

By-Laws of Belmont Community Association

Established, Dec. 7 2010

Article I. Name

The name of the association shall be Belmont Community Association (BCA).

Article II. Mission

The mission of the association is to foster a safe, friendly and diverse community through neighbors working together. This organization will actively seek membership from everyone residing (homeowners and renters) or operating businesses or other organizations in the neighborhood. The BCA will meet the mission through activities that may include but are not limited to:

- **Communications** – promote communication within the neighborhood and with other neighborhoods and stakeholders to promote Belmont as a safe, friendly and diverse community.
- **Grantseeking** – research and write grants to support neighborhood projects.
- **Quality of Life** – work with the neighborhood officers, residents and stakeholders to promote a safe community; act as a liaison with governmental bodies and other institutions / entities in and around the neighborhood; promote neighborhood beautification projects and prevent deterioration.
- **Land Use** – identify, research and inform on land use issues that impact the community as well as encourage positive development and investment that is mindful of the history and integrity of the neighborhood.
- **Community Engagement** – connect community members through resources for assistance, community events, volunteer opportunities and community building activities.

The BCA is and shall remain a nonprofit organization and no part of the net earnings thereof shall inure to any individual member. The BCA shall not endorse or align itself with any political party or candidate for public office.

Article III. Boundaries

The organization shall serve the residents and stakeholders that live and work within Belmont and the expanded interest area. Belmont shall be defined by these boundaries: Little Sugar Creek, 10th Street, Hawthorne Lane, and Parkwood Ave, and the Belmont interest area shall be defined by the triangle formed by 10th street, Central Avenue and highway 277 as well as the area between Little Sugar Creek and North Davidson St. Boundaries may be modified, in the future, by the BCA board upon a majority vote.

Article IV. Membership

Section 1: Who Can Join: Membership is open to any and all persons residing in, owning property in, or operating an organization or business within the boundaries listed in Article III of these by-laws.

Section 2: Member in Good Standing: All persons who have requested to join the association, adhered to the associations by-laws and have paid their dues or have satisfied the alternate means of becoming a member (Article V Section 4) in full will be considered members in good standing.

Section 3: Voting Membership: Only members in good standing may vote on association business, with the exception of rezoning support decisions. All persons residing in, owning property in, or operating an organization or business within the boundaries listed in Article III of these by-laws may vote on rezonings. Persons not residing in, owning property in, or operating an organization or business within the boundaries

listed in Article III of these by-laws are not eligible to vote. No person or business entity may have more than one vote.

Article V. Dues

Section 1: Why Collect Dues: All members will be asked to pay dues annually. Dues are voluntary, and are collected for the sole purpose of carrying out the mission of the association.

Section 2: Amount of Dues: Dues will be kept low so as to encourage as many members as possible. The amount of the dues will be determined annually. The Executive Committee will make a recommendation to the membership at the Annual Meeting as to the amount of the yearly dues followed by a vote of the membership.

Section 3: Payment of Dues: Members will be asked to pay for the full year in which they join, unless joining after June 30th. Members joining after this date may pay a prorated membership fee of one-half of the annual dues.

Section 4: Alternative means for becoming a member in good standing:

- a. Individuals who wish to join the association, but lack the financial means to do so, may perform a minimum of four (4) volunteer hours directly benefiting the association in lieu of cash. Individuals must notify the association's Treasurer who will be responsible for assessing, approving and tracking prospective members meeting this criteria. Hours must be fully earned prior to the member's ability to vote.
- b. Dues are waived for individuals age 62 and above who reside within the boundaries listed in Article III of these by-laws.
- c. At the board's discretion, membership may be awarded for donations or in kind contributions to the BCA that meet or exceed the annual dues.

Article VI. Governance

Section 1: BCA Board:

- a. The BCA shall be governed by a board consisting of no less than three (3) officers. Additional board members shall be considered at-large members selected to address the current needs of the community.
- b. Board members must be members in good standing prior to and during the service term(s).
- c. Makeup of the board should strive to be a majority of residents with representation from the other membership types – non-resident property owners, organizations and businesses.

Section 2: Officers:

- a. The officers shall be President, Vice President, Secretary, Treasurer and make up the members of the Executive Committee. The Secretary and Treasurer officer positions may be combined as Secretary/Treasurer in the event of only the minimum number of three (3) board members being in place.
- b. A majority of the Executive Committee must be residents.
- c. The President and Vice President must be residents.
- d. The Executive committee shall manage the day-to-day operations of the association. The Executive Committee is responsible for setting the agenda of the regularly scheduled meetings, arranging the annual meeting, establishing committees and appointing committee chairs. They also make a recommendation to the membership at the annual meeting as to the amount of yearly dues.

Section 3: At-Large Members: At-large positions will be defined during the nominations process (Article VIII Section 5) and should meet the current needs of the community and organization.

Section 4: Conflict of Interest: Each member of the BCA Board is to avoid conflict of interest or the appearance thereof between their political, personal, professional, and financial interests and the stated purpose of the BCA.

