

**Florida Shore & Beach Preservation Association**  
**Annual Business Meeting**  
**Sunseeker Resort Charlotte Harbor**  
**Location: Royal Tern A**

**Thursday, September 18, 2025**  
**12:10 p.m.**

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- 1. Call to Order of the 2025 Annual Meeting**
- 2. Minutes of the September 12, 2024 Annual Meeting**
- 3. Financial Overview**
- 4. Election of Officers and Directors**
- 5. Bylaws Amendments**
- 6. Notice of Amendments to the Articles of Incorporation**
- 7. Old business/New business**

**Florida Shore & Beach Preservation Association  
Minutes of the General Membership Meeting  
Hyatt Coconut Point Beach Resort, Bonita Springs  
September 12, 2024**

Chair Steve Boutelle called the 2024 annual General Membership Meeting to order on September 12, 2024, at 12:13 p.m., at the Hyatt Coconut Point Beach Resort in Bonita Springs.

**MINUTES:** Steve Boutelle presented the minutes from the September 28, 2023, Annual Membership Meeting. Charlie Mopps moved, and Joshua Revord seconded, a motion to accept the minutes as written. The motion carried.

**FINANCIAL REPORT:** Steve presented the 2024 financial overview through July and referred members to the two financial statements in the meeting packet. He noted that the Statement of Financial Position (through July 31, 2024) shows the association is in good financial standing, with over \$800,000 in combined checking and savings.

He then reviewed the Statement of Activity – Budget vs. Actual, explaining that this statement helps the board assess performance against the budget set at the beginning of the year. Steve highlighted that the association is largely on track, with minor variances in membership revenue and Tech Conference expenses due to higher-than-anticipated attendance.

Hearing no questions, Mike McGarry moved to acknowledge receipt of the financial statements, and Kevin Bodge seconded. The motion carried.

**ELECTION OF OFFICERS AND DIRECTORS:** Steve Boutelle presented the recommended Slate of Directors for the 2025–2027 term and confirmed that the slate had been favorably considered by the Board of Directors at the September 27, 2024, board meeting for transmittal to the general membership.

Nominations for the FSBPA Board of Directors include:

- John Bishop, Pinellas County
- Alan Dodd, Col. R, City of Fort Lauderdale
- Jessica Fentress, Volusia County
- Jessica Garland, Martin County
- Matthew Spoor, Pinellas County

Steve noted that John Bishop is nominated for his second and final three-year term, as provided in the bylaws, and the remaining nominees would be first time board members. He then asked for additional nominations from the floor; hearing none, he proceeded to present the Slate of Officers for the 2025 term:

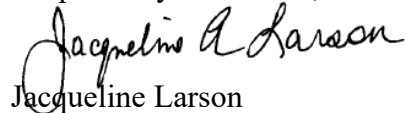
- Chair: Janet Zimmerman, Florida Inland Navigation District
- Vice-Chair: Andy Studt, Palm Beach County
- Secretary/Treasurer: Mike McGarry, Brevard County

A motion to approve the Slate of Directors for the 2025–2027 term and the Slate of Officers for 2025 was made by Charlie Mopps and seconded by Joshua Revord. The motion was unanimously approved by voice vote.

**OLD BUSINESS/NEW BUSINESS:** Steve Boutelle opened the floor to old business or new business. None was introduced.

There being no further business, the meeting was adjourned at 12:19 p.m.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Jacqueline A. Larson". The signature is fluid and cursive, with the first name "Jacqueline" being more prominent.

