

Bylaws of Old City South Neighborhood Association

Article I: Name, Purpose, and Philosophy

Section 1: The name of the association shall be “Old City South Neighborhood Association” – OCSNA

Section 2: The purpose of this Association shall be:

- To encourage and promote a sense of community by getting to know one another as neighbors, and develop a venue to welcome, inform and integrate new residents into our neighborhood;
- To encourage community unity and pride through social interactions, to actively seek ideas, suggestions and participation for the residential wellbeing of this community;
 - To act as a vehicle for the dissemination of information to OCSNA from or by government agencies such as the city or the county which could affect land use, zoning, public safety, health, community ambiance, property values, budget, and security;
 - To identify common concerns of the community through open and regular meetings;
 - To develop and facilitate discussions with city, county, state agencies, and government officials or experts on significant topics of concern to the citizenry;
 - To encourage pride in our neighborhood’s historical, architectural structures, green spaces, streets, infrastructure and landmarks through continued distribution of information and community volunteer committees;
 - To promote the safety and security of the neighborhood through recognition of our neighbors and providing ways of communicating between them;

Section 3:

- This association is and shall remain a non-profit organization, further, no board member shall receive compensation for service, or benefit in any manner from the funding accrued from this association;

Article II: Membership

Section 1:

- There will be two categories of membership in OCSNA:
 - Residential or commercial property owners who own property within the boundaries of OCSNA are eligible to become **Full Members**.
 - Residential or commercial tenants who reside or have their business within the boundaries of OCSNA are eligible to become **Associate Members**.
 - **Full members** may serve on the board or on any of its committees, may attend all meetings and functions, will have full access to the OCSNA website and membership directory, and may vote on all things that come before the membership of the neighborhood association.
 - **Associate members** may not serve on the board or the bylaws committee, may not vote for the board or for changes in the bylaws, but may serve on any other committee of the neighborhood association, may attend all meetings and functions, will have full access to the website and membership directory and may vote on any other matters that may come before the neighborhood association.
- All members must be current with OCSNA annual dues.
- Members shall provide OCSNA with contact information (email addresses, mailing addresses, and emergency phone information) for the specific purpose of communicating information;
- Any membership list published outside the OCSNA website Membership Directory in the website Members Area will consist of names only;
- The Board shall hold all contact information in confidence;
- One vote per household;

Article III: Governance

- The purpose of the board is to carry out the mission of the Association, communicate, and make recommendations to the membership on issues, which might affect the community:

- The Board will make every effort to give accurate and balanced communication to the membership;
 - No board member or officer shall represent his/her personal opinion as that of the OCSNA membership. This action would be considered a violation of bylaws and would be subject to immediate removal by the board.

Section 1: *Elections Process:*

- Two months (60 days) before the annual OCSNA meeting the voting membership will receive notification of the annual meeting date, and all particulars regarding nominations and volunteering for service on the board.
- Thirty days before the annual meeting and election ballots, names, and resumes' of those who have come forward shall be mailed and posted on the OCSNA website for review by voting members.
- Ballots may be cast through mail, email response or cast physically during the annual meeting.
- "Off the Floor" nominations may be accepted on the OCSNA annual meeting day, should the current board and membership feel it necessary to fill the required number of board members.

Section 2: *Board:*

OCSNA shall be governed by a board elected by its voting members.

- To be eligible for office – a person must be a voting member of the OCSNA;
- Partners or married couples may not serve during the same term;
- Nominations for office shall be limited to the voting membership list only;
- The Board shall assign officers positions among itself;
- The Board may appoint an interim officer to serve until the next election should a vacancy develop;
- The Board may assign or reassign a board member to the Neighborhood Council as representative for OCSNA;

- Board members may attend board meetings through electronic means.
- The Board of Directors will consist of at least three and up to seven elected members.

Section 3: Officers:

- Board President shall preside in general and special meetings, will serve as the lead in association gathering, and be primary or proxy contact for the Neighborhood Council, City, and Governing Agencies. President will be the second signature for Treasurer's business expenditures.
 - Vice President shall perform the President's duties upon his/her absence. VP will be responsible for membership contact lists and written communications including Webpage and Website postings. VP can also act as Neighborhood Council primary or secondary contact;
 - Secretary shall be the official custodian of all records, and record minutes during board meeting and general OCSNA meetings. Communicate meeting agendas prior to scheduled membership meetings.
 - The Treasurer shall keep an account of funds and expenditures as they develop. He/she will report to the Board as requested and to OCSNA membership a minimum of three times a year. Monthly rolling updates will be posted on the website as new data becomes available. The Treasurer shall be responsible for completion and filing of all government reports or forms on behalf of OCSNA as required by the Neighborhood Council and Ameris Bank.
 - Website Manager will be lead on website management and information coordination. (all postings and e-mail after VP review)
 - Board shall remain an odd number to avoid deadlocks on voting issues.

Section 4: Terms:

- The President and Treasurer will serve two-year terms and be limited to two consecutive terms.

- The Vice President and Secretary are limited to four consecutive one-year terms in the same position.
- Each is eligible for reelection after a one-year leave.

Article IV: Committees

- The President, with board input is authorized to establish committees as needed for information gathering and/or as decided by membership for projects or other business of welfare to the community.
- The selected committee/s will present findings to the board before presentations to the membership.

Article V: Meetings

- The Board will hold a minimum of three board meetings during a calendar year;
 - A minimum of two general membership meetings will be held during a calendar year;
 - Items of concern or importance will be released to membership as they become available from the NC or other city sources through e-mail blasts and will be posted on the OCSNA Website and or Facebook;
 - Reports of Board Meeting Actions, will be communicated via email, and posted on the OCSNA Website as they develop.
 - After the annual elections, a mailer will be distributed to OCSNA membership with the names of all elected officials, their contact information, and an updated membership list. (Names only)
 - Robert's Rules of Order- Newly Revised will be used in OCSNA formal and informal meetings when requested by a board member.

Article VI: Quorum

- Bylaws can be amended at either of the two annual membership meetings of each year
- Proposed bylaws changes will be circulated 30 days prior to membership voting.
- Notice of possible bylaws amendments shall be communicated via a web post and email blast to all voting members thirty days prior to the first annual meeting.
- Approved bylaws changes will be communicated via mail and website postings to the membership.
- Bylaws may be amended by 60% of the voters represented by quorum.
- A quorum for resolutions and elections will be held at 25% minimum of voting membership.

Article VII: Dissolution

In the event the OCSNA becomes inactive or dissolves, all monies belonging to it after the satisfaction of its debts and accounts shall be donated to a community-oriented 501(c)3 or 501(c)4 charitable institution or organization in St. Augustine. A majority of the Board shall approve said institution or organization at the time of its dissolution.

Article VIII: Geographical Boundaries:

The northern border of Old City South is King Street. The eastern border of the neighborhood is the Matanzas River. The western border of the neighborhood follows Cordova Street south of King Street until it reaches Lake Maria Sanchez. Thereafter the western and southern borders of the neighborhood are the eastern shores of Lake Maria Sanchez and Maria Sanchez Creek.”

Approved unanimously by the OCSNA Steering Committee on June 7th, 2016: Burry Gowen, Kaelen Gueymard, Louise Bird, Jeffrey Leibovitz, Michele Bova, Jim Kelly, Marlene Piriz, Kathy Marquis, and the Saint Augustine Neighborhood Council 2016