Section 5: Compensation: Board members shall serve without compensation.

Section 6: Elections: The BCA board members shall be elected by a majority vote at the annual meeting. A roll call, voice or secret ballot election may be used. If the BCA board members are not elected at the annual meeting the current BCA board members hold office until an election can be held.

Section 7: Terms: The terms for BCA board members shall be two (2) years from the first day of January or at the end of the meeting when elections took place, whichever is the later, or until their successors are elected and qualify.

Section 8: Terms Limits: BCA board members can be elected to their office for 3 consecutive terms. After that, they must sit out for one (1) year before running for the same office again. Upon exception, term limits can be extended if the position is uncontested and recommended by the nominations committee (Article VIII Section 5).

Section 9: Vacancies: A vacancy in any officer position is to be filled by a person suggested by the Executive Committee and voted on by the membership body at a regularly scheduled meeting or an emergency meeting called by the Executive Committee. A vacancy in any at-large position will be appointed by the President. A filled vacancy will be for the completion of the current term only.

Section 10: Removal or Resignation from a Board Position:

- a) In cases where a BCA board member is accused of conduct hurtful to the BCA, grossly inconsistent with the by-laws, or inconsistent with the purposes for which the BCA was organized, the officer or BCA board member may be removed from office by a majority vote of the BCA board members.
- b) An officer who misses three (3) Board and/or General Meetings without reason and/or advance notice shall be deemed to have resigned from their position. That BCA board member may request exception and, at the discretion of the Board by a majority vote, may be allowed to retain the position.

Articles VII: Officers Duties

Section 1: President: The President shall be the principal executive officer of the Association and shall generally supervise the business and affairs of the Association. He/She shall preside over all Executive Committee meetings and shall be considered a non-voting, voluntary member of all other standing and ad-hoc committees. He/She presides over the annual and regularly scheduled meetings of the association. The President may represent the Association at other meetings in the community as needed.

Section 2: Vice President: The Vice President shall assist the President when necessary, by attending committee meetings or other community meetings on behalf of the association. The Vice President performs the duties of the President in the event the President is unable to fulfill his/her responsibilities. He/She presides over meetings if the President is unable to attend. The Vice President may also be called upon to assist the other officers in their duties, such as assuring association records are filed and organized.

Section 3: Secretary: The Secretary shall keep the minutes of all regularly scheduled meetings as well as all Executive Committee meetings. The Secretary shall also be responsible for keeping accurate records of

all Association business, including but not limited to, all minutes, meeting notices, correspondence, copies of financial reports, copies of up to date by-laws, articles of incorporation paperwork, copies of all newsletters, copies of all requests for funds generated by the association and any other historical document that pertains to the ongoing business of the association. The Secretary will pass this information on to the next Secretary at the end of his/her term. All records are available for inspection by any member in good standing upon ten (10) business days' notice.

Section 4: Treasurer: The Treasurer shall be responsible for all funds of the Association. He/She shall receive and issue receipts for monies due and payable to the Association from any source and deposit all monies in the name of the Association in the financial institution selected by the Executive Committee. Deposits shall be made within five (5) business days of receipt. The Treasurer will prepare accurate and timely financial reports to be presented to all members at every regularly scheduled membership meeting and Executive Committee meetings. All financial records are available for inspection by any member in good standing upon ten (10) business days' notice. The Treasurer is responsible for assuring all bank statements and other Association records are kept neatly filed and safe. The Treasurer is responsible for assuring all residents are aware of the amount of the annual dues. The Treasurer is accountable for all expenditures of the Association and must keep good records, including receipts, to back up every transaction. One officer of the board shall prepare the check for signatures, and one other officer will sign the checks. In the event payment by check is not ideal/acceptable, the Treasurer/Secretary, President, or Vice President may use a debit card or other means of online payment. Prior to using such means of payment, the Treasurer is to be notified of intent to make such a payment. The Treasurer will present the annual budget for vote in the first quarter of the fiscal year.

Article VIII Committees

Section 1: Committee Chairs: President assigns the at-large board members as Committee Chairs as needed.

Section 2: Committee Members: Committee Chairs are responsible for assigning members to their respective committees.

Section 3: Standing Committee and Ad Hoc (as needed) Committees: Both Standing and Ad Hoc Committees may be utilized to address neighborhood business and meet the BCA mission and may change over time.

Section 4: Audit Committee: One of the Standing Committees will be an Audit Committee.

- a.) This committee will be made up of two (2) community members at large. These committee members will be selected by the President and voted on by the members at the Annual Meeting and will audit the following fiscal year.
- b.) Audit Committee will review all the checks, bank statements, check signatures, receipts, deposits, etc. for the entire fiscal year.
- c.) Audit Committee will make a preliminary report of their findings at the Annual Meeting and a final report in the first quarter of the following fiscal year.

Section 5: Nominations Committee: One of the Ad Hoc Committees will be a Nominations Committee.

