

Enacted: TBD
Amended: TBD

By-Laws of the Sedgefield Neighborhood Association

Preamble & Mission

The Sedgefield Neighborhood Association (SNA) is a not-for-profit organization representing residents of the Sedgefield neighborhood of Charlotte, NC and Mecklenburg County. The SNA is dedicated to the betterment of the neighborhood by promoting community engagement, improving the quality of life for Sedgefield residents, advocating for community needs, and building and maintaining a close working relationship with city government. For this purpose, we adopt and establish these by-laws.

Article I – Name

The organization is the *Sedgefield Neighborhood Association*, a not-for-profit organization, hereinafter referred to as the *Association*.

Article II – Membership & Dues

Section 1 – Eligibility

- a) The membership of this Association shall be limited to residents of single or multi-family households and long-term renters living in Sedgefield within the recognized NSA #68 boundaries, and in developments not otherwise represented by a Homeowner Association. Geographic boundaries for neighborhoods are not recognized by the City of Charlotte government. However, the neighborhood is generally recognized as being bounded by South Boulevard, Ideal Way, McDonald Avenue, Park Road, Marsh Avenue, Auburn Avenue, and Hartford Avenue.
- b) All members must be legal adults.
- c) Businesses located within this boundary are not eligible for membership in the Association.
- d) Interested non-residents and businesses are encouraged to interface with the Association. They will not be charged dues and will not be eligible to vote. However, they will be welcomed to follow activities via email and social media channels, attend public meetings, voice opinions relevant to the neighborhood and participate in certain events.
- e) Any person desiring to become a member shall make payment of dues to the Board of Directors in such manner and form as the Association shall prescribe.

Section 2 – Membership

- a) Dues paying members shall be considered to be an Active Member for said calendar year.
- b) Term of Membership shall commence on the date of dues receipt by the Association Treasurer and shall expire on December 31 of that calendar year.
- c) Only active members shall be entitled to vote. Any active member may be represented by written proxy if not able to attend a vote in person. Voting may be by voice, however, 10% of the active members present, including those represented by proxy, shall have the right to demand voting by roll call.
- d) A household dues payment grants active voting membership to two adults living at the designated address.

Section 3 – Dues

- a) Amount. The annual dues will be \$50.00 per household or \$40.00 per individual, due and payable on January 1 of each calendar year.

Enacted: TBD
Amended: TBD

- b) Due Date. Payment may be made anytime during the membership year for the current year ending December 31. Dues will not be prorated.
- c) Any changes in the Dues amount and schedule must be approved by a simple majority vote of the Association's membership at a scheduled Association Meeting and will apply to all dues paid going forward. The Treasurer must provide a report of the Association financial status at the Meeting prior to changes to the Dues and Dues schedule being voted upon.
- d) Per the discretion of the President and the Treasurer, any resident of the neighborhood may be granted membership regardless of the ability to pay dues.

Article III – Governance & Officers

Section 1 – Board of Directors

- a) A Board of Directors, herein referred to as the Board, shall govern the Association. The Association shall elect the Board.
- b) Board members must be voting members of the Association.
- c) The Association shall have nine (9) Board members, which shall serve two-year staggered terms with an election held each year.
- d) The Board of the Association shall be a President, a Vice-President, a Secretary, a Communications Director and a Treasurer. An additional four (4) at-large officer positions shall constitute the remaining positions on the Board.
- e) The Board shall temporarily fill vacancies on the Board, by a majority vote of the existing officers, until the next election. At the next election meeting, the temporary Board member can run as an incumbent for a full term of office.
- f) If at any point, Board membership falls below the designated nine officers, the Board may decide by simple majority vote to appoint a temporary replacement or to leave the position vacant until the next election. The five named positions of President, Vice-President, Secretary, Communications Director and Treasurer must always be filled.
- g) Board terms will be limited to four consecutive two-year terms or eight consecutive years (inclusive of interim positions), whichever comes first. Should a Board member reach their maximum term limit, a one-year hiatus is required before the individual is eligible to serve in an interim role or run for another term.

Section 2 – Election of Officers

- a) All Officers shall be elected by the active membership. Each Officer must receive a simple majority of the votes to be elected.
- b) Officers shall be elected at an Association Meeting on the second Tuesday of March and serve a two year term beginning April 1. The Board may shift the date of the election within one month, as long as the term of new officers can still begin on the first day of April.
- c) The existing Board will designate an officer whose term is not expiring to accept nominations and validate that candidates are Members of the Association in good-standing. The slate of nominated candidates must be communicated to the active Membership at least ten (10) days in advance of the election to permit for written proxy votes to be collected.

