

**BYLAWS  
of the  
LAVACA NEIGHBORHOOD ASSOCIATION**

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## **ARTICLE 1 - NAME**

The name of this organization shall be the Lavaca Neighborhood Association.

## **ARTICLE 2 - OBJECTIVES**

The objectives of the Association shall be to enhance the livability of our neighborhood by working to create a beautiful, safe and healthy environment.

## **ARTICLE 3 - LEGAL STATUS**

The Association shall be organized and operated not for profit. No part of any Association net income shall ever be payable to any member.

The Association does not have nor shall exercise any authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent qualifying as a corporation described in Section 501 of the Internal Revenue Code.

## **ARTICLE 4 – MEMBERSHIP**

**Sec 1. Resident Membership** - Any resident 18 years or older, living in the Lavaca Neighborhood defined as the area bound on the north by Cesar E Chavez Boulevard, on the South by the Pacific Railroad Tracks, on the West by South St. Mary's and on the East by Highway 37, shall be eligible for resident membership. Resident members shall have all the privileges of membership, including voting, holding office, serving on committees and speaking on the floor at membership meetings.

**Sec 2. Non-Resident Membership** - Any person 18 years or older, owning property in the Lavaca Neighborhood defined as the area bound on the north by Cesar E Chavez Boulevard, on the South by the Pacific Railroad Tracks, on the West by South St. Mary's and on the East by Highway 37, shall be eligible for non-resident membership. Non-resident Members shall have all the privileges of membership, except Board membership.

**Sec 3. Associate Membership** - Associate membership shall be open to persons who are interested in the objectives of the Association but do not live in, or own property in, Lavaca. Associate Members shall have all of the privileges of membership, except Board membership or voting privileges.

**Sec 4. Business, Club or Organization Membership** - Where membership involves a business, club or organization, such group shall, on being accepted into membership, immediately file with the Secretary of the Association the name and address of its representative, who shall be entitled to cast its one vote in general membership meetings.

**Sec 5. Membership Dues** - Annual dues shall be as follows:

- a. Resident Individual: \$15
- b. Resident Family: \$25
- c. Non-Resident Property Owner \$30
- d. Associate Members \$30
- e. Business Owner \$50

**Sec 6. Cancellation.** The Board may cancel, by majority vote, the membership of any member whose conduct is deemed prejudicial to the objectives, welfare, or character of the Association, including any member of the Board of Directors, provided notice of such alleged misconduct shall first be mailed to the said member at least 10 days prior to the meeting of the Board at which said misconduct is to be considered. The member may appear in person to challenge the proposed action of the Board.

**Sec 7. Waiver.** Any individual can petition Board of Directors for a waiver of the membership dues.

#### **ARTICLE 5 - FISCAL YEAR, DUES AND ASSESSMENTS**

The fiscal year is the calendar year, unless otherwise identified by the Board. The Board will collect dues annually. The Board may adjust the annual dues, if it considers such a change beneficial to the organization.

## **ARTICLE 6 - MEETINGS**

General Membership Meetings shall be held on the third Tuesday of every other month beginning in January, except when otherwise determined by the Board of Directors.

Board meetings shall be held monthly. Notice of meetings shall be provided by the President. Outside of the regular board meetings, the Board is authorized to conduct business by email. Any motion approved by email must be confirmed at the next regular board meeting if quorum is present. Any general member whose dues are current may attend a board meeting provided they give 48 hours advance notice.

## **ARTICLE 7 - ORGANIZATION**

**Sec 1. Board of Directors.** The Association shall have a Board of Directors consisting of the President, the Vice President, the Secretary, the Treasurer, a Lavaca Business Owner, Historic Preservation and Zoning Director, Planning Director, Communications Director, Membership Director, Events/Fundraising Director, and ~~Parking~~ Transportation and Safety Director. The board may include one At-large member. The immediate past president shall be President Emeritus and shall serve as full voting member of the Board. Every Board Director shall be a resident of Lavaca and registered dues paying member of the Lavaca Neighborhood Association.

**Sec 2. General Powers.** The Board of Directors shall be the policy making body of the Association and empowered to make decisions on behalf of the Association. The Board of Directors may choose to place questions before the membership for guidance or resolution of issues. If the Board seeks a vote of the membership to resolve an issue, the Board must be bound by the conclusion of that vote.

**Sec 3. Election of Officers.** A President, Vice President, Secretary, and Treasurer shall be elected by the voting membership at the annual meeting in January to serve for two years. An individual may serve no more than two consecutive terms in a specific office, for a total of four years. The remaining members are appointed by the President and Vice President and voted on by the current board.