Jacqueline Larson  
Executive Director

Mike McGarry  
Secretary-Treasurer



# FLORIDA SHORE & BEACH PRESERVATION ASSOCIATION

A League of Cities and Counties on Beach and Coastal Issues

Florida Shore & Beach Preservation Association

## Financial Overview

January 1, 2025 through July 31, 2025

*For informational purposes only and distribution  
at the Annual Membership Meeting  
September 18, 2025*

- Statement of Financial Position
- Statement of Activity - Budget vs. Actual

*(from selected financial statements prepared by Jennifer A. Britt CPA)*

## Statement of Financial Position

As of July 31, 2025

	<u>Jul 31, 25</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
1002 · Regions Bank MMA	11,090.79
1004 · Regions Bank Checking	2,500.01
1015 · Prime Meridian MMA	145,400.24
1020 · Prime Meridian Checking	164,754.29
1021 · Prime Meridian - ICS Sweep	435,452.70
1022 · Prime Meridian - CD	50,000.00
1023 · Regions- CD	93,976.47
1010 · Petty Cash	200.00
<b>Total Checking/Savings</b>	<u>903,374.50</u>
<b>Other Current Assets</b>	
1251 · Accrued Interest Receivable	1,178.06
1301 · Prepaid Expense Tech Conference	500.00
1302 · Prepaid Annual Mtg Exp	16,500.00
1303 · Prepaid Expenses - Other	6,339.04
<b>Total Other Current Assets</b>	<u>24,517.10</u>
<b>Total Current Assets</b>	<u>927,891.60</u>
<b>Fixed Assets</b>	
1620 · Office Furniture & Equipment	
1625 · Computer Equipment	3,448.78
1610 · A/D - Furniture & Equipment	-4,827.78
1620 · Office Furniture & Equipment - Other	3,773.22
<b>Total 1620 · Office Furniture &amp; Equipment</b>	<u>2,394.22</u>
<b>Total Fixed Assets</b>	<u>2,394.22</u>
<b>Other Assets</b>	
1405 · Right of Use Office Space	1,596.33
1400 · Security Deposits	1,466.85
<b>Total Other Assets</b>	<u>3,063.18</u>
<b>TOTAL ASSETS</b>	<u><u>933,349.00</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Credit Cards</b>	
2025 · Capital One CC	1,956.90
<b>Total Credit Cards</b>	<u>1,956.90</u>
<b>Other Current Liabilities</b>	
2130 · Lease Payable - Current Portion	4,438.78
<b>Total Other Current Liabilities</b>	<u>4,438.78</u>
<b>Total Current Liabilities</b>	<u>6,395.68</u>
<b>Total Liabilities</b>	<u>6,395.68</u>

Florida Shore & Beach Preservation Association, Inc.  
Statement of Financial Position

As of July 31, 2025

	<u>Jul 31, 25</u>
Equity	
3200 - Net Assets - Undesignated	642,425.10
Net Income	<u>284,528.22</u>
Total Equity	<u>926,953.32</u>
TOTAL LIABILITIES & EQUITY	<u><u>933,349.00</u></u>

