

# BYLAWS OF THE EASTWOOD CIVIC ASSOCIATION

(Originally established September 9, 1985 and  
last amended on June 7, 2004.)

- I. NAME: The name of the association shall be the Eastwood Civic Association.
- II. BOUNDARIES: The boundaries of the Association shall be: The area encompassed by Milby Street on the Northwest, Harrisburg Street on the Northeast, the HB&T Railroad Tracks on the Southeast, and the Gulf Freeway on the Southwest.
- III. MEMBERSHIP: Membership shall be open to residents within the established boundaries and may be extended to friends of the association who pay annual membership dues. Residents who live within the established boundaries and who are current on their annual dues and are in good standing will be eligible to vote on association business. The membership shall be comprised of the residents within the established boundaries.
  - A. PURPOSE: The Association is established as a non-profit civic organization for the purpose of:
    - B. A. Building a strong sense of community;
    - C. B. Communicating and seeking relief for community concerns;
    - D. C. Seeking options to improve the quality of life for our residents and to protect the value and beauty and our homes and neighborhood assets;
    - E. D. Aiding our educational institutions in their efforts to provide opportunities for students in our area;
    - F. E. Working with government agencies and law enforcement and other civil authorities to our mutual benefits; and
    - G. F. Providing information and education of topics of interest to our association.
  - H.
  - I. 1 The Eastwood Civic Association (ECA) is not to be confused with a homeowners' or property association. While the ECA seeks to inform, educate and empower our members about a wide variety of community concerns as listed in #IV above, including but not limited to deed restrictions, it does not have the same range of powers a homeowners' association might have. The latter holds a broader scope of neighborhood policing powers from levying fines against neighbors found in violation of tenets and/or determining whether home improvements and

landscaping are in compliance with neighborhood standards to ultimately placing liens against or selling the property of homes in violation. The ECA does not hold these powers nor does it aspire to do so.

IV. BOARD OF DIRECTORS:

- 1) The Board of Directors (hereafter referred to as the Board) shall consist of nine (9) voting members. The four (4) current officers, the president from the previous term and four (4) directors elected by the membership.
- 2) The Board is empowered to handle all regular business of the Association subject to the limits established within these bylaws and to the limits established in the Standing Rules. Included is the spending of funds and the right of approval of Committee head Appointees.
- 3) Board meetings shall be held not less than one meeting every three months from the day of election at a time and place agreed upon by a majority of the Board members.
- 4) A quorum of the Board shall be five (5) members.
- 5) Each Board member is entitled to one vote. Approval of business items shall be by a simple majority of the Board members present except for the following cases: approval of committee Head appointments and approval of the expenditure of funds shall require not less than five (5) members.

V. OFFICERS AND COMMITTEES:

- 1) The elected officers shall be:
  - A. President
  - B. Vice President
  - C. Secretary
  - D. Treasurer
- 2) Should for any reason the position of President become vacant, the Vice President shall become President. Should for any reason the position of Vice President become vacant, the position shall be filled by one of the Directors selected by a two-thirds (2/3) majority of the remaining Board members. Succession of Secretary, Treasurer or any of the remaining Board positions shall be by majority vote of the members present at a regular meeting.
- 3) Removal of any Officer of Board members shall require a motion from the floor of a regular meeting, seconded and approved by two-thirds (2/3) majority of the members present at two (2) consecutive regular meetings.
- 4) There shall be two types of committees: Standing and Special. A Standing Committee shall be established to perform a specific task which has no specified end date or concluding event. A Special Committee shall be established to perform a specific task when a defined end date or concluding event is known. Each committee shall be chartered in the Standing Rules. The charter shall define the committee's goals, responsibilities, resources and limitations of authority. The term of committee members shall be from January 1, or date of appointment, until January 1, following the next election, unless relieved.

VI. ELECTIONS, TERMS AND TRANSITION: Officers and Directors shall be elected by secret ballot at the regular October meeting for a term of one (1) year in accordance with the following:

- 1) Nominations: A three (3) member nominating committee shall be appointed prior to the September meeting. They shall submit a list of nominees for all offices at the regular September meeting for approval of the membership. Nomination shall be taken from the floor prior to the election at the regular October meeting. . Nominees must be valid members who live within the established boundaries, are in good standing, current on annual dues and must have expressed a willingness to serve in the capacity to which nominated.
- 2) Elections: An election committee of not less than three (3) members shall be appointed by the President prior to the election for the purpose of conducting the election, counting the ballots and determining the results. Nominees may not be members of the election committee. Voting shall be by voice vote. If the secretary determines that the voice vote is too close to call, a follow-up vote shall be by secret ballot for the nominees proposed by the election committee.
- 3) Voting privileges shall be granted to all members in good standing on the bases of one (1) vote per person and a maximum of two (2) votes per household.
- 4) Installation of the newly elected Officers and Board shall take place following the election and prior to the close of the election meeting.
- 5) Terms of officers and Board shall run from installation at the regular October meeting for a period of approximately twelve (12) months until installation of new officers and Board. Officers may serve no more than two (2) consecutive terms at any one position. Before being eligible for the same position after two (2) consecutive terms, a person must relinquish the position for not less than one (1) term.
- 6) Transition of the board shall be eased by a joint meeting of the current and outgoing boards. Only the current board shall have voting rights.

