

Loring Heights Neighborhood Association Bylaws

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Article I

Name

The name of the association shall be The Loring Heights Neighborhood Association (LHNA). Loring Heights is geographically defined by the City of Atlanta as that land located in Fulton County, bounded by Northside Drive to the West, Interstate 75 to the North and East, and the Norfolk Southern Railroad right of way to the South. Any meeting of LHNA other than those of Standing Committees shall be called a General Meeting of LHNA.

Article II

Purpose

Section 1: The purpose of the Association shall be to:

- a. Formulate, disseminate, and pursue a community program for the betterment of Loring Heights and members of the Association.
- b. Exercise vigilance in zoning matters, so that the rights and interests of the majority of residents are protected.
- c. Maintain liaison with governing bodies so as to influence decision making and remain alert to actions that are of concern to the community.
- d. Promote a secure and safe environment within the urban surroundings of Atlanta.
- e. Promote the enhancement of public spaces within the neighborhood to add to the quality of life of members.
- f. Promote activities that will develop community cohesion.
- g. Keep members of the Association informed of these activities and the actions of the various committees, promoting involvement in LHNA.
- h. Oppose intrusions detrimental to the community and its composition of primarily single family residences.

Section 2: The Standing Committees shall be:

- a.
- b. Security
- c. Land Use/Transportation/Parks
- d. Social/Membership/Communications Membership.

All responsibilities under the Standing Committees Chair's responsibilities enumerated in Article V section 4 can be allocated to standing members of each Chair's Committees.

Article III

Membership

Section 1: Membership in LHNA shall consist of resident owners of single family residential houses, resident non-owners of single family residential houses, and owners of non-single family residential property within the boundaries of Loring Heights, who are 21 years or older and current on payment of LHNA dues. If non-single family structures are corporate entities, they must designate their voting member by proxy to the LHNA Board President electronically and/or in writing within one (1) business day of said vote.

Section 2: LHNA dues will be accepted from January 1 of the calendar year for that calendar year's dues. For any member, as defined in Article III, Section 1, who purchases or leases property on or after January 1 of the current calendar year, dues will be equal to the current annual amount. Dues shall be set yearly by the Board, to be approved by vote of the membership at any General Meeting of LHNA. Dues shall be payable by household or property. A reduction of 50% will be granted for single family residential property with resident owners and resident non-owners who are 65 years or older.

Section 3: Unless otherwise provided for in the bylaws, only LHNA members present and qualified to vote under Article III, Section 1 are entitled to vote at a General Meeting or Committee Meeting. The Board will maintain a record of current membership and provide those members with the means to vote at meetings (ballots, hand cards, etc.) There shall be one vote per single family residential household and one vote per non-single family residential household as defined in Article III, Section 1. Members who own multiple properties within the geographic area of Loring Heights shall have only one vote. The majority vote shall carry any motion unless otherwise provided. In the case of a tie vote, a second vote will be taken among the members of the LHNA Board present at the meeting and the majority vote among Board members will decide the outcome.

There shall be no voting by absentee ballot. Proxy voting authority may be vested once annually in another association member corresponding with an absence from a meeting. No more than one proxy shall be vested in members present and voting at a meeting. Confirmation of proxy must be provided to the LHNA Board President electronically and/or in writing at least one (1) business day prior to or after a meeting.

Section 4: Any changes in zoning within the designated Loring Heights neighborhood area shall be referred to the Land Use Committee for review prior to being brought before the membership for a vote at a separate Land Use Meeting.

Article IV ***Meetings***

Section 1: The General Assembly Meeting of LHNA will be held once annually. This meeting will be held in November each year and include the selection of the following year's board members.

Section 2: Unless otherwise provided for in the bylaws, notice of General Meetings, Committee Meetings, and Special General Meetings of LHNA shall be provided to the membership posting on the LHNA website, by email, neighborhood signage, nextdoor.com or similar electronic communication and/or such other reasonable and timely methods, including neighborhood signage, as determined by the Board

Section 3: Special General Meetings of the LHNA (other than scheduled meetings) may be called by the Board or by petition of twenty percent (20%) of the property owners. Such petition shall be submitted to any member of the Board, which shall then notify the membership of LHNA of the Special General Meeting with a minimum ten (10) calendar day notice.

Section 4: Meetings of the Board shall be called by the President of LHNA and will be held periodically throughout the Board's annual term. Members may submit, in writing, items to be brought up at Board meetings by delivering such to any Board member before the start of the meeting. When time is of the essence or for convenience, the Board may act via telephone conference call or email to discuss, vote, and approve specific resolutions. Board actions taken via electronic communications shall be posted on the LHNA web site according to Article IV, Section 6.

Section 5: The Standing Committees (Reference Article II, Section 2) shall meet as required.