# Florida Shore & Beach Preservation Association, Inc.

## Budget vs. Actual - January through July 2025

	Jan - Jul 25	Budget	% of Budget	2024
<b>Ordinary Income/Expense</b>				
<b>Income</b>				
4090 · Grants	5,000.00	600.00	833.33%	
4010 · Membership Dues	130,325.00	139,000.00	93.76%	
4011 · Membership Contributions	75.00	1,200.00	6.25%	
4015 · BeachWatch Dues	162,000.00	168,000.00	96.43%	
4020 · Annual Meeting - Income	200,840.00	476,200.00	42.18%	
4040 · Technical Conference - Income	180,864.65	143,270.00	126.24%	
4060 · Interest Income	15,145.48	20,000.00	75.73%	
4080 · Other Income	3,398.90	2,500.00	135.96%	
<b>Total Income</b>	<b>697,649.03</b>	<b>950,770.00</b>	<b>73.38%</b>	<b>1,006,347.35</b>
<b>Expense</b>				
4950 · Depreciation	335.37	575.00	58.33%	605.04
<b>5025 · FSBPA personnel / Prof. Svcs.</b>				
5145 · Payroll Service Fees	243.00	432.00	56.25%	
<b>5050 · Payroll Expenses</b>				
5010 · President Salaries	89,250.00	153,000.00	58.33%	
5011 · Executive Director Salary	59,771.25	102,465.00	58.33%	
5015 · Contract Employee	0.00			
5051 · Payroll Tax Expense	14,552.94	26,235.00	55.47%	
5052 · Payroll - Wages & Salaries	40,878.00	85,100.00	48.04%	
5053 · Employee Retirement Plan Exp	5,557.37	9,527.00	58.33%	
5054 · Workers Comp Insurance	763.28	1,100.00	69.39%	
5055 · Health Insurance Expense	32,881.25	56,725.00	57.97%	
<b>Total 5050 · Payroll Expenses</b>	<b>243,654.09</b>	<b>434,152.00</b>	<b>56.12%</b>	
5120 · Administrative Expenses	1,215.39	4,000.00	30.39%	
<b>5130 · Government Liaison</b>				
5131 · Fees/Legislative Services	39,243.75	67,275.00	58.33%	
5132 · Expenses	5,156.90	5,750.00	89.69%	
<b>Total 5130 · Government Liaison</b>	<b>44,400.65</b>	<b>73,025.00</b>	<b>60.8%</b>	
5140 · Attorney/Legal Contingency Fees	0.00	1,500.00	0.0%	
5150 · Auditor & Tax Prep Fees	4,300.00	9,500.00	45.26%	
5151 · Accounting & Tax Consulting Fee	6,160.00	11,500.00	53.57%	
<b>Total 5025 · FSBPA personnel / Prof. Svcs.</b>	<b>299,973.13</b>	<b>534,109.00</b>	<b>56.16%</b>	<b>532,987.13</b>
5200 · Annual Meeting - Expenses	15,753.90	181,230.00	8.69%	170,039.46
5309 · Florida Resilience Conf Exp	0.00	88,491.00	0.0%	90,968.98
5400 · Technical Conference	59,321.32	59,334.00	99.98%	65,719.41
5500 · Office Expenses	27,847.51	39,395.00	70.69%	28,624.40
5600 · Board Meetings	323.11	1,650.00	19.58%	0.00
5700 · Web Page	684.35	5,500.00	12.44%	864.73
5800 · Other Associations	3,277.41	11,735.00	27.93%	8,170.94
5900 · Misc.	5,604.71	7,600.00	73.75%	4,676.05
<b>Total Expense</b>	<b>413,120.81</b>	<b>929,619.00</b>	<b>44.44%</b>	<b>902,656.14</b>
<b>Net Income</b>	<b>284,528.22</b>	<b>21,151.00</b>	<b>1,345.22%</b>	<b>103,691.21</b>



# FLORIDA SHORE & BEACH PRESERVATION ASSOCIATION

A League of Cities and Counties on Beach and Coastal Issues

## Official Ballot Annual General Membership Meeting • 2025

Member Name: \_\_\_\_\_  
(Name of organization or individual member)

Signature (if needed): \_\_\_\_\_

### Election to Board of Directors

**2026-2028** (three-year term)

***Slate recommended by FSBPA Nominating Committee:***

*Directors will be elected by a voice vote.*

<u>Name</u>	<u>Organization</u>	<u>Category</u>
_____ Damon Douglas	St. Johns County	Government
_____ James Gray	Sebastian Inlet District	Government
_____ Charlie Hunsicker	Manatee County	Government
_____ Mike McGarry	Brevard County	Government
_____ Nikesh Patel	City of Sarasota	Government

Other Nominations:

_____	_____	_____
_____	_____	_____

### Election of Officers

**2026** (one-year term)

*Officers will be elected by a voice vote.*

_____ Chair	Andy Studt, Palm Beach County
_____ Vice Chair	Mike McGarry, Brevard County
_____ Secretary/Treasurer	James Gray, Sebastian Inlet District



**BYLAWS**  
**of the**  
**FLORIDA SHORE & BEACH PRESERVATION ASSOCIATION, INC.**

**Established 1957**

**ARTICLE I**

**AUTHORIZATION**

- 1.1** The Florida Shore & Beach Preservation Association is a non-profit corporation established under the Florida Non-Profit Corporation Act. These Bylaws have been adopted in accordance with the applicable provisions of the association's Articles of Incorporation.

