

(Adopted by the Membership at  
its General Meeting held on  
5 November 1969)

## BY-LAWS OF THE VENTURA KEYS ASSOCIATION

A non-profit corporation

### ARTICLE I - NAME

The name of this corporation shall be the  
VENTURA KEYS ASSOCIATION.

### ARTICLE II - PURPOSE

The Corporation is formed with the following objectives: To encourage the most appropriate use of land for civil and community purposes, with particular emphasis on the development, promotion and protection of the interests and welfare of residential property owners and residents of Ventura Keys and adjacent or nearby areas in the City of Ventura, County of Ventura, including those in other independent municipalities located in Ventura County.

### ARTICLE III - MEMBERSHIP

Membership shall be limited to persons, firms, or corporations owning real property within the boundaries of Ventura Keys in the City and County of Ventura, and to tenants occupying the aforementioned real properties. Any such person, firm, or corporation shall become a member upon payment of dues as provided in Article III, Section 2.

#### Section 1. Classes of Membership.

- a. Regular members shall be property owners who shall be entitled to one vote regardless of the amount of property owned.
- b. Associate members shall be tenants and shall have all the rights of membership except that they may not hold elective office nor vote.

#### Section 2. Dues.

The Board of Directors shall recommend the annual dues of both the regular and associate members by resolution, subject to approval by the membership at the next general meeting.

### ARTICLE IV - BOARD OF DIRECTORS

#### Section 1. Number of Directors.

The Board of Directors shall consist of

twelve (12) members of the VKA, elected by the membership, in January.

#### Section 2. Officers.

Four (4) of the Directors shall be elected as President, Vice-President, Secretary, and Treasurer at the same time as rest of the Board is elected. Officers shall be elected annually by the membership following the election of the Directors.

#### Section 3. Powers of Directors.

All of the powers of the association shall be exercised by, and the business of the association shall be controlled by the Board of Directors to include the filling of vacancies in the Board through resignation, death, prolonged illness, or otherwise.

#### Section 4. Elections and Terms of Office.

At the first election after the adoption of these by-laws six (6) Directors will be elected for two (2) years and six (6) for one (1) year. Thereafter, Directors will serve for two (2) years with (6) being elected each year.

#### Section 5. Past President.

The immediate past president shall sit with the Board for one (1) year as an ex officio member without vote.

#### Section 6. Duties of Board of Directors.

- a. The President shall be the chief executive officer of the association, shall preside at all meetings of the members, and at all meetings of the Board of Directors. The President shall have general charge of the affairs and management of the association.
- b. The Vice-President shall, in the absence of the President, perform the duties and exercise the powers of the President. He shall have other such powers and duties as may be assigned to him by the Board of Directors or the President.
- c. The Secretary shall keep records of all meetings, have custody of all records, including the Articles of Incorporation;

he shall give notice of meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or the President.

d. The Treasurer shall have custody of the association funds and securities, and shall keep full and accurate accounts of receipts and disbursements. He shall deposit all moneys or other valuable effects, in the name of the association, in such depositories as may be designated by the Board of Directors. He shall disburse the funds of the association in such manner as may be authorized by the Board of Directors. He shall render, at the regular Board meetings, an account of his transactions as Treasurer, and of the financial condition of the association. All expenditures shall be evidenced by checks signed by the President and Treasurer.

Section 7. Committees.

Board members may be appointed by the President to chair certain committees appropriate to the operation of the association.

ARTICLE V - MEETINGS

Section 1. General.

General meetings of the members may be held at any place within the City of Ventura, which may be designated by the Board of Directors. Election of Directors and Officers shall take place at a meeting in January as specified in Article IV. Sec. 4. At least fourteen (14) days notice shall be given for General meetings.

Section 2. Board of Directors.

a. Regular meetings of the Board of Directors may be held at such times and places as shall be fixed by the President and one other member of the Board.

b. Special meetings of the Board of Directors may be called at any time by the President.

c. Written notice of Board meetings shall be given one week in advance, except for

special meetings, when notice must be given forty-eight hours prior to the meeting.

ARTICLE VI - QUORUMS

Section 1. Seven (7) members shall constitute a quorum of the Board of Directors.

Section 2. Ten percent (10%) of the voting membership, but not less than 25 members, shall constitute a quorum for a general meeting.

ARTICLE VII - FISCAL YEAR

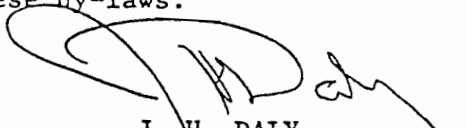
The fiscal year of the VKA shall coincide with the calendar year.

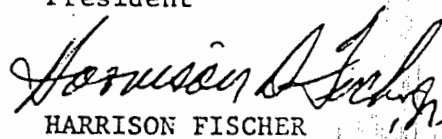
ARTICLE VIII - AMENDMENTS

These by-laws may be amended or repealed by a two-thirds vote of members present at a meeting of the membership.

ARTICLE IX - PARLIAMENTARY AUTHORITY

Robert's Rules of Order, latest revised edition, shall govern the conduct of all meetings of the members, and of the Board of Directors, in all matters not covered by these by-laws.

  
J. H. DALY  
Brig. Gen. USA (Ret.)  
President

  
HARRISON FISCHER  
Secretary

Adopted 5 November 1969