

BYLAWS
of the
FRIENDS OF THE CHARLOTTE HARBOR AQUATIC PRESERVES, INC.

SECTION 1. OFFICE

The principal office and place of business shall be Charlotte Harbor Aquatic and State Buffer Preserves, 12301 Burnt Store Road, Punta Gorda, Florida 33955, or as established from time to time by the Board of Directors.

SECTION 2. PURPOSES

The purposes for which this corporation is formed are for civic purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, and in this connection to enlist support for the Charlotte Harbor Aquatic and State Buffer Preserve's Mission and Goals as follows:

The Mission of the Friends of the Charlotte Harbor Aquatic Preserves (FCHAP) is to support the protection, conservation, restoration, management, responsible public use, and the enhancement of the resources of the coastal and aquatic ecosystems of the Charlotte Harbor estuaries including Lemon Bay, Gasparilla Sound/Charlotte Harbor, Cape Haze, Pine Island Sound, and Matlacha Pass.

The Goals of the Friends of the Charlotte Harbor Aquatic Preserves include the following:

1. To increase public awareness through involvement in educational programs, resource-based activities, and special events.
2. To develop stewardship for our estuaries and our public lands.
3. To improve and restore the natural and cultural resources of the greater Charlotte Harbor estuaries.
4. To establish and maintain cooperative efforts with organizations, institutions, and government agencies involved in environmental protection.

SECTION 3. MEMBERSHIP

Any person regardless of age, sex, race, religion, national origin, or possible handicap who supports the purpose of the Friends of the Charlotte Harbor Aquatic Preserves is eligible for membership.

SECTION 4. DUES

Membership dues are payable annually and shall be as follows:

\$10	Individual
\$15	Family
\$5	Student (Age 17 and under are free)
\$25	Contributing
\$25	Not-For-Profit Organization
\$25	Homeowner, Condominium, or Civic Association
\$50	Supporting
\$100	Business or Corporate
\$100 - \$500	Donor

SECTION 5. VOTING RIGHTS

Voting shall be by dues paying members only.

SECTION 6. BOARD OF DIRECTORS

The number of the Board of Directors shall not be less than three nor more than thirteen. The initial Directors shall be elected at the initial meeting of the corporation, half of whom shall serve for a term of one year and the remainder for a term of two years. Subsequent Directors shall be elected for a term of one year. The annual election will be held during the annual meeting of the corporation. The members shall vote in person, by secret ballot, or on written ballot by mail in conformity with such rules and regulations as the Board of Directors may adopt. Replacements for vacated positions shall be appointed by the Board.

A Director (except the ranking official of the Charlotte Harbor Aquatic and State Buffer Preserves) may be removed for cause at any time by concurrence of two-thirds of all Directors of the Friends of the Charlotte Harbor Aquatic Preserves, provided, before a Director is removed for cause, such Director shall be given an opportunity to be heard. Such "cause" shall include three consecutive unexcused absences from Board meetings during term of office.

Regular meetings of the Board of Directors shall be held on a monthly basis, or at such time and place as the Board may establish.

Special meetings of the Board of Directors may be called by or at the request of the President or any three Directors. The person or persons calling such a meeting may fix the time and place thereof. Notice shall be given at least five days prior thereof by written notice to each Director at his or her designated address, which shall be deemed to

be delivered when deposited in the U.S. mail, postage prepaid. The notice shall specify the business to be transacted at, or the purpose of, such meeting.

At all meetings of the Board of Directors, a simple majority of the Board shall constitute a quorum. When a quorum is present, majority vote rules on corporation business and other matters under consideration.

SECTION 7. OFFICERS

The officers of the corporation shall be a President, Vice-President, Treasurer, and Secretary. The initial officers shall be appointed by the Board of Directors for a term of two years, and subsequent officers shall be appointed for a term of one year.

SECTION 8. ANNUAL MEETING

An annual meeting of the corporation shall be held at a time and place to be set each year by the Board of Directors. Not more than 13 months shall elapse between annual meetings. Other meetings of the members shall be held from time to time and for whatever purpose deemed appropriate by the Board of Directors. Written notice of the annual meeting or other meetings shall be mailed to each member at least five days prior to the date of the meeting. At annual meetings and all other meetings of the general membership, those members in good standing that are present at the meeting shall constitute a quorum. When a quorum is present, majority vote rules on corporation business and other matters under consideration.

SECTION 9. COMMITTEES

The Board of Directors may create committees and define the powers and duties of said committees. The Board of Directors shall fill committee assignments by appointment from the general membership of the Friends of the Charlotte Harbor Aquatic Preserves. At committee meetings, a simple majority shall constitute a quorum.

SECTION 10. CONTRIBUTIONS

Members of the corporation, individuals, and/or organizations who are not members, may make contributions to the corporation in cash or in-kind. In-kind contributions shall be approved in advance by the Department of Environmental Protection.

SECTION 11. PROCEDURE

In all matters not covered by the provisions of these Bylaws, Robert's Rules of Order shall govern.

SECTION 12. FISCAL YEAR

The fiscal year shall commence on July 1st and end on June 30th of the following year.

SECTION 13. DISTRIBUTION OF ASSETS

No member of this corporation shall be entitled to any distributive share of its assets, and in the event of dissolution, its assets remaining after payment of its just debts shall be given and distributed by a majority vote of the Board of Directors as prescribed by the Articles of Incorporation.

SECTION 14. AMENDMENTS

These Bylaws may be amended by the Board of Directors.

CERTIFICATION

Adopted by the Board of Directors on the 26th day of April, 1999.

Amended by the Board of Directors on the 24th day of May, 1999.

I hereby certify that the foregoing Bylaws were duly adopted and are now in full force and effect.

Dated this 22 day of June, 1999.

Kathi Rader-Gibson
Secretary (Acting)