**ARTICLE II**

**PURPOSE**

- 2.1** The general purposes and objectives of the Association, stated in the Articles of Incorporation and repeated here, shall be to encourage and develop public and governmental awareness of the need for the preservation of the shores and beaches of the State of Florida; to coordinate and promote public and private efforts to manage Florida's beaches; to aid in informing and otherwise educating the public and various governmental authorities as to the environmental, economic and social impact and importance of Florida's coastal resources; to coordinate with the Florida Legislature and the Executive offices or agencies of the State of Florida to further the preservation of the state's beaches; and to work in unison with other state and national associations toward the common goal of preserving the nation's coastal areas.

## **ARTICLE III**

### **MEMBERSHIP AND DUES**

- 3.1** The classes of membership and corresponding annual dues shall be determined by the Board of Directors.
- 3.2** The membership year shall begin January 1 and end on December 31 of the same calendar year. There shall be no proration of dues for partial year membership.
- 3.3** Honorary Members: From time to time the Board of Directors may bestow Honorary Membership on a member who has made outstanding contributions to the association over a period of years. Honorary Members are exempt from paying annual dues and registration fees to the FSBPA Annual Meeting.

## **ARTICLE IV**

### **VOTING**

- 4.1** All members in good standing shall have voting privileges in the affairs of the association.
- 4.2** Voting units shall be calculated on the following formula:
  - (a)** Individual Members shall be entitled to one vote.
  - (b)** All other non-governmental members shall be entitled to 3 votes.
  - (c)** Non-county governmental members shall be entitled to 5 votes.
  - (d)** County governmental members shall be entitled to 10 votes.
- 4.3** Members with multiple votes shall appoint one voting delegate who is authorized to cast the ballot of said member. Annual membership renewals shall include notice that the individual receiving the membership invoice is

the designated voting member unless another individual is formally identified with payment of dues.

- 4.4** The current FSBPA dues ledger shall constitute proof of valid membership and the number of voting units to which each member is entitled.
- 4.5** If the Annual Membership Meeting can not take place, all required voting shall be conducted by mail ballot, electronic ballot, or any other legal means, to be determined by the Board of Directors.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

- 5.1** The Board of Directors shall conduct the affairs of the Association. The Board shall establish policies and take actions within the framework of the Bylaws, the Articles of Incorporation and any mandates established at membership meetings. In the absence of any such specific guideline, the Board may act in a manner consistent with the interests and purposes of the Association.
- 5.2** The Board shall determine the eligibility of applicants for membership.
- 5.3** The Board shall control the expenditure of funds and shall carry out the financial policies, as set out in Article XI.
- 5.4** Seven (7) Directors (excluding ex-officio directors) shall constitute a quorum at any Board meeting

## **ARTICLE VI**

### **MEMBERSHIP OF THE BOARD**

- 6.1** The Board shall consist of thirteen (13) Directors who shall be elected at the annual membership meeting by voting members in good standing. There may be one additional Director on the Board for a

period of one year in the event that the immediate past chair position on the Executive Committee, as set forth in Section 7.4 herein, requires a one-year extension of the second consecutive term of the person filling that position. ~~At least three (3) Directors shall be elected annually.~~ Terms shall begin on January 1 of the following calendar year.

**6.2** Directors shall be elected by a majority vote of the general membership to serve staggered three-year terms, with approximately one-third of the Board elected each year. Directors may serve no more than two full consecutive terms. ~~Directors shall be elected by the general membership for terms of three years. The terms shall be staggered so that each year approximately one-third of the Board shall be up for election. Board members may serve no more than two full consecutive terms.~~

**6.3** The Board of Directors shall have the authority to fill any vacancy on the Board. A Director so appointed shall serve until the end of the un-expired term for which he or she has been appointed and, following completion of the appointment, shall still be eligible to serve two full consecutive three-year terms.

