

Bylaws of the Liberty Hill Neighborhood Association

AS AMENDED 1998, 2010

Article 1: Name

- a. The name of this organization is the Liberty Hill Neighborhood Association (LHNA).

Article 2: Purpose

- a. **Mission Statement.** The Liberty Hill Neighborhood Association (LHNA) represents the residents and businesses within the general boundaries of the Liberty Hill Historic District. LHNA members work together and support each other in creating and advocating for a safe and vibrant neighborhood and city. LHNA encourages constructive participation of neighbors in building community and engaging in civic activities. LHNA emphasizes the enhancement of the residential and commercial character, historical nature, and quality of life. LHNA promotes art, culture, and education in and about the Liberty Hill Neighborhood.
- b. The boundaries of the LHNA extend from 20th Street on the north to 22nd Street on the south, Dolores Street on the west up to but not including Mission Street on the east. The properties on either side of the boundary streets are included except for the properties that are addressed on Mission Street. The properties addressed on both sides of Mission Street are excluded.
- c. The Liberty Hill Historic District lies within the boundaries of the LHNA. The LHNA assumes responsibility for maintaining and preserving the integrity of the Liberty Hill Historic District.

Article 3: Membership and Regular Membership Meetings

- a. The voting membership shall be the primary decision making and policy making body of the association.
- b. **Voting Members.** Any person who believes in the purposes of the LHNA, and who lives or conducts a business in the area represented by the LHNA and who pays the annual dues may be a member. Dues payment is per household or per business. Voting shall be limited to one vote per member with a maximum of two votes per household or business.
- c. **Associate Members.** Any person who believes in the purposes of the LHNA but who does not live within its boundaries may pay the annual dues, become an associate member and be designated as a Friend of Liberty Hill. Associate members will receive notice of and may participate in LHNA online groups and all other discussions and activities but may not vote, make or second motions, or hold an executive office or committee chairmanship. An associate member may serve on committees.

- d. Regular Membership Meetings. Meeting schedule for the coming year shall be determined at the Annual Membership Meeting and may be modified by the Executive Committee with seven day notice to the membership.
- e. Annual Membership Meetings. The Annual Membership Meeting shall be held in February of each year. At the Annual Membership Meeting, voting members shall elect the Officers. The President shall present an Annual Report of the previous year's activities and projected Calendar for the forthcoming year, and the Treasurer shall present the previous years' financials and a budget for the forthcoming year.
- f. Quorum. At any Regular Membership Meeting, at least fifteen eligible voting members or five percent of the membership eligible to vote, whichever is less shall constitute a quorum for the purpose of voting. The action of the majority of the voting members present at that Meeting shall be the action of the full membership except as may be otherwise specifically provided by these Bylaws.
- g. Voting. Voting at Regular Membership Meetings shall be by a show of hands. A majority shall be required for passage of any motion.
- h. Rules of Order. Conduct of all Meetings of the LHNA shall be governed by Robert's Rules of Order except as may be otherwise specifically provided by these Bylaws.

Article 4: Officers

- a. Eligibility. Each officer must be a voting member in the LHNA.
- b. Titles. The officers of the LHNA shall be a President, Vice President, Secretary, Treasurer and an Officer at Large. All officers shall be members of the Executive Committee.
- c. Nominations. Nominations may be by a nominating committee or nominations can be taken from the floor at the Regular Membership Meeting prior to which elections are to take place. Any eligible voting member may nominate any eligible voting member, including him or herself. Nominated officers shall be thereafter posted by the Secretary to the LHNA online group.
- d. Election. Officers shall be elected at the Annual Membership Meeting by a simple majority show of hands of the voting members present. Absentee voting will be permitted in the election of officers.
- e. Term of Office. The term of office for all officers shall be one year. Each officer's one-year term shall begin March first in the year elected and end March first of the following year.
- f. Resignation. Any Officer may resign by giving written notice to the Executive Committee.

g. Removal of Officers. Officers may be removed for any reason by a simple majority of the general voting membership at the next Regular Membership Meeting. A vote to remove an officer shall only be held following 15 day notice of the vote being given to the membership.

h. Vacancy. A vacancy due to resignation, removal or any other cause shall be filled by election at the next Regular Membership Meeting.

i. President's Duties

1) The President will serve as Chair of the Executive Committee and will have a voice and one vote equal to that of all its other members. The President is responsible for convening the Meetings of the Executive Committee. If unable to attend any Executive Committee Meeting, the President must notify the Vice President to convene the Meeting as soon as is possible.