Section 6: Minutes of all meetings (Board, Committee, and General Meetings of the Association) will be provided to the Secretary and posted on the LHNA website within 15 days of the meeting date.

Article V

Board, Responsibilities of the Board, Duties of Board Members, Duties of Officers and Committee Chairs, Elections, Tenure, Removal, and Vacancies

Section 1: Board

There shall be a Board consisting of Five (5) separate members: President, Treasurer, Security Chair, Land Use/Transportation/Parks Chair, , Social/Membership/Communications Chair and . They shall be elected annually at the final quarterly meeting of the Association. Within the first 10 days of each annual term, the Board shall select one member to serve as an alternate or Vice President during the term. This Board member will perform the duties of the President should the President be unable or unavailable to carry out their functions and duties for any duration of time through the end of the Board's annual term.

Section 2: Responsibilities of the Board

- a. Call the General Meeting of the LHNA.
- b. Conduct the business and advance the purpose of the LHNA, including acting upon the proceedings from the Standing Committees. While the Board has the right to review the results of these Committees, it does not have the right to over ride any decision. In any case where the Board and a Standing Committee disagree as to the best interests of the LHNA, the General Meeting shall have the final vote.
- c. Authorize the expenditures of funds up to \$1500.00 as is necessary to conduct the business and advance the purpose of the LHNA. A written expenditure report must accompany the request. Requests for expenditures of \$1,500.00 or more shall be presented to the General Meeting for approval by majority vote.
- d. Form Ad Hoc committees and delegate to them such power as deemed appropriate to meet their objective. At the end of set time (not to exceed

six months) the Board will review the need for the committee and may authorize multiple extensions in six month increments.

h. Set such additional rules as appropriate for the conduct of the duties of the Board, and to present these rules to LHNA members for approval.

eAll Board members will be responsible for transparency of the board, ensuring Committee and Board meeting minutes are uploaded to the website.

f. Conduct business by a majority vote. Unless otherwise provided for in the bylaws, a minimum of four (4) members must be present for a quorum.

g. Interpret the Bylaws of the LHNA by a majority vote of the entire Board currently holding office.

SECTION 3: Duties of the Board Members

- a. Attend Board meetings or be available by phone or email for voting in order to conduct the business of the Association.
- b. Serve on committees or task groups when requested.
- c. Abstain from voting in case of a conflict of interest as determined by the Board. Any member of the Board asked to abstain may ask for this cause to be affirmed or over-ruled at the next meeting of the Association. In the event that a Board member could receive financial gain from the outcome of any vote on a specific issue, he or she shall abstain from voting on the issue being considered. Board members are expected to declare the possibility of appearance of conflict of interest prior to any such vote.
- d. Exercise fiduciary responsibility.
- e. Uphold the objectives of the Association as defined in these Bylaws.
- f. Refrain from representing a position or opinion as that of the Association or the Board without a prior vote confirming that position.
- g. Have the option to add discussion items to any agenda of a Board meeting either before or during a meeting.
- h. Maintain a written record or sign-in sheet of all those who attend any

committee meeting, General meeting, Board meeting or any other formal meeting of the LHNA. These records will remain in the archives and be presented to any member of the LHNA within five (5) days of request.

- i. Provide Board and committee on a quarterly basis.
- j. Provided they do not succeed themselves, upon the completion of their term, Board members shall turn over all files and other documents of their office or committee to the incoming Board member taking over their position prior to the start of the new term.
- k. Ad hoc Committee chairs or other Board appointees shall provide the Board, in person or through written correspondence, updates of their activities prior to all Board meetings.

Section 4: Duties of the Officers and Committee Chairs

a. President

- 1. Oversee and call Meetings of the Board and the LHNA.
- 2. Communicate with local community, civic and business representatives.
- 3. Signing Authority, along with Treasurer, of all checks and financial documents.
- 4. Ensure that each Board member is exercising their responsibilities and reporting to the Board, respective Committees and General Meeting.
- 5. Coordinate, with the Board, programs and activities of the Board and committees for the term.
- 6. Maintains archival records and safety deposit box in conjunction with Secretary.
- 7. Create, implement, manage, and record voting procedures for each Board and General Meeting with the Communications Chair.

d. Treasurer

- 1. Maintain and update financial books and accounts for the Board.
- 2. Collect dues and sponsorship funds.
- 3. Disburse funds in accordance with the Bylaws and at the direction of the Board.
- 4. Deposit of funds in FDIC banking institutions.
- 5. Signing Authority, along with President, of all checks and financial instruments.

