

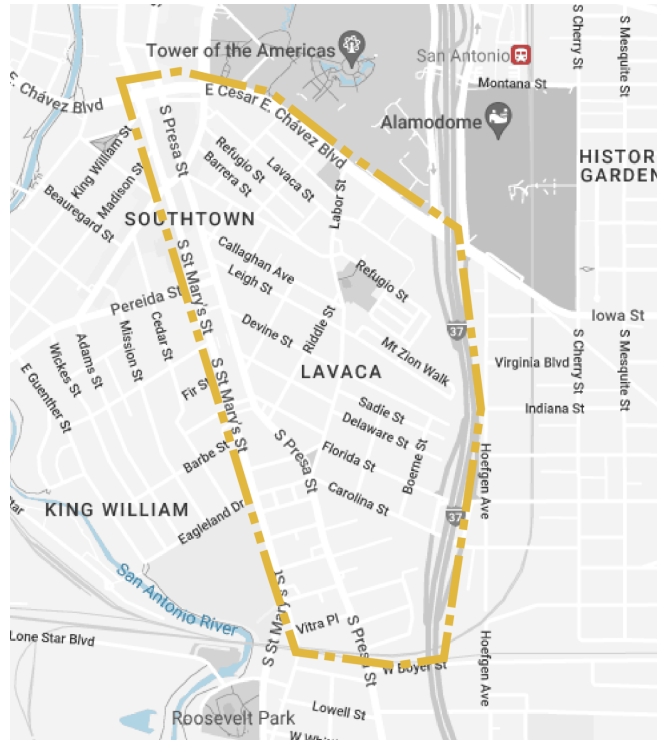
BYLAWS
of the
LAVACA NEIGHBORHOOD ASSOCIATION

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ARTICLE 1 - NAME AND BOUNDARY

The name of this organization shall be the Lavaca Neighborhood Association. The Lavaca neighborhood, as defined by the City of San Antonio, is the area bounded by Cesar E. Chavez Boulevard on the north, the Union Pacific Railroad Tracks on the south, South St. Mary's Street on the west, and Interstate 37 on the east.



ARTICLE 2 - OBJECTIVES

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

ARTICLE 3 - LEGAL STATUS

The Association shall be organized and operated as a 501(c)(3) non-profit. No part of the 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 as described in Section 501 of the Internal Revenue Code.

ARTICLE 4 - ORGANIZATION

Sec 1. Board of Directors. The Association shall have a Board of Directors (“the Board”), consisting of a President, Vice President, Secretary, Treasurer, Business Owner, Communications Director, Membership Director, Events and Fundraising Director, Transportation and Safety Director, and Neighborhood Development Director. The Board may include one At Large member. The immediate past President may serve as President Emeritus. Every Board Member shall be a resident of the Lavaca Neighborhood, with the exception of the Lavaca Business Owner, and a 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 is empowered to make decisions on behalf of the Association. The Board may choose to place questions before the general membership for guidance or resolution of issues. If the Board seeks a vote of the general membership to resolve an issue, then 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 a two year term. An individual may serve no more than two consecutive terms in a specific office, for a total of four years in that office. The remaining Board members are appointed by the President and Vice President and voted on by the current Board.

Sec 4. Roles and Responsibilities.

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

1. Preside at all meetings of the Association
 - a. When presiding at General meetings, shall report to the membership on Board actions
2. Represent the Association to the public
 - a. The President may ask or assign another Board officer or Committee member to represent the Association as needed
3. With the Vice President, appoint standing and special committees, and designate chairs and co-chairs
 - a. The Board 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
9. Serve as the primary administrator, and appoint a secondary administrator, to the Lavaca Neighborhood Association website and email/communication platforms

The Vice President shall:

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

The Secretary shall:

1. Keep minutes and other appropriate records of the Association
2. Sign with the President any contracts authorized by the Board
3. Ensure all General and Board Meeting minutes are finalized and posted to the Lavaca Neighborhood Association website in a timely manner
4. Maintain templates of Lavaca Neighborhood Association letterheads

The Treasurer shall:

1. Have charge of all Association funds and bank accounts, including payment of recurring fees for routine organizational services and accounts
2. Review with the President all withdrawals of funds
3. Have authority to spend discretionary funds up to \$100.00 without prior Board approval in between Board meetings
4. Present a complete account of the Association funds (fiscal report) identifying the source of funding and disbursement, at each membership meeting
5. Prepare an annual fiscal report, presented at each January meeting, and identify and present to the President any concerns or needs with regards to funding and expenditures

The Lavaca Business Owner shall:

1. Be eligible for this position as long as their business is within the Lavaca Neighborhood.
2. Be responsible for communicating with other neighborhood businesses to keep them aware of neighborhood business issues and developments, and to solicit their concerns and input.
3. Work together with the Membership Director and Events/Fundraising Director to ensure business members are provided with their benefits in accordance with their tier of membership.

President Emeritus

1. The immediate past President may serve as President Emeritus on the current Board of Directors for one term immediately after the end of their term as President.
2. The President Emeritus has voting rights as a general member of the Lavaca Neighborhood Association, but does not have a vote on the Board of Directors.
3. Responsibilities include:
 - a. Providing guidance and leadership to the Board of Directors

- b. Mentoring the current President of the Board of Directors
- c. Providing historical perspective in the decision-making process of the Board of Directors

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

1. Communications Committee
 - a. Led by the Communications Director
 - b. Responsible for:
 - i. Organizing block walking
 - ii. Sending out newsletters / e-blasts
 - iii. Updating and managing the website and social media accounts in a timely manner
 - iv. Displaying yard signs and public flyers informing neighbors of upcoming events
 - v. Working with the Membership Director and Events/Fundraising Director to ensure business members are provided with their benefits according to their tier of membership
2. Membership Committee
 - a. Led by the Membership Director
 - b. Responsible for:
 - i. Maintaining a current database of members
 - ii. Registering new members at general meetings, or delegating this to another Board or Committee member when not available
 - iii. Distributing membership cards or directories when available
 - iv. Identifying business members to the Events/Fundraising Committee and the Communications Committee to ensure business members are provided with their benefits according to their tier of membership.
3. Events and Fundraising Committee
 - a. Led by the Events and Fundraising Director
 - b. Responsible for:
 - i. Working with the Membership Director and Communications Director to ensure business members are provided with their benefits according to their tier of membership
 - ii. Managing sales and supply of Lavaca Neighborhood Association t-shirts and Fiesta medals, as routine merchandise
 - iii. Managing the annual potluck at the January general meeting
 - iv. Distributing Lavaca Neighborhood Association business cards when available
 - v. Organizing and managing Lavaca Neighborhood Association hosting or participation in community events for the purposes of fundraising and community engagement

4. Transportation and Safety Committee
 - a. Led by the Transportation and Safety Director
 - b. Responsible for:
 - i. Assisting neighbors who are requesting participation in the Residential Parking Program with the process to apply
 - ii. Addressing public safety issues proactively, such as dockless vehicles, property crime, porch theft, littering, pedestrian safety, bicycle safety, vehicular safety, etc.
 - iii. Addressing traffic issues proactively, such as speeding, congestion, wrong way driving, obstructed visibility, etc.
5. Neighborhood Development Committee
 - a. Led by the Neighborhood Development Director(s)
 - b. Responsible for:
 - i. Reviewing monthly HDRC and Board of Adjustment schedules, reviewing cases in the Lavaca neighborhood, and providing comments to the President for response to the Office of Historic Preservation or Development Services Department
 - ii. Reviewing design plans from property owners, developers, architects, and/or their representatives for public and private projects in the neighborhood where comment or support from the Lavaca Neighborhood Association is requested, and providing comments to the President.
6. Member At Large
 - a. Responsible for:
 - i. Providing support to the Board of Directors on specific tasks or committees, as determined by the Association's current needs, by appointment of the Board President
 - ii. Acting as an intermediary between the Board and the general membership by representing the views of the membership
 - iii. Leading strategic initiatives as assigned by the President
7. Ad Hoc Committees
 - a. Additional committees may be formed at the discretion of the President to address tasks or issues outside of the standing committees. An 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 Board meetings without notice over a 12-month period, 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.

Sec 8. Conflict of Interest. Any Board member with an actual, possible, or perceived conflict of interest must disclose the existence and details of that conflict of interest to the Board of Directors, and recuse themselves for all Board actions regarding that issue.