**6.4** At least nine (9) Directors shall represent municipal or county governments or other governmental agencies.

**6.5** All Directors must sign and submit a Conflict of Interest Disclosure Statement, acknowledging they have read and agree to comply with the Association's Conflict of Interest Policy.

**6.6** A conflict of interest exists when an individual in a decision-making role within the Association stands to benefit financially—directly or indirectly—from a decision made in that capacity. This includes benefits to family members or to businesses with which the individual has a close association.

**6.57** No member of the Board is permitted to participate in any meeting where official Association business is being conducted unless and until he or she has signed and submitted an acceptance of the Association's Conflict of Interest Policy.

**6.68** If the Board of Directors finds that any Ddirector has misused or

otherwise abused his/her position within the Association, has failed to attend three consecutive meetings without notice and good cause, or violates the Association's Conflict of Interest Policy, the Board of Directors shall remove that Director from the Board by a two-thirds vote of the Board of Directors present. Prior to such a vote, the Director shall be given written notice at least ten (10) working days prior to the proposed removal and an opportunity to respond.

**6.79** To foster closer ties between FSBPA and the state and federal agencies responsible for beach preservation, the Florida Department of Environmental Protection and the Jacksonville and Mobile Districts of the U.S. Army Corps of Engineers may each appoint one representative to serve as non-voting Ex-Officio Members of the Board of Directors. No term limits apply as these appointments are made by agencies outside of the association.

**6.810** The Board of Directors may appoint three additional non-voting Members of the Board, whom they deem will address the association's current needs. Terms of non-voting Members shall be for one year. Non-voting Members may serve a maximum of two (2) consecutive one-year terms.

**6.911** The Board of Directors may, from time to time, confer the title of Chair Emeritus to an outgoing or past Chair of the Board in recognition of outstanding service to the association. It is the intent of these bylaws that such designation not be bestowed routinely but only on rare occasions for exceptional service and accomplishment. A Chair Emeritus shall automatically be a non-voting Member of the Board of Directors.

## ARTICLE VII

### OFFICERS

**7.1** The officers of the Association shall consist of a Chair, a Vice Chair, a Secretary-Treasurer and such other officers as the Board of Directors shall deem to be desirable. All officers shall perform the duties usual and appropriate thereto, subject, however, to the direction and control of the Board.

- 7.2** The term of office shall be one year, except for officers selected to fill vacancies, who shall complete the unexpired terms. Officers shall be elected each year by the general membership at the annual business meeting. Terms for officers shall be for the following calendar year.
- 7.3** All officers of the association shall be voting members of the Board and representatives of local governments or other governmental entities.
- 7.4** There shall be an Executive Committee composed of the officers of the Association and the immediate past chair. Between regular meetings of the Board of Directors, the Executive Committee shall oversee the administrative and financial affairs of the Association, provide guidance to the President and the Executive Director, and carry out such additional duties as the Board of Directors shall delegate.

## **ARTICLE VIII**

### **MEETINGS**

- 8.1** There shall be an annual meeting of the general membership to elect directors and conduct the general affairs of the Association. This meeting shall take place during the regular annual conference of the association.
- 8.2** Special meetings of the general membership may be called by the Board of Directors, providing that the Board gives the membership at least 30 days written notice and a summary of the agenda.
- 8.3** The Board of Directors shall meet three times annually unless a majority of the board votes to reduce or increase the number of meetings in a particular year.
- 8.4** Special meetings of the Board of Directors may be held upon the call of the President or Executive Committee. Any such call shall specify the purpose of the meeting and provide an agenda. Formal written notice shall be mailed or e-mailed, and followed by telephone confirmation. Notice shall be given not less than fifteen (15) working days prior to meeting unless critical circumstances, so determined by

the President and Executive Committee, warrant a lesser period of time.

**8.5** To the extent practical, the conduct of meetings shall comply with the current Robert's Rules of Order (Revised).

**8.6** Meetings of the Board of Directors or the general membership may be conducted by telephone, video conference, or other electronic means, provided all participants can hear and speak to one another in real time. Participation in such meetings shall constitute presence in person.

