

## PARK SANTIAGO NEIGHBORHOOD ASSOCIATION BY-LAWS: Proposed changes

Note: Proposed changes are marked in bold in the original, with proposed new wording italicized in parentheses at the end of the section. These proposed changes will show in purple if viewed in color.

(ADOPTED SEPTEMBER 28, 1994) (Modified Jan. 6, 1996) (APPROVED, GENERAL BOARD, JAN. 6, 1996) (Amended April 25, 1996) (Amended November 5, 1997) (RATIFIED, PARK SANTIAGO NEIGHBORHOOD ASSOCIATION NOVEMBER 15, 1997)

### ARTICLE I NAME OF ORGANIZATION:

Park Santiago Neighborhood Association (**Association or PSNA**) *(Change to: or PSNA)*

### ARTICLE II PURPOSE (GOALS):

To Preserve and enhance the integrity and quality of the neighborhood. Develop community unity and communication among neighbors. **Act as communications vehicle to represent the neighborhood to outside agencies and vice versa.** *(Change to: Act as a communications vehicle to represent the neighborhood to government agencies, organizations and businesses.)*

### ARTICLE III AREA BOUNDARIES:

Park Santiago boundaries are marked by Santiago Park on the north, Lincoln Street on the east, Seventeenth Street on the south, and the Santa Ana Freeway (I-5) and Main Street on the west.

### ARTICLE IV MEMBERSHIP:

Membership in the **Association** is open to any resident within the area boundaries. Commercial enterprises within the boundaries may attend General Board or **Association** meetings but do not have voting privileges. *(Replace Association with PSNA)*

### ARTICLE V EXECUTIVE BOARD:

Officers are elected by a majority vote cast by the **Association** membership. The **Association** officers are the President, Vice-President, Secretary, and Treasurer. . *(Replace Association with PSNA)*

The Executive Board shall call meetings, set agendas, oversee committees, delegate responsibilities coordinate communication, and serve as point of contact with **outside agencies** and organizations. **The Executive Board oversees and guides the General Board.** *(Replace outside agencies with government agencies and businesses. Remove The Executive Board oversees and guides the General Board. Add a comma after "delegate responsibilities.")*

### ARTICLE VI GENERAL BOARD:

General Board voting members are the elected officers, and all of the elected Quadrant reps (three from each quadrant of the neighborhood). PSNA quadrants are defined by Santa Clara (North and South Quadrants) and Santiago (East and West Quadrants). Quadrants shall be called NE, NW, SE, and SW respectively. Quadrant reps are elected by, and must reside in, the Quadrant they represent.

### ARTICLE VII DUTIES OF OFFICERS:

**The President presides over the Board, General Board and Association meetings.** *(Change to: Executive Board, General Board and PSNA meetings.)* The President is the official point of contact. *(Add: The President is responsible for coordinating publications of schedules and events with all neighborhood media sources, such as the Newsletter Editor, web master, and electronic-news editor.)* **The President attends the Santa Ana Community Linkage meetings.** *(Delete this*

sentence.)

The Vice President presides over the Board, General Board and Association Meetings in the absence of the President and performs other duties as assigned by the President. *(Change to: The Vice President performs all duties of the President if the President is absent or resigns. Should attend monthly Comm-Link meetings or select an alternate board member to do so.)*

The Secretary maintains the Association records, committee list and chairs, minutes and agendas of all meetings. *(Change to: PSNA records, committee lists and chair, and minutes and agendas of all meetings; takes roll, determines voting eligibility and if Quorum is present.)* The Secretary is responsible to coordinate publication of schedules and events with the Newsletter and Communication Committees. Takes roll, determine voting eligibility and if Quorum is present. *(Change: Delete last two sentences)*

The Treasurer maintains the financial records, prepares the financial reports and presents it at Board, General Board and Association meetings, and maintains records of membership donations. *(Change to: and keeps the Executive Board, General Board, and PSNA apprised of PSNA's finances.)*

Quadrant Reps *(Change to: The Quadrant Reps)* will act as collection sites for any neighborhood survey/poll. Will organize communications in their Quadrant. Attend General Board meetings (voting). *(Change to: They are voting members of the Board.)*

#### ARTICLE VIII TERM OF OFFICE:

The term of office for elected officers shall be one year. *Term shall begin and end January 1. In the event that there is a vacancy of an office, a temporary officer or Quadrant Representative may be appointed by the Board until the term of office is completed (See Article XVIII). If term limits are imposed by Congress, then the Board will follow suit. (Change to: In the event that there is a vacancy of an office, an officer or quadrant representative may be appointed by the board until the term of office is complete.)*

