

Proposed By-Laws

SPRING LAKE NEIGHBORHOOD ASSOCIATION (SLNA)

PASSED BY THE SLNA BOARD OF DIRECTORS ON SEPTEMBER 23, 2009

**SPRING LAKE NEIGHBORHOOD ASSOCIATION
BY-LAWS**

ARTICLE I - PURPOSE

The purpose of the Spring Lake Neighborhood Association (hereafter referred to as Association) is to promote all local matters pertaining to the safety, security, improvement, beautification, and maintenance of the area known as Spring Lake Subdivision, which is bounded by Morrison Road on the north, I-10 Service Road on the south, the St. Charles drainage canal on the west, and the Lawrence Canal on the east. The Association also administers all funds collected and received on behalf of the area described above, including, but not limited to special taxation, fees, and/or donations. To achieve its end, this corporation shall have and enjoy all the powers and privileges available to it as a non-profit organization.

ARTICLE II – BOUNDARIES

The Association shall be comprised of the area of Orleans Parish located between Morrison Road on the North, the Lawrence drainage canal on the East, the I-10 service road on the South and the St. Charles Drainage Canal on the West comprising all of the Spring Lake Subdivision.

ARTICLE III – MEMBERSHIP

A. Types of Membership

There shall be two types of membership in the Association.

1. *Regular Membership*
2. *Associate Membership*

B. Eligibility

1. Regular Membership: The regular membership shall consist of any adult member (18 years or older) who are residents and property owners in the Spring Lake subdivision.
2. Associate Membership: Shall be a person, commercial business, agency, or organization interested in the progress of this neighborhood or of the association. All associate members shall be approved by the executive board.

ARTICLE IV –VOTING RIGHTS, MEETINGS & QUORUM

A. Voting Rights:

- General Body - Any regular member of the Association shall be able to cast one vote.
- Votes per Household – When more than one person holds an interest in any parcel, all such members shall be members of the Association. The vote for such parcel shall be exercised as they determine; but in no event shall more than (1) vote be cast with respect to any parcel.
- Associate Members – Associate members shall not have any voting rights.
- Multiple Property Owners – In the case where multiple parcels are owned within the Spring Lake Subdivision, the owner shall cast only (1) vote for the home in which said person resides.
- All Property Owners – In the event that a property owner is temporarily displaced due to special circumstances no fault of their own (ex: natural disasters, fire, flood, theft or other property damage), the property owner shall retain voting rights consistent with the provisions of this article. Should information arise that cast doubt as to whether the owner truly intends to return, the executive board will review the situation and make a recommendation to the Board of Directors as to the property owners continued eligibility.

B. Meetings: Members of the Association (General Body) shall meet at least bi-monthly in each calendar year in a place designated by the president of the Association, or as often as may be necessary. Such general membership meetings shall be held on the second Saturday of January, March, May, July, September, November and December and shall require a quorum of *fifteen* (15) regular members. In the event of a legal holiday or other constraint, the Board of Directors may select by a majority vote of a quorum of the Directors another day of that month to hold a meeting. In any event, written/email notice will be given for all regular/special meetings.

The Board of Directors shall meet bi-monthly in advance of the general membership meeting and shall require a quorum of *eleven* (11) board members. It is important that all members assure that their contact information is correct and up-to-date. The president has the authority to call executive committee meetings as needed.

Meeting Dates

- General Body Meetings: January, March, May, July, September & November
- Board of Directors Meetings: February, April, June, August & October
- Annual Christmas Social: December

C. Quorum

- General Body Meeting - 15 regular members
- Board of Directors Meeting - 11 board members present
(50% plus 1 of the fully constituted the Board of Directors) (21)*

*In the event that the fully constituted Board of Directors is less than 21 members, a quorum shall be 50% plus one of the sitting board. (Ex: 20/11, 19/10, 18/10, 17/9, 16/9, 15/8)

ARTICLE V – MANAGEMENT OF THE ASSOCIATION

The management of the Association shall be conducted by a Board of Directors who shall meet alternately at time and place designed by the president. A quorum of the Board shall consist of 50 percent plus 1 of the established Board of Directors (11 members). All members of the board must be both residents and property owners. The Board shall have full authority to appoint and delegate any part of its duties and powers to committees, delegates and agents, which, or who, shall be appointed for a specific purpose and function.

