

**BYLAWS OF THE
TROPICS RESIDENTS' CLUB, INC
A NONPROFIT ORGANIZATION
ALAMEDA COUNTY, CALIFORNIA**

**ARTICLE I
OFFICE**

SECTION A. PRINCIPAL OFFICE:

The principal office for the transaction of business of the Corporation is hereby fixed and is located at 33000 Almaden Blvd. (Tropics Mobile Home Park Facilities), Union City, Alameda County, California 94587.

**ARTICLE II
OBJECTIVE**

SECTION A. THE TROPICS RESIDENTS CLUB, INC.

is a nonprofit organization founded for the purpose of bringing together all residents in a spirit of friendliness and good fellowship to share in the pleasures of mobile home living, sociability's, entertainment and community betterment.

**ARTICLE III
MEMBERS**

SECTION A.

All legally registered residents of the Tropics Mobile Home Park are eligible to be members of the Club and are subject to park rules and State of California laws.

SECTION B.

It will be the responsibility of each member to adhere to Park rules and regulations.

**ARTICLE IV
MEETINGS OF MEMBERS**

SECTION A. ANNUAL MEETING:

A biennial meeting of the membership shall be held on the second Thursday in the month of July, at the hour of 7:00 P.M. to be consistent with all other meeting times, for the purpose of electing directors and for the transaction of such other business as may come before the membership. If the day fixed for the biennial meeting shall be a legal holiday in the State of California, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any biennial meeting, or at any adjournment thereof, the Board of directors shall cause the election to be held at a special meeting of the

members as soon thereafter as may conveniently be held. Such meeting shall be posted to the membership at least seven (7) days before such meeting.

SECTION B. MONTHLY MEETINGS:

A regular meeting shall be held on the second Thursday of each month at 7:00 P.M. Each member shall be entitled to one vote. No meeting of the General Membership shall be competent to transact business unless twenty (20) of the voting membership be present.

SECTION C. SPECIAL MEETINGS:

Special meetings of the members may be called by the Board of Directors, and notice of such special meeting shall be posted to the General Membership at least seven (7) days before such meeting as set forth in Section A above.

SECTION D. DIRECTORS' MEETINGS:

Regular meetings of the Board of Directors shall be held on the first Thursday of each month at 7:00 P.M. Special meetings of the Board of Directors may be held at any time. Notice of such meeting shall be given to each Director personally, or directly by telephone, at least twenty-four hours before such meeting and consider a majority a quorum. Emergency Meetings may be called if an immediate decision by the Board is necessary. All Board members must be contacted personally or directly by telephone. No decision or motion may be made unless a quorum is present at the meeting.

SECTION E. MEMBERSHIP VOTING:

Any action required by law or by these Bylaws to be taken at all meetings of the members will be taken by a majority vote of all members attending said meeting once a voting quorum of twenty (20) is present at the said meeting for the transaction of said business by hand vote.

SECTION F. RULES GOVERNING MEETINGS:

Robert's Rules of Order will be used as proper procedure for all Board, Special Board, and General Meetings. The Secretary is to have a copy of Robert's Rules of Order at each meeting.

**ARTICLE V
DIRECTORS**

SECTION A. BOARD OF DIRECTORS:

The Board of Directors shall consist of President, Vice-President, Secretary, Treasurer and five Board Members-at-Large.

SECTION B. NOMINATION AND ELECTION OF DIRECTORS:

At the General Meeting held in the month of April, a Nominating Committee of general members shall be appointed by the President. The Nominating Committee shall determine the Chairperson.

1. It shall be the duty of the Nominating Committee of at least 3 general members to present the names of the nominees for the offices of President, Vice-President, Secretary, Treasurer, Breeze Editor and five Board Members at Large at the regular meeting held in May. At said meeting the President shall also call for nominations from the floor.
2. No park employee is eligible to run for any office of the Residents' Club.
3. It shall be the duty of the Nominating Committee of at least three general members to prepare ballots of candidates. Absentee ballots will be permitted in case of vacations, jobs, hospital, and special circumstances. All absentee ballots should be mailed to the Nominating Committee postmarked 5 days prior to the election.
4. Elections shall be done by secret ballot at the General Meeting in July.
5. It shall be the duty of the Nominating Committee to count the ballots.
6. A plurality vote shall constitute an election.

SECTION C. ELECTORATE:

The newly elected Board of Directors shall be installed immediately following confirmation of the election, and shall hold office for two (2) years.

SECTION D. ORIENTATION MEETING:

The newly elected Board of Directors shall meet with the outgoing Board of Directors within ten (10) days after the election.

SECTION E. VACANCIES:

Vacancy in the office of President shall be filled by the Vice-President for the remainder of the unexpired term. Vacancies in the remaining Board of Directors shall be filled from nominees submitted to the Board of Directors within thirty (30) days of vacancy, at which time the majority vote of the remaining Board of Directors shall select one to fill the unexpired term.

