

**BY-LAWS  
OKALOOSA COUNTY LEAGUE OF CITIES, INC.**

**ARTICLE I**

Name

The name of this organization shall be the Okaloosa County League of Cities, Inc. and its principal place of business shall be in Okaloosa County, Florida.

**ARTICLE II**

Purposes

The purpose of this League shall be:

Section 1. To serve as a medium of exchange of ideas, information, and help to aid member municipalities in the solution of common problems.

Section 2. To unite in a central organization all Okaloosa County municipalities who are interested in the present growth and future expansion of this area. It shall further be the purpose of this organization to help members become better acquainted; encourage and maintain among its members unity and the spirit of good fellowship, sociality, fair play and good will; and to promote efficiency among the officials of the incorporated cities and towns of Okaloosa County, Florida.

Section 3. This League shall be non-profit and non-partisan.

**ARTICLE III**

Membership

Section 1. Any incorporated city or town in Okaloosa County, Florida, may become members of this League upon its decision to affiliate communicated to the officers of the League. Member municipalities and incorporated towns representation in the League will be restricted to elected officials. Provisions can be made for associate non-voting members.

Section 2. Resignation: Any member may resign by filing a written resignation with the Secretary.

Section 3. Membership in this league is not transferable or assignable.

Section 4. Should an Elected Official not be able to attend, they can choose to send a representative from their City.

## **ARTICLE IV**

### Board of Directors

The Board of Directors shall consist of the League Officers, and an elected official from each member municipality or town not represented as an officer. Other members may be appointed by the Board of Directors, but such members will have no voting rights. The Board of Directors shall be appointed by their respective municipalities and must be an elected official.

## **ARTICLE V**

### Dues

Section 1. Dues in this League shall be \$50.00 per year, payable annually by each member municipality or incorporated town.

Section 2. Dues paid by a new member municipality or incorporated town after November 1 of each year shall constitute payment of the full dues for the ensuing calendar year.

Section 3. Dues shall be payable in advance on or before the first day of January each year.

## **ARTICLE VI**

### Meeting of Members

Section 1. Regular meetings of the Board of Directors shall be held quarterly.

Section 2. Quarterly dinner meetings of membership of Okaloosa County municipalities and towns shall be held in the winter (January), spring (April), summer (July), and fall (October) of each calendar year (exact date, time, and place thereof to be determined by the host city). Host cities are rotated alphabetically.

Section 3. Special meetings of the members may be called by the President or not less than one-third of the membership having voting rights.

Section 4. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either in person or by mail or by electronic mail, to each member municipality and incorporated town entitled to vote at such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting.

Section 5. Regular or special meetings will not be conducted without a quorum on member municipalities and incorporated towns present.

Section 6. Each member municipality and town will have one vote.

## **ARTICLE VII**

### Officers

Section 1. The officers of the League will be a President, Vice-President, Secretary/Treasurer.

Section 2. Officers of the League shall be elected by December 31 of each calendar year by the majority vote of the Board of Directors. Installation of officers shall be at the close of business at the January meeting of each calendar year. Each officer shall hold office until a successor shall have been elected and shall have qualified.

Section 3. A vacancy in any office because of death, resignation, disqualification or otherwise, may be filled by the Board of Directors in the event of the President's death, resignation, etc. for the unexpired portion of the term.

Section 4. The President shall be the principal executive officer of the League and shall in general supervise and control all of the business and affairs of the League. The President shall preside at all meetings of the members. The President may sign, with the Secretary/Treasurer or any other proper officer of the League, any deeds, mortgages, bonds, contracts, or other instruments, which the majority of the membership have authorized to be executed except in cases where signing and execution thereof shall be expressly delegated by the membership or by these By-Laws or by statute to some other officer or agent of the League, and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the membership.

Section 5. In the absence of the President, the Vice-President shall perform the duties of the President, and when so acting shall have all powers of and be subject to all the restrictions upon the President.

Section 6. If required by the membership, the Secretary/Treasurer shall give a bond for the faithful discharge of duties in such sum and with such surety or sureties, as the membership shall determine. The Secretary/Treasurer shall have charge and custody of and be responsible for all funds payable to the League and deposit all such monies in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these By-Laws. All the duties incident to the office of Secretary/Treasurer and such other duties as may be assigned to the Secretary/Treasurer by the President. A periodic audit may be conducted annually or as the membership may direct.

Section 7. The Secretary/Treasurer, or designee, shall keep minutes of the meetings of the members in one or more books. See that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the League records, keep a register of the post office address of each member, given by them, and in general perform all duties incident to the office of Secretary and such other duties as may be assigned to the Secretary/Treasurer by the President.

## **ARTICLE VIII**

### Committees

Section 1. The President or Board of Directors may appoint any committees deemed necessary for the business of the League. Committees will consist of a chairman and at least two additional members and shall serve until a successor is appointed. A majority of the committee shall constitute a quorum. Each committee may adopt rules for its own governance consistent with these By-Laws.

Section 2. Vacancies in the membership of any committee may be filled by appointment made in the same manner as provided in the case of the original appointments.

Section 3. Each member of a committee shall serve on such committee until a successor is appointed or committee is dissolved.

Section 4. Unless otherwise provided in the designation or appointment of a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 5. Each committee may adopt rules for its own government consistent with these By-Laws or with rules adopted by the Board of Directors.

## **ARTICLE IX**

### Contracts, Checks, Deposits and Funds

Section 1. The League, by a majority vote of the Board members may authorize any officer or officers of the League to enter into any contract or execute and deliver any instrument on behalf of the League.

Section 2. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the League shall be signed by the Secretary/Treasurer or the President or Vice-President of the League.

Section 3. All funds of the League shall be deposited to the credit of the League in such banks, trust companies, or other depositories as the League may select.

Section 4. The officers of the League may accept on behalf of the League any contributions, gifts, bequest, or device for the general purpose or any special purpose of the League.

## **ARTICLE X**

### Books and Records

The League shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members. All League books and records may be inspected by any member, or his agent, or any citizen or resident of Okaloosa County for any proper purpose at any reasonable time. Books and records shall be maintained by the League Secretary.

## **ARTICLE XI**

### Fiscal Year

The Fiscal Year of the League shall begin on the first day of January and end the last day of December in each year.

## **ARTICLE XII**

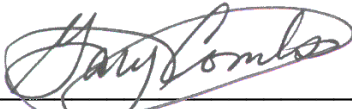
### Amendments to By-Laws

A proposed amendment to these By-Laws shall be submitted to any members of the Board of Director for action at the next regular meeting or special meeting, 10 days prior to such meeting. The proposed amendment will be presented to the membership by the President at the next quarterly meeting and if the proposed amendment receives a majority vote of the members voting, it will be incorporated in the By-Laws of the League.

## **ARTICLE XIII**

### Adoption

IN WITNESS WHEREOF, I have hereunto set forth my hand as President of the Okaloosa County League of Cities in Okaloosa County, Florida, this 3rd day of March, 2008.



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Gary Combs  
President Okaloosa County League of Cities, Inc.

April 1, 2008  
Effective Date

Revised, retyped and approved March 3, 2008