

**BYLAWS OF THE
COMMONWEALTH-MORNINGSIDE
NEIGHBORHOOD ASSOCIATION**

Last Updated 19-Sept-06

Article I

The name of this organization shall be the Commonwealth-Morningside Neighborhood Association or abbreviated as CMNA.

Article II

The purpose of this association will be to promote an atmosphere conducive to and supportive of all Commonwealth-Morningside residents and the development of Commonwealth-Morningside for the enrichment of all neighbors, in achieving a better quality of life and to prevent the intrusion of elements, such as crime, business, or other issues which are disruptive to the harmony of the neighborhood and its residents. Notwithstanding any other provision of the Bylaws, this organization shall not carry any activities not permitted to be carried on by (a) an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

Article III

SECTION 1: Qualification for Admittance

Qualification for admittance to this organization is to maintain a residence or business within the Commonwealth-Morningside Neighborhood boundaries set below.

SECTION 2: Membership

- a. Active membership (voting) shall be limited to the paid members of the CMNA neighborhood. With boundaries limited to Central Avenue on the North, Independence Boulevard on the South, Morningside Drive on the East and The Plaza on the West.
- b. Businesses may be represented on the Board by one (1) representative per business.
- c. No resident of Commonwealth-Morningside Neighborhood shall be denied initial membership.

SECTION 3: Dues

- d. Membership dues for the CMNA shall be **\$20 (twenty)** dollars) per household/business per year payable during the month of May each year. Those

- whose dues are not paid within 60 days will be automatically dropped from membership after prior notification.
- e. No dues shall be refunded to members leaving the CMNA, nor shall members joining mid-year be entitled to a reduction.

Article IV

SECTION 1: Board of Directors

There shall be a Board of Directors to act as the steering body of the Association. Membership on the Board of Directors shall not exceed 15 people and shall not consist of more than 7 members who hold membership with other homeowner associations within the CMNA boundaries. Membership on the Board of Directors shall be by election as described in Article V.

The duties of the Board of Directors are as follows:

- a. **The Board of Directors** shall act as the steering body of the Association, conducting necessary business and creating proposals and resolutions for the approval of the general membership whenever possible. In instances where the time lapse between general meetings would prohibit the proper and expedient execution of business concerning the association, the Board of Directors as a whole, shall have the power to use its judgments in acting on behalf of the association.
- b. **Board Members** should be able to attend meetings with City, County, State and Parks & Recreation whenever possible and inform the other members of the Board of activities during the next scheduled meeting.
- c. **The Board of Directors** shall make recommendations for the election of officers and Board of Directors and present a recommended slate of officers and Board of Directors to the general membership meeting to be voted on by the association.
- d. **Each Board Member** shall be responsible for his **or** her block/street in submitting newsletter articles, delivering newsletters, overseeing the membership drive and crime watch programs and reporting problems in his/her district to community police.
- e. Vacancies may be filled by the Board of Director for the unexpired terms of members who have resigned or otherwise become disqualified to serve.

SECTION 2: Officers

- a. **From the membership of the Board of Directors** there shall be the following elected officers of the Board:
 - i. President
 - ii. Vice President
 - iii. Secretary
 - iv. Treasurer

- b. The duties of the officers are as follows:
 - i. President – Shall preside at all meetings (General and Board) and shall act as the official spokesperson for the organization. Shall have the authorization to appoint such standing and special committees he/she deems necessary.
 - ii. Vice President – Shall assist the President and assume all duties and powers as well as preside at all meetings described above in the absence of the President. In the event the President should not be able to complete his/her term, the Vice President will automatically assume the responsibility.
 - iii. Secretary – Shall keep and maintain the minutes of all Association meetings (General and Board) and shall conduct such correspondence as may be required by the President or Board of Directors. At any time some responsibilities may be rotated throughout the group, e.g. meeting minutes.
 - iv. Treasurer – Shall maintain a budget, if deemed appropriate by the Board of Directors. Shall keep records of monies collected and disbursed in the form and manner described by the Board of Directors. Shall maintain an updated journal of membership and dues paid. After Membership Drive, shall inform the Board of Directors of non-paid members and shall submit article to Secretary for next (1) newsletter (published quarterly).

