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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Gulf Harbors Neighborhood Park Organization, Incorporated

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

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\$200

**FROM:** Joseph Connery  
\_\_\_\_\_  
Name (Printed or typed)

4001 Topsail Trail  
\_\_\_\_\_  
Address

New Port Richey FL 34652  
\_\_\_\_\_  
City, State & Zip

(719) 963-4353  
\_\_\_\_\_  
Daytime Telephone number

jjjconneryjr@gmail.com

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Gulf Harbors Neighborhood Park Organization, Incorporated

**ARTICLE II PRINCIPAL OFFICE**

Principal **street** address:  
Gulf Harbors Neighborhood Park Organization, Inc  
3270 Floramar Terrace  
New Port Richey, FL 34652

Mailing address, if different is:  
Gulf Harbors Neighborhood Park Organization, Inc  
PO Box 600  
Elfers, FL 34680-0600

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: As a non-profit public charity organization to generate and employ additional resources and support for, and in the best interests of, the Gulf Harbors Neighborhood Park by erecting or maintaining public buildings, monuments, or works; lessening the burdens of government; and combating community deterioration and juvenile delinquency through events and activities including the following: special work projects, special programs, special events, outreach programs, educational and scientific research, activities and communications, interpretive programs, fundraising activities and events and guided tours; and meet needs recommended by and in coordination with the Division of Pasco County Parks, Recreation Natural Resources or the Pasco County Gulf Harbors Neighborhood Park MSBU Advisory Committee.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: Majority of Directors

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Victor S Geiger / Director  
Address: 5017 Dory Dr  
New Port Richey, FL  
334652

Name and Title: Joseph J. Connery / Director  
Address: 4001 Topsail Tr,  
New Port Richey, FL  
34652

Name and Title: Debra Johnson / Director  
Address: 5116 Galleon Ct  
New Port Richey, FL  
34652

Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Name and Title: \_\_\_\_\_  
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Address: \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Victor S. Geiger  
Address: 5017 Dory Dr  
New Port Richey, FL 34652

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Joseph J. Connery  
Address: 4001 Topsail Trl  
New Port Richey, FL 34652

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**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Victor S. Geiger  
Victor S. Geiger Required Signature of Registered Agent

3-14-2024  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Joseph J. Connery  
Joseph J. Connery Required Signature of Incorporator

Mar 14 2024  
Date

By-Laws  
Gulf Harbors Neighborhood Park Organization, Inc.  
A Florida Not-For-Profit Corporation

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**ARTICLE I**  
**NAME AND LOCATION**

**SECTION 1 – Name.** This organization is the Gulf Harbors Neighborhood Park Organization Inc, often referred to as GHNPO or Friends of GHNP, hereinafter in this document referred to as GHNPO. In communications, the GHNPO may also be referred to as the Friends of Gulf Harbors Neighborhood Park or Friends of GHNP.

**SECTION 2 – Location.** The principal place of business and affairs of GHNPO shall be in Pasco County, Florida, or at such other location as determined by the Board of Directors and Officers. The principal office is designated by the Board of Directors and Officers and can be changed by majority vote of the Board.

The physical address of the park is:

3270 Floramar Terrace  
New Port Richey, FL 34652

The mailing address for general correspondence and communications for the GHNPO is as follows and subject to change by action of the Board:

Gulf Harbors Neighborhood Park Organization, Inc  
PO Box 600  
Elfers, FL 34680-0600

**ARTICLE II**  
**PURPOSE AND OBJECTIVES**

Acting as a non-profit public charity organization to generate and employ additional resources and support for, and in the best interests of, the Gulf Harbors Neighborhood Park by erecting or maintaining public buildings, monuments, or works; lessening the burdens of government; and combating community deterioration.

The objectives of GHNPO may be accomplished through events and activities including the following: special work projects, special programs, special events, outreach programs, educational and scientific research, activities and communications, interpretive programs, fundraising activities and events, and guided tours.

