

**BYLAWS
OF
MOBILE BAY AREA APARTMENT ASSOCIATION, INC.**

**ARTICLE I
ORGANIZATION**

Sec.1 The name of this organization shall be the Mobile Bay Area Apartment Association, Inc., a non-profit organization.

Sec.2- ~~Mobile Bay Area Apartment Association: is an affiliate of the Alabama Apartment Association, referred to as AAA, and the National Apartment Association, referred to as NAA, and will from time to time, in a manner consistent in all respects with NAA bylaws, policies and procedures, establish appropriate geographic boundaries defining the service area to be covered by MBAAA.~~

Sec.3- ~~The MBAAA is organized exclusively as a business league within the meaning of Sec 501 c 6 of the Internal Revenue Code of 1986.~~

**ARTICLE II
OBJECTIVES**

Sec.1 The objective of The Mobile Bay Area Apartment Association shall be to promote and advance the general welfare and camaraderie of the multi-family industry through education and networking, and to enhance and promote charitable causes.

Sec.2 ~~To advocate and encourage constant improvement of techniques in ownership and management within the apartment industry.~~

Sec.3 ~~To cooperate with other trade associations in all matters relating to the advancement of the entire housing industry.~~

Sec.4 ~~To promulgate and enforce a Code of Ethics for the purpose of maintaining high professional standards and sound business practices among the members of the Mobile Bay Area Apartment Association.~~

Sec.5 ~~Mission Statement: MBAAA is a united organization with an ongoing purpose to educate, communicate, and advocate on behalf of owners, apartment communities, and supplier partners.~~

Sec.46 To issue such publications as may be necessary to inform the members, other affiliated groups, and general public of the value of the Association.

ARTICLE III
THE OPERATING YEAR

~~Sec.1~~ The Mobile Bay Area Apartment Association shall operate from January 1 through December 31.

ARTICLE IV
MEMBERSHIP

A. CLASSES OF MEMBERS

~~Sec.1~~ There shall be three (3) classes of members ~~to-wit:~~ Owner Members, Manager Members and Associate/Supplier Members.

~~Sec.2~~ The Owner Members class shall include owner representatives, and/or Management Companies. Either can appoint a representative to act on their behalf and with their authority to participate in all duties and functions of the Association.

~~Sec.3~~ The Associate/Supplier Member class shall include a vendor of goods and/or services to the Mobile Bay Area Apartment Association and its members.

~~Sec.4~~ The Manager Member class shall include the on-site staff of a Member Community.

~~B. SELECTION OF MEMBERS~~

~~Sec.1~~ Applications for membership shall be in writing on forms furnished by the Association and completed by the applicant, accompanied by required dues.

~~Sec.2~~ Membership may or may not be approved by the Board of Directors, with a quorum of such members present, and balloting shall be via paper ballot.

~~Sec.53~~ Non-members may attend a maximum of two meetings as a visitor prior to joining the Association.

~~BC. TERMINATION OF MEMBERSHIP~~

~~Sec.1~~ Discussion to terminate membership must be announced in writing ten (10) days prior to next scheduled board meeting. Any member, whose dues are in arrears for more than two months (60 days), shall be suspended and shall have their affiliation, privileges, and relationships with the local, state, and national associations discontinued

~~Sec.2~~ The Board of Directors, by affirmative vote of an establish quorum ~~majority of board members present~~, may suspend or expel a member for cause after an appropriate discussion.

~~Sec.3~~ Any member who is suspended or expelled shall not receive a refund of any dues, fees or portion thereof

paid in advance.

~~D.~~ VOTING

~~Sec.1~~ Voting shall be restricted to members as defined in ARTICLE IV (A) SEC 1. Each member shall be limited to one (1) vote on matters of a general nature, including, but not limited to, matters pertaining to the general operations of the Association and the election of Officers and Directors.

~~Sec.2~~ Each member in good standing is entitled to one (1) vote regardless of the number of individuals present who represent that member.

~~Sec.3~~ A vote by a majority of the Board of Directors present at such meeting shall determine whether an issue should be brought to the General Membership and voted upon.

~~C.E.~~ RESIGNATION

~~Sec.1~~ Any member may resign by filing a written resignation with the ~~Secretary-Association Executive or President~~. No refund or proration of dues or fees shall be given upon any member's resignation.

