

## **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 community programs 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 and around the neighborhood.
- 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. Advocate for the community to ensure that any development within the neighborhood helps to preserve and enhance its character.

##### **Section 2: The Standing Committees shall be:**

- a. Land Use
- b. Parks
- c. Transportation
- d. Security
- e. Social

- f. Membership
- g. Communications

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, with the Committee Chair communicating their Committee’s communications to the Board and General Membership.

## **Article III**

### ***Membership Eligibility, Dues, General Voting, Zoning Changes***

#### **Section 1: Membership Eligibility**

Membership in LHNA shall be available to any person 18 years or older who resides, owns property in, owns a business in, or operates a business within the boundaries of Loring Heights and is current on payment of LHNA dues.

If non-single-family properties are corporate entities, they must designate their voting member by proxy to the LHNA Board President electronically and/or in writing at the time of registering as a LHNA Member. Only one paid membership per property is necessary.

Any member may hold a Board position but only those who own property within the neighbor association boundaries may serve as officers of the Board.

#### **Section 2: Membership Dues**

LHNA dues will be accepted from October 1st of the prior calendar year for that calendar year’s dues through to March 31st of the calendar year’s dues being owed. 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. Any dues paid after October 1<sup>st</sup> of that current calendar year will be applied to the next calendar year’s dues. 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: Voting**

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 member. Members who own multiple properties within the geographic area of Loring Heights shall have only one vote. A simple 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 a simple majority vote among Board members will decide the outcome.

There shall be no voting by absentee ballot, however, 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 an LHNA Board Member electronically and/or in writing at least one (1) business day prior to a meeting. Proxy voting is also allowed within households among members in good standing.

#### **Section 4: Zoning Changes**

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**

#### ***General Meetings, Special Meetings, Board Meetings, Committee Meetings***

**Section 1:** The General Assembly Meeting of LHNA will be held once annually.

**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, 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 a 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 of 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 determined by the Standing Committee Chair who shall be a Board Member. Each Committee Chair shall be responsible for gauging interest in general members' participation and determining whether a Committee shall be formed. If no Standing Committee can be formed, the Standing Committee Chair shall be responsible for issues and items falling under that Committees authority.

**Section 6:** The Board elections shall be held by Veteran's Day each calendar year per electronic voting methods determined by the current Board.

**Section 7:** Minutes of all meetings (Board, Committee, and General Meetings of the Association) will be provided by the Communication Chair and posted on the LHNA website within 30 calendar days of the meeting date occurrence.

## **Article V**

### ***Board, Officers, Committees, Responsibilities and Duties of the Board, Duties of the Officers and Committee Chairs, Elections, Tenure, Removal, and Vacancies***

#### **Section 1: Board**

There shall be a Board consisting of Eleven (11) separate members: President, Vice President, Treasurer, Security Chair, Land Use Chair, Transportation Chair, Parks Chair, Social Chair, Membership/Communications Chair and Two At-large Members. They shall be elected annually at the final quarterly meeting of the Association.

#### **Section 2: Officers**

The board of directors shall, at the first monthly meeting of each year, elect from among the directors, the following officers to serve for the year:

- a. President
- b. Vice President
- c. Treasurer
- d. Secretary

#### **Section 3: Committees**

To fulfill the mission of the neighborhood association, the president shall appoint chairpersons for the following standing committees:

- a. Security Committee
- b. Land Use Committee
- c. Transportation Committee
- d. Parks Committee
- e. Social Committee
- f. Membership Committee
- g. Communications Committee

Chair appointments shall be to a term of one year to coincide with the board of directors by which they are appointed.

Committee chairpersons shall be responsible for selecting committee members as necessary to fulfill the purpose of the committee.

Committee chairpersons shall be responsible for calling any committee meetings to fulfill the purpose of the committee.

Committee chairpersons and committee members may be any member of the association in good standing.

The president shall have the power to create ad hoc committees and appoint their chairperson. Ad hoc committees may be created for a specific term, not to exceed the term of the board of directors by which they are appointed.

For committee chairs and members who are not also directors, they shall attend board meetings as requested by directors to present relevant information from the committee

#### **Section 4: 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 recommendations of any Committee, it does not have the right to override any recommendations. 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 \$2500.00 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 \$2,500.00 or more shall be presented to the General Meeting or via Electronic Vote for approval by a simple majority vote.
- d. Monetary agreements as part of Zoning conditions negotiated by the LHNA may be used as directed per the condition by the LHNA Board without compliance with Section (2)(c).
- e. Budget amounts set and approved in each year's budget, to be set and presented to the membership no later than January 31st of each calendar year, can be spent under the authority of the Board without any subsequent approvals from the membership including entering ongoing contracts to achieve Board goals and programming.
- f. Form Ad Hoc committees and delegate to them such power as deemed appropriate to meet their objective. At the end of the 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.
- g. 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.
- h. All Board members will be responsible for transparency of the board, ensuring Committee and Board meeting minutes are uploaded to the website.
- i. Conduct business by a simple majority vote. Unless otherwise provided for in the bylaws, a minimum of six (6) members must be present for a quorum.
- j. Interpret the Bylaws of the LHNA by a majority vote of the entire Board currently holding office.
- k. If the Board does not have a simple majority vote, a second vote shall be held. If no simple majority is obtained, the vote shall be brought to the general assembly for a final vote by a simple majority.