The real property described as the Gulf Harbors Neighborhood Park is owned and operated by Pasco County, FL under a Mutual Services Benefit Unit (MSBU) ordinance. Additionally, the park surrounds an Environmental Lands Acquisition and Management Program (ELAMP) preserve. Therefore, there may be activities or events which are designed to meet needs recommended by and in coordination with the Division of Pasco County Parks, Recreation and Natural Resources or the Gulf Harbors Neighborhood Park MSBU Advisory Committee.

GHNPO shall be non-discriminatory, non-partisan, and non-sectarian.

No part of the net earnings of GHNPO shall inure to the benefit of, or be distributable to its Board, Officers, or other private persons, except that GHNPO shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3). No substantial part of the activities of GHNPO shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and GHNPO shall not participate in, or intervene in (including the publishing or distribution of any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, GHNPO shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The GHNPO shall not engage in any activities prohibited under Chapter 617, Florida Statutes.

### **ARTICLE III OWNERSHIP**

The GHNPO shall not issue shares of stock. No dividends shall be paid, and no part of the net income of the GHNPO shall be distributed to the GHNPO's Board Directors, or Officers except in accordance with the provisions of Chapter 617, Florida Statutes, and the rules of the Internal Revenue Code with respect to a 501(c)(3) organization.

### **ARTICLE IV FISCAL YEAR**

The fiscal year of the GHNPO shall be the calendar year. The period of its existence shall be perpetual.

### **ARTICLE V MEMBERSHIP**

The Board may establish, from time to time, such classes of membership as it shall deem necessary for advise on achieving the stated GHNPO purpose and to represent donors, endowments, or property owners within the MSBU.

### **ARTICLE VI FUNDS**

**SECTION I - Administration.** All monies received by the GHNPO shall be used and administered by its Board for the purposes described in the Articles of Incorporation.

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**SECTION 2 . Budget.** A budget for the upcoming fiscal year shall be enacted by the Board by December 31 of the current fiscal year.

## **ARTICLE VII MANAGEMENT**

**SECTION 1 – Management by Board of Directors and Officers.** The business and the property of the GHNPO shall be managed by a Board of Directors and Officers. The size of the Board shall be determined by the Board, provided that the number of Directors and Officers shall never be less than three (3), and more than nine (9) voting members. The Board of Directors and Officers may be referred to herein as the Board.

**SECTION 2 – Special Members of the Board.** Ex-officio and/or Honorary Members may serve in specially appointed, non-voting Board positions from time to time as approved by the Board. The MSBU Park Manager and ELAMP Representative, or his/her designee, may serve in non-voting capacity.

**SECTION 3 – Powers of the Board.** The affairs of the GHNPO shall be managed by the Board of Directors and Officers.

**SECTION 4 – Quorum.** Except as expressly provided otherwise in these By-Laws, a majority of the Directors and Officers shall constitute a quorum for the transaction of all business at any meeting of the Board and affirmative vote of a majority of the Directors and Officers constituting such a quorum shall be necessary to pass any resolution or take any action unless a higher vote is specifically required by these By-Laws. Meetings may be face-to-face or through a technology solution, including meeting using an online-solution as well as voting by email.

**SECTION 5 – Agreements.** The Board may authorize any Director or Directors, Officer or Officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the GHNPO and such authority shall be general or confined to specific instances. Unless authorized by the Board, no Director, Officer, agent, or other person shall have the power or authority to bind the GHNPO by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

**SECTION 6 – Approval of Expenditures.** The Board shall approve the expenditure of all sums of all monies from the funds of the GHNPO. In time sensitive/cost savings situations, the President can authorize up to two hundred dollars (\$200) provided an electronic vote of the majority of the Board has given approval. These expenditures must be reported to the Board at the next meeting for documentation.

**SECTION 7 – Designation of Depositories.** The Board shall designate the bank or banks for depository and drawing purposes. Signatories on the account(s) shall include the following Board Officers: President, Vice President, and Treasurer. These shall be updated annually within one month of the election.

