

# Bylaws

## Feldman's Neighborhood Association (FNA), Inc.

Revised November 3, 2011

### **ARTICLE 1. 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 or owns real property within the Feldman's Neighborhood, or a business, agency or organization which either rents or owns real property within the Feldman's Neighborhood. A Voting Member shall be entitled to one vote.
    1. However, each person who attends Association meetings as a representative of a business, agency, or organization which is a Voting Member shall have no more than one vote, whether he/she is a Voting Member and/or represents one or more businesses, agencies, or organizations which are also Voting Members.
  - b. An Associate Member shall be a 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. Those persons under eighteen years of age applying for membership shall be Associate Members.
3. Membership dues are fifteen dollars (\$15.00) annually. The payment of dues constitutes a voluntary contribution in support of the Association and is not a condition of Voting Membership in the Association.
4. Dues are payable in January of each calendar year. Failure to pay dues shall not result in suspension or revocation of membership in the Association.

### **ARTICLE 2. ASSOCIATION OFFICERS, VOLUNTEER POSITIONS, AND REPRESENTATIVES**

1. The officers of the Association shall hold office for a term of one year at a time and shall hold any one office for no more than three (3) terms consecutively. An exception may be made for offices other than President, if additional terms are approved by a two-thirds (2/3) supermajority vote of the members of the Association present at a scheduled meeting of the Association. The term of office shall begin at the close of the Annual Meeting. The duties of the officers shall be as follows:
  - a. The **President** shall call and preside at all meetings, shall act for and on behalf of the membership of the Association, shall appoint any special Committees necessary for the operation of the business of the Association and shall act as official spokesperson of the Association. The President shall implement decisions arrived at by majority vote of the members of the Association present at a scheduled meeting of the Association.
  - b. The **Vice-President** shall assist the President and in the absence of the President, shall assume all the duties of that office as President *pro tem*.
  - c. The **Secretary** will provide copies of meeting minutes to the President and Historian within four weeks of each meeting of the Association.
  - d. The **Treasurer** shall keep in his/her possession all receipts and a permanent record of all financial business of the Association. An up-to-date financial report shall be submitted at

each meeting.

- e. The **Historian** shall keep in his/her possession a permanent record of all items, publicity, and history of the Association and neighborhood.
2. In addition to the elected officers of the Association, the following volunteer positions shall be established.
    - a. The **Newsletter Editor(s)** shall compile a newsletter. The Editor(s) shall write, solicit, and format articles containing information regarding Association issues and events. The newsletter shall be posted online and may also be published in print format. If the newsletter is to be printed and mailed by the City of Tucson Housing and Community Development Department (HCDD), the Editor(s) shall comply with all applicable HCDD policies, including the requirement that newsletter articles shall neither advertise items for sale nor solicit votes in favor of political candidates or ballot propositions. The Editor(s) shall be responsible for making any editorial changes required by HCDD. If the newsletter is to be printed and mailed using Association funds, the Editor(s) shall be responsible for printing and mailing. Prior to publication of each issue of the newsletter, a draft will be submitted to the President for approval.
    - b. Each Committee established by the Association or its President shall have a **Committee Chair** responsible for managing the affairs of the Committee. The Committee Chair may be appointed by the President, elected by the members of the Association, or elected by the members of the Committee.
    - c. The Association is frequently asked to send a **Representative of the Association** to meetings of community organizations. If the President or Vice-President is unable to represent the Association, an alternate Representative of the Association may be appointed by the President or elected by the members of the Association present at a scheduled meeting of the Association.
  3. An Officer shall not hold more than one office at a time.
  4. If two Officers live in the same household, neither can be Treasurer, and neither can be a signer on the Association bank account.
  5. No Officer who has been removed from office for official conduct or performance deemed unacceptable by the members of the Association may hold office in the future. No Officer who has resigned in lieu of facing a vote for removal from office may hold office in the future.
  6. All records of the Officers are property of the Association.

### **ARTICLE 3. COMMITTEES**

1. Committees shall be established to conduct the business of the Association between scheduled meetings of the Association. A Committee may be appointed by the President or created by a majority vote of the members of the Association present at a scheduled meeting of the Association.
2. In the case of an appointed Committee, the Committee's existence must be confirmed by a majority vote of the members of the Association present at a scheduled meeting of the Association.
3. In order to remain active as an official Committee of the Association, the Committee must make regular reports of its activities at the scheduled meetings of the Association.

4. A Committee shall become inactive if it fails to report its activities at three consecutive scheduled meetings of the Association.
5. A Committee can be dissolved by a majority vote of the members of the Association present at a scheduled meeting of the Association.