#### **Section 5: Duties of the Board Members**

- a. Attend Board meetings or be available by phone, virtual meeting 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 calendar (5) days of request.
- i. Provide Board and committee updates on a quarterly basis to the general membership.
- 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, with updates of their activities prior to all Board meetings.

## **Section 6: Duties of the Officers and Committee Chairs**

### **1. President**

- a. Oversee and call Meetings of the Board and the LHNA.
- b. Communicate with local community, civic and business representatives or assign duties to other Board members as agreed upon by the Board.
- c. Signing Authority, along with Treasurer, of all checks and financial documents. There shall be a dual signature process for all expenditures.
- d. Ensure that each Board member is exercising their responsibilities and reporting to the Board, respective Committees and General Meeting.
- e. Coordinate, with the Board, programs and activities of the Board and committees for the term.

### **2. Vice President**

- a. Initiate and support the President's duties as stated above.
- b. If the President position is vacated or unable to perform, the Vice President assumes the President's position.

### **3. Secretary**

- a. Maintain Meeting Notes and Minutes
- b. Post minutes and documents on LHNA Website
- c. Follow up on Action Items outside and between Board meetings.

#### **4. Treasurer**

- a. Maintain and update financial books and accounts for the Board.
- b. Disburse funds in accordance with the Bylaws and at the direction of the Board.
- c. Deposit of funds in FDIC banking institutions.
- d. Signing Authority, along with the President, of all checks and financial instruments.
- e. Prepare updates for each Board meeting of current budgets and seek approval of the initial budget at the outset of Board term.
- f. Disseminate copy of budget to website and Board members after each update.
- g. Ensure that LHNA Board and members adhere to all rules and filing requirements of local, state and federal regulations.
- h. Submit annual renewals for all forms required for incorporation and liability insurance of the Board.

#### **5. Land Use Chair**

- a. Responsible for monitoring all matters regarding zoning compliance, variances, and special exceptions within Loring Heights.
- b. Develop master plans regarding future development and transportation issues within and around the neighborhood.
- c. Attend meetings regarding land use and transportation decisions within and around neighborhood including citizen participation on Boards, task forces, and other neighborhood group alliances.
- d. Maintain close coordination with other members of the Board, particularly Parks/Neighborhood Preservation and Security/Transportation on land use issues affecting the neighborhood.
- e. Coordinate with the Treasurer and other Board members capital projects for the neighborhood.
- f. Attend all NPU-E meetings on behalf of the LHNA.
- g. Promote LHNA positions on all issues before the NPU.
- h. Report to the Board via email or other means prior to each NPU meeting. Summarize results of said meeting to the Board.
- i. Represent the Board on external civic and community boards.
- j. Maintain awareness of upcoming city, private development, and Capital Improvement Plans impacting the neighborhood.
- k. Parks Chair
- l. Initiate plans and set direction for the maintenance and improvement of existing passive and active park and greenspace.
- m. Initiate plans and projects to enhance the beautification of the neighborhood.

#### **6. Transportation Chair**

- a. Develop master plans regarding future development and transportation issues within and around the neighborhood.
- b. Attend meetings regarding land use and transportation decisions within and around neighborhood including citizen participation on Boards, task forces, and other neighborhood group alliances.

- c. Maintain close coordination with other members of the Board, particularly Parks/Neighborhood Preservation and Security/Transportation on land use issues affecting the neighborhood.
- d. Coordinate with the Treasurer and other Board members capital projects for the neighborhood.
- e. 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.
- f. Maintain awareness of upcoming City, private development, and Capital Improvement Plans impacting the neighborhood.
- g. Coordinate with ATLDOT and GDOT

**7. Security Chair**

- a. Oversight of all security, policing, and traffic issues within the neighborhood.
- b. Initiate and maintain contact with city law enforcement officials and GDOT on neighborhood policing, crime statistics, warnings, and restriction of cut through traffic.

**8. Social Chair**

- a. Collect dues and sponsorship funds.
- b. Responsible for the coordination of social activities promoted by LHNA, and with assistance from the Membership/Communications Chair, coordinate ongoing efforts to maintain existing membership involvement and increase involvement among those who are qualified to join.
- c. Coordinate and notify membership of events through social media accounts maintained and utilized by LHNA.

**9. Membership/Communication Chair**

- a. Maintains archival records
- b. Create, implement, manage, and record voting procedures for each Board and General Meeting.
- c. Maintain current membership rolls and lists.
- d. Maintain and monitor the website and email system.
- e. Maintain all contact lists of the membership.

**Section 5: Elections**

Board members who are to be elected must:

- a. Be a member of the association in good standing at the time of election.
- b. Serve only as long as they reside in the neighborhood.
- c. Be a single-family residential property owner or reside with a single-family residential property owner.

**Section 6: Tenure**

The annual term of the Board members shall be from January 1 to December 31. No individual Board member shall hold more than one (1) portfolio 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**

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. Replacement Board members 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***

**Section 1:** 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 a simple majority 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***

**Section 1:** 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.