as a corporation not-for-profit under the laws of Florida, and shall be governed by the articles of incorporation and these bylaws, as they may be amended from time to time.

#### Article II. Purpose.

The purpose of the Lake County League of Cities, Inc. (hereafter, "the League"), is to encourage sharing of information and benefits among the municipal and local governments of Lake County, Florida.

#### Article III. Membership.

Section 1. Regular membership in the League shall be open to duly chartered and incorporated municipal governments in lake County, Florida.

Section 2. Associate membership in the League shall be open to the Board of County Commissioners of Lake County, Florida, and to any other governmental or special district whose operations affect Lake County, Florida and to representatives of businesses providing services to Lake County governmental entities. Associate members of the League are invited to attend and participate in all meetings of the Board of Directors. Their advice and counsel shall be welcomed by the Board and the members and they shall not have a vote.

Section 3. Sponsorship in the League shall be open to any corporation, association, or group which is approved by majority vote of the Board of Directors. Sponsors of the League shall receive notice of all meetings of the Board of Directors, and shall not have a vote.

Section 4. Dues for regular and associate members, and sponsors, shall be determined annually by the Board of Directors.

#### Article IV. Meetings.

Section 1. The League shall hold an annual membership meeting in January of each calendar year, and shall hold quarterly membership meetings in April, July, and October, or at such times as the Board of Directors may provide.

Section 2. The Board of Directors shall meet in each month in which an annual or quarterly meeting is not scheduled and may meet at additional times at the call of the President or upon the direction of a majority of the Directors.

Section 3. The quorum for any meeting of the League, or of any of its committees or boards, shall be a majority of the Directors.

Section 4. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* may guide all meetings and procedures to which they are applicable, and in which they are not inconsistent with the articles of incorporation, these bylaws, or any special rules of order which the League may adopt.

#### **Article V. Directors.**

Section 1. The business of the League shall be transacted by a Board of Directors representing cities whose dues are paid and in good standing.

Section 2. Each member city shall have one (1) vote on the Board of Directors. By action of their governing body, each member city may designate, in writing, one (1) elected official to serve as the Director, and that Director shall exercise that member city's vote on the Board of Directors.

Section 3. By action of their governing body, each member city may designate one (1) Alternate Director, who may exercise that member city's vote on the Board of Directors in the absence of the Director. The Alternate Director may be either an elected official or a staff member of that city.

Section 4. Actions taken by the Board of Directors shall be by majority vote of those present and voting. The amounts of dues shall be established by a majority of the entire Board.

Section 5. Dues shall be assessed on a fiscal year basis and shall be due and payable not later than October 1 of each calendar year. If dues are not paid by that time, the Executive Director will report such delinquencies monthly, beginning at the November meeting.

Section 6. It shall be the responsibility of the Finance Committee to audit the financial records annually and report such findings to the Board of Directors. This will include the Finance Chair and at least two Past Presidents.

Section 7. Legal guidance will be provided through the counsel of the Florida League of Cities on regular legal matters. The Board of Directors may employ the services of another Attorney in cases where the need arises.

**Article VI. Officers.**

Section 1. All officers of the Lake County League of Cities, Inc., shall be duly elected officials of the city they represent.

Section 2. The officers of the League shall be a President, First Vice President and a Second Vice President, who shall be chosen from among the members of the Board of Directors. The Board of Directors may provide for appointment of other officers.

Section 3. Officers shall serve a term of one year, or until their successors are elected and qualified. The Board of Directors shall elect the officers for the ensuing calendar year each December, and officers shall assume their duties on January 1.

Section 4. The First Vice President, if confirmed by election of the Board of Directors, shall serve as President for the succeeding term. The Second Vice President, if confirmed by the election of the Board of Directors, shall serve as First Vice President for the succeeding term. No member shall hold more than one office.

Section 5. The President shall preside and establish the agenda for all meetings of the League; shall schedule and call regular and special meetings of the Board of Directors; may call special meetings of the Board of Directors and/or the membership upon due notice; shall be the spokesperson for the League; and shall be an ex officio member of all boards and committees within the League.

Section 6. The First Vice President shall serve as President-elect; shall be chair of the Legislative Committee; shall perform the duties of the President in the absence or incapacity of the President; and shall assist the President in performing the duties set herein.

Section 7. A Finance Committee shall be appointed annually by the President. The Second Vice President shall serve as chair of the Finance Committee, shall review revenues and expenditures as may be appropriate to ensure financial integrity and shall assist the President and First Vice President in performing the duties set herein.

Section 8. When the office of President is vacant, the First Vice President shall serve as Acting President until such time as the Board of Directors shall elect a new President.

**Article VII. Executive Director.**

Section 1. The Board of Directors, by majority vote, may secure the services of an Executive Director, who shall serve at the pleasure of the Board of Directors. The Executive Director shall receive such compensation as may be approved from time to time by the Board of Directors.