**SECTION 8 – Terms of Office.** Directors and Officers shall serve a staggered three-year term. That is, one third of the Directors or Officers terms will end one year, and another third the next so that there is continuity on the Board. A Director or Officer's term shall conclude at the end on the three-year term or upon resignation, death, or removal.

**SECTION 9 – Board Elections.** Elections for the Directors and Officers shall be held on an annual basis as needed. A voting Director or Officer should own or reside at an MSBU property.

The election will take place in the final quarter of the year. Directors or Officers shall be elected by a majority of the votes received by written ballot or electronic ballot at an annual or special meeting called for such purpose.

If Directors or Officers are running unopposed and there are no new candidates for election to the Board, an election may not be necessary and shall not be held.

**SECTION 10 – Voting by Board Directors and Officers.** Each Director or Officer shall possess one (1) vote in matters coming before the Board meeting. Directors and Officers may not vote by proxy for others. In the event a vote is necessary in an emergency or for business purposes prior to a scheduled meeting, Directors and Officers may be contacted by email or telephone. All Directors and Officers of the Board shall be contacted. The result of the vote will be announced at the next meeting and included in the minutes for the record.

**SECTION 11 – Removal of Board Director or Officer.** Any Director or Officer may be removed from office by an absolute majority vote of the other Directors and Officers. Notice of the proposed removal of must be given to such Director or Officer prior to the date of the meeting at which removal is to be voted upon. Such notice to the Director or Officer must state the cause for the proposed removal.

**SECTION 12 – Vacancies.** Any vacancy occurring on the Board by reason of the death, resignation or removal of a Director or Officer shall be filled by appointment by the remaining Directors and Officers of the Board. Such appointee shall serve during the unexpired term of the Director or Officer whose position has become vacant.

**SECTION 13 – Liability.** The Board may authorize the GHNPO to pay expenses incurred by, or to satisfy a judgment or fine rendered or levied against, a present or former Director, Officer, or employee of the GHNPO in an action brought by a third party against such person (whether or not the GHNPO is joined as a party defendant) to impose a liability or penalty on such person for an act alleged to have been committed by such person while a Director, Officer or employee, or by the GHNPO or by both; provided the Board determines in good faith that such Director, Officer or employee was acting in good faith within that which such person reasonably believed to be the scope of his employment or authority and for a purpose which they reasonably believed to be in the best interest of the GHNPO or its Board. Payments authorized hereunder include amount paid and expense incurred in settling any such action or threatened action.

**SECTION 14 – Notice, Time, Call and Attendance at Board Meetings.**

1. The Board shall meet at least semi-annually. Directors and Officers are requested to contact the President in the event they cannot attend a meeting. The Board may change the meeting date and time, or cancel meetings as necessary, by a majority vote of the Board.



2. Meetings of the Board may be called by the President or by a majority of the Board. Notice of such meetings may be by personal delivery, fax, email, or telephone at least two days before the meeting.
3. Directors and Officers may participate in a meeting through a technology solution.
4. Directors and Officers who miss more than two meetings annually without reasonable cause may be dismissed as provided in Article VII, Section 11.

## **ARTICLE VIII**

### **OFFICES**

**SECTION 1. Board Offices.** The Directors and Officers of the GHNPO shall include the voting offices of President, Vice President, Secretary, Treasurer, Director of Communications, Director of Fund Raising, and Director of Infrastructure Support.

The Board may appoint such other voting and non-voting Directors or Officers as it deems necessary.

**SECTION 2. President.** The President, as Chief Executive Officer, shall preside over all meetings of the Board, shall have general and active management of the business of the GHNPO, and shall see that all orders and resolutions of the Board are carried into effect. The President shall be ex-officio a member of all standing committees, shall have the general powers and duties of supervision and management usually vested in the Office of President of a non-profit organization.

**SECTION 3. Vice President.** The Vice President, as Deputy CEO, shall assist the President in the discharge of such duties as required and shall preside in all meetings and perform the duties of President in the absence or disability of the President or in the event said office becomes vacant for any reason.

