

# **By-Laws**

## **SPRING LAKE NEIGHBORHOOD ASSOCIATION (SLNA)**



**PASSED BY THE SLNA BOARD OF DIRECTORS ON FEBRUARY 19, 2019**

**FIRST READING ON MARCH 9, 2019  
SECOND READING ON MAY 22, 2019**

**PASSED BY THE SLNA GENERAL BODY MAY 22, 2019**

# SPRING LAKE NEIGHBORHOOD ASSOCIATION BY-LAWS

## ARTICLE I - PURPOSE

The purpose of the Spring Lake Neighborhood Association (hereafter referred to as Association) is to promote all local matters pertaining to the safety, security, improvement, beautification, and maintenance of the area known as Spring Lake Subdivision, which is bounded by Morrison Road on the north, I-10 Service Road on the south, the St. Charles drainage canal on the west, and the Lawrence Canal on the east. The Association also administers all funds collected and received on behalf of the area described above, including, but not limited to special taxation, fees, and/or donations. To achieve its end, this corporation shall have and enjoy all the powers and privileges available to it as a non-profit organization.

## ARTICLE II – BOUNDARIES

The Association shall be comprised of the area of Orleans Parish located between Morrison Road on the North, the Lawrence drainage canal on the East, the I-10 service road on the South and the St. Charles Drainage Canal on the West comprising all of the Spring Lake Subdivision.

## ARTICLE III – MEMBERSHIP

### A. Types of Membership

There shall be two types of membership in the Association.

1. *Regular Membership*
2. *Associate Membership*

### B. Eligibility

1. Regular Membership: The regular membership shall consist of any adult member (18 years or older) who are residents **and** property owners in the Spring Lake subdivision.
2. Associate Membership: Shall be a person, business, agency, or organization interested in the progress of this neighborhood or of the Association. All associate members shall be approved by the executive board.

## ARTICLE IV – VOTING RIGHTS, MEETINGS & QUORUM

### A. Voting Rights:

- General Body - Any regular member of the Association shall be able to cast one vote. However, when more than one regular member holds an interest in any parcel, all such members shall be members of the Association. The vote for such

parcel shall be exercised as they determine; but in no event shall more than (1) vote be cast with respect to any parcel.

- Associate Members – Associate members shall not have any voting rights.
- Multiple Property Owners – In the case where multiple parcels are owned within the Spring Lake Subdivision, the regular member shall cast only (1) vote for the home in which said person resides.
- All Property Owners – In the event that a regular member is temporarily displaced due to special circumstances no fault of their own (ex: natural disasters, fire, flood, theft or other property damage), the member shall retain voting rights consistent with the provisions of this article. Should information arise that cast doubt as to whether the member truly intends to return, the executive board will review the situation and make a recommendation to the Board of Directors as to the member's continued eligibility.

B. Meetings: Members of the Association (General Body) shall meet at least twice each calendar year in a place designated by the president of the Association, or as often as may be necessary. Such general membership meetings shall be held in the first half (January – June) and second half (July – December) of the calendar year and shall require a quorum of eight (8) regular members. Notice will be given for all regular/special meetings.

The Board of Directors shall meet quarterly (four times a year), or as often as may be necessary and shall require a quorum. The Board of Directors shall meet in January to approve a calendar of meetings for the calendar year. These dates are to be disseminated to the membership. It is important that all members assure that their contact information is correct and up-to-date. The president has the authority to call executive committee meetings and committee meetings as needed.

C. Quorum

- General Body Meeting - Eight (8) regular members
- Board of Directors Meeting - 50% plus 1 of the fully established Board of Directors

(Example: If there are 18 Board Members, a quorum is 10; 17/10, 16/9, 15/9, etc.)

## **ARTICLE V – MANAGEMENT OF THE ASSOCIATION**

The management of the Association shall be conducted by a Board of Directors who shall meet at a time and place designed by the president. A quorum of the Board shall consist of 50 percent plus 1 of the established Board of Directors. All members of the board must be regular members. The Board shall have full authority to appoint and delegate

any part of its duties and powers to committees, delegates and agents, which, or who, shall be appointed for a specific purpose and function.