**8.7** Electronic voting is permitted for both the Board of Directors and membership votes, provided procedures are in place to authenticate voters and protect the integrity of the vote.

## **ARTICLE IX**

### **COMMITTEES**

**9.1** Permanent standing committees of the Association are Executive, Nominating and Awards. Except for the Executive Committee as prescribed in Section 7.4, the Chair shall appoint members to the standing committees and to such other special committees as may be established by the Board of Directors.

**9.2** The Board of Directors may initiate and establish additional committees as they it deems appropriate.

**9.3** Committees shall make periodic reports as requested by the Chair or the Board of Directors.

## **ARTICLE X**

### **EMPLOYEES**

**10.1** A President and Chief Executive Officer shall be employed by the

Association to perform those duties to the best of his/ [or](#) her abilities and in the best interests of the Association, under the direction of the Board of Directors and Executive Committee. Duties, compensation and terms of employment shall be authorized by the Board of Directors.

- 10.2** The President and Chief Executive Officer may authorize contracting for other services, based on funding provided for in the annual budget, as approved by, or subsequently amended by the Board of Directors.

## **ARTICLE XI**

### **FISCAL YEAR, FINANCES, NOTICES**

- 11.1** The Fiscal Year of the Association shall be the calendar year, from January 1 through December 31.
- 11.2** The Board of Directors shall control all funds of the Association and establish an annual budget. Processing of funds and the method of accounting shall be subject to Board authorization and approval.
- 11.3** Through authorization by the Board of Directors, the Association shall conduct business procedures that are normal and in keeping with the Association's purposes as appropriate for an organization of this nature.
- 11.4** All revenue, profit, income and funds received shall be used solely for the promotion of the purposes of the Association, and no portion thereof shall inure to the benefit of any member of the Association.
- 11.5** Federal tax returns and accountants' review reports in accordance with Statements on Standards for Accounting and Review Services shall be prepared annually by an independent certified public accountant approved by the Board of Directors.



## ARTICLE XII

### AMENDMENTS

- 12.1** These Bylaws may be amended by a two-thirds affirmative vote of the members present and voting at the annual membership meeting or a special meeting called for that purpose, provided proper notice has been given. general membership. Amendments may be approved:
- (a) by a vote at the annual membership meeting of the association.
  - (b) by a mail ballot to the membership of the association.
  - (c) by any other legal means, as determined by the Board of Directors, including electronic voting.
- 12.2** Proposed amendments to Bylaws may be initiated in ~~the~~ either of the following methods:
- (a) a vote of the Board of Directors.
  - (b) a petition to the Board of Directors signed by at least 30 voting members.
- 12.3** In the case of amendments to be considered at the annual membership meeting, members must be given at least a 30-days written notice of the proposed amendment. Such notice may be ~~shall be~~ given ~~either~~ in the official newsletter of the association, by email, or in a letter delivered by U.S. mail.
- (a) In the case of amendments originating from a petition to the Board of Directors, the proposers of such amendments shall be required to reimburse FSBPA for 100% of the cost of notifying the general membership of the proposed amendment or amendments.
- 12.4** In the case of amendments to be considered by mail ballot, members shall be given 30 days from the date of the mailing to return their ballots to the Association headquarters. Votes shall be tabulated by a Tellers Committee approved by the Board of Directors or by the Board of Directors itself at the next meeting of the Board.

## ARTICLE XIII

### DISSOLUTION

- 13.1** The Corporation may be dissolved, the voting and initiative for which shall be the same as provided for Amendments under Article XII, except that Dissolution shall require a four-fifths vote of the general membership.
- 13.2** In the event of dissolution, the residual assets shall be disposed of [in a manner consistent with the general purposes and objectives](#) provided in the Articles of Incorporation.

These revised and amended bylaws of the Florida Shore & Beach Preservation Association were adopted in a meeting of the general membership on September 1824, 20245.