Section 3 – Special Committees

The Officers may appoint special committees to perform such duties as they determine. Social Activities, Major Events (such as Sedgifest), Website and Social Media are among the various roles

Enacted: TBD
Amended: TBD

that may merit a special committee or designated chairperson. The Board shall maintain and publish a list of active committees and their designated chairperson.

Section 4 – Removal of Officers

- a) Board members will comply with all by-laws and policies of the Board and Association. All Board members may be subject to review by the Board for failure to comply or for any conduct that is inconsistent with the goals, functions and operations of the Board and/or Association.
- b) Any officer or Board member may be removed by a (2/3) vote of the remaining officers.
- c) A Board member may choose to resign from their position on the Board with written notification to the President. Reasons for resignation, if requested, will be kept confidential.

Section 5 – Officer Responsibilities

- a) President – The President shall be the chief executive officer of the Association and shall have general charge of the business affairs and property of the Association. The President shall preside at all meetings of the membership and of the Officers. The President shall have signing power on bank accounts in addition to the Treasurer. The President will work to fill vacancies on the Board in a timely manner. The President will establish policy for the Association and ensure the bylaws are met. The President shall represent the neighborhood to all public and outside entities.
- b) Vice-President – The Vice-President, in absence or disability of the President, shall act in the President’s stead. The Vice-President is also responsible for acting in the capacity of other officers during meetings, in the event that officer is absent.
- c) Secretary – The Secretary shall keep the minutes of the meetings and attend to the correspondence pertaining to the Board. They will have responsibility for the agenda of Association and Board meetings and ensure meetings are held. The Secretary shall maintain the list of active members and have responsibility for maintenance and safe handling of Member contact information.
- d) Treasurer – The Treasurer shall be responsible for all financial functions of the Association, maintaining a budget, remitting payments, keeping full and accurate accounts of receipts and disbursements and making reports of the financial condition of the Association to the Membership at least twice per year. They must maintain the not-for-profit tax-exempt status of the organization and file all appropriate paperwork with the Internal Revenue Service.
- e) Communications Director - The Communications Director shall be responsible for all communications external to the Board of Directors. They will ensure relevant information is communicated to the active Association Membership in a timely manner. They will be responsible for ensuring maintenance of the Association website and social media channels. They will oversee advertising of Association news and activities via social media channels and/or newsletters, as well as reaching out to new community residents.
- f) At-Large Officers - At-large officers will support the goals and mission of the Association and perform any duties assigned by agreement of the Board. This may include management of special committees.

Article IV – Operations

Section 1 - Board Responsibilities

- a) The Board shall be responsible for conducting the day-to-day operations of the Association.
- b) The Board shall develop and maintain a budget for the Association.
- c) The Board shall develop policy to address all governance issues not specifically identified by these bylaws.

Enacted: TBD
Amended: TBD

- d) The Board shall determine and represent the position of the Association on all issues of importance to the neighborhood and be a voice for the residents in interactions with local government officials and businesses operating in the neighborhood.
- e) The Board shall receive no compensation for their services as officers.

Section 2 - Meetings

- a) Association Meetings - General meetings of the Association shall be held quarterly with appropriate written notice given to the membership.
- b) Board Meetings - there shall be a minimum of six (6) monthly meetings of the Board of Directors. The Secretary shall, upon request, furnish Board meeting minutes and voting results to active Association members.
- c) Quorum - A quorum for the conducting of Association business shall consist of the active members present at any meeting, including those represented by proxy.
- d) For conduct of meetings, Robert's Rules of Order will be applied as needed where the bylaws are silent. The Board may designate a parliamentarian from amongst its ranks. If not designated, this responsibility will fall to the Vice-President.

Section 3 - Contracts and Services

- a) The Board may authorize any officer or agent to enter into a contract on behalf of the Association by simple majority vote of the Board.
- b) Unless previously authorized by the Board or the bylaws, no officer or agent shall have any power or authority to bind the Association by any contract or obligation, or to pledge its credit, or render it liable for any purpose or in any amount.
- c) Monies raised from the payment of Dues shall be used for projects and services for the benefit of the Association, as deemed appropriate by a majority vote of the Board, if the expenditure is under \$2,500. Any expenditure over \$2,500 must be approved by a majority of the Association membership at a regularly scheduled meeting.

Article V – Amendments

Section 1

Amendments of these bylaws may be adopted by two-thirds (2/3) vote of the Association members attending or voting by proxy at any regular or special meeting, provided that written notice of the proposed change in bylaws has been submitted to the active membership at least ten (10) days prior to the vote.

Article VI – Dissolution

Section 1

Upon dissolution of the Association, any capital assets will be split equally and donated between the Sedgfield Campus of Dilworth Elementary School and Sedgfield Middle School.