SECTION F. POWERS OF DIRECTORS:

The powers of the Directors shall be:

1. To conduct, manage and control the affairs and business of the Corporation and to make rules and regulations consistent with the Laws of the State of California, The Articles of Incorporation, and the Bylaws for the guidance of the officers and the management of the affairs of the Corporation.
2. To call special meetings of the members when they deem it necessary; and they must call a meeting any time upon written request of twenty (20) of the voting membership.
3. To remove by a majority vote of all the officers and directors any officers and directors of the Corporation.
4. To declare the vacancy of a Director's seat after non-attendance of three (3) consecutive regular Board of Directors' meetings, unless a good cause is shown. A finding of a majority of the Directors on the question of good cause shall be conclusive.
5. Officers and Directors shall without compensation.

6. A majority of the Board of Directors may direct the President to remove any Committee Chairperson for failure to follow Board directives.
7. The Board also serves as an agent (Ombudsman) between Ownership/Management of the Park and the Residents in any matter such as complaints, suggestions or improvements.

ARTICLE VI OFFICERS

SECTION A. OFFICERS AND OFFICER'S DUTIES:

1. The President, or in his/her absence, the Vice-President, shall perform the following duties and functions:
 - a. Preside over all General Membership and Board of Director's meetings.
 - b. Sign, as President, all contracts and other instruments in writing, when authorized to do so by the Board of Directors.
 - c. Have, subject to the advice of the Board of Directors, general direction of the Corporation.
 - d. Have such other powers and have such other duties as may be prescribed by these Bylaws or the Board of Directors.
 - e. Call the Directors together whenever he/she deems it necessary and must do so at the request of any three (3) Directors.
 - f. Act as an ex-officio member of all committees except the Nominating Committee.
 - g. Appoint all Committee Chairpersons except the Nominating Committee, all with the approval of the Board of Directors.
 - h. It shall be incumbent upon all Board of Director members to attend "Board of Directors" meetings and the "Regular Residents" meetings. If three (3) consecutive absences have occurred without good cause, then it shall be up to the board to act on dismissal. A majority of the Board shall determine "good cause."
2. The Vice-President shall preside over all meetings in the President's absence. At the direction of the Board of Directors, the Vice-President shall perform any other Presidential duties during the President's absence.
3. The Secretary shall keep a record of the proceedings of the Corporation and its meetings. The Secretary shall keep the Corporate Seal of the Corporation and shall sign, as Secretary, all contracts and instruments in writing when authorized to do so, and affix the said Corporate Seal to all papers requiring a seal. The Secretary shall serve all notices required either by law or by the Bylaws of the Corporation, but in case of the Secretary's absence, inability, refusal or neglect to do so, then such notices may be served by appointee of the Board.
4. The Treasurer shall keep proper accounting books, and cause to be

kept and maintained accurate and correct accounts of the affairs of the Corporation. The Treasurer shall cause all funds of the Corporation to be deposited in the name of the Corporation and in such depositories as may be designated by the Board of Directors, which funds shall be withdrawn and disbursed by checks drawn and signed as the Board of Directors may direct. The Treasurer shall render to the Directors upon request an account of the transactions and of the financial condition of the Corporation. The Treasurer shall submit all transactions and disbursements of the Corporation to the Board of Directors for approval prior to disbursing checks. The Treasurer shall have such other powers and perform such other duties as may be prescribed by these Bylaws or the Board of Directors. The Treasurer shall close the books for the Corporate Fiscal Year ending July 31st and submit them to the Board of Directors before August 10th for review by any or all interested residents at large.

5. All Board of Directors members are requested to attend and work at events put on by the Residents' Club.

SECTION B.

The above four (4) officers: President, Vice-President, Secretary and Treasurer shall be known as the "Executive Officers."

ARTICLE VII COMMITTEES

SECTION A. The Standing Committees shall be:

1. Bingo
2. Breakfast
3. Community Betterment
4. Entertainment
5. House(Facilities)
6. Library
7. Potluck
8. Senior Citizens/City Hall Liaison
9. Sunshine/Welcoming
10. Traffic/Safety/ Disaster Preparedness
11. Tropics Travelers
12. Residents Club Snack Bar

SECTION B. REPORTING

All committees shall be prepared to submit reports at the Board of Director's meetings, and may be required to submit reports at the General Meetings.

SECTION C. EXPENDITURES

1. All committees shall submit a request to the Board of Directors for approval prior to expenditure of any corporate funds.

2. All committees shall submit a request to the Board of Directors for all expenditures exceeding \$1000.00 with such requests submitted to the General Membership for approval prior to expenditure.

3. All Board members shall submit a request to the Board of Directors for approval prior to expenditure of any Corporate funds with the exception of purchasing food and supplies for the Breakfast and Snack Bar.