1. Elected Officers of the Association & Executive Board Members

The association shall also elect officers to handle its affairs. The elected officers of SLNA shall include:

- President
- Vice-President
- Secretary
- Treasurer
- Chief of Security

These five (5) individuals shall constitute the executive board and represent SLNA on the SLNA Special Improvement District Board of Directors (SLID). The SLID is a special taxing district that was created for the primary purpose of promoting and encouraging the security, beautification and overall betterment of the Spring Lake Subdivision. SLID shall be governed by a board of nine (9) commissioners appointed in the following manner: (1) from the Mayor of the City of New Orleans, (1) from the City Councilperson representing District D, (1) from the Louisiana State Senator representing District 2, and (1) from the State Representative representing District 101. The remaining (5) members shall be the five elected officers of the Spring Lake Neighborhood Association. All nine members shall be residents and property owners living in the Spring Lake Subdivision.

Duties of the officers and directors shall be:

A. The **President** shall attend all meetings of the Association and shall preside there as well as at the meetings of the Board of Directors (hereafter referred to as the Board). He/She shall be an ex-officio member of all committees and shall supervise the functions thereof. He/she shall be the executive officer of the Association and, together with the officers, shall have general supervision over the administrative affairs thereof. The president shall be allowed to participate in debate and - except for the annual election – only vote in the event of a tie vote as the tiebreaker.

B. The **Vice-President** shall preside at all meetings and fulfill the functions of the president whenever the president is absent or disqualified, or when acting for the president for any other reason. In the event the office of president becomes vacant during his/her regular term, the vice-president shall automatically become president.

C. The **Secretary** shall keep accurate records and minutes of all meetings of the Association, including the Board of Director's meetings and the general membership meetings; and shall perform such other duties as may be delegated to that office.

D. The **Treasurer** shall receive all monies of the Association and shall keep accurate record of all receipts and expenditures, and shall pay out funds only in such manner as authorized by the Association. The treasurer shall present a statement of accounts at the Board of Director's meetings and general membership meetings of the Association and at all other times when so requested by the president.

E. The **Chief of Security** is responsible for coordinating the contracting of security services and serves as a liaison between the Association and the contracted security service. In addition, serves as chair of the security committee and advocates for the safety of the entire neighborhood with a focus on families.

2. Appointed Officers – The following officers shall be recommended for appointment by the five (5) members of the executive board from the 16 remaining members of the Board of Directors. The Board of Directors must then approve the recommendation. The terms in office shall be consistent with all other officers.

A. **Parliamentarian** – responsible for enforcing bylaw adherence and assuring that meeting protocol is consistent with Roberts Rules of Order. In addition, he/she shall serve as the chair of the nominating committee.

B. **Sergeant-at-Arms** – responsible for maintaining order and decorum at all meetings and events.

In the event that the appointed parliamentarian and/or sergeant-at-arms are not present at any general body or board of directors meeting, the association president may appoint someone - with the approval of the board or body - to assume that responsibility on a temporary basis.

3. Board of Directors

The Board of Directors shall include the president, vice-president, secretary, treasurer, chief of security, and as many as 16 additional members. The Board of Directors shall consist of not more than twenty-one (21) members of the association. In the event that the fully constituted Board of Directors is less than 21 members, a quorum shall be 50% plus one of the sitting board. All 5 duly elected officers (president, vice-president, secretary, treasurer, and chief of security) shall be members of the Board of Directors. The members of the Board of Directors serve as liaisons between the general body and the members that they represent and Board on which they serve. Only members of the Board of Directors may make motions and vote at board meetings.

4. Election of Officers and Board of Directors

There shall be an election of officers and members of the Board every year at the November general membership meeting of the Association. Terms shall not be limited. A majority vote of members present and voting shall be required to elect. The officers and members of the Board of Directors, so elected in November, shall be transitioned into office and installed at the December meeting with the understanding that they will take office on January 1, following. Candidates must be present or submit a written declaration of willingness to serve.