~~D.F.~~ REINSTATEMENT

~~Sec.1~~ Upon new application reinstatement will be considered.

ARTICLE V

DUES

~~Sec.1~~ The Board of Directors shall determine the ~~annual~~ amount of membership dues for members.

~~Sec.2~~ (a) The annual membership dues for members shall be due and payable on the first (1st) day of January of each year.

(b) ~~The billing of membership dues will be in November.~~ Failure to pay membership dues within sixty (60) days after due date, ~~may shall~~ results in cancellation of membership.

~~Sec.3~~ Any new member who joins the Mobile Bay Area Apartment Association after January 1st and before June 30th will pay a full amount of dues for their membership. Any new member joining July 1st or after shall pay ~~one~~ half prorate of the current years' dues.

ARTICLE VI

OFFICERS AND BOARD OF DIRECTORS

Sec.1 The Officers of the Mobile Bay Area Apartment Association shall be the President, First Vice President, Second Vice President, Secretary, Treasurer and Immediate Past President. All of which, shall be automatically elected to the Board of Directors when elected to their respective offices. ~~Additional Board Members include Parliamentarian, Publicity, Chaplain, and Hospitality.~~

Sec.2 The Board of Directors shall consist of all ~~of the~~ elected officers ~~President, 1st, Vice-President, 2nd, Vice-President, Secretary, Treasurer and the Immediate Past President~~ and ~~eightfive (85) members-directors from~~ the membership which ~~shall~~ must be ~~fourtwo (42)~~ four (4) from each member class (i.e. the Manager member class and ~~four (4) from the Associate/Supplier member class~~), and one (1) Owner Member. ~~Additionally, there is to be added at the discretion of the Board of Directors, up to two additional positions to be assigned specific duties by the Board. These positions will be decided upon annually by the nominating committee. These positions can be added based on a specific need of the Association or based on an increase in membership requiring more representation.~~

Sec.3 The Officers and Directors ~~and any additional members~~ of the Mobile Bay Area Apartment Association shall be elected for terms of ~~twoone (2+)~~ two (2) years, respectively, by a majority vote of the active members present at the ~~November Annual~~ meeting. Terms of Service shall be the calendar year, as set forth in ARTICLE III, Sec. 1, and no person can serve more than two consecutive years in any one position. Directors shall not serve more than three (3) consecutive full terms on the Board. Once a Board member has served their full term limit, he/she is eligible for re-election to the Board after one (1) year of absence from the Board.
~~Add~~

Sec. 4 Officers and Directors shall serve without compensation.

Sec.5 Necessary expenses may be reimbursed in the amounts actually incurred in connection with business of the Name of Organization as authorized by the Board of Directors.

ARTICLE VII

NOMINATING COMMITTEE

Sec.1 At a Regular meeting of the Board of Directors ~~in August~~, the President shall appoint a Nominating Committee of five (5) which shall consist of ~~the President and four~~three (3) members of the Board of Directors and two (2) members in good standing from the General Membership not running for election. The President shall oversee the proceedings of the Nominating Committee.

Sec.2 A report of the Nominating Committee and a slate of Officers and Directors nominated by it shall be submitted to the Board of Directors prior to the general membership at the Regular meeting ~~in October held prior to the Annual meeting~~. Additional nominations may be made by the voting membership from the floor at the meeting held ~~in October prior to the Annual meeting~~. Notice of nominations, including a list of floor nominees if any shall be ~~mailed or~~ emailed to the voting members prior to the ~~Regular November~~Annual meeting. The election ~~if necessary~~ will be held at the ~~regular Annual~~ meeting ~~in November~~. If an election between multiple nominees is necessary, the vote will be via private ballot and counted by three (3) members in good standing appointed by the President ~~to do so~~.

A. VOTING

Sec.1 Voting shall be restricted to members as defined in ARTICLE IV (A) SEC 1. Each member shall be limited to one (1) vote on matters of a general nature, including, but not limited to, matters pertaining to the general operations of the Association and the election of Officers and Directors.

Sec.2 Each member in good standing is entitled to one (1) vote regardless of the number of individuals present who represent that member.

Sec.3 At any Regular meeting of the membership where voting by the General Membership is called for, the vote is determined by the majority rule.