#### ARTICLE IX DECLARATION & ELECTION: *(Change to: Declaration and Election)*

##### Section 1: Election & By-Laws Committee *(Change to: Elections)*

*The facilitators of the election will consist of two or more non-running members. Declaration-and election process of officers is the responsibility of the Election & By-Laws Committee. Declaration of new officers shall be solicited from the membership in August or September newsletter/flyer. (Change to: The facilitators of the election will consist of two or more non-running members who agree to facilitate at the annual election).*

##### Section 2: Qualifications:

1. To run for an office the candidate must reside in Park Santiago.
2. To run for President, the candidate must have also previously held a committee chair, or other office in the PSNA or the former Northeast Association, or been an officer of either. Declarations shall be submitted to the Election & By-Laws Committee and published in the October Association newsletter and/or flyer. Election of new officers shall be by a vote of the Association membership. Exact dates will be set by the board with the following guidelines: *(Change to: Delete most and change to 2. To run for President, the candidate must*

*have previously held a committee chair or other office in the PSNA.)*

- 1. Allow one week between a "meet the candidates meeting" and the actual election.*
- 2. Allow three(3) weeks between close of declarations acceptance and any "meet the candidates" meeting.*
- 3. Publish all dates in the newsletter that announces the declaration/election.*
- 4. The election shall be held before the end of November. (Change to:*

*Delete items 1-3. Change #4 to 3. The election shall be held before the end of November, and advertised at least one month in advance by electronic or print newsletter, website, and sandwich boards or other media.)*

### **Section 3: Voting**

There shall be one vote per household. Commercial properties are excluded from voting.

### **Section 4: Timing**

*Dates shall be set and adhered to for accepting declarations, these names will be posted as received, at the place of declaration. Timeline: August/September for declarations. Election meeting in November. (Change to: Delete Section 4 entirely.)*

### **Section 5: Validity**

*A list of addresses will be used to check off those who have voted by absentee ballot. As ballots are handed out at the election meeting, the voter's address will be checked off. Election and absentee ballot procedures will be recommended by the Election & By-Laws Committee and approved by the Board. (Change to: Delete entire section.)*

### **Section 6: Transfer to New Board: (Change to: Section 4)**

Between the November election and January 1, the prior year board and recently elected board should turnover documents, change addresses with the city, change bank signatures, if required, and transfer all related records for each office. *The first meeting in January should include a formal "turnover" ceremony. (Change to: delete this sentence.)*

## **ARTICLE X COMMITTEES:**

*The Board establishes eight standing committees. Committees may be established or dissolved by the Executive Board. Each Committee is presided over by a committee chair. Committees ELECT their own chair at the 1st meeting after elections. Each committee may appoint co-chairs as necessary to conduct committee business. All Committee expenditures shall be approved in advance by the General Board. Any moneys collected in the name of the Association or from Committee activities shall be reported to the Treasurer and deposited in the Association's general fund. (Change to: The Board establishes the standing committees. Committees may be established or dissolved by the Executive Board. Each committee is presided over by a committee chairperson.*

*Budget Committee: Shall prepare or review the yearly budget for Board Approval.*

*Community Preservation Committee: Shall act as the liaison to the city's code enforcement division to maintain the integrity and character of the neighborhood.)*

**Communications Committee:** Distributes the Association's newsletter, flyers, and other notices to the Association membership with regards to meetings, declarations, elections and other special events. This committee is responsible to coordinate all respective committee communications needs. *(Change to: Media Communications Committee: Includes a Web Master who will maintain website with up-to-date and pertinent information; an electronic-news coordinator who will send out pertinent email updates between print newsletters; and volunteers who will coordinate any other reasonable method of neighborhood communication, such as a Facebook page and sandwich boards.)*

**Community Watch Committee:** Coordinates neighborhood wide efforts to inform and participate in Neighborhood watch and C.O.P. programs with regard to life and safety issues. Serves as the official liaison between the Association and the local police sub-station.