The President shall be the principal officer of the Association and shall:

1. Preside at all meetings of the Association
  - When presiding at general meetings shall report to the membership on board actions,
2. Represent the Association to all publics
  - The President may ask another officer, board or committee member to represent the Association as required,
3. With the Vice President, appoint standing and special committees, and designate chairs
  - The Board of Directors will vote to approve any appointed chairs,
4. Identify members for special assignments
5. Sign with the Secretary or any other officer authorized by the Board, any contracts or other legal documents expressly authorized by the Board
6. Check Email
7. With the assistance of members, set the agenda for the Association,
8. Appoint "Block Captains" to represent each street within the boundaries of the neighborhood and instruct the Captains as to their duties

The Vice President shall:

1. Assist the President,
2. Represent the President when so requested by the President,
3. Be empowered by the Board to sign any documents requiring the President's signature, in the absence of the President, and
4. Perform duties as asked by the President or the Board.

The Secretary shall:

1. Keep minutes and other appropriate records of the Association,
2. Sign with the President any contracts authorized by the Board, and
3. Perform other duties as requested by the President or Board.
4. Ensure all general and board meeting minutes changes/comments are updated and are posted to the Lavaca Neighborhood Association website no later than 1 week after the meeting
5. Send reminders 1 week and 1 day prior to board meetings to all board members

The Treasurer shall:

1. Have charge of all Association funds/bank accounts,

2. Review with the President all withdrawals of funds,
3. Shall have authority to spend discretionary funds up to \$50.00 without prior board approval between Board of Directors meetings,
4. Perform other duties as requested by the President or Board,
5. Present a complete account of Association funds identifying the source of funding and disbursement, at monthly meetings to the Board, at the quarterly meetings of the membership, and
6. Prepare an annual statement accounting for Association funds.

The Lavaca Business Owner shall:

1. Be responsible for communication with other Neighborhood Businesses to keep them aware of neighborhood issues
2. Help the membership director identify business sponsors who provide discounts to members of the LNA

**Sec 4. Conflict of Interest.** Any Board Member with an actual or possible conflict of interest must disclose the existence and details of that conflict of interest the Board of Directors and recuse themselves for all Board actions regarding that issue.

**Sec 5. Committees.** The Association shall have the following standing committees:

1. Fund Raising and Events Committee
  - a. To be led by the Fundraising and Events Director,
  - b. Shall undertake revenue generating activities and plan social events like National Night Out for the benefit of the Association.
2. Zoning and Historic Preservation
  - a. To be led by the Zoning and Historic Preservation Director,
  - b. Shall represent the interest of the Association in matters concerning the quality of the environment, e.g. zoning, board of adjustment requests, code enforcement, graffiti abatement, etc.
  - c. Shall review all HDRC, Zoning, Planning and Board of Adjustments requests and take action as appropriate
3. Communications Committee
  - a. Led by the Communications Director
  - b. Will be in charge of
    - i. Organizing block walking,

- ii. Sending out newsletters/e-blasts,
  - iii. Updating managing the website and social media sites in a timely manner,
  - iv. Putting out yard signs informing neighbors of upcoming events.
- 4. Membership Committee
  - a. Led by the Membership Director
  - b. Will be responsible for:
    - i. Maintaining an up to date database of current members
    - ii. Distributing membership cards when available.
    - iii. Works with the Southtown business owner/liaison to find business sponsors who give discounts to members of the LNA.
- 5. Transportation and Public Safety Committee
  - a. Led the Parking and Public Safety Director
    - i. Responsible for reviewing and updating the LNA parking plan as needed
    - ii. Address public safety issues affecting Lavaca, such as dockless vehicles, property crime, sidewalk and street safety
- 6. Ad Hoc Committees
  - a. Additional committees may be formed at the discretion of the Board President to address tasks or issues outside of the standing committees. The Ad Hoc committee ceases to exist once the assigned task has been completed.

**Sec 6. Vacancies.** The Board by majority vote may fill any vacancy among its members. If a board member misses three regular meetings, their place on the Board may be considered vacant.

**Sec 7. Replacement.** If an appointed board position becomes vacant during the term, the Executive Board may appoint a replacement. If the president, vice president, secretary or treasurer position becomes vacant, the executive board will appoint an interim replacement until an election can be held.

## **ARTICLE 8 - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases in which they are not inconsistent with these bylaws and any special rules adopted by the Association. A quorum at a

Board of Directors meeting shall be a majority of Board members. The Board of Directors can A quorum at a general association meeting shall be the voting membership present at that meeting, provided that the time and place of the meeting has been duly publicized.

### **ARTICLE 9 - AMENDMENTS**

These articles may be amended by a two-thirds vote of the members present at any general meeting, provided that a notice has been given to the membership at a previous meeting.

Approved by the membership on September 12 as witnessed by, Joan Cook  
Carabin, President  
Syeira Budd, Secretary

Revision Committee appointed by the President January 10, 2006: Vince  
Martinez, Chair  
Bob Carabin  
David Manny

Revision Committee appointed by the President December 6, 2016:  
Darryl Ohlenbusch, Chair  
Joan Carabin, Past President Selsa Gonzalez, President

Revision Committee appointed by the President April 3, 2019:  
Sarah Sorenson, Chair  
Darryl Ohlenbush