SECTION 3: Committees

Chairpersons of ongoing committees shall be volunteer or nominated. There shall be the following standing committees:

- a. Crime Watch Program
- b. Park and Rec
- c. Beautification
- d. Hospitality
- e. Newsletter
- f. Code Enforcement

Such other committees, standing or special, shall be established from time to time as deemed necessary by the Board of Directors. Establishment of new committees shall be presented in writing to include description, purpose and responsibility of each committee.

Article V

SECTION 1: Board of Directors Meetings

- a. All meetings of the Board of Directors shall be designated in the notice of the meeting or as agreed upon by a majority of members.
- b. Business may be transacted by those members present and voting. The President of the Board will chair all meetings except in his/her absence when another

officer (Vice President, if available) shall preside. A simple majority vote shall carry a motion. There shall be no use of proxy.

SECTION 2: General Meetings

- a. Shall be held at least annually, preferably during the month of May. Shall be held quarterly as possible.
- b. Notice of meeting must be written to state the principal business, time and location of the meeting and be distributed to all members. Every effort shall be made to ensure that meetings are as broadly representative of the neighborhood as possible.
- c. The recommended slate of Officers and Board of Directors will be presented to the general membership at the First meeting of the new year (1st Quarter). Prior to and at the time of elections, additional nominations will be solicited from the floor. The slate of nominees can be voted on in its entirety except in cases where there is known opposition to a nomination or in the event that the number of nominees exceeds 15, in which case votes will be taken for individual members, as described in part d.
- d. Elections will be by ballot. An unbiased representative (neither a nominated party nor the nominator) shall tally election votes and submit a consolidated outcome of elections to the Secretary for publication. Records of elections shall be archived.
- e. Although an individual may be nominated for more than one position, that individual can only be voted into a single position.

Article VI

SECTION 1: Term of Office

- a. Officers shall be elected for a term of one (1) year to serve from the date of elections and installations.
- b. Officers may not hold more than one position at a time.
- c. Board members shall be elected for a term of one year (1).
- d. There will be no limit on members' participation on one or more committees.

SECTION 2: Transition of Administration

Within 35 (thirty-five) days of elections, newly elected officials will meet with their outgoing counterparts for transfer of files and all assets. Outgoing officials will furnish old business and be allowed advisory capacity during the 35 (thirty-five) day period.

Article VII

SECTION 1: Special Meetings

- a. There shall be an open quarterly meeting for all residents/businesses as accommodations allow. Notice of meetings shall be given each member at least 3 (three) days before the meeting.

- b. Special meetings, open to all residents/businesses, may be called by the President or upon written notice, by association members as soon as practical.
- c. A quorum for conducting business of a regular or special meeting of the Board of Directors shall not be less than two-thirds (2/3) of the vote.

Article VIII

SECTION 1: Professional Standing

- a. Charges for professional dishonesty, working against the principles and purposes of the association, and/or injuring the professional standing of another Board member or officer may be filed in a written statement signed by 2 (two) Board members or officers in good standing and sent to the officers.
- b. The accused Board member or officer shall be notified in writing of the action and shall have the privilege of being present at a special meeting of the officers, at which time the complaint will be considered for resolution or presentation to the Board of Directors.
- c. Upon presentation to the Board of Directors, the member can be suspended by a two-thirds (2/3) vote or expelled by a three-fourths (3/4) vote of the Board.

Article IX

The Bylaws may be amended or revised by an affirmative vote of two-thirds (2/3) of the Board of Directors.

Article X

All donations and bequests, dues and income to and of this organization shall at all times be made use of in the support and for the benefit of the organization as outlined by the Bylaws of the association. Officers and Board of Directors shall not receive any stated salaries for their services.

Article XI

In the event of dissolution of the association, the residual assets of the association will be turned over to one or more organizations which are exempt organizations as described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose. This Article (11) may not be amended or repealed.