ARTICLE VIII DUTIES OF COMMITTEES

SECTION A. DESCRIPTION:

1 – BINGO:

The Board of Directors of the Residents' Club is the sole governing body of Bingo. The Chairperson shall be charged with the scheduling of games and purchasing supplies and equipment from the funds of the Committee. Bingo rules set by the City of Union City through the permit process will be strictly adhered to.

- The Chairperson will be required to make written monthly reports to the Board of Directors with copies for the Treasurer. The Chairperson will make a verbal report at the monthly Residents' Club meeting.
- All donations made by the Bingo Committee must first be approved by the Residents' Club Board of Directors.
- The Chairperson will keep accurate records of all proceeds and disbursements. At the end of the fiscal year (June 30), as soon as possible, but no later than September 1st, all data pertinent to the operation of Bingo, including a complete inventory of supplies, will be turned over to the Residents' Club Board Of Directors.

A review will be made by the accountant and combined with the Residents' Club filing to the IRS and the State of California.

2 - BREAKFAST:

The Breakfast Chairperson shall be charged with the duties of assisting in the purchase and distribution of supplies, recruiting, and maintaining volunteer kitchen help for the monthly breakfast.

3 - COMMUNITY BETTERMENT:

The Community Betterment Chairperson shall be charged with duties that pertain to the good and welfare of all residents receiving written suggestions and/or complaints filed with the committee and submitting legitimate suggestions and/or complaints to the Board of Directors for action. The Chairperson shall have the authority to meet with Management.

4 - ENTERTAINMENT:

The Entertainment Chairperson shall be charged with organizing entertainment for social events. The Entertainment Chairperson shall contact the Event Chairperson prior to hiring entertainment for an event.

5 - HOUSE (FACILITIES):

The House Chairperson shall be charged with preparing the clubhouse facilities for all meetings and social functions for the Club as requested, maintaining an inventory of all materials belonging to the Corporation, and ascertaining that clubhouse facilities are left in a satisfactory condition after each use.

6 - LIBRARY:

The Library Chairperson shall be charged with keeping the library room current and posting notices for need of certain types of books, games and movies.

7 - POTLUCK:

The Potluck Chairperson shall be charged with the duties of preparing and scheduling of the monthly potluck dinner and shall submit requests for any supplies to the Board of Directors.

8 - SENIOR CITIZENS/CITY HALL LIAISON:

The Senior Citizens/City Hall Liaison Chairperson shall be charged with the responsibility for being the liaison between the Tropics Residents' Club, the Ruggieri Senior Center and Union City Government regarding changes in laws and ongoing activities for the betterment of all members.

9 - SUNSHINE/WELCOMING:

The Sunshine/Welcoming Chairperson shall be charged with the mailing of Get Well and Sympathy cards, as needed, as well as requesting assistance from other residents to visit and support those in need. The Sunshine/Welcoming Chairperson shall also be charged with the obtaining of new residents names and addresses from the Park Management. He/She shall greet new residents to the park and invite them to participate.

10 -TRAFFIC/SAFETY/DISASTER PREPAREDNESS:

The Traffic/Safety/Disaster Preparedness Chairperson shall be charged with the responsibility of keeping the General Membership informed as to current issues and hazardous conditions that may affect the safety and well being of all residents.

11 – TROPICS TRAVELERS:

The Tropics Travelers' Chairperson and Committee members shall be charged with arranging trips for the enjoyment and enrichment of all residents.

12 –RESIDENTS' CLUB SNACK BAR:

The purpose of the Residents Club Snack Bar is to generate funds for activities, events and entertainment not funded by the Residents' Club. All disbursements of funds must have prior Board approval.

ARTICLE IX RECORDS

SECTION A: RECORDS, BOOKS AND PAPERS:

The Corporation shall keep at its principal office the original copy of these Bylaws as amended or otherwise altered to date, certified by the membership.

SECTION B: SEAL

The Corporation shall have a common seal consisting of a circle having on its circumference "TROPICS RESIDENTS' CLUB INC.' and in the center the words "INCORPORATED FEBRUARY 2, 1978" under the supervision and control of the Secretary.

ARTICLE X AMENDMENTS

SECTION A:

These Bylaws may be amended by a majority of the Directors voting at a regular meeting of the Board of Directors and by a majority vote of the General Membership voting at a General Meeting. All proposed amendments must be submitted to the Board of Directors, in writing, at least seven (7) days before they can be brought to a vote of the General membership.

In addition to the above provision, all amendments to these Bylaws, in order to be binding, must be in accord with the statutes under which this Corporation was formed.

**We, the undersigned, adopt these Bylaws of said Corporation,
IN WITNESS WHEREOF WE HAVE HEREUNTO SET OUR HANDS THIS DAY
OF MAY 12, 2011**

Dave Hughes, President

Barry Lependorf, Vice- President

Stephanie Butler, Secretary

Debbie Lependorf, Treasurer

Barbara Kowall, Director

Ray Scott, Director

Peg Pollock, Director

Keith Hall, Director

Sally Center, Director

REVISED - 5/12/2011