

# **Bylaws of the Neighborhood Council of St. Augustine, Inc.**

**Adopted January 30, 2008**

## **Article I: Name, Purpose, and Philosophy**

**Section 1:** The name of the organization shall be the Neighborhood Council of St. Augustine, Inc., also referred to herein as 'the Council.'

**Section 2:** The Council shall have as its purpose the promotion, maintenance, and enhancement of the quality, stability, and vitality of the residential neighborhoods of the City of St. Augustine.

**Section 3:** To accomplish its purpose, the Council may research and take positions on issues affecting all residential neighborhoods and shall collect and disseminate information to stimulate awareness and interest in those issues.

The Council shall foster cooperation among existing Neighborhood Association organizations and shall encourage the establishment of Neighborhood Association organizations where none exist.

The Council shall work in a positive and cooperative way with City, County, State, and Federal government officials and with other public and private organizations to accomplish its goals.

The Council shall not endorse or support political candidates.

## **Article II: Membership**

**Section 1:** Members are defined as any qualified, identifiable, residential neighborhood lying wholly inside the City of St. Augustine that has been officially recognized by the Council. The Council may officially recognize a new member upon presentation to the Council of: (1) a roster of the membership of the Association's governing body; (2) a copy of the Association's approved bylaws; and (3) a roster of names and addresses of the Association's members consisting of at least 15% of the households in the association's defined geographic area.

To be qualified for membership, each such Association shall:

- a) have an ongoing, private, formal, and representative Association organization from a defined geographic area which is composed of at least 40 households. At least 15% of the eligible households in the area shall be members of the Association in order for it to be recognized by the Council; or

- b) be approved for non-voting provisional membership in the Council while actively working to establish an Association organization as described in (a) of this section.

For purposes of this section, a 'household' shall be defined as a place of inhabitation that has a valid mailing address or was registered in the most recent U. S. Census. More specifically, this is intended to include owner occupied houses, rented houses, apartments, and condominiums but excludes business except for those businesses where the structure of the business also provides living accommodations.

**Section 2:** An Association shall be entitled to the privileges of membership only for so long as it qualifies for membership under Section 1 of this article. The Council will determine by majority vote any disputes relating to membership on the Council.

**Section 3:** Current Council delegates shall review the membership annually as to the qualifications of every Association for membership.

**Section 4:** Members shall become inactive if absent from four consecutive Council meetings as long as the affected Association's governing body is notified of the failure of its delegates to attend meetings.

**Section 5:** Anyone that may have a conflict of interest or anyone that knows that someone has a conflict of interest must state such to the Council. The person with the conflict will then be exempted from making decisions, or influencing others in making decisions, that may influence others regarding business deals with the person with the conflict of interest.

### **Article III: Governance**

**Section 1:** The Council shall be governed by delegates as provided in this article. Unless otherwise provided, all Council business shall be conducted by a simple majority of delegates assembled at any meeting, with each member having one vote.

**Section 2:** A member's delegation shall consist of two representatives from each Association, one delegate and one alternate. The governing body of an Association shall elect both delegates from among its membership.

**Section 3:** The Council shall have the authority and responsibility to:

- 
- a) elect the chairpersons of all standing and special committees, but upon the vote of two-thirds of the members assembled to conduct business, the power to appoint may be delegated.
  - b) appoint, employ, or otherwise engage all persons or firms who provide services to the Council.
  - c) fill any vacancy occurring among the officers.
  - d) interpret the bylaws.
  - e) amend the bylaws as provided for herein.
  - f) establish a budget and membership dues, if any, and approve all expenditures.
  - g) appoint a delegate or non-delegate to represent the Council on a commission, board, task force, study group, committee, or other such group and require periodic reports to the Council.

**Section 4:** Meetings of the Council shall be facilitated on a rotating basis by each Association delegate, in turn, on a schedule as determined by the Council.

**Section 5:** The Secretary shall be the official custodian of all records of the Council, shall keep the minutes of all meetings of Council, and shall also conduct the correspondence for the Council. The Secretary shall perform other duties as may be directed by the Council.

**Section 6:** The Treasurer shall keep an account for all funds of the Council. All funds shall be deposited and maintained in a bank account in the name of the Neighborhood Council of St. Augustine. Funds shall be expended from the account only in a manner consistent with these bylaws and the direction of the Council.

The Treasurer or a delegate appointed by the Council must make any disbursement of funds. All monies received shall be immediately delivered to the Treasurer, who shall immediately give a receipt therefore. The Treasurer shall give periodic reports of all transactions and shall prepare financial statements as directed by the Council. Expenditures over \$100 require the signatures of the Treasurer and one other delegate.

The offices of Secretary and Treasurer may be held by the same person.

---

## Article IV: Committees

**Section 1:** The Council may from time to time establish such standing or special committees as it deems necessary or desirable to accomplish its purposes and duly adopted policies.

Whenever the Council establishes a committee, it shall give that committee a charge, and appoint from among the delegates a chairperson or co-chairpersons. The Council may permit persons who are members of an Association but are not delegates to serve on any committee.

## Article V: Meetings

**Section 1:** The Council shall establish a regular meeting schedule at such times and places as may be necessary to accomplish the purposes for which the Council is organized. Every delegate shall have notice of a meeting no later than two days prior to such meeting.

**Section 2:** Special meetings of the Council may be called by the Council. Any actions taken at a special meeting shall be ratified at the next regular meeting.

**Section 3:** The lesser of ten (10) delegates or a simple majority of active member neighborhoods shall constitute a quorum for the conduct of Council business. After two successive meetings at which a quorum is not present, those members who attend a third meeting shall constitute a quorum. After the Council has been in existence for a one year time period and at least yearly subsequently, adjustments to this section shall be required to reflect the number of delegates and Neighborhood Associations in existence.

**Section 4:** Every year during the month of June, there will be an annual meeting of the Council at which, in addition to other business, elections shall be held for the offices of Secretary and Treasurer. The Council may also appoint two (2) Delegates-at-Large, and a Newsletter (if deemed appropriate).

The Treasurer shall report on the finances of the Council including income, disbursements, and reserves.

The Council year shall end upon the adjournment of the annual meeting.

**Section 5:** The procedure at every meeting shall be governed in a manner consistent with the bylaws and general principles of fairness, courtesy, and the orderly dispatch of business. Roberts Rules of Order Newly Revised shall serve as the basis for conducting meetings.

**Article VI: Amendments**

**Section 1:** The bylaws may be amended by a vote of two-thirds of the Council members assembled to conduct business.

**Article VII: Dissolution**

**Section 1:** In the event the St. Augustine Neighborhood Council becomes inactive or dissolves, all monies belonging to it after the satisfaction of its debts and accounts shall be paid to a community-oriented charitable institution in St. Augustine, which is approved by a majority of the member delegates at the time of its dissolution.