

Patterson Park Civic Association

By-Laws

Article I: NAME

- *Section 1-* The name of this organization shall be the Patterson Park Civic Association, Dayton, Ohio
- *Section 2-* This organization shall be incorporated. It shall be a non-profit corporation.
- *Section 3-* The officers and trustees shall be members of the corporation.

Article II: PURPOSE

- *Section 1-* The purpose of the association is to support, promote interest in, and supply information about the neighborhood through educational and social activities.
- *Section 2-* This organization is for charitable and educational purposes.
- *Section 3-* No part of the net earnings of the organization shall inure to the benefit of, to be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized to reimburse reasonable expenses incurred in the furtherance of the purposes stated above.
- *Section 4-* The organization may NOT carry on propaganda, nor attempt to influence legislation, nor participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office.
- *Section 5-* The organization may NOT carry on any activity that is not in furtherance of the purposes of this organization.
- *Section 6-* Upon dissolution of this organization, any remaining assets shall be distributed for one or more purposes to the federal, state or local government for a public purpose.

The purpose of the Patterson Park Civic Association is to create and sustain a community where people want to reside. The association shall:

- *Section 7-* Provide a means for common goals, objectives, concerns, and needs related to the neighborhood.
- *Section 8-* Seek solutions with agencies of government, public, private, corporate, individual and local leadership boards.
- *Section 9-* Share plans, goals, objectives, and reports of the association through public meetings, forums, newsletters, social media and at activities of the association.

Article III: ADMINISTRATIVE RECORDS

- *Section 1-* The administrative records shall be located at the house of the President of the organization.
- *Section 2-* The Statutory Agent will house the official records of the organization and file necessary paperwork with the Secretary of State and the IRS.

Article IV: MEMBERSHIP

- *Section 1-* Membership shall be open to all residents of Patterson Park who have reached the age of 18.
- *Section 2-* Each household shall pay a membership fee set by the Board of Trustees. Members who have not paid dues by the established deadline shall be dropped from the membership list.
- *Section 3-* Dues shall be collected annually in January.

Article V: MEETINGS OF THE GENERAL MEMBERSHIP AND ELECTIONS OF THE BOARD OF TRUSTEES

- *Section 1-* Meetings of the general membership shall be held not less than four times per year. The general membership meetings will be on the second Tuesday of the months of October, February, and May. There shall be an annual meeting in August at which time Trustees will be elected.
- *Section 2-* The neighborhood picnic shall be the annual meeting on/close to the first Saturday of August. The dates, times, and locations of the meetings shall be posted a minimum of 7 days prior to the meetings.
- *Section 3-* A nominating committee of three members shall be appointed by the President, with the approval of the Trustees, at least one month before the August elections. The nominating committee shall ensure that each candidate is a member in good standing of the Patterson Park Civic Association. The nominating committee shall present a slate of candidates to fill the vacancies for Trustee each year. The Trustees shall have agreed to serve a three year term, if elected. The nominating committee shall post the slate of nominees for the Board of Trustees a minimum of 7 days prior to the August meeting.
- *Section 4-* Nominations may be accepted from the floor at the discretion of the Nominating committee designee.
- *Section 5-* A quorum shall be the number of the members present at a meeting with a majority rule.
- *Section 6-* Trustees shall be elected by a majority vote of the members present at the meeting.

Article VI: OFFICERS

- *Section 1-* The officers of the corporation shall be: President, Vice-President, Secretary and Treasurer. The nominating committee shall ensure that each candidate is a member in good standing of the Patterson Park Civic Association. The nominating committee shall present a slate of candidates to fill the vacancies for Officers each year. The nominees shall have agreed to serve a one year term, if elected. The nominating committee shall post the nominees for the Board of Trustees, a minimum of 7 days prior to the August meeting.
- *Section 2-* Officer elections shall be held at the August general meeting. Officers shall be elected by majority vote of the members present at the meeting.
- *Section 3-* Duties of the elected officers shall be:
 1. **PRESIDENT-** The president shall preside at all meetings of the members and Trustees, sign the records thereof, and perform generally all of the duties usually performed by presidents of like corporations, and such further duties as shall be required by the members or Trustees. The President shall appoint an independent committee to audit the Treasurer's records prior to the Annual General meeting in August.
 2. **VICE-PRESIDENT-** The vice-president shall perform all the duties of the president in case of the absence or disability of the latter. In case both the president and vice-president are absent or unable to perform their duties, the Trustees may appoint a president pro tempore.
 3. **SECRETARY-** The secretary shall keep record of all the proceedings of the members and Trustees of this corporation, and make a proper record of the same, which shall be attested by him or her, and generally perform such duties as may be required by the members or Trustees.
 4. **TREASURER-** The treasurer shall receive and be in charge of all monies and securities belonging to this corporation and shall disburse or otherwise deal the same as shall be ordered by the Board of Trustees. The treasurer shall keep an accurate account of all monies, and shall generally perform such duties as may be required by the members or Trustees. The treasurer will comply with requests for records for an annual audit. On expiration of his or her term of office he or she shall turn over to his or her successor, or to the Board of Trustees, all money and property of this corporation in the treasurer's hands. Checks may be signed by the treasurer or president on behalf of the corporation.