6. Prepare updates for each Board meeting of current budgets and seek approval of initial budget at outset of Board term.
7. Disseminate copy of budget to website and Board members after each update.
8. Ensure that LHNA Board and members adhere to all rules and filing requirements of local, state and federal regulations.
9. Submit annual renewals for all forms required for incorporation and liability insurance of the Board
10. Maintain current membership rolls and lists.

f. Land Use/Transportation/Parks Chair:

1. Responsible for monitoring all matters regarding zoning compliance, variances, and special exceptions within Loring Heights.
2. Develop master plans regarding future development and transportation issues within and around neighborhood.
3. Attend meetings regarding land use and transportation decisions within and around neighborhood including citizen participation on Boards, task forces, and other neighborhood group alliances.
4. Maintain close coordination with other members of the Board, particularly Parks/Neighborhood Preservation and Security/Transportation on land use issues affecting neighborhood.
5. Coordinate with Treasurer and other Board members capital projects for the neighborhood.
6. Attend all NPU-E meetings on behalf of the LHNA.
7. Promote LHNA positions on all issues before the NPU.
8. Initiate plans and set direction for the maintenance and improvement of existing passive and active park and greenspace.
9. Initiate plans and projects to enhance the beautification of the neighborhood.
Initiate and pursue transportation and pedestrian plans for the neighborhood. Coordinate streetscape plans in right of ways and at neighborhood entrances in conjunction with the Parks/Neighborhood Preservation chair.
10. Report to Board via email or other means prior to each NPU meeting. Summarize results of said meeting to the Board.
11. Represent the Board on external civic and community boards.
12. Maintain awareness of upcoming city, private development, and Capital Improvement Plans impacting the neighborhood.

h. Security Chair

1. Oversight of all security, policing, and traffic issues within the neighborhood.
2. Initiate and maintain contact with city law enforcement officials and GDOT on neighborhood policing, crime statistics, warnings, and restriction of cut through traffic.
3. Maintain attendee lists for all meetings of their committee and provide a copy to Secretary for archival files.

i. Social/Membership/Communication Chair

1. Responsible for the coordination of social activities promoted by LHNA, and with assistance from the Vice President, coordinate ongoing efforts to maintain existing membership involvement and increase involvement among those who are qualified to join.
2. Coordinate and notify membership of events, such as First Friday Fiesta, holiday party, and block parties.
3. Maintain and monitor website and email system.
4. Maintain all contact list of the membership.

Section 5: Elections

- a. Board members shall be elected to serve a one (1) year term. Board members can serve a maximum of three (3) years in any one office. The maximum term on the Board shall be six (6) years. After a one (1) year absence they may be re-elected to the Board.
- b. Be a member of the association in good standing at the time of election.
- c. Serve only as long as they reside in the neighborhood.
- d. Be a single family residential property owner or reside with a single family residential property owner.

Section 6: Tenure

- a. The annual term of the Board members shall be from December 1 to November 30.
- b. No individual Board member shall hold more than one (1) office at any given time.

Section 7: Removal

All Board members of the LHNA shall be subject to removal at any time by: (1) the affirmative vote of two-thirds (2/3) of the entire Board currently holding office or (2) by a two-thirds (2/3) vote of the qualified voting members under Article III, Section 3 at a Special General meeting following a ten (10) day prior notice under Article IV, Section 3 to the membership of any such proposed vote.

Section 8: Vacancies

- a. Upon a vacancy being created in a Board position prior to the completion of their term, the Board, by majority vote of all members, shall appoint a replacement.
- b. Replacement Board member shall have all the authority, voting rights, and responsibilities of the Board member they are replacing until the expiration of the term.

Article VI

Limitations of Power

Notwithstanding anything to the contrary herein, the Board of Committees shall have no power to affect changes to the public areas of the neighborhood of Loring Heights including parks and streets, nor to recommend such changes to anybody other than the LHNA. Recommendations for changes to public areas shall be made through Committees and the Board. Changes to the public areas may be made after approval of 2/3 of the qualified members under Article III, Section 3 present and voting in a General Meeting of the LHNA. Notification for the change to be affected or recommended shall be made under Article IV, Section 2 a minimum of ten (10) days prior to the date of the General Meeting.

Article VII

Amendments

Section 1: These Bylaws may be amended by a 2/3 vote of the qualified members under Article III, Section 2 present and voting at a General Meeting. Notification for the change to the bylaws shall be made under Article IV, Section 2 a minimum of ten (10) days prior to the date of the General Meeting to vote on the proposed bylaw revision.

Section 2: The Bylaws shall contain the date of enactment and all revision dates.

Article VIII
Expenditures

All requests for the expenditure of Association funds must be accompanied by a detailed request form stating the purpose(s) of the request, and be approved by either the Board or the LHNA at a General Meeting. (Ref. Article V, Section 2)

Article IX
Insurance

Section 1: The Board shall obtain on an annual basis, liability insurance, general aggregate liability insurance, and (domicile) insurance for all directors and officers with policy values of at least \$1,000,000 for each of these coverages.