Deborah E. Flack Pepper Uchino  
President

\_\_\_\_\_  
Date

Jim Trifilio Mike McGarry  
Secretary/Treasurer

\_\_\_\_\_  
Date

**Florida Shore & Beach Preservation Association**  
**Annual Membership Business Meeting**  
**September 18, 2025**  
**Sunseeker Resort Charlotte Harbor**  
**Location: Royal Tern A**

**Articles of Incorporation: Proposed Amendments – Member Notification**

The Board of Directors and staff are conducting a routine review of the Articles of Incorporation to identify revisions that may be needed to better align them with current policies and practices. As part of this review, two articles have been identified for proposed amendments, although the review is ongoing.

Currently, the Articles require that amendments be noticed at a previous annual business meeting prior to formal consideration at a regular business meeting called for that purpose. In accordance with this requirement, the Board is providing formal notice at the 2025 Annual Membership Meeting.

The revisions to **Articles VIII and XI** will be recommended for formal consideration at the 2026 Annual Membership Meeting. Members will be notified if any additional amendments are proposed.

Proposed amendments are reflected in strikethrough/underline:

**Article VIII -- Board of Directors**

The Board of Directors shall consist of not less than three nor more than ~~nine~~ fourteen directors and shall be selected as provided in the By-Laws of the corporation.

**Purpose:** To reflect the current composition of the Board in accordance with the Bylaws.

**Article XI -- Amendments to Articles of Incorporation**

The Articles of Incorporation may be amended by the members of the corporation at any regular business meeting called for that purpose, provided that proper notice has been given ~~at a previous regular business meeting~~ and provided also, that such proposed amendment(s) have been submitted to the Directors of the corporation for their consideration prior to bringing it to the corporation for consideration.

**Purpose:** Currently, amendments to the Articles of Incorporation must be noticed to members a year prior to consideration, unless a special meeting is called for the purpose of amending the Articles. The proposed amendment is intended to align the procedures for amending the Articles with those in the Bylaws. A future amendment to the Bylaws will be needed to define “proper notice.”

ARTICLES OF INCORPORATION OF  
FLORIDA SHORE AND BEACH  
PRESERVATION ASSOCIATION, INC.

We, the undersigned, being natural persons of the age of 18 years or more, acting as incorporators of a non-profit corporation under the Florida Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of this corporation shall be the FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., and its principal place of business shall be at 325 John Knox Road, Suite F-214, in the City of Tallahassee, County of Leon, and State of Florida, 32303.

ARTICLE II

PURPOSE

The general purposes and objectives of this corporation shall be to encourage and develop public and governmental awareness of the need for the preservation of the shores and beaches of the State of Florida; to coordinate and promote public and private efforts to restore and preserve Florida's shores and beaches; to aid in informing and otherwise educating the public and various governmental authorities as to the environmental, economic, and the social impact and importance of Florida's shore and beach resources; and to work in unison with other similar state and federal associations toward the common goal of preserving and restoring the valued shores and beaches of the United States of America.

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

JUL 11 1 21 PM '75

FILED

ARTICLE III

RIGHTS

For the purposes of furthering the foregoing purposes and objectives, the corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage, or encumber in any manner, lease, improve or otherwise dispose of both real and personal property of whatsoever kind and nature.

ARTICLE IV

QUALIFICATIONS AND ADMISSION OF MEMBERS

Any person, firm, corporation or governmental agency interested in the purposes and objectives of the Corporation may become a member. Grades of membership and the manner of admission to membership and the dues associated with each grade shall be specified in the By-Laws of this corporation.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

NAMES OF SUBSCRIBERS

The names and addresses of those subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Fred W. Maley	785 N.E. 95th Street Miami Shores, Florida 33138
John G. Cowley	2600 North Whalley P. O. Box 9008 Pensacola Beach, Florida 32561
Paul E. Stahlin	Davison Street P. O. Box 114 Captive Island, Florida 33924

## ARTICLE VII

### OFFICERS

The officers of the Association shall consist of a President, a Vice President, a Secretary and a Treasurer (who may be one in the same person), and such other officers as the By-Laws or the Board of Directors shall specify.