A. Nominations/Elections Committee – There shall be a nominating committee - formed in September of each year - composed of five (5) regular members. The committee will be appointed by the president and confirmed by the Board of Directors and will be charged with the duty to nominate necessary candidates for election to office in the Association. They shall begin accepting names of regular members interested in serving in any capacity beginning at the September general body meeting and throughout the year. The committee shall present all names for each office to be elected to the general membership. Nominations shall also be taken from the floor at the November meeting when the annual election is held. It shall be the duty of the nomination committee to perform specific tasks, such as:

- Presentation of a pool of candidates for each office
- Ensure a fair and open election
- Publish available seats and election procedures to the entire neighborhood
- Preparation/dissemination of ballots
- Verification of eligible households
- Tally votes, with the verification and validation of the parliamentarian
- Afford an open nominating campaign

B. Term In Office – All officers (elected and appointed) and members of the board of directors shall serve their term of office for one year and shall begin January 1 and end on December 31 of the same year.

C. Ballots – All elections shall be by secret written ballot. Ballots shall be distributed at the November general body meeting with the names of all individuals who have expressed an interest in a particular office. Write in candidates will also be allowed to be nominated or self nominate at this same meeting and will be added to the ballot and voted upon. A majority vote of members present and voting shall be required to elect.

D. Term Limits – There shall not be any limits for any office.

E. Vacancies - The board shall have the authority to take nominations from the general body and appoint members to elected or appointed offices and to the Board of Directors to fill any vacancies that may occur between election periods. Any appointments must be approved by the Board of Directors and shall remain in effect for the remainder of the term of the officer he/she replaced.

ARTICLE VI - SPECIAL EVENTS

The Association shall have the authority to sponsor special events as it deems necessary. In particular, the following events shall be a part of the yearly calendar:

- Annual Christmas Social: December of any given year
- Annual Night Out Against Crime: August of any given year

ARTICLE VII - COMMITTEES

The president, with the approval of the Board of Directors, shall be able to establish committees consistent with the purpose of the Association. Chairs of said committees may/shall be appointed by the President or may/shall elect their own chairs' with the consent of the Board of Directors. All committees shall report their activities to the Board of Directors. Examples are:

- Standing Committees (Permanent Committee: ex – beautification, security, etc.)
- Special Committee (Temporary/Ad Hoc Committee – limited purpose and duration
Ex: Nominating Committee, Night Out Against Crime Committee, etc.)

ARTICLE VIII - FUNDS

All monies collected by this Association must be used for the benefit of the Association and all expenditures must be authorized either by the members at general membership meetings, special meetings, or, when expenditures are not in excess of \$500.00 per item by the Board of Directors. All written checks on or against the funds of the Association must be signed by the president or, in his/her absence, any vice-president (or other officer), and counter signed by the treasurer. Unless so signed, such checks shall not constitute valid orders of payment of funds on deposit with any bank. All banks with which this Association shall do business shall be notified of this position. The Board of

Directors shall determine the financial institutions to be designated as the depository of the Association. Before any indebtedness is incurred, it must be approved by the Board of Directors. In the case of emergency expenditures (purchases that need to be made prior to a scheduled body or board meeting), the president may spend up to \$500.00 with the understanding that all expenses shall be presented and validated at the next board meeting.

ARTICLE IX – CONTINUATION

The Association shall continue to function as long as there shall be a minimum of twenty-five (25) members, unless dissolved sooner in accordance with law.

ARTICLE X – AMENDMENTS

Any amendments to these by-laws must be submitted in writing to the Board of Directors. Once approved by the board, it must then be offered and read at a regular meeting of the Association, and voted upon at the next succeeding meeting, regular or special, which shall be held not sooner than five days after the meeting at which the amendment is proposed. Any proposed amendment can be affected by a two thirds majority affirmative vote of the members present and voting at the meeting.

ARTICLE XI – RESIGNATIONS

Resignations from membership shall be made in writing and addressed to the body.

ARTICLE XII – POLITICAL STATUS

This Association shall be non-political. Candidates for public office will not be endorsed.

These by-laws passed by the Spring Lake Neighborhood Association on the _____ day of _____, 2009.