# BYLAWS OF THE COLLEGE HILL NEIGHBORHOOD ASSOCIATION Approved: April 15, 2008

## ARTICLE I - NAME, PURPOSE

**Section 1**: The name of the organization shall be: College Hill Neighborhood Association.

**Section 2**: The College Hill Neighborhood Association (CHNA) is organized exclusively for charitable, scientific and educational purposes, more specifically to raise monies, solicit grants and otherwise facilitate programs in order to:

- Erect or maintain public buildings, monuments or works which are not or can not be facilitated by local government
- Lessen neighborhood tensions through the development of community activities and involvement
- Advance in the education of the community by supplying forums and communication of general, historical and scientific knowledge as it relates to the community and its betterment
- Combat community deterioration and juvenile delinquency through programs aimed at youth education and after school programs as well as neighborhood beautification programs and facility repair.

#### **ARTICLE II - MEMBERSHIP**

**Section 1**: Geography - The College Hill area of the City of Easton (A College Hill) shall be defined as the shaded area on the map attached to these By-Laws.

**Section 2**: <u>Eligibility</u> – Individuals: any individual residing in the College Hill Area shall be eligible for membership. Any business based in College Hill shall also be eligible for membership with one representative per business.

**Section 3**: Application for Membership - Application for membership shall be submitted to the Officers, at any annual, regular or special meeting and shall be accepted by the Officers in attendance at the conclusion of that meeting. A member may not vote at annual, regular or special meetings until his application for membership is accepted.

## **ARTICLE III - MEETINGS**

- **Section 1**: Annual Meetings The annual meeting of CHNA shall be held on the third Tuesday of January in each year, at 7:00 P.M. at the College Hill Presbyterian Church, 501 Broadhead Street, Easton, Pennsylvania.
- **Section 2**: Regular Meetings Regular meetings shall be held no less than quarterly on the third Tuesday of the month at 7:00 P.M. the College Hill Presbyterian Church, 501 Broadhead Street, Easton, Pennsylvania.
- **Section 3**: Special Meetings Special meetings of CHNA may be called by the President or at the request of ten members on five days prior written notice of the same.
- **Section 4**: Quorum Requirements A quorum 50% of CHNA Officers and a matching number of the members in good standing shall be required for any annual, regular or special meeting.
- **Section 5**: Notice Notice of any regular or special meeting shall be given to each member orally by telephone or newspaper or in writing at the physical address or e-mail address provided to CHNA by the member. Notice of any regular or special meeting shall also, when possible, be posted in various public areas on College Hill prior to the meeting.

Notice will be provided according to the following guidelines:

Annual Meeting – 30 Calendar days Special Meeting – 5 Business days Regular Meeting – 14 Calendar days

**Section 6**: <u>Attendance Restrictions</u> – Any individual may attend the meeting, however the president may at his/her sole discretion chose whether to recognize non-members who wish to address CHNA.

## **ARTICLE IV - OFFICERS**

**Section 1**: Officers and Duties. There shall be four officers of CHNA consisting of a President, Vice-President, Secretary and Treasurer. Their duties are as follows:

- The President shall convene regularly scheduled Association meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The President shall appoint all Ad Hoc Committee Chairs as needed.
- The Vice-President will chair committees on special subjects as designated by the executive committee. The Vice President shall be responsible for developing a recommended slate of Standing Committee chairs in advance of the Annual Meeting, recruiting specific members for positions when necessary.
- The Secretary shall be responsible for keeping records of Association actions, including overseeing the taking of minutes at all Association meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each officer, overseeing the receipt and distribution of officer and standing committee nominees, vacancies and termination and assuring that corporate records are maintained.
- The Treasurer shall make a report at each Association meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Association members and the public. The Treasurer will also be responsible for the CHNA tax compliance filings with the required city, state and federal tax authorities.

**Section 2**: <u>Eligibility</u>. Any individual member of CHNA, in good standing, shall be eligible for election as an officer. In the case of an business, such eligibility shall be limited to the representative of that business as described in the CHNA membership eligibility (Article II, section 2).