All of the officers appointed or elected shall serve for terms of one year and all of said officers shall manage the financial, physical and corporate affairs of the corporation.

## ARTICLE VIII

### BOARD OF DIRECTORS

The Board of Directors shall consist of not less than three nor more than nine directors and shall be selected as provided in the By-Laws of the corporation. The first Board of Directors shall consist of:

Fred Maley	785 N.E. 95th Street Miami Shores, Florida 33138
John Cowley	2600 North Whalley P. O. Box 9008 Pensacola Beach, Florida 32561
Paul E. Stahlin	Davison Street P. O. Box 114 Captive Island, Florida 33924

## ARTICLE IX

### BY-LAWS

The members of this corporation shall have the right to make and adopt such By-Laws as they shall deem necessary or advisable, and such By-Laws shall be made, altered, or rescinded upon a two-thirds vote of the members present and voting at any regular meeting or special business meeting of the corporation called for that purpose.



## ARTICLE X

### AMENDMENTS TO BY-LAWS

The By-Laws of the corporation may be altered, changed or amended by the members of the corporation at any regular business meeting or special meeting called for that purpose, provided that proper notice has been given. The Directors may express approval or disapproval but final action thereon is subject to the vote of the membership of the corporation. All such proposed alterations, changes, or amendments of the By-Laws must receive the affirmative vote of two-thirds majority of the members present and voting at such meeting.

## ARTICLE XI

### AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by the members of the corporation at any regular business meeting called for that purpose, provided that proper notice has been given at a previous regular business meeting and, provided also, that such proposed amendment(s) have been submitted to the Directors of the corporation for their consideration prior to bringing it to the corporation for consideration. The Directors may express approval or disapproval but final action thereon is subject to the vote of the membership of the corporation. The proposed amendment(s) to the Articles of Incorporation must receive the affirmative vote of two-thirds majority of the members present and voting at such meeting. Amendment(s) to the Articles of Incorporation, when approved by the members must also be forwarded to the Secretary of the State of Florida and filed and approved by him before the same shall become effective.



ARTICLE XII  
USE OF INCOME

All revenue, profit, income and money received from the conduct of the activities of the corporation shall be used and employed solely for the promotion of the purposes and objectives of the corporation, and no portion thereof shall inure to the benefit of the members of the corporation, other than bona fide employees whose employment shall have been authorized by the Board of Directors.

ARTICLE XIII  
POWERS

Said corporation is to have the power to do any and all things necessary or expedient for carrying out the heretofore described purposes and objectives of the corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida.

WITNESS the hands and seals of the incorporators in

Dade County and State of Florida, this 12<sup>th</sup> day of

June, 1975.

NAME

ADDRESS

[Signature]  
[Signature]  
[Signature]

7859 E. 95th Street Miami Shores, FL  
2600 N. W. 11th Ave  
P.O. Box 900 V. GUNSAULA BEACH FLA.  
Capison Street  
P.O. Box 114 Captiva Island Fla.

STATE OF FLORIDA )  
 ) ss.:  
COUNTY OF DADE )

Personally appeared before me, the undersigned authority, FRED W. MALEY and \_\_\_\_\_ to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami Florida, this 12 day of June, 1975.

Carl E. Winton  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAR 9, 1978  
BONDED WITH GENERAL INSURANCE UNDERWRITERS

STATE OF FLORIDA )  
 ) ss.:  
COUNTY OF HILLSBOROUGH )

Personally appeared before me, the undersigned authority, JOHN G. COWLEY, to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at TAMPA, Florida, this 18th day of June, 1975.

William H. Bullard  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

Notary Public, State of Florida at Large  
My Commission Expires Oct. 11, 1977

STATE OF FLORIDA )  
 ) ss.:  
COUNTY OF HILLSBOROUGH )

Personally appeared before me, the undersigned authority, PAUL E. STAHLIN, to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at TAMPA, Florida, this 18th day of June, 1975.

William H. Bullard  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

Notary Public, State of Florida at Large  
My Commission Expires Oct. 11, 1977