ARTICLE 5 - MEMBERSHIP

Sec 1. Resident Membership. Any resident 18 years or older, living in the Lavaca Neighborhood boundaries as defined in Article 1, shall be eligible for resident membership. Resident members shall have all of the privileges of membership, including voting, holding office, serving on committees, and speaking on the floor at membership meetings. Family membership is allotted one vote per household address at general meetings.

Sec 2. Non-Resident Membership. Any person 18 years or older, owning property in the Lavaca Neighborhood boundaries as defined in Article 1, shall be eligible for non-resident membership. Non-resident members shall have the privileges of membership including voting and speaking on the floor at general meetings, as well as serving on committees under the committee director/chair, but not including holding office.

Sec 3. Associate Membership. Any person 18 years or older, not living in nor owning property in the Lavaca Neighborhood boundaries as defined in Article 1, shall be eligible for associate membership. Associate members shall have the privilege of speaking on the floor at membership meetings, but not the privileges of voting, holding office and serving on committees.

Sec 4. Business Membership. Two types of business memberships shall be recognized:

1. Resident Business Member is any business, club or organization operating within the Lavaca Neighborhood as defined in Article 1. Resident business members shall have all of the privileges of membership including voting, holding office (see Article 4 section 1), serving on committees, and speaking on the floor at membership meetings.
2. Non-Resident Business Member is any business, club or organization operating outside of the Lavaca Neighborhood as defined in Article 1.

Any person owning more than one business, club, or organization in the Lavaca Neighborhood may only register for membership once (as resident member, non-resident member or business member). Both types of business memberships (except Short Term Rentals or STRs) will be offered advertising opportunities in the LNA newsletters and website.

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

- a. Resident Individual: \$15
- b. Resident Family: \$25
- c. Non-Resident Member: \$30
- d. Associate Member: \$30
- e. Business Owner:
 - i. Silver: \$100
 - ii. Gold: \$200
 - iii. Platinum: \$500

Sec 6. Donation-Based Sponsorships. Voluntary donations by individuals or families are recognized in the following amounts, and are provided opportunities for exposure in Lavaca Neighborhood Association media platforms. They will always be recognized by their formal name or business, unless requesting to be anonymous. Donations / sponsorships from political organizations, campaigns, etc. will not be accepted.

- f. Patron - \$100
- g. Benefactor - \$200
- h. Sustainer - \$500

Sec 7. Conduct Violations. The Board may discipline any member whose conduct is deemed unprofessional or harmful to the objectives, welfare, or character of the Association. If the misconduct is occurring during a meeting, the Board can ask the member to leave. The misconduct will not be discussed openly at that meeting, but will be discussed at a follow-up meeting (“misconduct meeting”) with the Board and the member present. At the misconduct meeting, the member may present their position to the Board, after which the Board will discuss potential disciplinary actions. Disciplinary action requires a two-thirds majority vote by the Board to enact.

Sec 8. Waiver. Any individual may petition the Board of Directors to waive their membership dues. The Board may waive, by majority vote, the membership dues of any member who has made such a petition.

ARTICLE 6 - FISCAL YEAR, DUES AND ASSESSMENTS

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

ARTICLE 7 - MEETINGS

Sec 1. General Membership 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.

Sec 2. Board Meetings. Board meetings shall be held on the first Tuesday of each month, except when otherwise determined by the Board President. Outside of the regular board meetings, the Board is authorized to conduct business by email. Any general member whose dues are current may attend a Board meeting provided they give 48 hours advance notice.

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. 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 majority vote of the members present at any general meeting, provided that a notice has been given to the membership at a previous meeting or duly publicized in advance.

Approved by the membership on Saturday 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, Selsa Gonzalez, December 6, 2016:
Darryl Ohlenbusch, Chair
Joan Carabin, Past President

Revision Committee appointed by the President, Cherise Rohr-Allegrini, April 3, 2019:
Sarah Sorenson, Chair
Darryl Ohlenbusch

Revision Committee appointed by the President, Melissa Stendahl, December 6, 2022:
Sarah Sorenson, Chair
Jim Johnson
Approved by the membership on January 24, 2023, as witnessed by:
Melissa Stendahl, President
Kat McColley Doucette, Secretary