2) The President is responsible for convening both the Regular Membership Meetings and the Executive Committee Meetings. If unable to attend any Meeting, the President must notify the Vice President to convene the Meeting as soon as is possible.

3) The President will prepare and post to the LHNA online group an agenda for each Regular Membership Meeting. The agendas that shall be developed in consultation with members of the Executive Committee and the Committee Chairs. These agendas shall always include an item known as "open" to allow discussions of unanticipated business and to permit members to express their views on any matter relating to the LHNA.

4) The President may, upon direction from a majority vote of the Executive Committee, or majority vote at a Membership Meeting, deliver LHNA policy statements or letters to San Francisco City government officials, community organizations and/or neighborhood organizations.

5) The President makes an annual report to the membership.

6) The President will be a signatory on the LHNA bank accounts. No check made out to an Officer shall be signed by that Officer.

j. Vice President's Duties

1) The Vice President will serve as a member of the Executive Committee and will have a voice and one vote equal to that of all its other members.

2) The Vice President will be a signatory on the LHNA bank accounts. No check made out to an Officer shall be signed by that Officer.

3) When necessary, the Vice President shall assume all the duties of the President.

k. Treasurer's Duties

- 1) The Treasurer will serve as a member of the Executive Committee and shall have a voice and one vote equal to that of all its other members.
- 2) The Treasurer will maintain one or more bank account(s) for the Association and will review and reconcile all bank statements.
- 3) The Treasurer will be a signatory on the LHNA bank accounts. Two signatures will be required on all checks in the amount of \$300 or more. No check made out to an Officer shall be signed by that Officer.
- 4) The Treasurer will be responsible for reviewing all invoices and making payment as is appropriate.
- 5) The Treasurer will monitor and deposit all dues and other payments, prepare and post to the LHNA online group Membership Reports and Rosters at least once a year at least thirty days prior to the Annual Membership Meeting.
- 6) The Treasurer shall keep the accounts on a cash basis, with the LHNA annual year to correspond to the calendar year.
- 7) The Treasurer shall be responsible for the collection and dispersal of all LHNA funds even if not specified above.
- 8) The Treasurer will submit a quarterly financial report at the Regular Membership Meeting; the Treasurer shall present a summary of the prior year's financials, including any recommendations for change in dues.

l. Secretary Duties

- 1) The Secretary shall serve as a member of The Executive Committee and will have a voice and one vote equal to that of other members.
- 2) The Secretary will take minutes of the Regular Membership and Executive Committee Meetings, and will transcribe and make them available to the membership. The Secretary will prepare summaries of those Meetings for publication on the LHNA online groups. The Secretary will make available to any member, upon request, all Minutes of the Regular Membership and Executive Committee Meetings.
- 3) The Secretary shall maintain a record of Policy Positions adopted by the LHNA and shall make them available to the members.
- 4) The Secretary, in conjunction with other Executive Committee members, will prepare material s for correspondence.
- 5) With the aid of the Treasurer, the Secretary will maintain an up-to-date membership list.

Article 5: Executive Committee

- a. Purpose. The purpose of the Executive Committee shall be to oversee the implementation of the decisions made by the membership. The Executive Committee may also act on behalf of the LHNA in circumstances where a vote of the membership is not practical in a timely manner. Actions taken by the Executive Committee must be approved by a majority of the Executive Committee members and ratified at the next Regular Membership Meeting.
- b. Membership. The members of the Executive Committee shall be the four LHNA Officers and an Officer at Large, who will also be elected by the General Membership.
- c. Chair. The President shall be the Chair of the Executive Committee.
- d. Elections. The Executive Committee Officers shall be elected at the Annual Membership Meeting. In the event of a tie vote, the election shall be decided by a toss of a coin by the President and called by the Secretary.
- e. Meetings. Meetings may be held by conference call or email.

Article 6: Committees

- a. Committees will be formed and function as needed.

Article 7: Dues and Contributions

- a. Dues. The membership sets the dues or may waive dues for new and current members.
- b. Contributions. The membership may request, accept, and receive voluntary contributions from members and nonmembers.
- c. Other revenue. The membership may undertake other fund raising activities.

Article 8: Ratification and Amendments

- a. Amendments. These Bylaws must be amended by a majority vote of the membership present and eligible to vote at two consecutive Regular Membership Meetings. The proposal to amend shall be noticed to the membership.