VII. DUTIES OF OFFICERS: It shall be the duty of the:

- 1) **PRESIDENT:** To preside at all meetings, to appoint all committees (Standing and Special), sign all contracts with the secretary, establish agendas for all meetings, represent or appoint representatives of the Association and to perform all other duties pertaining to the office.
- 2) **VICE PRESIDENT:** To preside at all meetings in the absence of the President and to perform those duties delegated by the President. The Vice President shall become President if the elected President vacates that office.
- 3) **SECRETARY:** To keep an accurate record of the proceedings of all meetings, to read such record at subsequent meetings for the approval of the membership and to furnish copies of the record as may be required, to maintain a current copy of the By-laws and to prepare all correspondence

and notices to the membership and such other correspondence as may be required. To maintain copies of all current Standing Rules and Rules of Order.

- 4) **TREASURER:** To receive all monies and deposit same in the bank. To disburse all monies as authorized by the membership or the Board. To maintain accurate books of accounts for all receipts and disbursements, and to present a report of finances at each meeting.

VIII. **MEETINGS:** 1) Regular meetings shall be held each month on the first Monday at 7:30 p.m. except holiday Mondays and in such case, the Regular meetings shall be held the following Monday evening. Due to holiday schedules, meetings in December and July are optional at the discretion of the Board. Special meetings may be called at the discretion of the President. Due notice shall be given to all officers and members for a Special meeting and Board meetings.

- 2) **QUORUM:** Twelve regular members, including five (5) Board members are required at a Regular meeting.
- 3) **AGENDA:** Shall be established in the Standing Rules.

IX. **PROCEDURES FOR HANDLING FUNDS:**

- 1) **ACCOUNTING:** A cash accounting system shall be established and maintained for each fund when specified in the Standing Rules. Separate balances shall be maintained for each fund when specified in the Standing Rules. A "General" fund shall be maintained to handle all normal business of the Association and shall include funds established but not requiring a separate fund accounting.
- 2) **SPECIAL FUNDS:** Shall be established under Standing Rules approved by the General Membership. Special Funds shall be accounted for in accordance with the normal accounting procedures unless otherwise defined in the Standing Rule chartering the fund. Funds may only be used for the expressed purpose defined in the charter.
- 3) **DISBURSEMENT:** The Board may disburse monies from the General Fund to handle regular business of the Association to the limits established in the Standing Rules. All monies spent by the Board shall be reported and recorded at the next regular meeting of the Association.
- 4) **CONTRACTS:** Contracts or commitments requiring continuous or recurring disbursement, or funding without a defined limit must be chartered in a Standing Rule approved by the General Membership.
- 5) **BALANCE TRANSFER:** A positive balance plus not less than one month's average expenditure shall be transferred to the incoming Treasurer.

X. **RULES:**

- 1) **STANDING RULES:** There are two types of Standing Rules:
  - A. Those approved by the General Membership.

- B. Those approved by the Board of Directors.
  - 2) OTHER RULES: Rules of Order may be established by the General Membership or Board, as deemed necessary for the orderly procedure of conducting Association business. Robert's Rules of Order shall apply where none of the above shall.
  - 3) ORDER OF PRECEDENT:
    - A. BYLAWS
    - B. STANDING RULES – GENERAL MEMBERSHIP
    - C. STANDING RULES – BOARD OF DIRECTORS
    - D. RULES OF ORDER
    - E. ROBERT'S RULES OF ORDER
  - 4) SUNSET RULE: The new Board shall review all Standing Rules and Standing and Special Committees, prior to January 1, following elections, and shall determine if they should continue to function. Recommendations of the Board shall be presented to the membership for approval at the Regular January meeting.
- XI. AMENDMENTS: These Bylaws may be amended at any regular meeting by a two-thirds (2/3) majority of voting members present, providing that notice of the amendment was provided at the previous Regular meeting.
- XII. DISSOLUTION: In the event of dissolution of the Eastwood Civic Association, remaining assets after the satisfaction of all obligations of the corporation shall be distributed for the purpose within the scope of IRS Code 501 (C) (3), or amendments thereof.