

CHARTER & BYLAWS
of the
SOUTH PARK NEIGHBORHOOD ASSOCIATION

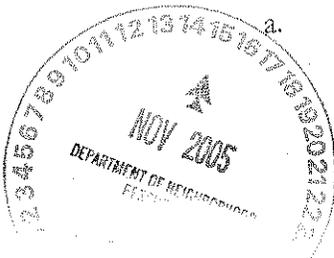
BYLAWS

ARTICLE I. MEMBERSHIP

1. The membership of this Association shall be composed of two categories: Voting Members and Associate Members.
 - a. A Voting Member shall be a person who either resides within the South Park Neighborhood or an agency or organization located within the Neighborhood. A Voting Member shall be entitled to one vote providing that that member is registered with the association and is in good standing by the October Annual Meeting. However, each person who attends Association meetings as a Voting Member or as a representative of an agency or organization which is a Voting Member, shall have no more than one vote whether that person is a Voting Member and/or represents one or more agencies or organizations who are Voting Members. Additionally, an agency or organization shall have only one vote regardless of the number of representatives present.
 - b. An Associate Member shall be any resident under eighteen, any non-resident real property owner, or any business owner or employee of a business located in the Neighborhood, or any person, business, agency or organization interested in the progress of this Neighborhood or of the Association, and shall not be accorded any voting rights.
2. There are no set dues, contributions will be accepted by the Treasurer.
3. Whenever possible, issues on the agenda at regular meetings shall be decided by a consensus of those present following presentation and discussion of the issue.
4. Registration with the Association shall consist of attending and signing in on the sign-in sheet at any regular meeting.
5. Good standing shall consist of a resident, or agency or organization representative, being present, prior to a meeting which includes non-consensus voting issues, or the Annual Meeting, at a minimum of four (4) meetings during the previous twelve months as recorded on the sign-in sheet at each meeting.

ARTICLE II. OFFICERS

1. The Officers of this Association shall hold office for a term of two years or until their successors are elected. Officers' and Directors' terms shall be staggered so that approximately half are elected each year. The term of office shall begin at the closing of the Annual Meeting. All Officers and Directors shall be voting members of the Association. The duties of the Officers shall be as follows:
 - a. Presiding Officers of the Association shall be two (2) Co-Chairs who shall call and rotate presiding at all meetings, shall act for and in behalf of the membership of the Association, shall appoint any special committees necessary for the operation of the business of the Association. The Executive Committee shall appoint one Co-Chair to act as official spokesperson of the Association, who shall be the only person empowered to speak as a representative of the Association with the approval of the Executive Committee.



- b. The Secretary shall keep a permanent record of all Association meetings and shall compile the membership registration list from the sign-in sheets from each meeting. The Secretary of the Association shall transcribe the minutes of each Executive Committee meeting and membership meeting, and shall transfer one copy of each set of minutes to the Co-Chairs. Copies of minutes shall be available for review by the Executive Committee within twenty-five (25) days of the last meeting.
 - c. The Treasurer shall keep in his/her possession all receipts and a permanent record of all financial transactions of the Association. An up-to-date financial report shall be submitted quarterly at a regular meeting and at the Annual Meeting.
 - d. The Newsletter Editor shall be responsible for overseeing the publication of the Association newsletter, including contacting sources for articles, setting the deadline to the Association for content, deciding what should be included in consultation with the Executive Committee, and organizing and arranging for printing and mailing.
 - e. In addition to the above-listed Officers, there shall be two Directors who will serve as additional resources and chair committees when needed. The two Directors shall be elected from the general membership of the Association. Directors shall be members of the Executive Committee.
2. The Executive Committee shall be composed of the duly elected Officers and Directors of the Association, who shall be qualified Voting Members, shall serve in guiding the Association in all matters, and shall, by majority vote of those present, make policies which are consistent with the purposes in the Charter. The Executive Committee shall meet prior to the monthly membership meeting in order to set the agenda for the meeting and conduct any business appropriate to the powers of the Executive Committee.
 3. An Officer shall not hold more than two consecutive terms in any one office and no member shall hold more than one office at a time.
 4. All records of the Officers are the property of the Association.
 5. Officers or Directors who act or speak in violation of the purposes of the Charter, or of the Bylaws, shall be removed from office by a majority vote of the voting members.

ARTICLE III. COMMITTEES

The Co-Chairs shall have the power to appoint Committees as necessary to implement the purposes of the Charter, and shall be ex-officio members of all Committees, without a vote.

ARTICLE IV. MEETINGS

1. An Annual Meeting shall be held in the month of October at a time and place designated by the Executive Committee.
 - a. The Voting Members present shall constitute a quorum.
 - b. At least a five (5) day notice shall be provided in advance of the Annual Meeting.
2. General membership meetings shall be held on the first Monday of every month, unless that is a holiday, then the second Monday, at a time and place designated by the Co-chairs. Additional meetings may be called at the discretion of the Executive Committee.

- a. Not less than ten (10) Voting Members shall have the privilege of petitioning for a special meeting at any time.
 - b. The Voting Members present shall constitute a quorum.
 - c. At least a five (5) day notice shall be provided in advance of any membership meeting.
 - d. The October membership meeting or other appropriate date in October as designated by the Executive Committee shall be the Annual Meeting. The purposes of this meeting shall be: 1) the presentation of the Annual Reports of all the Officers, 2) the election of Officers, and 3) the installation of Officers elected.
3. The Executive Committee shall meet at a time and place designated by the Co-Chairs as often as necessary.

ARTICLE V.

NOMINATING, ELECTIONS, ANNUAL REPORTS AND
INSTALLATION OF OFFICERS

1. A Nominating Committee of at least two Voting Members shall prepare a slate of Nominees for filling upcoming vacancies to be presented at the Annual Meeting. Nominations of Officers shall also be made from the floor at the Annual Meeting.
2. Election of Officers shall be held on the same day as the nominations.
3. The presiding Co-Chair shall appoint three members to act as election tellers at the Annual Meeting.
4. In the event an election teller is nominated for any office an alternate election teller shall be appointed.
5. Upon installation of the Officers whose terms begin at the close of the Annual Meeting, all documents, records and any materials pertaining to the duties of the office as designated in the bylaws which are in the possession of the outgoing Officers shall be submitted to their newly-elected counterpart.
6. Any vacancy occurring during the year of any Officer shall be filled by appointment of the Executive Committee with the approval of the membership.
7. In the case of leave of absence of an Officer, all documents pertaining to that Officer's various Association functions shall be transferred to the person appointed to fill the office for the duration of the absence. This transfer shall occur the same day of the Officer's leave of absence being approved.

ARTICLE VI.

AMENDMENT OF BYLAWS

1. These bylaws may be amended by a majority vote of the Voting Members present.
2. Proposed amendments shall be sent to all members at least five (5) days in advance of the meeting where action is to be taken or shall be read at the preceding meeting.