ARTICLE VIII

ELECTION OF OFFICERS AND DIRECTORS

Sec.1 The President shall conduct the election, ~~unless he or she is a candidate for re election, in which event he or she shall appoint a disinterested member to conduct such election.~~

Sec.2 Election shall be by majority vote of those members in good standing present and if no candidate for an office receives a majority vote, a run-off election shall be held between the two (2) candidates receiving the most votes. The Run-off vote shall be held by private ballot.

Sec.3 Voting shall occur as outlined in Article ~~VIII~~ (D) Sec. ~~42~~.: Each member in good standing is entitled to one (1) vote regardless of the number of individuals present who represent that member.

~~Sec.4~~ Officers and Directors ~~so elected shall be inducted at the December General Membership meeting. They shall take office and begin their duties effective January 1st.~~

~~Sec.5~~ (a) Any Officer or Director may be removed for cause by a majority vote of the Board of Directors at a scheduled Board meeting.

(b) Resignation by any Officer or Board Member shall be in writing to the President.

(c) The President shall have the sole right to appoint a replacement of a vacancy for the duration of the term with a majority vote of those Directors present.

(d) Should an Officer or Board Member leave their position in the industry, they will have sixty (60)~~30~~ days from their departure from their position to be reemployed by a member in good standing of the MBAAA. Failure to gain new employment will require that they must resign their position on the Board and their position will be filled in accordance with the MBAAA By-Laws. ~~The Board of Directors, led by the 1st Vice President will enforce the resignation of the President.~~

(e) Should the President resign, the resignation will be submitted in writing to the ~~1st Vice President~~ Association Executive. If the President Elect declines the Presidency, ~~the~~ replacement will be voted and agreed upon by a majority of the remaining members of the Board of Directors via private ballot during a scheduled Board meeting where a quorum has been established.

~~Sec.6 Any member of Officers or Board of Directors who shall fail to attend six (6) total or three (3) consecutive Board meetings and/or General Membership meetings during their current term may be removed from their position.~~

ARTICLE IX

QUORUM

~~Sec.1 A quorum at any regular or special meeting of the membership shall consist of those present provided the meeting has been properly advertised to the membership in writing at least ten (10) days in advance. A quorum for the Board of Directors meetings shall be a majority of 2/3rds of the elected directors plus one (1).~~

ARTICLE X

EXECUTIVE COMMITTEE

~~Sec.1~~ The Executive Committee shall consist of the President, ~~1st Vice President, 2nd Vice President~~ President Elect, Secretary, Treasurer, and Immediate Past President if applicable. These persons shall have the duty and responsibility of tending to the day-to-day operations of this corporation. Any expenditure, which is out of the normal course of business or requires a payment of a sum of money to exceed five hundred dollars (\$500.00)

outside of the normal monthly expenditures of the MBAAA, shall be taken before the full Board of Directors for approval.

ARTICLE XI

DUTIES OF OFFICERS AND DIRECTORS

Sec.1 President: ~~The President-s~~ Shall be the presiding officer, shall conduct all meetings of the membership, appoint committees and carry out or cause the carrying out of these By-Laws and such other duties which the membership may from time to time direct. He or she shall serve as Chairman of the Board of Directors and preside at the Board and General Membership meetings. ~~The President shall prepare and report to NAA the required Regional Report.~~

Sec.2 1st Vice President Elect: ~~The 1st Vice President-S~~ shall assist the President in carrying out his or her duties and shall exercise prerogatives and duties of the President. ~~Specific duties include, but are not limited to, directing and supervising the Legislative and By-Laws Committee, Membership Committee, and Education Committee.~~

Sec.3 2nd Vice President: ~~The 2nd Vice President shall assist the President and 1st Vice President in carrying out their duties and shall specifically be responsible for, but not limited to, planning the monthly General Membership meeting as well as serving on the Education Committee and Expo Committee as well as overseeing the publication of the monthly newsletter.~~

Sec.4 Secretary: ~~The Secretary-s~~ Shall collect all records including those of all regular and special meetings of the Membership and Directors, and shall record attendance at the Board, ~~General Membership Annual meeting, and Special Events and shall create a roster of all directors with contact information~~ and perform such other duties as may be required of this office, including the recording of all minutes of meetings of Members and Directors and the filing of same in the corporation minute book. The Secretary will also attend to such correspondence on behalf of the corporation as may be required.

