

# BY-LAWS OF THE RIDGE LEAGUE OF CITIES, INC.

State Corporation Number: N18665  
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## ARTICLE I NAME AND OFFICE

**Section 1.** The name of the organization shall be The Ridge League of Cities, Inc., Hereinafter called the "League."

**Section 2.** The principal office of the League shall be located at a place designated by the Board of Directors.

**Section 3.** Other offices for the transaction of the League business may be located at such places as the Board of Directors may from time-to-time determine.

## ARTICLE II MEMBERSHIP

**Section 1.** The following municipal corporations are eligible for membership in the League:

Arcadia	Haines City	Polk City
Auburndale	Highland Park	Saint Leo
Avon Park	Hillcrest Heights	San Antonio
Bartow	Kissimmee	Sebring
Bowling Green	Lake Alfred	Wauchula
Dade City	Lake Hamilton	Winter Haven
Davenport	Lake Placid	Zephyrhills
Dundee	Lake Wales	Zolfo Springs
Eagle Lake	Lakeland	
Fort Meade	Mulberry	
Frostproof	Plant City	

As used herein, the term "Municipality" shall include all members whether cities or towns. Other municipalities may be considered for membership by the Board of Directors.

**Section 2.** Associate memberships may be accepted and approved by the Board of Directors upon application and payment of dues. Business firms, county government, independent special districts, regional public agencies, non-profit organizations, elected state and federal officials/offices representing Ridge League Municipalities, other organizations as approved by the Board, and individuals may be Associate Members.

## **ARTICLE III BOARD OF DIRECTORS**

**Section 1.** The business and property of the League shall be managed by a Board of Directors, which shall consist of one (1) duly designated representative from each Member municipality, the League's Immediate Past President as a non-voting member, provided that they are eligible (as defined in Section 2) and are not designated as a municipality's voting member and two (2) non-voting, municipal officials (i.e., City Manager/Administrator, City Clerk, or City Attorney) annually appointed by the Board.

**Section 2.** Each Member municipality shall designate one (1) of its elected, governing board members to serve as Director to the League for a period of one (1) year commencing at the date of the Membership meeting in September of each year. The representatives of such municipalities shall be chosen by each municipality in such manner as it determines. Each Member municipality shall notify the Executive Director of the selected representative's name and municipal position at least one (1) month prior to the commencement of the term of office. Unless otherwise required by the By-Laws, no formal method of appointment shall be required of such representatives to the Board of Directors.

**Section 3.** No person shall be eligible to be a Director of the Ridge League of Cities who is not an elected officer of a Member municipality. If any such person who is serving as a Director shall cease to hold such a position with a Member municipality, they shall cease to be a Director, and the position will become vacant until the Member municipality selects a qualified elected official from the Member's governing body to fill the unexpired term on the Board pursuant to Article III, Section 2. The Board of Directors shall have the power to remove a Director at any time for just cause, including absence for more than two (2) consecutive meetings of the Board without giving notice of absent to the Executive Director.

**Section 4.** The Board of Directors shall meet at least quarterly to conduct and manage the business of the Ridge League of Cities. The President shall determine the time and location of such Board meetings, or in their absence, the Vice President. Meetings may be held virtually with Board concurrence. Notice of such meetings will be provided to the Board of Directors with not less than seven (7) days notice prior to the holding of such Board meeting. Emergency Board meetings may be called by the President, Vice President, or by a majority of the Board of Directors, upon twenty-four (24) hours notice.

**Section 5.** A quorum for the transaction of business at any meeting of the Board of Directors shall consist of a majority of qualified, voting members of the Board who are present at the meeting, with a minimum of five (5) members. At any time during the meeting, a majority of those present shall have the power to adjourn the meeting to a future time.

**Section 6.** Each Director shall be entitled to one (1) vote per issue as determined by the Board of Directors.

**Section 7.** The Director, or a designated alternate voting representative when the Director is unable to attend the Board meeting, may cast their vote in the following manner: for, against or abstain. The alternate voting representative shall be an elected official from the appointing Member's municipality. An abstaining vote shall be counted as a vote for the purpose of ascertaining a quorum.

**Section 8.** Associate members shall have no voting privileges.

## **ARTICLE IV OFFICERS**

**Section 1.** The Officers of the Board of Directors shall consist of a President, Vice President, Secretary, and Treasurer. Any person elected to serve as an officer must currently be serving as a Director from a Member municipality. No Member municipality will have more than one representative on the Board of Directors.

**Section 2.** The Officers shall be elected by majority vote of the Board of Directors prior to the annual League membership meeting held in September. Each Officer shall hold office consistent with the fiscal year as outlined in ARTICLE VII, Section 1. At the end of the fiscal term current officers shall automatically advance to the next highest office shown, provided they are still qualified per ARTICLE IV, Section 1, and agree to the advancement:

President becomes Past President  
Vice President becomes President  
Secretary becomes Vice President  
Treasurer becomes Secretary.

The open office of Treasurer shall be recommended by the Nominating Committee resulting from self-nominations by qualified Board members wishing to be considered. Those wishing consideration shall submit a short resumé to the Nominating Committee outlining their experience and participation in Ridge League activities, functions, committees, and attendance.

Presidents may not succeed themselves, except in cases where serving an unexpired term. Nothing in this section shall preclude an individual from serving non-successive terms as President.

**Section 3.** The President shall preside at all Board of Directors' and Membership meetings, shall have general supervision over the affairs of the League and the other officers, and shall perform all such duties as are related to the office of President.