- a.) This committee will be chaired by the immediate past President and include 2 additional community members at large. These committee members will be selected by the current President and voted on by the members at a regularly scheduled meeting.
- b.) Nominations committee will request submission of interest forms from candidates by the specified deadline.

- c.) Nominations committee will contact each candidate to confirm willingness to serve. and will prepare a slate of BCA board members to be voted upon at the Annual Meeting.
- d.) If a candidate has not been qualified for a position by the Annual Meeting, the nominations committee can leave the position open until a candidate is found and qualified. The candidate would be voted upon at a regularly scheduled meeting.

Article IX. Meetings

Section 1: Board Meetings: The BCA Board shall meet quarterly at a minimum to establish and/or review the strategic direction of the BCA. The President may call special meetings at any time and shall call a special meeting upon telephone request of half the total number of Board members. In either case, five (5) business days' notice shall be given. Board or Special meetings may be closed to consider litigation and matters involving a Board member. The purpose of any closed session shall be announced. A report of action taken in closed session shall be included in the minutes and reported at the next open meeting. Strategic planning may be discussed in closed session; action shall be taken in open session. The quorum for Board meetings shall be a majority of Board members. Minutes must be kept for each meeting of the Board. Board minutes shall be available for any member in good standing upon ten (10) business days' notice.

Section 2: Executive Committee Meetings: Executive Committee members may meet outside of regular association meeting times

Section 3: Membership Meetings: The BCA will meet regularly at a time and place that is convenient to the largest number of members. Meetings are called by the Executive Committee and must be attended by at least one member of the Executive Committee. Meeting dates and times should be consistent and moved or rescheduled only as a last resort. When circumstances allow, members shall be notified at least 7 days in advance of all cancelled meetings.

Section 4: Special Meetings: Special Meetings of the membership may be called by the Executive Committee. A 7-day notice should be provided, but less may be required based on circumstances.

Section 5: Committee Meetings: The Executive Committee and/or other committees of the association may meet at other times to conduct the business of the association.

Section 6: Annual Meeting: The Association will hold an annual meeting in December of each year. The BCA board members will be elected at that meeting. The amount of annual dues will be voted on at that meeting. Anyone is allowed to attend this meeting but only members in good standing (see Article IV) are allowed to vote at this meeting.

Article X. Voting

Section 1: Majority Vote Rules: All Association business is transacted using a voting system called Majority Vote, which means the winning candidate or resolution received at least one more vote than the next candidate or resolution on the ballot. Proxies will be allowed.

Section 2: Eligibility: In order to vote on association business, must be a member in good standing. Article V addresses how members may become members in good standing.

Section 3: Board Electronic Voting: The Board may cast an electronic vote.

Article XI: Quorum

Section 1: Definition of Quorum: A quorum is the minimum number of persons required to be present before association business can be voted on.

Section 2: Quorum at Membership Meetings: The Association requires that at least 10% of active members who are in good standing with the association be present at any regularly scheduled or annual meeting in order for votes to take place or business to transact. If the Secretary and Treasurer position is combined, all three (3) officers must be present to conduct any business.

Section 3: Quorum at Executive Committee Meetings: The Association requires that at least three (3) of the four (4) Executive Committee members be present at an Executive Committee meeting in order to transact committee business.

Section 4: Quorum for Other Committees: There is no quorum responsibility for other Association committees.

Article XII: Fiscal Year

The fiscal year of the Organization shall end on the 31st day of December.

Article XIII. By-Law Amendments / Alterations and Rules of Assembly

These by-laws may be altered or amended by an affirmative vote of 75% of the membership present at any regular or special membership meeting provided that notice to amend was given at least 10 days prior to the meeting and the intent to vote on by-laws is placed on the notice. Outside of these by-laws, Roberts Rules of Order Newly Revised is the standard by which this organization transacts business.

Article XIV: Dissolution

Upon the dissolution of the corporation, the BCA board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the BCA board shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

By-laws approved by Belmont Community Association Board: March 15, 2011

Founding board: Vicki Jones, chair; Wanda McNeil, vice chair; Diane Adams, secretary; Terry Cook, treasurer; Kathleen Nixon, at-large; Ebony Moore, at-large

Revision History

By-laws updated Feb. 4, 2014:

Article VII. Governance – additions noted in yellow

- Section 7: Terms: The terms for all offices shall be from the first day of January or at the end of the meeting when elections took place, whichever is the later, to the end of that election year or until their successors are elected and qualify.
- Section 8: Terms Limits: Officers can be elected to their office for 3 consecutive terms. After that, they must sit out for 1 term before running for the same office again. Upon exception, term limits can be extended if vetted and recommended by the nominations committee.

By-laws updated Oct. 4, 2016. See redline version: 2016.10.04.15_BCA_bylaws

Redline approved

By-laws updated Oct 2, 2018. See redline version: 2018.10.02_BCA_bylaws_redline changes.pdf

Redline approved

By-laws updated [2020 date]. See redlines version: