

**BY-LAWS
OF
The Robin Hoods of VDS, Inc.
A 501 (c) (3) organization**

**Article 1
Offices and membership**

Section 1. Principal Office

The name of this organization shall be The Robin Hoods' of Valencia Del Sol (Club). The address of the organization is 5010 Sevilla Shores Drive Wimauma, FL, 33598. The agent in charge shall be the current Club President.

Section 2. Membership

Membership is open to all residents of Valencia Del Sol.

**Article 2
Purposes**

Section 1. Specific Objectives and Purposes

The specific objectives and purposes of the Club shall be:

To aid, assist, collect and provide funds and services to local charitable organizations and causes within Southern Hillsborough County Florida, primarily the Wimauma and Sun City Center area, through the following activities:

- 1) Organize outreaches in the community.
- 2) Work with the local schools, churches and charities.

**Article 3
Committees**

Section 1. Projects Committee

This Committee shall be comprised of the Executive Committee and shall be responsible for determining the goals and objective of the Club for the coming year. The Committee shall hold at least one (1) meeting per year, preferably in November of the current year.

1.1 Duties

It shall be the duty of the Committee to review past projects and any new projects submitted by the general membership for consideration for implementation the coming year. The Committee shall propose, to the general membership, suggested projects for the coming year, for their input and consideration. Should the general membership not be able to reach consensus, the Committee shall decide which projects to pursue in the coming year.

1.2 Term of Office

Each member shall hold office until they resign, are requested to step down by a vote of the other committee members, or until a successor is elected.

1.3 Compensation

All Committee members shall serve with no compensation.

Section 2. Other Committees

Committees may be formed to implement various projects during the year. These committees shall be made up of volunteers from the general membership and members of households under contract for purchase of a residence at Valencia Del Sol. A chair will be determined by appointment or consensus, and he/she will be responsible for the respective project.

2.1 Committee Meetings

Meetings shall be held by teleconference, or at the Valencia Del Sol Club House, unless otherwise provided or at such other place as may be designated from time to time.

Section 3. Club Meetings

The Club shall meet at least once annually, at an agreed upon time and place, to determine officers of the Club. Other general meetings shall be held monthly with the general membership to update membership on project progress, Club financial condition and other business as necessary.

Committee meetings shall be supplemented by additional meetings or telephone conferences as required.

Section 4. Conduct of Meetings

Meetings of the Club shall be presided over by the President, or in his or her absence, by the Vice President of the Club, or in the absence of each of these persons, by a chairperson chosen by a majority of the members present at the meeting. The Club Secretary will provide a meeting recap to all general members.

Various committee meetings shall be presided over by the respective Chairperson of the committee. Meeting notes will be maintained by the Chair and shared with the officers and general membership.

The Club shall conduct an annual meeting in December of each year to elect officers as may be needed and inform membership of coming year projects, review financial results and results of the current year's projects. Officers shall be elected by voice or written vote by the general membership present at the meeting.

Section 5. Vacancies

Any Committee Member may resign effective upon giving written notice to the chairperson of the Committee, the President or the Vice President, unless the notice specifies a later time for the effectiveness of such resignation.

Committee Members may be removed from office, with or without cause, as permitted by and in accordance with the laws of Florida.

Vacancies on a committee may be filled by Presidential appointment or committee decision. A person elected to fill a vacancy on a committee shall hold office until the next election of the committee or until his or her death, resignation, or removal from office.

Article 4 Officers

Section 1. Designation Of Officers

The officers of the Club shall be a President, Vice President, Treasurer, Secretary and Bank Account Administrator, and shall be members of the Executive Committee.

Section 2. Qualifications

Any person who is a full-time resident of Valencia Del Sol may serve as an officer of this organization.

Section 3. Election and Term of Office

Elections shall be held in December for the following one (1) year term, at which time each Executive Committee position shall be opened. Interested candidates can put their name forward to the general membership for election. Each member shall serve for one (1) year or until he or she resigns, is removed, is otherwise disqualified to serve, or until his or her successor shall be elected, whichever occurs first.

Section 4. Removal and Resignation

Any officer may be removed, either with or without cause, by a voice or written vote of a simple majority of the general membership, at any time. Any officer may resign at any time by giving written notice to the general membership. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified.

Section 5. Vacancies

In the event of a removal or resignation of the President prior to the end of a one-year term, the Vice President may assume the presidency and nominate a successor to the position to complete the remainder of the term. If any other member of the Executive Committee, is removed or resigns, the President shall appoint a successor to complete the remainder of the term. If the current President or Vice President do not want to assume the role/s, they will select/nominate an individual/s from the general membership to be voted on by the general membership to fill the vacancy and complete the remainder of the term.

Section 6. Duties of President

The President shall be the Chief Executive Officer of the Club and shall supervise and control the affairs of the Club and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by the By-laws. The President shall preside at all monthly meetings and the annual meeting of the Club.

Section 7. Performance of Duties

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President, until such time that a new president is duly appointed or elected. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by these By-laws, or as may be prescribed by the President.

Section 8. Duties of the Vice President

The Vice President shall:

1. Be a Member of the Executive Committee
2. Preside over monthly and annual meetings at the direction of the President.
3. Fulfill other Presidential roles in his/her absence.
4. Preside over the Project Committee.
5. Lead Membership efforts of the Club
6. Other duties as assigned by the President.

Section 9. Duties of the Secretary

The Secretary or designee shall:

1. Shall be a member of the Executive Committee.
2. Shall record, distribute and maintain minutes from the Executive Committee and General meetings, noting key decisions and dates. Minutes to be distributed to the Executive Committee for review and input prior to distribution to the General Membership. The minutes should include the slide deck from the General Meeting along with attendees.
3. The Secretary shall be responsible for preparing and maintaining a roster of the club, including contact information.

Section 10. Duties Of Treasurer and/or Bank Account Administrator

The Treasurer or designee shall:

1. Have charge and custody of, and be responsible for, all funds and securities of the club, and deposit all such funds in the name of the club in such banks, as shall be selected by the President.
2. Receive, and give receipt for, if requested, monies due and payable to the Club from any source whatsoever.
3. Disburse, or cause to be disbursed, the funds of the Club as may be directed by the Treasurer or the President, taking proper vouchers for such disbursements.
4. Keep and maintain adequate and correct accounts of the Club's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.
5. Exhibit at all reasonable times the books of account and financial records to any Club member
6. Prepare, or cause to be prepared, the financial statements to be included in any required reports.
7. Prepare and present periodic reports to the President and or Club's general membership regarding the financial health and activities of the organization.

Section 11. Compensation

All officers serve with no compensation.

Article 5

Execution of Instruments, Deposits, and Funds

Section 1. Execution of Instruments

The President may authorize any officer or agent of the club to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or

employee shall have any power or authority to bind the Club by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 2. Checks and Notes Except for the Club's checking account or as otherwise required by law, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Club shall be signed by the Treasurer or Bank Account Administrator.

Section 3. Deposits

All funds of the club shall be deposited from time to time to the Club's bank account.

Section 4. Gifts

The Club's Committees and or its officers may accept on behalf of the Club any contribution, gift or bequest, for the nonprofit purposes of the Club.

It shall be the responsibility of the Executive Committee to determine the equitable distribution of charitable donations of cash amongst the projects and the General Fund.

The Executive Committee reserves the right to retain 5% (five percent) of project proceeds for the General Fund to be used for ad hoc charitable needs in the Wimauma / Sun City Center communities, or Club administrative expenses as may be needed.

Article 6

Club Records, Reports

Section 1. Maintenance of Club Records

The Club shall keep at its principal office or have readily available in either paper or electronic form:

- a. Agendas of all meetings, indicating the time and place of such meetings.
- b. Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses.
- c. A copy of the Club's By-laws as amended to date which shall be open to inspection by the members of the Club during normal business hours.

Article 7

Termination of Club

Section 1. Disbursement of remaining funds

Upon the termination of the club, any remaining funds shall be distributed to a local charity at the discretion of the Executive Committee.

Article 8

Amendment of By-laws

Subject to the power of the members of this Club to adopt, amend, or repeal the bylaws of this Club and except as may otherwise be specified under provisions of law, these bylaws, or any of them, may be altered, amended, or repealed and new bylaws adopted by approval of the membership.

ADOPTION OF BY-LAWS

We, the undersigned, are members of the Executive Committee of the Club, and we consent to, and hereby do, adopt the foregoing bylaws.

Date : 1/6/2024

Anthony Lesko
President

Hubert Wilmore
Vice President

James J. Cobles
Treasurer

Jan Williams
Secretary

Stephen Weidner
Banking Administrator