**a.** In the absence or disability of the President, the Vice President shall perform the President's duties, and in the absence or disability of both the President and the Vice President, the Secretary shall perform the President's duties.

**b.** In the event the President resigns or fails to continually qualify, the Vice President shall become President. Subsequent to this, the remaining subordinate officers (i.e., Secretary and Treasurer) shall advance to the next higher office. Any other Officers creating a vacancy by resignation or continually qualifying to hold office shall be filled by the Board of Directors through the Nominating Committee process of self-nominations as outlined in Section 2.

**Section 4.** The Secretary shall verify attendance at membership meetings, ensure that the minutes are properly recorded and filed, and shall perform all other duties as may be designated by the President or the Board of Directors.

**Section 5.** The Treasurer shall present the financial report at the membership and Board meetings. The Treasurer shall perform all other duties as may be designated by the President or other members of the Board of Directors. All checks shall require two (2) signatures. In the absence of the Treasurer, the two (2) signatures may be any combination of the President, Vice President, Secretary, or Executive Director.

**Section 6.** Upon approval of the Board of Directors, travel expenses of an official representative(s) may be paid from the treasury of the Ridge League of Cities.

## **ARTICLE V EXECUTIVE DIRECTOR**

**Section 1.** The Board of Directors may retain an Executive Director and/or such staff as it deems necessary to carry out the policies and day-to-day duties of the League.

## **ARTICLE VI MEMBERSHIP MEETINGS**

**Section 1.** The Ridge League quarterly membership dinner meetings will be held on the second (2nd) Thursday of every March, June, September, and December. Additional dinners may be held in February, April, July, August, and October as approved by the Board. Meeting dates may be moved with the approval of the Board.

**Section 2.** Notice of the time and place of the quarterly membership meetings shall be given to each Member of the League not less than fifteen (15) days prior to the holding of such meeting.

**Section 3.** The President, or in their absence, the Vice President, shall preside at all such Membership meetings.

## **ARTICLE VII DUES**

**Section 1.** The fiscal year shall be from October 1<sup>st</sup> of each year through September 30<sup>th</sup> of the following year.

**Section 2.** Prior to the beginning of each new fiscal year, the Board of Directors shall establish dues which shall be levied against each member city and Associate Member. The dues for membership to the Ridge League of Cities shall be \$250.00 per year for Members whose population is under 5,000 and \$500.00 per year for Members whose population is greater than 5,000. Dues for Associate Members shall be \$250.00 per year. The dues for membership to the Ridge League of Cities shall be an amount sufficient to provide the League with adequate funds for all known and anticipated expenses of the current fiscal year.

**Section 3.** Dues are to be paid no later than forty-five (45) days after the beginning of each new fiscal year. Failure of any Member to make timely payment of dues shall cause suspension of the voting rights of that municipality. Failure of any Associate Member to make timely payment of dues shall cause said Associate Member to be subject to

disenrollment as a Member. It shall be the duty of the Executive Director to inform the President and Board of Directors of any delinquencies of a municipality or Associate Member on its dues or any other account at each meeting. Any Member municipality which fails to remit its annual dues within 90 days after the beginning of the fiscal year shall automatically lose its membership in the Ridge League of Cities. Upon payment of annual dues, membership shall automatically be reinstated. The billing statements shall be submitted to all Members no later than the beginning of each fiscal year (October 1<sup>st</sup>) and no earlier than the second Monday in September of the preceding fiscal year.

## **ARTICLE VIII NOMINATING AND OTHER COMMITTEES**

**Section 1.** Each year the President shall appoint from the Board of Directors the following committees to consist of not less than five (5) persons:

- a) Nominating Committee - shall review all self-nominations, as necessary, to serve as officers of the League and make recommendations to the Board of Directors prior to an election. One of the two appointed, non-voting municipal officials shall serve as the Committee Chair. The Nominating Committee will be appointed no later than May 1<sup>st</sup> of each year. The Nominating Committee will present a proposed slate of Officers to the Board no later than June 30<sup>th</sup> of each year for approval.
- b) Other Committees - The President may also appoint such other committees, from time-to-time, as s/he shall deem necessary.

**Section 2.** Membership of the standing committee and other committees appointed by the President shall be limited to elected officials and appointed personnel (e.g., City Managers, City Attorneys, and department heads) of the member municipalities, provided that the majority of the members of any committee shall not be composed of officers or appointed personnel of any one municipality. The terms of the members of all committees shall terminate upon a newly elected President taking office.

## **ARTICLE IX AMENDMENTS**

**Section 1.** These By-Laws may be amended from time-to-time by the action of a majority vote at any regular or special Board meeting with at least thirty (30) days advance notice.

## **ARTICLE X OFFICIAL SEAL**

**Section 1.** The Official Seal of The Ridge League of Cities, Inc. shall be a regular corporate seal with the following words inscribed thereon: "The Ridge League of Cities, Inc. – A Florida Corporation since 1986," and shall be kept by the Executive Director of the League.

## **ARTICLE XI PROCEDURES**

**Section 1.** Unless otherwise provided in these By-Laws, Robert's Rules of Order Revised shall govern all matters of procedures for the operation of The Ridge League of Cities.

Incorporation approved by the Department of State in Tallahassee on January 8, 1987  
By-laws: Revised September 1992; Revised April 1994; Revised November 1996; Revised September 1997; Revised October 1999; Revised May 2003; Revised May 4, 2005; Revised May 2023.