**SECTION 4. Secretary.** The Secretary shall attend all meetings of the Board, and shall preserve true minutes of the proceedings of all such meetings. The Secretary shall give all notices as required by statute, by-law, or resolution and shall perform such other duties as may be delegated by the Board. The Secretary will complete the minutes of the meeting and distribute them to the Board within 10 days of the meeting.

**SECTION 5. Treasurer.** The Treasurer, as Chief Financial Officer, shall have custody of all corporate funds, shall keep books belonging to the GHNPO containing full and accurate accounts of all receipts and disbursements, and shall deposit all monies and other valuable effects in the name of the GHNPO in such depositories as may be designated for that purpose by the Board. The Treasurer shall provide, whenever requested, an accounting of transactions and of the financial condition of GHNPO. The Treasurer shall be an ex-officio member of any GHNPO committee empowered to commit GHNPO funds.

**SECTION 6. Director of Communications.** The Director of Communications shall be responsible for communications strategies and products that advance the mission of the GHNPO, and managing all the information technology support for the GHNPO.

**SECTION 7. Director of Fund Raising.** The Director of Fund Raising shall establish and achieve the fundraising objectives for GHNPO, and shall be responsible for keeping the GHNPO community, and existing or potential donors aware of the GHNPO and its purpose, accomplishments and goals.

**SECTION 8. Director of Infrastructure Support.** The Director of Infrastructure Support shall be responsible for working with the GHNPO community, donors, MSBU Park Manager and ELAMP Representative, or his/her designee, to organize activities to install and maintain GHNPO improvements and the park's natural resources.

## **ARTICLE IX NOTICES**

**SECTION 1 - Notice.** All notices required by law or by these or by present or future rules and regulations of the GHNPO given to any Director or Officer of the GHNPO shall be in writing and shall be given by delivery of the notice personally, by first class mail, e-mail, or fax addressed to the Board Director or Officer at their address as it appears on the records of the GHNPO.

## **ARTICLE X AMENDMENTS**

**SECTION 1 - Amendments.** These By-Laws may be repealed, amended or altered or new By-Laws may be adopted by a two-thirds (2/3) vote of the Directors and Officers at any meeting of the Board, provided that Directors and Officers are informed that By-Laws changes are on the agenda.

## **ARTICLE XI INTERPRETATION OF BY-LAWS**

**SECTION 1 -** In case of any doubt or difference of opinion in the interpretation of these By-Laws, it shall be the duty of the Board to determine the meaning. The Board interpretation shall be final.

**SECTION 2 -** The GHNPO Directors, Officers, Agents and Employees shall be bound by and conform to all of these By-Laws, as they exist at the time of their joining the GHNPO, or as they may thereafter be changed or amended.

## **ARTICLE XII PROXIES**

**SECTION 1 -** There shall be no proxy voting at meetings of the Board.

**SECTION 2 -** No agreement between or among Directors or Officers shall be effective to bind the GHNPO.

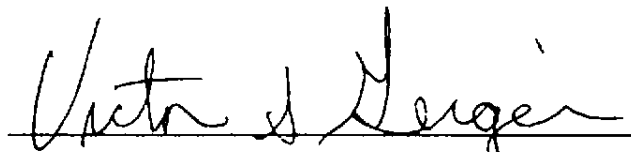
## **ARTICLE XII DISSOLUTION**

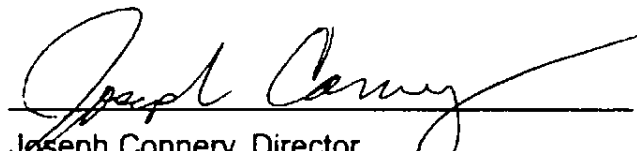
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Dissolution of the GHNPO may be accomplished as provided in Section 617, Florida Statutes. It is the preference of the GHNPO that any remaining funds are directed to Pasco County, FL for benefit of the Gulf Harbors Neighborhood Park Municipal Service Benefit Unit (MSBU).

These By-Laws of Gulf Harbors Neighborhood Park Organization, Inc were approved on: March 14, 2024.

  
Debra Johnson, Director

  
Victor Geiger, Director

  
Joseph Connery, Director

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