

By-Laws of the

St. Augustine Uptown Neighborhood Association

Article I: Name, Purpose, and Type

Section 1: The name of this Association shall be “St. Augustine Uptown Neighborhood Association”

Section 2: The purpose of this Association shall be:

- 1) To encourage and promote community pride in our neighborhood by providing a forum for neighborhood activity;
- 2) To be a voice for our common neighborhood interests by acting as a liaison with governmental bodies and with institutions, schools, and businesses in and around our neighborhood, and to work with other neighborhood associations on common concerns;
- 3) To encourage and facilitate vigorous citizen participation in all issues affecting our neighborhood, including land use, zoning changes, traffic patterns, and street modifications;
- 4) To serve as a focal point for maintenance and improvement of institutions and facilities serving our neighborhood, including parks, schools, and public safety services, and to provide an avenue for neighborhood social activities;
- 5) And other lawful purposes.

Section 3: This association is and shall remain a non-profit organization and no part of the net earnings thereof, if any, shall inure to any member.

Article II: Membership

Section 1: The boundaries of the St. Augustine Uptown Neighborhood shall be defined as follows:

Bordered to the east by the Matanzas River, to the west by U.S. 1, to the north by Old Mission Avenue, and to the south by Castillo Drive.

Section 2: Full voting membership in this Association shall be available to any person 18 years of age or older who owns and resides in property within the boundaries of this neighborhood, as defined in Section 1. Renters of residential property who have lived in this neighborhood for at least one year shall also be welcomed as full voting members.

Businesses in this neighborhood shall also be eligible for membership, whether they rent or own their business property; however, they will be non-voting members.

No property owner shall be permitted more than one vote, no matter how many properties he or she may own in this neighborhood.

Section 3: Additional membership categories may be determined and established by the Board of Directors.

Section 4: Every person desiring membership shall make application to the Association Secretary. Upon receipt of an application for membership, the Board, in association with the Neighborhood Council office, shall determine the eligibility of the applicant. Persons denied membership based on the criteria established in Sections 2 and 3 may appeal to the Board of Directors.

Any annual membership fee (none at present) shall be established by the Board of Directors.

Article III: Government

Section 1: The St. Augustine Uptown Neighborhood Association shall be governed by a Board of Directors, which may act as an Executive Committee to take action in the name of the Association, if necessary.

Section 2: The Board of Directors shall consist of a President, a Vice-President, a Secretary, a Treasurer, and a Sergeant-At-Arms. Once elected, the Board of Directors shall serve for one year.

Section 3: A simple majority of the Board shall constitute a quorum for doing business. Each member shall be entitled to one vote.

Section 4: To be eligible for office, a person must be a voting member of the Association.

Section 5. Board members shall serve without compensation.

Section 6: The powers and duties of the Board of Directors may include:

- a) The appointment of all Committee Directors;
- c) The appointment of all persons or organizations to serve the Association;
- d) Interpretation of the By-Laws;
- e) The establishment of a budget, and the approval of non-budgeted expenditures;
- f) The establishment of policy for the Association;
- g) The dissolution of all Committees. This power can be delegated to the President.

- Section 7:** The President shall preside at all meetings of the Association and the Board of Directors and shall perform such duties as directed by the Board of Directors. The President shall also serve as the primary delegate to the Neighborhood Council.
- Section 8:** The Vice-President shall perform all duties as may be assigned by the President or Board of Directors and shall be the presiding officer in the absence of the President. The Vice-President shall also serve as the alternate delegate to the Neighborhood Council.
- Section 9:** The Secretary shall be the official custodian of all records of the Association, shall keep a full record of the minutes of all meetings, shall send all official correspondence, and shall give all required notices. The duty of taking minutes at regular and other meetings shall be delegated to an officer or another member present at that meeting.
- Section 10:** The Treasurer shall be responsible for all funds, if any, of the Association as well as maintenance of the membership records. Funds, if any, shall be deposited into an account in a recognized financial institution in the name of the St. Augustine Uptown Neighborhood Association, and shall be withdrawn only by the Treasurer or the President. All monies received shall be delivered to the Treasurer, for which she/he shall give a receipt. All bills shall be paid by the Treasurer, who shall provide regular reports of all transactions and prepare financial statements as directed by the Board of Directors. The address of the Treasurer shall also serve as the official mailing address of the Association.
- Section 11:** The Sergeant-At-Arms shall maintain order at all meetings of the Association.

Article IV: Committees

Section 1: The Committees of the Association shall be determined by the Board.

Article V: Meetings

Section 1: General meetings should be held at least quarterly, on a previously agreed date and at a previously agreed venue. Meetings of the Board shall be held monthly. Committee meetings shall be held as needed or as directed by the President or the Board of Directors.

Section 2: Special meetings of the membership for any purpose may be called by the President, or in the President's absence, the Vice-President, or at the request of five (5) members of the Association.

Section 3: At each general meeting of the membership, each member shall be entitled to one vote, as defined in Article II, and decisions shall be made by simple majority. Only current members may vote; no proxy or absentee voting shall be permitted. Three (3) Board members shall constitute a quorum at any meeting of the Board of Directors.

Article VI: Association Year

Section 1: The Association year shall commence, and end, each year on the day of the annual meeting. For accounting purposes, the Association year shall also be the fiscal year.

Section 2: The Association shall make its annual report each year, to coincide with St. Augustine City Government reports.

Article VII: Procedure

Section 1: Roberts' Rules of Order Newly Revised shall govern the proceedings of all annual, regular, and special meetings of the Association and Board in all cases in which they are applicable, and in which they are not inconsistent with the By-Laws or the special rules of this Association.

Article VIII: Amendments

Section 1: These By-Laws may be amended by a simple majority of the Board at a regular or special meeting of the Board of Directors. Changes to the By-Laws may be appealed by the general membership.

Article IX: Dissolution

Section 1: In the event that the St. Augustine Uptown Neighborhood Association becomes inactive or dissolves, all monies in the general fund shall be distributed to a tax-exempt, community-oriented institution or organization approved by the majority of the members of the Association at the time of dissolution.