Sec.5 Treasurer: ~~The Treasurer shall receive and deposit all monies of the corporation in a bank. The Treasurer shall be responsible for the accounting and reporting of all monies received, deposited and disbursed on behalf of the MBAAA. The Treasurer will serve as Chairman of the Budget and Finance Committee. The Treasurer will also prepare reports of membership and activities to any organization with which the corporation is affiliated. The Treasurer is also responsible for billing of dues, all meetings, education and special events. The Treasurer shall serve as an advisor for financial purposes for all special events. Shall have charge of all funds of MBAAA and of their disbursement subject to the policies established by the Board of Directors. The Treasurer shall render an audited statement annually, if requested by the Board of Directors, of all monies collected and disbursed for the account of MBAAA. Written copies of such statement shall be available to any active member upon request in writing directed to the Treasurer. The Treasurer shall serve as Chairperson of the Budget & Finance Committee.~~

Sec.6 Parliamentarian: ~~The Parliamentarian shall settle any disputes among the membership by Robert Rules of Order, and in general, insure that professional atmosphere prevails and shall serve on the Benevolence Committee.~~

Sec.7 Chaplain: ~~The Chaplain duties shall include, but are not limited to, offering a blessing and pledge or arranging for the blessing to be offered at all meetings and special events.~~

~~Sec.8 Hospitality Coordinator: The Hospitality Coordinator is responsible for welcoming new members, and decorations at all functions of the organization including but not limited to the Expo and Holiday Party. This person is responsible for coordinating the Communication Committee and overseeing of at least two (2) fundraisers during the year.~~

~~Sec.9 Publicity Coordinator: The Publicity Coordinator will be responsible for updating and maintaining the web and internet presence of the MBAAA and to create and solicit positive media attention for the Association. They will report to media outlets on positive actions of the Association.~~

~~Sec.10 Additional Positions: Persons elected to other Director positions will be required to serve on at least one (1) committee or special event committee.~~

Any Officer or Director shall perform such other duties as may be assigned to him or her from time to time by the President or Board of Directors.

ARTICLE XII

ASSOCIATION EXECUTIVE

The Board of Directors may employ an Association Executive who may empower an adequate staff to carry on the business of the Association as specified by the Board of Directors via a specific description of job duties. He or she shall keep accurate records and accounts of all Association functions and shall be directly responsible to the Board of Directors in the discharge of all duties.

ARTICLE XIII

MEETINGS

~~Sec. 1. The general membership shall meet as needed, at a place and time approved by the Board of Directors, and notice shall be provided to membership. At the discretion of the Board of Directors, certain meetings may be designated as social and/or special purpose. This does not in any way preclude the conducting of business at any official meeting. Regular monthly meetings of the membership of the corporation shall be held on the third Thursday of each month, unless changed by the Board of Directors.~~

~~Sec.2 Sec.2 The Annual Meeting of The Association shall be held each year on or before January 1, unless otherwise scheduled by the Board of Directors, at the time and place to be designated by the Board of Directors.~~

~~Sec 3. Special meetings of The Association may be called by the Board of Directors. The Secretary shall call a special meeting of The Association upon receipt of a petition signed by at least 10 percent of the Owner/Manager membership in good standing requesting a meeting be called. Any call for a meeting shall state the purpose, time and place of the meeting and shall be issued at least 10 days in advance.~~

~~Sec 4. The Board of Directors shall meet no less than quarterly each calendar year and may meet as often as necessary to conduct the affairs of the Association.~~

Sec 5. Electronic meetings and notices: Any notice or other writing as contemplated may be provided by electronic transmission such as email. Meetings of the members, board of directors or any committee designated by the board of directors may be held by means of a remote electronic communications system, including conference calls, videoconferencing technology or the Internet so long as a deliberative process regarding such voting is possible.

~~–Add Annual Meeting of the Membership See below~~

~~Sec. 3 Add Special Meetings of the Membership See below~~

~~Sec. 4 Add Board Meetings See below~~

~~Sec. 5 Add Electronic Meetings and Notices See below~~

ARTICLE XIV

COMMITTEES

Sec.1 The MBAAA shall have an Executive Committee and Nominating Committee as designated in Article VII and X. Additional Committees may be formed or deleted upon recommendation by the President and approval by the Board of Directors. Committee Charters of such committees will be outlined and revised as needed by the President with approval by the Board of Directors. The creation of a committee and appointment of members thereto by the committees shall serve at the pleasure of the Board of Directors which shall have the authority to discharge or remove a committee member upon a majority vote of the Directors then in the office.

~~The Mobile Bay Area Apartment Association Standing Committees are: By Laws, Budget and Finance; Education, Hospitality, Legislative, Membership, Publicity, and Programs. Additional committees may be designated and Chairperson appointed.~~

Sec.2 All Members in good standing may serve on committees. Committees must be chaired by a member of the Board of Directors.

ARTICLE XV

CONTRACTS

Sec. 1 The association executive of the Corporation shall be employed by and serve at the pleasure of the Board of Directors, manage the Corporations day-to-day affairs and perform such other duties as customarily belong to that office or which the Board of Directors or Executive Committee assigns. The association executive shall be an appointed officer of the Corporation without vote.

Sec. 2 The association executive may employ such other personnel as shall be needed for the proper performance of the business of the Corporation.

~~Only Officers may enter into a contract with a service or facility provider. This may be done only after such contract has been first approved (the terms and provisions) by a majority of Officers and Board members present~~

~~at a board meeting.~~

ARTICLE XVI

RULES OF ORDER

Sec.1 Robert Rules of Order shall govern the Mobile Bay Area Apartment Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE XVII

AMENDMENTS

Sec.1 ~~These By-Laws may be amended or altered and endorsements made in the following manner:~~

~~(A).Proposed amendments, alterations or endorsements shall be submitted to the Board of Directors for consideration at a regular or special Board Meeting. The By-Laws Committee shall meet and make recommendations to the Board of Directors annually on revisions, additions or amendments to the MBAAA documents.~~

~~(B).If approved by a majority vote of the Board, they shall be made available to the membership prior to a Regular or Special meeting of the membership or the membership shall be notified in writing ten (10) days prior to next scheduled meeting.~~

~~(C).They should be voted on at the regular membership meeting immediately following notification.~~

~~(D). A majority vote of the membership in attendance shall be required for passage.~~

The Bylaws may be amended, repealed, or altered by a two-thirds majority of the Board votes cast at any regular or special meeting of the Directors, provided 30-day prior written notice of the proposed changes has been given to all Directors. Questions relating to amendment, repeal or alteration of the bylaws may be referred to the Bylaws Committee appointed by the President, which shall make recommendations to the Board regarding such amendments, or the Board may act at its own discretion.

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ARTICLE XVIII

BANK

Sec.1 ~~The bank of the corporation shall be any state or national bank in the state of Alabama, as determined by the Board of Directors.~~

Sec.2 ~~The Board of Directors shall appoint authorized signors on the account and other financial holdings of the Association. These signors will be reviewed annually.~~

ARTICLE XIX

INDEMNIFICATION

Sec. 1 The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that the representative is or was a director, officer, employee, or agent of the Association, against expenses, judgments, fines and amounts paid in settlement actually and reasonably incurred by the representative in connection with such claim, action, suit or proceeding if the representative acted in good faith and in a manner the representative reasonably believed to be in or not opposed to the best interests of the Association, and with respect to any criminal action or proceeding, had no reasonable cause to believe the representative's conduct unlawful.

Sec.2 The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, against any liability asserted against that person because of an affiliate with the Mobile Bay Area Apartment Association.

ARTICLE XX

DISSOLUTION

In the event of the dissolution of the Mobile Bay Area Apartment Association, after payment of or provision for all liabilities of the Mobile Bay Area Apartment Association, all of the assets of the Mobile Bay Area Apartment Association shall be distributed to, or its assets shall be sold and the proceeds distributed to, another organization organized and operating for the same or similar purpose for which the Mobile Bay Area Apartment Association is organized and operating, or to one or more corporations, funds or foundations organized and operating exclusively for charitable, educational, scientific or literary purposes, which shall be selected by the Board of Directors of the Mobile Bay Area Apartment Association; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of Section 501(c)(3) of the Code or Section 501(c)(6) of the Code.