**Section 3**: <u>Elections</u>. At its annual meeting, CHNA shall elect a President, a Vice President, a Secretary, a Treasurer, and Standing Committee Chairs.

**Section 4**: <u>Compensation</u>. The officers and committee chairs shall receive no compensation other than reasonable expenses.

**Section 5**: Officer Elections. Election of officers will occur as the first item of business at the annual meeting of CHNA. Officers will be elected by a majority vote of the current membership, assuming the quorum requirements are met.

**Section 6**: <u>Terms</u>. All Officers shall serve 1 year terms, but are eligible for reelection. Officers will be limited to a maximum of two years in succession for any specific office.

**Section 7**: <u>Vacancies</u>. When a vacancy of an officer position or committee chair exists, the Secretary may receive nominations for new officers or committee chairs from present members two weeks in advance of an Association meeting. These nominations shall be sent out to membership with the regular CHNA meeting announcement. In addition nominations will be taken from the floor at that meeting. All of the resulting nominees will then be voted on in that meeting, assuming a quorum is achieved. These vacancies will be filled only to the end of the particular Board member's term.

**Section 8**: Resignation, Termination and Absences. Resignation of an officer or committee chairperson must be in writing and received by the Secretary. An officer or committee chair may be removed for excess absences from their position if s/he has three unexcused absences from Association meetings in a year. An officer or committee chair may be removed for other reasons by a three-fourths vote of the remaining officers and must be confirmed by majority vote in a regular or special meeting of the membership.

#### **ARTICLE V - COMMITTEES**

**Section 1**: <u>Creation of Ad Hoc Committees</u>. CHNA may create Ad Hoc committees as needed, such as fundraising, housing, etc. The President (or acting President) appoints all committee chairs, excluding the Standing Committee chairs found in Section 4. Ad Hoc committees shall be discharged upon the completion of their duties.

**Section 2**: The Executive Committee: Powers. The four officers and standing committee chairpersons serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of CHNA in the intervals between meetings of CHNA, in keeping with the spirit of decisions and authorizations expressed and approved on by the voting membership for the purpose of day-to-day operation expediency.

Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other Association members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other members. CHNA must approve the budget, and all expenditures must be within the budget. CHNA or the Executive Committee must approve any major change in the budget. The fiscal year shall be the calendar year. Annual reports are required to be submitted to CHNA showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, officers and the public.

**Section 4**: <u>Standing Committees</u>. CHNA shall consist of the following standing committees, each composed of members and led by a chairperson:

- 1. Public Safety, Parking/Traffic Committee
- 2. Beautification Committee
- 3. Public Affairs Committee
- 4. Activities & Recreation Committee
- 5. Historical Committee
- 6. Communications Committee
- 7. Membership Committee

**Section 5**: Standing Committee Chairperson Elections. The chairpersons for the standing committees shall be elected for one year terms at the annual meeting of CHNA.

## **ARTICLE VI - DUES**

**Section 1**: <u>Dues</u>. Membership dues and fees, if any, shall be set by CHNA at its annual meeting, based upon a recommendation from the membership and finance committees. Said dues and fees are to be paid annually.

**Section 2**: Confirmation of Membership. A member is not in good standing unless his application for membership has been accepted and his dues are paid.

## **ARTICLE VII - AMENDMENTS**

**Section 1**: <u>Amendment Process</u>. These Bylaws may be amended when necessary by a two-thirds majority of the attending membership in an annual, regular or special meeting. Proposed amendments must be submitted to the Secretary to be sent out with meeting announcements.

**Section 2**: Notice. The notice for the said meeting shall contain the proposed alteration, amendment or repeal.

# ARTICLE VIII - MISCELLANEOUS

**Section 1**: <u>Terminology used in By-Laws</u>. All words used herein in the singular number shall include the plural, the present tense shall include the future, and the masculine gender shall include the feminine and neuter.

**Section 2**: <u>Vote Validation</u>. Any vote on issues addressed at any annual, regular or special meeting shall be decided by a majority of CHNA members present at that meeting, except for a change in the By-Laws.

These Bylaws were approved at a meeting of the College Hill Neighborhood Association on April 15, 2008.

Attest:			
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