UNIVERSITY HEIGHTS NEIGHBORHOOD ASSOCIATION BY-LAWS

2024

Section 1 Description

1.1 **Name**. The name of the organization is the University Heights Neighborhood Association, hereafter referred to as *UHNA*.
1.2 **Location**. The membership area of UHNA is defined by the south side of Bennett/Brookside on the north; the north side of Sunshine Street on the south; the west side of National Avenue on the east; and the east side of Campbell Avenue on the west.
1.3 **Fiscal Year.** The fiscal year shall begin on July 1 and end on June 30; this time frame may be amended by the Board of Directors.

Section 2 Membership

2.1 **Qualifications and Voting**. UHNA members must live or own a business within the boundaries defined in article 1.2, above, and be current on payment of dues. Members must be 18 years of age. **A resident receives one (1) vote up to a maximum of three (3) votes per residence**; a business or not-for-profit receives one (1) vote.
2.2 **Dues.** Annual membership ***dues*** in the UHNA is voluntary; dues are $20 per residence and $50 per business in the membership area. (Long-term and short-term rental property owners are considered a business). The dues payment schedule will be determined by the Treasurer.
2.3. **Membership Data.** Data supplied on the membership form will be used only for UHNA's direct operations and will not be supplied to third-party organizations.
2.4. **Communication.** Members are solely responsible for keeping their contact information up to date in order to receive information from UHNA.

Section 3 Governance
3.1 **Board of Directors**
3.1A **Number.** The Board of Directors, hereafter referred to as the Board, must maintain a minimum of five (5) directors whose dues are paid in full for the current year. The number of directors may be amended by the Board or general membership at the appropriate meeting (section 3.2, "Meetings.")
3.1B **Positions.** The Board shall include four (4) officers (President, Vice President, Treasurer, Secretary) and at least one Director-at-Large.

3.1Ba **President.** Serves as the Chief Executive Officer of UHNA; supervises affairs of UHNA; presides at all meetings.
3.1Bb **Vice President.** The VP is considered the successor to the President, thus serves in a training position; assumes all duties of the President in the President's absence and **provides assistance to other Board Directors.**

3.1Bc Treasurer. The treasurer is the Chief Financial Officer and the Chief Accounting Officer of UHNA; keeps full and accurate records of all financial affairs; and presents a financial report at every Board meeting.
3.1Bd Secretary. The secretary records and maintains the records of all UHNA meetings and makes those records available to any member upon request; maintains copies of all legal papers, including by-laws, articles of incorporation; maintains up-to-date membership records.

3.1C **Powers.** The Board is empowered to manage the routine business affairs of UHNA and create and change policies that benefit UHNA.
3.1D **Elections.** Directors will be elected annually at the annual meeting**, by a simple majority or acclimation.**
3.1E **Terms.** A director's term is one year. A director may serve an unlimited number of consecutive or non-consecutive terms.
3.1F **Suspension or Removal.** A director may be removed only with cause by a vote of two-thirds (2/3) of the Board. A director may be removed only after being given two months' notice and the opportunity to state their objection before the Board.
3.1G **Special Elections.** In the event of a vacancy on the Board, the Board **must maintain a minimum of five total members..**

3.2 **Meetings.**
3.2A **Board Meetings.** Such meetings will be held at a time and place determined by the Board. The meetings are open to residents and business owners within UHNA boundaries**.**
3.2B **Annual Meeting.** An annual meeting will be held once a year within the date range of *Oct 1*-Dec 31. The date will be determined by the Board. **The purpose will be to elect board members.**
3.2C **General Meeetings will be held at a frequency determined and announced by the Board. The meetings are open to residents and business owners within UHNA boundaries.**

3.3 **Voting.**
3.3A **Board Meetings.** While Board meetings are open, only currently-elected Board members may vote at Board meetings; a majority of the Directors in attendance will constitute a quorum.
3.3B **Annual Meetings.** All paid UHNA members may vote; a majority of paid members in attendance will constitute a quorum.
3.3C **Voting by Writing.** Only under special circumstances, and with the approval of a quorum of the full Board, can an election include written and/or email votes.

3.4 **Committees**
3.4A **Purpose.** Committees may be formed to research issues, make recommendations for UHNA action and to implement actions approved by the Board. A committee must have a defined purpose with expected outcomes.
3.4B **Committee Chair**. A committee must be led by a chair who will provide a report at every Board meeting. The chair must be a paid member of UHNA. The committee chair will recruit

paid members to the committee. The committee chair may determine the size of the committee and call the meetings. The time place and frequency will be determined by the chair.

Section 4 Amendments

These By-laws may be amended in whole or part by a vote of a quorum of the paid UHNA membership; amendment(s) must have been presented in writing to UHNA at least two months prior to the vote. Votes may be cast in writing by the announced deadline. **Amendments that pass will be recorded at the end of the official By-laws document, along with the date of when they passed. The Board will determine how often a review of the entire By-laws will be done.**

Section 5 Personal

Liability

No member, director or officer of UHNA can be held personally liable for any debt, liability or obligation of UHNA. Persons, corporations or other entities extending credit to, contracting with, or having any claim against UHNA may only look to the funds and property of UHNA for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from UHNA.

Section 6 Execution of Papers

Unless voted otherwise by a quorum of the Board, deeds, leases, transfers, contracts, bonds, notes, checks or other obligations may be endorsed by the President or Vice President. **Checks must be signed by the Treasurer and one additional Board Director.**