Article VII: TRUSTEES/TERM OF OFFICE/VACANCIES/MEETINGS

- *Section 1-* The Board of Trustees shall be composed of a minimum of nine (9) and not more than eighteen (18) members of the Patterson Park Civic Association. The trustees must be residents of Patterson Park who are 18 years of age or older, and members in good standing.
- *Section 2-* The term of office for a Trustee shall be three years.
- *Section 3-* Vacancies shall be filled by appointment by the President with the approval of the Trustees. Appointed Trustees shall finish the term of the person they replace.
- *Section 4-* Any Trustee's office may be declared vacant when there are three successive unexcused absences from official meetings, and when the Board of Trustees has declared the office vacant.
- *Section 5-* The office of Trustee shall also be declared vacant when the Board of Trustees receives a letter of resignation from a Trustee.
- *Section 6-* A quorum shall be 2/3 of the total number of Trustees. A quorum is required to conduct business of the association.
- *Section 7-* The Trustees shall be responsible for the work of the Association:
 1. Administering the programs.
 2. Implementing the goals and objectives.
 3. Establishing and implementing policies.
 4. Receiving property, bequests and gifts or rejecting them.
 5. Establishing a budget, authorizing expenditures, disbursing funds, and receiving an annual audit of the Treasurer's accounts.
- *Section 8-* The Trustees shall not be controlled by any special economic, political, ethnic, or religious group.
- *Section 9-* Meetings of the Board of Trustees shall be held in July, September, November, January and April of each year and at such other times as the Trustees shall schedule them. Trustee meetings shall be held on the second Tuesday of the month unless the Board shall decide a different day for a specific meeting. Additional meetings may be called by the President or by two members of the Board and giving at least seven days notice of the meeting and purpose to all Trustees.
- *Section 10-* Meeting via Communication Equipment: The Board of Trustees shall permit any or all directors to participate in a regular or a special meeting by, or conduct the meeting through the use of, any means of communication by which all trustees participating can hear or read each other's comments during the meeting. The trustee participating in a meeting by this means is deemed to be present in person at the meeting.

Article VIII: SUSPENSION AND EXPULSION OF A TRUSTEE

- *Section 1-* If the conduct of any trustee shall appear in willful violation of the by-laws or prejudicial to the corporation's interest, the Board of Trustees may, by the affirmative vote of three-fourths (3/4) of the entire Board of Trustees, suspend or expel such trustee. Before taking such action, a written copy of the charges must be served upon the trustee and an opportunity given to be heard before the Board of Trustees in defense.
- *Section 2-* A motion to reconsider the suspension or expulsion of a trustee may be made at the next regular meeting of the Board of Trustees, but not thereafter.

Article IX: ORDER OF BUSINESS

- *Section 1-* Unless this regulation is ordered by a majority vote of the members present at any meeting of the members, the order of business at meetings shall be:
 1. Approval of minutes of the preceding meeting
 2. Officer and Committee Reports
 3. Old Business
 4. New Business
 5. Adjournment
- *Section 2-* The rules of parliamentary procedure as laid down in "Robert's Rules of Order" simplified and informal, shall govern at all meetings.

Article X: COMMITTEES

- *Section 1-* Committee members, including its chairpersons, shall be appointed by the President with the approval of the Trustees. Committees shall report to the Trustees.
- *Section 2-* Members of committees shall be members of the Patterson Park Civic Association.
- *Section 3-* The committees are:
 1. **BY-LAW:** To review the by-laws and recommend changes as needed, but at least once every three years.
 2. **BUDGET:** To prepare and develop an annual budget for presentation at the January trustee meeting and approval at the February general meeting.
 3. **MEMBERSHIP:** To recruit association membership within Patterson Park and to welcome new neighbors. To provide information about the Patterson Park Civic Association.
 4. **NOMINATING:** To nominate new Trustees and officers for the August elections. The committee shall present up to 6 nominees for three year Trustee terms. The committee shall present officer nominations for: President, Vice-President, Secretary, and Treasurer. Each officer shall serve a one year term.
 5. **PUBLICITY:** To manage communication via the newsletter, website, and Facebook.
 6. **SAFETY:** To promote a safe neighborhood. This includes, but is not limited to the Neighborhood Watch program and other neighborhood issues that relate to the safety of all residents.
 7. **BEAUTIFICATION:** To beautifying the Common areas (The Commons, Jane Newcom Park, the Rose Garden, and the Boulevards). To organize: clean up dates, planting dates, and beautification awards as recommended by the Garden Club.
 8. **EVENTS:** To organize neighborhood events including but not limited to: the Easter Egg Hunt, Garage Sale, Picnic, Scarecrow Contest, Holiday Decorating, and any other events for residents of Patterson Park.
 9. **AUDIT:** To audit the Treasurer's records from the previous year and present the findings at the July trustee meeting.
 10. **BUSINESS RELATIONS:** To forge partnerships with businesses in the Patterson Park area.

Article XI: AMENDMENTS

- *Section 1-* This code of regulations may be amended, supplemented, or repealed, giving two week's notice of the general nature of such proposed action.
- *Section 2-* The vote must be the assent thereof of two-thirds (2/3) of a constituted quorum of this corporation at any regular meeting or any special meeting called for that purpose.

Revised:

- May 30, 1984
- April 5, 1988
- October 3, 1989
- June 5, 1990
- November 9, 2011
- November 11, 2014
- August 8, 2015
- May 10, 2016