**Hoover Linkage Committee:** Serves as liaison officer with Hoover Elementary School. This committee addresses and spearheads school concerns. The committee also coordinates and solicits volunteer support from the neighborhood regarding school and PTA needs. *(Delete this committee.)*

**Hospitality Committee:** Welcomes new and returning neighbors to our neighborhood, plans social events, provides for refreshments at **Association** meetings, and coordinates with other Committees regarding specific hospitality needs. *(Change Association to PSNA)*

**Election & By-Laws Committee:** Maintains membership rosters, Organizes and oversees the declaration and election of officers General Board and, annually reviews the by-laws making recommendations to the *General Board*, and coordinates update of membership dues roster with the Treasurer. Works closely with the Communication Committee to encourage neighborhood participation and representation. *(Delete this committee)*

**Newsletter Committee:** Develops newsletter and flyers as directed by the General Board on an as needed basis. Chair solicits approval of content from the General Board. Publishes newsletter at least twice a year. Coordinates with and solicits articles from all committee chairs. Coordinates delivery of newsletter and flyers with Communications Committee. "Opinion" or "Editorial" articles may be published as long as they are CLEARLY marked as such. "Pro" and "Con" articles on an issue may be published as long as both (or all) sides are published in the SAME issue. The newsletter committee chair is the final arbiter of size and content. *(Change to: Newsletter Committee: Editor develops newsletters and flyers as directed by the General Board on an as-needed basis . Publishes newsletters up to four times a year or as needed. Coordinates with and solicits articles from the Board and all committee chairs. Coordinates delivery of newsletters and flyers.)*

**Santiago Park Committee:** Develops short and long term planning goals and strategies for enhancement of the park. *Coordinates with Neighborhood Watch the security needs of the park.* *(Change to: Delete sentence.)* Works with governing agencies, local groups and other partners to help reinvigorate the park.

**Traffic & Development Committee:** Serves to review traffic and development related issues and make recommendations for action. Keeps the General Board **appraised** *(Change to apprised)* of all development that may impact the neighborhood. Works with all agencies to mitigate all development

concerns in favor of the neighborhood goals. Should attend ETAC meetings.

*(Add: Parliamentarian Committee: The immediate past president or an appointed designee by the President whose duty is to make sure the meeting is conducted smoothly and efficiently.)*

#### **ARTICLE XI MEMBERSHIP-DUES:**

General dues are intended to cover the costs of meeting facility rentals, postage, stationary, photocopying, newsletters, signs, flyers, graphic supplies, PO Box fee, welcome baskets, event expenses, and other costs that may arise and as approved by the General Board. Dues are strictly voluntary and will be solicited annually from each household. Suggested dues are as follows:

Regular Household: \$10.00

Senior Citizen Household:\$5.00

Sponsor \$50.00

Sponsors will be acknowledged in neighborhood newsletters. Specific donations may be solicited to help defray the costs of specific events and hall rentals for meetings.

*(Change to: Voluntary donations are intended to cover the costs of PSNA expenses.)*

#### **ARTICLE XII CARE OF FUNDS:**

The Association's funds shall be maintained in one or more bank account(s) in the name of the Park Santiago Neighborhood Association. The President, Secretary, and Treasurer shall be co-signatories to the bank account(s). The signatures of two signatories shall be required for the use of funds. The General Board will develop and approve financial procedures and guidelines as necessary.

*(Change to: The PSNA's funds shall be maintained in a local bank account in the name of the Park Santiago Neighborhood Association. The President, Secretary, and Treasurer shall be co signatories to the bank account. The General Board and Budget Committee will develop a budget.)*

#### **ARTICLE XII ASSOCIATION MEETINGS:**

Regular meetings of the Associations will be held a minimum of twice a year and as need is determined by the General Board. One of the regular meetings will be a round-table discussion with a table for each committee. Association meetings will be announced in the neighborhood newsletter and may also be advertised to each household via a flyer.

*(Change to: General meeting of the PSNA will be held a minimum of twice a year and as needed as determined by the General Board. PSNA meetings will be announced in the neighborhood newsletters and via any forms of communication used by the Media Communications Committee.)*

#### **ARTICLE XIII GENERAL BOARD MEETINGS:**

General Board meetings shall be held at least every other month beginning in January. The dates and locations of General Board meetings will be published in the newsletter. Neighborhood residents are welcomed to observe. Voting membership in the General Board is restricted to the elected officers and quadrant reps. Maintaining voting eligibility for purposes of quorums is detailed in Article XVII. At each scheduled or special General Board meeting the Secretary will call roll, record attendance and determine voting eligibility for THIS meeting. The secretary will inform the Chair as to whether or not a quorum is present.