Sec.1 The Board of Directors, Officers and Members shall subscribe to and be governed by the following code of ethics:

Code of Ethics

MOBILE BAY AREA APARTMENT ASSOCIATION CODE OF ETHICS

~~As members of the Mobile Bay Area Apartment Association, we the members recognize our duties and responsibilities as professionals in the apartment industry and its related fields. We hold those duties and responsibilities in the highest regard. We are increasingly aware of our responsibility as both housing providers and suppliers. We recognize our duty to the public and the importance of the relationship between a MBAAA member and the residents of the communities upon which we own, work or serve. As members of this Association we vow to:~~

- ~~● Hold ourselves, our employees and our co-workers to the highest standard of honesty and integrity~~
- ~~● Strive for the highest level of operation in our jobs as we work for the success of our company and our communities~~
- ~~● Strive to abide without exception to all Local, State and Federal laws as they pertain to our industry~~
- ~~● Maintain a high ethical standard of conduct with those in our industry and beyond; including but not limited to: other rental agencies, communities, owners, suppliers, prospects and residents~~
- ~~● Strive to promote education of those within our industry~~
- ~~● Promote and encourage a strong and healthy image for our industry~~
- ~~● Promote the legislative agenda of the industry at a Local, State and Federal level~~
- ~~● Respect the privacy and proprietary information of customers, owners, management companies, and co-workers~~
- ~~● Strive for excellence in the industry by maintaining and enhancing our own knowledge and skills, by encouraging the professional development of colleagues and by fostering the aspirations of potential members of the industry~~

~~The principles of this code are expressed in broad statements to guide ethical decision making. This code is to be used as a guideline and cannot possibly dictate responses or actions that should be taken in all situations.~~

~~Adopted 2/09~~

~~Revised 03/27/2018~~

~~Approved 04/10/2018~~

~~Additional Bylaw Articles to include:~~

~~Indemnification:~~

- ~~○ **Action Against Party Because of Association Position.** The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that the representative is or was a director, officer, employee, or agent of the Association, against expenses, judgments, fines and amounts paid in settlement actually and reasonably incurred by the representative in connection with such claim, action, suit or proceeding if the representative acted in good faith and in a manner the representative reasonably believed to be in or not opposed to the best interests of the Association, and with respect to any criminal action or proceeding, had no reasonable cause to believe the representative's conduct unlawful.~~

- ~~o **Insurance.** The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, against any liability asserted against that person because of an affiliate with NAME OF ORGANIZATION~~

~~Dissolution: (Need to make sure this is in compliance with the Alabama non-profit law)~~

~~In the event of the dissolution of the NAME OF ORGANIZATION, after payment of or provision for all liabilities of the NAME OF ORGANIZATION, all of the assets of the NAME OF ORGANIZATION shall be distributed to, or its assets shall be sold and the proceeds distributed to, another organization organized and operating for the same or similar purpose for which the NAME OF ORGANIZATION is organized and operating, or to one or more corporations, funds or foundations organized and operating exclusively for charitable, educational, scientific or literary purposes, which shall be selected by the Board of Directors of the NAME OF ORGANIZATION; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of Section 501(c)(3) of the Code or Section 501(c)(6) of the Code.~~

Add under Board Of Directors Article

~~Compensation of Directors.~~ Officers and Directors shall serve without compensation

~~Expenses:~~ Necessary expenses may be reimbursed in the amounts actually incurred in connection with business of the Name of Organization as authorized by the Board of Directors.

Article XIII—Meetings

~~Sec 2. The Annual Meeting of The Association shall be held each year on or before January 1, unless otherwise scheduled by the Board of Directors, at the time and place to be designated by the Board of Directors.~~

~~Sec 3. Special meetings of The Association may be called by the Board of Directors. The Secretary shall call a special meeting of The Association upon receipt of a petition signed by at least 10 percent of the Owner/Manager membership in good standing requesting a meeting be called. Any call for a meeting shall state the purpose, time and place of the meeting and shall be issued at least 10 days in advance.~~

~~Sec 4. The Board of Directors shall meet no less than quarterly each calendar year and may meet as often as necessary to conduct the affairs of the Association.~~

~~Sec 5. Electronic meetings and notices. Any notice or other writing as contemplated may be provided by electronic transmission such as email. Meetings of the members, board of directors or any committee designated by the board of directors may be held by means of a remote electronic communications system, including conference calls, videoconferencing technology or the Internet so long as a deliberative process regarding such voting is possible. (need to always confirm that state nonprofit laws allows for this.)~~