Section 2. The Executive Director shall be responsible for conveying necessary information between and among the members of the Board of Directors, as directed by the President. At minimum, this information shall include ten (10) day notice of any regularly scheduled meeting, and adequate notice of any special meeting held under these bylaws. The Executive Director shall prepare, and upon approval, send all correspondence for the League and its various committees. There shall be 48 hour notice given to the Board of Directors for Special Meetings.

Section 3. The Executive Director, in consultation with the President, shall determine and execute logistical arrangements for all meetings of the League, and of its committees. At minimum, the arrangements will include the time, date, and place of every meeting.

Section 4. The Executive Director or designee shall take minutes at each meeting of the League and shall distribute them promptly to the members prior to the next meeting at which approval of the minutes is to be considered. Upon approval of the minutes, the Executive Director shall maintain them as part of the permanent records of the League, together with any pertinent documents or resolutions which may become part of the record. The Executive Director shall be custodian of the records of the League.

Section 5. The Executive Director shall maintain the bank and financial records of the League and shall sign checks and other financial documents. Following the conclusion of each fiscal year, the Executive Director shall provide for the financial records of the previous year to be audited. The written audit shall be submitted to the Board of Directors prior to the adoption of dues for the next fiscal year.

Section 6. The Executive Director shall assist the Finance Committee in preparing and updating the budget by providing data and interpretation of financial information for the League, and in consultation with the Executive Committee, shall see that any financial obligations of the League are duly and timely paid.

Section 7. In addition to these duties, the Executive Director shall perform such other duties as may be required by the officers of the Board of Directors of the League.

### **Article VIII. Committees.**

Section 1. **Executive.** The President, the First Vice President, the Second Vice President and the Executive Director shall compose an Executive Committee which shall have general supervision of the affairs of the League between business meetings of the Board of Directors. The Executive Committee may make recommendations to the League, and may take such action as may be necessary in emergencies to protect the League's interests, provided that no emergency action taken by the Executive Committee shall continue past the next meeting of the Board of Directors without the approval of the Board by majority vote.

Section 2. **Legislative.**

A. The First Vice President shall chair the Legislative Committee. Each Director shall serve as a member of the Legislative Committee, or may designate the Alternate Director, or any elected or appointed official or employee from the same member city to serve instead.

B. In consultation with the Florida League of Cities, the Legislative Committee shall present to the Board of Directors a recommended Legislative Program not less than sixty (60) days prior to the opening of the regular session of the Florida Legislature, as provided by law. The Legislative Program, when debated and adopted by the Board of Directors, shall be the official position of the Lake County League of Cities, Inc., and shall be distributed to the members of the Lake County Legislative Delegation, and advocated to them by the Legislative Committee.

C. During the regular session of the Florida Legislature, the Legislative Committee shall review and evaluate the status of the Legislative Program and shall support and encourage the enactment and adoption of its constituent items. Unless otherwise determined by the Legislative Committee Chair, the Legislative Committee shall meet at least monthly during the Legislative Session to determine and act upon local response to the actions of the Legislature, and shall keep in regular contact with the Florida League of Cities regarding pending legislative matters.

D. In addition to recommending a Legislative Program, the Legislative Committee may recommend, and the Board may adopt, a Local Program to be advocated to the Board of County Commissioners, and to other boards and commissions affecting Lake County, Florida.

Section 3. **Finance.**

A. The Second Vice President shall chair the Finance Committee, which shall consist of not fewer than three directors appointed by the President promptly after each annual meeting. Vacancies on the Committee may be filled by the President.

B. In July of each year, the Finance Committee shall submit to the Board of Directors a recommended budget, which shall show proposed revenues and expenditures for the ensuing fiscal year. When adopted by the Board of Directors, the budget shall govern the expenditures of the League. From time to time, the Finance Committee may recommend supplements to the budget for the current fiscal year, subject to approval by the Board.

C. Not later than July of each year, the Finance Committee shall submit to the Board of Directors a recommended structure for dues for regular and associate members, and for sponsors.

D. The budget prepared by the Finance Committee, and the budget adopted by the Board of Directors, shall not be in deficit.

Section 4. **Other.** Other committees may be appointed by the President as necessary to carry out the purpose of the League.

**Article IX. Amendments.**

These bylaws may be amended by two-thirds vote of a quorum of Directors attending any regular or special meeting of the Board of Directors, provided that the amendment has been submitted in writing to the Directors at least thirty (30) days prior to the regular or special meeting at which the amendment is to be considered.

Duly adopted according to the bylaws of the Lake County League of Cities on the 13<sup>th</sup> day of March, 2020.

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Cal Rolfson, President  
Lake County League of Cities, Inc.

ATTEST:

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Jim R. Myers, Jr., Executive Director  
Lake County League of Cities, Inc.