*(Change to: General Board meetings shall be held at least every other month beginning in*

*January and publicized via newsletter and/or Media Communications Committee. Neighborhood residents are welcome to observe. Voting in the General Board meetings is restricted to the elected officers and quadrant reps.)*

#### **ARTICLE XIV EXECUTIVE BOARD MEETINGS:**

Board of Officers meetings will be held on an as needed basis by the officers in order to organize, plan and prepare for General Board and Association meetings and to resolve conflicts that may arise between committees or among committee members. Robert's Rules of order will be used as a guide for conducting meetings. Consensus and compromise will be the guiding principles of our conflict resolution process.

#### **ARTICLE XV NON PROFIT STATUS:**

This Association will not distribute gains, profits, or dividends to the members, profits, or dividends to the members thereof, and no part of its net earnings shall inure to the benefit of any private individual or any member thereof. If the Park Santiago Neighborhood Association ceases to exist, all assets revert to a not for profit organization as recommended by the PSNA Board and ratified by the neighborhood association.

#### **ARTICLE XVI AMENDING BY-LAWS**

##### **Section 1:**

Proposed amendments, additions, deletions or other changes to the PSNA by-laws shall be processed through the Election & By-Laws committee. The proposed changes then go to the Executive board, where they may be modified in debate. Each change must be approved by at least 3 Executive Board members.

##### **Section 2:**

Copies of the amendment will be prepared showing any "deleted" text as "lined through" but still readable and the "new" text shown as italic and underlined. This working document should be printed using double space.

##### **Section 3:**

A The General Board will review, accept or reject each amendment by a 2/3 vote of the eligible voters.

##### **Section 4:**

Proposed changes must be made available to the PSNA membership 45 days prior to a general neighborhood meeting where they will be "ratified" by the whole association. At that time, ALL approved changes take effect.

#### **ARTICLE XVII QUORUMS**

##### **Section 0: *(Change to: Section 1)***

If a quorum is not reached, NO ASSOCIATION business can be conducted. **The only motion acceptable is "to adjourn to the next scheduled meeting" *(Change to: The acceptable motion is to "adjourn to the next scheduled meeting." Under exceptional circumstances when there is an urgent need, quorum may be established and a vote taken via electronic media.)***

##### **Section 1: Executive Board**

**Three of the four Elected officers. The Secretary or the Secretaries' designated alternate must be present to take minutes.**

##### **Section 2: General Board**

**50% + 1 person of the eligible voting members including 3 of the 4 Elected officers. To**

maintain voting eligibility on the General Board a member must have attended the "previous" meeting or at least 50% of the "scheduled" meetings to date. ALL are considered eligible for the first two scheduled meetings.

(Change to:

**Section 2: Executive Board**

*Two of the current Executive officers must be present. The secretary or the Secretary's designated alternate must be present to take minutes. "Current Executive officer" is defined as any officer who has not missed two or more consecutive general board meetings.*

**Section 3: General Board**

*50% of all current Quad Reps must be present. "Current Quad Rep" is defined as any elected or appointed Quad Rep who has not missed two or more consecutive board meetings.)*

**Section 3: Association General Meeting**

Those present at the meeting provided that notice of the meeting was given by newsletter or hand-delivered flyer 14 days before the meeting date to all residents.

**ARTICLE XVIII OFFICER REPLACEMENT**

Section 1: Sequence if there is a vacancy in an office

**President (MUST be replaced)**

1. Vice President assume office of President. Re-enter this procedure for "Vice President"
2. If on or before April 1 hold Special election.

**Vice President (May be replaced)**

1. If on or before April 1 hold Special election
2. DO NOT replace - all affected quorums reduced by 1. Secretary/Treasurer (MUST be

replaced)

**Secretary/Treasurer (MUST be replaced)**

1. If on or before April 1 hold Special election
2. Next highest votes
3. Executive Board choose (Resigning member may vote)
4. If Deadlock- General Board choose

**Quadrant Rep (May be replaced)**

1. Next highest votes
2. If on or before April 1 hold Special election
3. General Board Choose
4. DO NOT replace - all affected quorums reduced by 1.

**ARTICLE XIX EXECUTIVE BOARD DEADLOCK**

In case of executive board deadlock, the following can be used to resolve it:

1. Hold special General Board Meeting for the purpose of resolving the issue. Would require 2/3 of "eligible" votes to break deadlock.