

BYLAWS (CONSTITUTION) OF THE MICCOSUKEE LAND CO-OP, INC.

Amended May 2016

PREAMBLE: We, the members of the Miccosukee Land Co-op, in order to form a cooperative community in harmony with nature, hereby adopt and establish the following Bylaws.

ARTICLE I: NAME

The name of the corporation shall be the Miccosukee Land Co-op, Inc.

ARTICLE II: SOVEREIGNTY OF THE MEMBERSHIP

In all cases, the membership shall be sovereign. The membership shall have veto power over any decision of the Council and shall have the power to recall any officer of the corporation.

ARTICLE III: MEMBERSHIP

Membership in the corporation shall consist of those persons holding title to, or who will acquire title to by contract for deed, any property transferred by Miccosukee Land, Inc. or Cooperative Land, Inc.

ARTICLE IV: VOTING

1. Members shall have one vote each on all questions requiring the consent of the membership. The number of members voting on any issue presented to the membership shall be limited to six votes per acre represented.
2. Unless otherwise specified in these bylaws, the articles of incorporation, or the covenants and restrictions of the Miccosukee Land Co-op, a majority of the members must vote and a majority of those voting shall be required to pass a question.
3. Votes are official only if recorded at a general meeting, made by written ballot or electronic ballot in response to official notification, or in urgent circumstances, by Council members contacting the membership directly, in which case the vote of each member shall be recorded.
4. Absentee voting shall be permitted on all issues formally referred to the membership for decision.

ARTICLE V: GROUPS

The membership shall divide into seven groups, six from the 279 acre tract and one from the 40 acre tract. A member may transfer to another group by notifying the Council, unless that transfer would leave less than ten members in a group. One member shall be chosen by each group to be Council representative for that group for a renewable term of not more than one year. The member so chosen shall attend all Council meetings, convene group meetings or otherwise confer with the group each month that Council meets, communicate Council proceedings to the group, and communicate group decisions and concerns to the Council.

ARTICLE VI: COUNCIL

1. The Council shall consist of the seven group representatives.
2. The Council shall have such powers and duties as provided in the covenants and restrictions of the Miccosukee Land Co-op for the "Governing Board of the Co-operative," and in addition

shall maintain records of Council proceedings, policy decisions, current group membership lists, and current by-laws, and act as arbiter in disputes between members or appoint a standing committee to arbitrate such disputes. The Council shall have authority to make rules to carry out its powers and duties and to implement the governing documents.

3. If three Council members or ten members by written petition agree that a question acted on by the Council should be decided by the membership, the question shall be referred to the membership for decision and no action shall be taken on the question until the next regular or special Council meeting at which the results of the vote are recorded.
4. A majority of the Council shall be required to pass on a question.

ARTICLE VII: COORDINATOR

The Council shall nominate and the membership shall elect a Coordinator who shall act in the name of the Council between Council meetings in accordance with Council directives and supervise the on-going activities of the Co-op. The Coordinator may be terminated by a two-thirds vote of the Council.

ARTICLE VIII: MEETINGS

The Council shall meet no fewer than ten times per year. The Council shall convene General Meetings of the Co-op membership not less than once per year. The Coordinator or the Coordinator's designee shall be the chairperson at General Meetings.

ARTICLE IX: OFFICIAL NOTICES

Official notice shall be given of the agenda, time, and meeting place of all General, Council, committee and group meetings. Official notice shall also be given of all Council actions, policy decisions, announcements of voting results, and of all issues referred to the membership for decision.

ARTICLE X: COMMON LANDS

The common lands in the Miccosukee land Co-op shall be used for the exclusive use and enjoyment of the members of the Co-op for purpose of recreation, wildlife observation and similar activities. No part of the common lands may be sold for development or other private purposes. A legal description of those lands is set out in attachment A hereto.

ARTICLE XI: AMENDMENTS

A motion of the Council or a petition signed by no fewer than twenty members shall be necessary to propose Bylaws (Constitutional) amendments. The approval by written ballot or electronic ballot of sixty percent of the membership shall be necessary to ratify an amendment.