#### **ARTICLE 4. MEETINGS**

1. Membership meetings shall be held at 7:00 PM on the first Thursday of each month except July. Meetings shall be held at the Chapel of St. Luke's Home, unless another location is designated by a majority vote of the members of the Association present at a scheduled meeting of the Association.
  - a. A minimum of three (3) members of the Association acting together may call a special meeting.
  - b. A quorum of members of the Association for voting is five (5).
  - c. At least a ten (10) day notice shall be provided in advance of any special meeting of the membership of the Association. This section of the Bylaws shall apply only to meetings of the general membership of the Association *other than* the regularly scheduled first Thursday meeting. This section shall not be construed to require ten-day notice for any first Thursday meeting or any Committee meeting.
  - d. The January membership meeting shall be the Annual Meeting. The purposes of this meeting shall be (1) recognition of outgoing Officers for their service, (2) the election of incoming Officers, and (3) the installation of incoming Officers.

#### **ARTICLE 5. NOMINATION, ELECTION AND INSTALLATION OF OFFICERS**

1. Nomination of Officers shall be made by a nomination committee or from the floor, on the last meeting of the calendar year; or from the floor on the Annual Meeting held in January.
2. Candidate introductions and elections for officers shall be held at the annual meeting in January.
3. Two members of the Association shall be appointed by the President at the annual meeting to act as election tellers.
4. In the event an election teller is nominated for any office, he/she shall be removed as an election teller and replaced by an alternate.
5. Within fifteen (15) days of the election of new Officers, all documents, records, computer files, and materials pertaining to the duties of the office as designated in the Bylaws which are in possession of the outgoing officers shall be submitted to their newly elected counterparts.
6. Any vacancies occurring during the year of any Officer shall be filled by appointment by the President. Appointments must be ratified by an election held at the next general membership meeting.
7. In the case of a leave of absence of an Officer, all documents pertaining to the officer's various Association functions shall be transferred to the person appointed to fill the office for the duration of the absence. The transfer shall occur within ten (10) calendar days of the Officer's leave of absence being approved.

8. Any Officer of the Association who is absent for three (3) consecutive scheduled meetings of the Association may be removed from office by majority vote of the members of the Association present at the next general membership meeting.
9. If an Officer's official conduct or performance is deemed unacceptable by a majority vote of the members of the Association present at a scheduled meeting of the Association, such vote shall be cause for immediate suspension from office, with a final vote on retention or removal from office to be taken at the next general membership or special meeting.
10. If an Officer's official conduct or performance is deemed unacceptable by a majority vote of the Officers of the Association, such vote shall result in a request for resignation from office. Resignation shall not be mandatory. The officer requested to resign may choose to undergo a general membership vote on suspension, followed by a general membership vote on removal from office, following the procedure in Article 5, Section 9 above.

#### **ARTICLE 6. FISCAL RESPONSIBILITY**

1. Any bank account maintained by the Association shall have at least two (2) members of the association who are current residents of Feldman's Neighborhood listed on the signature card held at the bank, and at least one (1) of these shall be a current officer of the Association.
2. A contingency fund of fifty to one hundred dollars (\$50.00 to \$100.00) shall be established for the purpose of maintaining the everyday operating expenses of the Association, defined as miscellaneous expenses of neighborhood meetings and events.
3. The Treasurer's records and funds of the Association may be audited at any time, upon request of any member of the Association. If it becomes necessary for the Treasurer to relinquish that office, the Treasurer's records and funds of the Association shall be audited. Whenever an audit is necessary, two Officers shall appoint two members of the Association who are not Officers to conduct the audit.
4. Dues may not be used to fund election campaigns or fundraising for any entity other than the Association.
5. All expenditures of Association funds must be approved by two (2) officers prior to expenditure. Expenditures over one hundred dollars (\$100.00) must be approved by a vote of the members of the Association present at a scheduled meeting of the Association. Expenditures shall be consistent with the Charter and Bylaws of the Association. Permissible expenditures shall be defined as those which support the official business or general welfare of the Association.
6. Dues may not be used to fund expenses relating to the opposition or support of a request for variance to existing zoning ordinances, unless defined as both official business and consistent with the Charter of the Association by vote of the members of the Association present at a scheduled meeting of the Association.

#### **ARTICLE 7. AMENDMENT OF BYLAWS**

1. These Bylaws may be amended by majority vote of the members of the Association present at a scheduled meeting of the Association.
2. All Members shall receive at least ten (10) days notice in advance of a meeting where action is to be taken on proposed amendments, or the proposed amendments shall be read at the preceding meeting.