### 1. Elected Officers of the Association & Executive Board Members

The Association shall also elect officers to handle its affairs. The elected officers of SLNA shall include:

- President
- Vice-President
- Secretary
- Treasurer
- Chief of Security

These five (5) individuals shall constitute the executive board and represent SLNA on the Spring Lake Subdivision Improvement District (SLSID) Board of Directors. **The Spring Lake Subdivision Special Improvement District** is a special taxing district that was created in 1998 and re-enacted in 2003 for the primary purpose of promoting and encouraging the security, beautification and overall betterment of the Spring Lake Subdivision. The Spring Lake Neighborhood Association Board of Directors shall annually authorize the Spring Lake Subdivision Special Improvement District Board of Directors to prepare and submit to the New Orleans City Council a budget/plan for the collection of fees (\$200.00 per parcel of land per year, *or the amount voted upon by Spring Lake residents in the most recent election*) as designated by the legislative act creating the special taxation district as long as legislation is current. The Spring Lake Neighborhood Association general body shall vote by ballot every 8 years for renewal. The SLSID shall be governed by a board of nine (9) commissioners. Four commissioners are appointed in the following manner: (1) by the Mayor of the City of New Orleans, (1) by the City Councilperson representing our district (1) by the Louisiana State Senator representing our district, and (1) by the State Representative representing our district. The remaining (5) members shall be the five elected officers of the Spring Lake Neighborhood Association. All nine members shall be residents and property owners living in the Spring Lake Subdivision.

*Duties of the officers and directors shall be:*

A. The **President** shall attend meetings of the Association and shall preside there as well as at the meetings of the Board of Directors (hereafter referred to as the Board). He/She shall be an ex-officio member of all committees and shall supervise the functions thereof. He/she shall be the executive officer of the Association and, together with the officers, shall have general supervision over the administrative affairs thereof. The president shall be allowed to participate in debate and - except for the annual election - only vote in the event of a tie vote as the tiebreaker.

B. The **Vice-President** shall preside at meetings and fulfill the functions of the president whenever the president is absent or disqualified, or when acting for the

president for any other reason. In the event the office of president becomes vacant during his/her regular term, the vice-president shall automatically become president.

C. The **Secretary** shall keep accurate records and minutes of all meetings of the Association, including the Board of Director's meetings and the general membership meetings; and shall perform such other duties as may be delegated to that office. The secretary is to maintain copies of all minutes for a period of three (3) years, unless litigation is associated with such record. In this case, these records are to be kept for seven years after the litigation is settled. At the time of disposal of the records the secretary will inform the board and get permission for destruction of affected records prior to disposal. All records will be destroyed in a method to ensure the privacy of the Association.

D. The **Treasurer** shall receive all monies of the Association and shall keep accurate record of all receipts and expenditures, and shall pay out funds only in such manner as authorized by the Association. The treasurer shall present a statement of accounts at the Board of Director's meetings and general membership meetings of the Association and at all other times when so requested by the president. The treasurer is to maintain copies of all financial records for a period of three (3) years, unless litigation is associated with such record. In this case, these records are to be kept for seven years after the litigation is settled. At the time of disposal of records, the treasurer will inform the board and get permission for destruction of affected records prior to disposal. All records will be destroyed in a method to ensure the privacy of the Association.

E. The **Chief of Security** is responsible for coordinating the contracting of security services and serves as a liaison between the Association and the contracted security service. In addition, serves as chair of the security committee and advocates for the safety of the entire neighborhood with a focus on families.

2. Appointed Officers – The following officers shall be recommended for appointment by the five (5) members of the executive board from the remaining members of the Board of Directors. The Board of Directors must then approve the recommendation. The terms in office shall be consistent with all other officers.

A. **Parliamentarian** – responsible for enforcing bylaw adherence and assuring that meeting protocol is consistent with Roberts Rules of Order. In addition, he/she shall serve as the chair of the nominating committee.

B. **Sergeant-at-Arms** – responsible for maintaining order and decorum at all meetings and events.

In the event that the appointed parliamentarian and/or sergeant-at-arms are not present at any general body or board of directors meeting, the Association's president may appoint someone - with the approval of the board or body - to assume that responsibility on a temporary basis.

### 3. Board of Directors

The Board of Directors shall include the president, vice-president, secretary, treasurer, chief of security, and as many as 16 additional members. The Board of Directors shall consist of not more than twenty-one (21) members of the Association. A quorum is 50%, plus one of the established Board of Directors. The members of the Board of Directors serve as liaisons between the general body and the members that they represent and Board on which they serve. Only members of the Board of Directors may make motions and vote at board meetings. It is the responsibility of all Board Members to attend *all* board meetings. Should a board member miss two meetings, a letter will be sent apprising the member of his/her absences and to inform them that a third absence could result in his/her dismissal from the board.

No member of the Board of Directors or Association, or any person involved in the review and approval of the Association's expenditure of funds shall participate in any decisions regarding any activities which would result in monetary gain for that individual.

The Board of Directors certifies and shall insure that none of the members has an interest, direct or indirect, which would conflict with the activities of the Association.

In the event a board member commits a criminal act that is detrimental to the operation of the Association or conducts behaviors that are detrimental to the operation of the Association, the Board has the authority to remove the member from the Board by majority vote.

### 4. Election of Officers and Board of Directors

There shall be an election of officers and members of the Board annually for the upcoming year at the final general membership meeting of the calendar year. Terms shall not be limited. A majority vote of members present and voting shall be required for an election. The officers and members of the Board of Directors, so elected at the final meeting, shall take office on January 1. Candidates must be present or submit a written declaration of willingness to serve.

A. Nominations/Elections Committee – There shall be a nominating committee - formed in the third quarter of each year - composed of five (5) regular members. The committee will be appointed by the president and confirmed by the Board of Directors and will be charged with the duty to nominate necessary candidates for election to office in the Association. They shall begin accepting names of regular members interested in serving in any capacity. The committee shall present all names for each office to be elected to the general membership at the final general membership meeting of the calendar year. Nominations shall also be taken from the floor at the meeting when the annual election is held. It shall be the duty of the nomination committee to perform specific tasks, such as:

- Presentation of a pool of candidates for each office
- Ensure a fair and open election

- Publish available seats and election procedures to the entire neighborhood
- Preparation/dissemination of ballots
- Verification of eligible households
- Tally votes, with the verification and validation of the parliamentarian
- Afford an open nominating campaign

B. Term In Office – All officers (elected and appointed) and members of the board of directors shall serve their term of office for one year and shall begin January 1 and end on December 31 of the same year.

C. Ballots – All elections shall be by secret written ballot. Ballots shall be distributed at the final general membership meeting with the names of all individuals who have expressed an interest in a particular office. Write-in candidates will also be allowed to be nominated or self-nominate at this same meeting and will be added to the ballot and voted upon. A majority vote of members present and voting shall be required to elect.

D. Term Limits – There shall not be any limits for any office.

E. Vacancies - The board shall have the authority to take nominations from the general body and appoint members to elected or appointed offices and to the Board of Directors to fill any vacancies that may occur between election periods. Resignations from board membership or elected/appointed offices of the Association shall be made in writing and addressed to the body. Any appointments must be approved by the Board of Directors and shall remain in effect for the remainder of the term of the officer he/she replaced.

## **ARTICLE VI - SPECIAL EVENTS**

The Association shall have the authority to sponsor special events as it deems necessary. The Association shall sponsor at least one special event each calendar year to foster a sense of community and for the overall betterment of Spring Lake.

## **ARTICLE VII - COMMITTEES**

The president, with the approval of the Board of Directors, shall be able to establish committees consistent with the purpose of the Association. Chairs of said committees may/shall be appointed by the President or may/shall elect their own chairs' with the consent of the Board of Directors. All committees shall report their activities to the Board of Directors. Examples are:

- Standing Committees (Permanent Committee: ex – beautification, security, etc.)
- Special Committee (Temporary/Ad Hoc Committee – limited purpose and duration  
Ex: Nominating Committee, Night Out Against Crime Committee, etc.)

## **ARTICLE VIII - FUNDS**

All monies collected by this Association must be used for the benefit of the Association. Expenditures that are not in excess of \$5,000 per item/project may be authorized by the Board of Directors. Expenditures that exceed \$5000 are to be approved by the general membership. All written checks on or against the funds of the Association must be signed by a minimum of two members of the Board of Directors. Unless so signed, such checks shall not constitute valid orders of payment of funds on deposit with any bank. All banks with which this Association shall do business shall be notified of this position. The Board of Directors shall determine the financial institutions to be designated as the depository of the Association. Before any indebtedness is incurred, it must be approved by the Board of Directors. In the case of emergency expenditures (purchases that need to be made prior to a scheduled body or board meeting), the president may spend up to \$1,000 with the understanding that all expenses shall be presented and validated at the next board meeting.

All funds solicited in the name of the Association must be approved by the Board of Directors and all funds received are to be deposited into the official account managed by the Association. This includes, but is not limited to grants and donations. These funds are to be spent in accordance with their awarded purpose.

## **ARTICLE IX – CONTINUATION**

The Association shall continue to function as long as there shall be a minimum of twenty-five (25) members, unless dissolved sooner in accordance with law.

## **ARTICLE X – AMENDMENTS**

Any amendments to these by-laws must be submitted in writing to the Board of Directors. Once approved by the board, it must then be offered and read at a regular meeting of the Association, and voted upon at the next succeeding meeting, regular or special, which shall be held not sooner than five days after the meeting at which the amendment is proposed. Any proposed amendment can be affected by a two-thirds majority affirmative vote of the members present and voting at the meeting.

## **ARTICLE XI – POLITICAL STATUS**

This Association shall be non-political. Candidates for public office will not be endorsed.