



**NOTE: Amendment to Article VI, Section 4, approved by subcommittee October 2018; ratified by UCCA board on November 8, 2018**

## BYLAWS

### UNIVERSITY CITY COMMUNITY ASSOCIATION

#### ARTICLE I

The name of this corporation shall be the University City Community Association (UCCA).

#### ARTICLE II

##### Section 1

The main purpose for which this non-profit (501C4) corporation is formed is to provide and promote the civic, cultural, social, educational and recreational development and improvement of University City; provide a forum where the interests of the residents may be expressed and contributions made to the protection of life and property in the community. The purpose is also to bring about civic betterment and social improvements for the community, encouraging a sense of community by organizing events and celebrations, as well as identifying issues or concerns of the population and providing a meeting place to discuss said issues or concerns.

##### Section 2

The organization is not affiliated, and will not affiliate, with any groups whose desire is to overthrow the United States government.

##### Section 3

This non-profit, non-sectarian corporation shall not become affiliated with nor support any political party or candidate either by endorsement, contributions or other means.

##### Section 4

This organization does not discriminate against any race, religion, age or sexual orientation.

#### ARTICLE III

### POWERS OF THE CORPORATION

##### Section 1

This corporation is empowered through a majority vote of the Executive Board to accept donations and approve the solicitations of membership funds on behalf of the corporation.

## Section 2

In the event of the dissolution of the corporation, the distribution of its real and personal property shall be governed by the Articles of Incorporation.

## Section 3

A 2/3 approval vote of the UCCA Board, (officers and chairpersons), is required for approval of disbursement of funds, (\$500.00 and above), to member persons and/ or member organizations that have completed a request for funds application and have announced their request at a UCCA meeting.

# ARTICLE IV

## MEMBERSHIP

### Section 1

Membership shall be open to any family, individual or business under the law.

### Section 2

Application for annual membership shall be made on a regular application form with the calendar year beginning January 1 and ending December 31. Duration of membership shall be continuous so long as the member meets the eligibility requirements set forth in Article IV, Section 1.

### Section 3

A member is defined as one who has complied with Article IV, Sections 1 and 2, and who has paid the required dues. All elected, appointed and nominated board members must be in good standing (membership dues paid) and must be regular attendee at a minimum of two Board Meetings.

### Section 4

Dues shall be established by the Executive Committee and will appear on the membership form.

### Section 5

Each elected or appointed board member shall be entitled to one vote. Each member in attendance at the general meeting, who is a resident, property owner, owner or operator of a business or who conducts a legitimate professional practice in University City, may exercise the right to vote.

## ARTICLE V

## OFFICERS

## Section 1

The elected officers of this corporation that are residents of University City shall be President, Vice President, Secretary and Treasurer. Appointed positions shall be Corresponding Secretary, Membership Secretary, Parliamentarian and Committee Chairpersons.

## Section 2

The officers of this corporation may not incur obligations nor spend monies on behalf of the corporation in excess of \$100.00/month (with the exception of the President), without prior approval of the Executive Board. No officer of the corporation shall borrow monies on behalf of the corporation.

## Section 3

The **President** shall preside at all meeting of the corporation and the Executive Board. The President shall be an ex-officio member on all committees except the nominating committee. The President shall have the power to appoint, subject to ratification by the elected officers, a corresponding secretary, membership secretary, parliamentarian and any other chairpersons. The President shall perform any other duties pertaining to the office.

The **Vice President** shall assume the duties of the President in the absence of the President, shall automatically fill the unexpired term of the President if the President should resign and shall assist the President with the duties of the office of the President. The Vice President shall be an ex-officio member on all committees except the nominating committee.

The **Secretary** shall keep an accurate account of the meetings of the corporation and the Executive Committee. The Secretary shall be the custodian of the corporation's records and at all times shall have a current copy of the minutes. The Secretary shall electronically provide the Executive Board the previous meeting minutes a minimum of five days prior to the next regular meeting.

The **Treasurer** shall be the custodian of all the funds, disbursing the funds at the direction of the Executive Committee. All checks must be signed by two parties consisting of any of the officers. The Treasurer shall make a financial report at each general meeting and at any Executive Committee meetings. The Treasurer shall file all appropriate tax statements at the correct times required to maintain the non-profit status of the corporation.

The **Membership Secretary**, when appointed, shall maintain a complete, up-to-date list of names and addresses of all members of the corporation, and a list of all committees and chairpersons. The membership Secretary shall provide the same to the Secretary for the corporation's records.

The **Corresponding Secretary**, when appointed, shall attend to any and all correspondence of the corporation.

The **Parliamentarian**, when appointed, shall offer advice on rules of order and the proper procedures for the conduct of meetings

ARTICLE VI  
ELECTION OF OFFICERS

Section 1

A panel of prospective officers shall be presented by the nominating committee at a general election meeting, held in November of each year. A nominating committee of no more than three members shall be appointed by the President and approved by the Executive Board approximately two months prior to the meeting at which nominations are to be presented. The president shall also receive nominations from the floor at the general election.

Section 2

No nomination shall be made unless the proposed candidate has consented to serve if elected. Names presented by the nominating committee and by nominations from the floor shall be placed on the ballot. All nominees shall be members (in good standing) of the corporation, and have attended a minimum of two regular meetings in the 12 months preceding the time of application/nomination.

Section 3

All officers shall assume the duties of their offices on the first day of the month following the general election meeting. Officers shall be elected for a term lasting two years. The President may not serve more than two consecutive terms.

Section 4

In the event of an occurring vacancy, by announcement and/or emergency, the remaining officers will meet to prepare a recommendation to present to the entire UCCA board at the next regular meeting. This recommendation whether it be a person's name or process will require a 2/3 approval vote of the remaining officers before being presented to the board for further discussion and vote. A 2/3 approval vote by the entire UCCA board will be required.

Section 5

Removal of any elected officer requires a two-thirds vote of the entire Executive Board, ratified by two-thirds of the members present at the next board meeting.

ARTICLE VII  
EXECUTIVE BOARD

Section 1

The Executive Board shall consist of the corporation's elected officers, including the immediate Past President, the Chairperson of the Committees, Membership Secretary, Corresponding Secretary, Parliamentarian and such other persons as may be nominated by the President and approved by a majority of the Executive Board.

## Section 2

Regular meetings of the Executive Board shall be held a minimum of 10 times per year.

## Section 3

The meetings of the Executive Board shall be open to the public. The Executive Board shall transact all necessary business arising between general meetings and shall report any and all actions at the next regular meeting.

## Section 4

One more than half of the Executive Board shall constitute a quorum. Each member of the Executive Board shall have one vote. No action shall be taken without a quorum.

## Section 5

The President or a majority of the elected officers may call a special meeting of the Executive Board. Executive Board members shall be notified not less than 24 hours prior to the special meeting – informing as to the time, location and agenda.

## Section 6

General Meetings shall occur at least once a year, unless otherwise requested by a member of the Executive Board.

## ARTICLE VIII

### COMMITTEES

#### Section 1

Committees will be established for specific purposes by officers under the direction of the President, subject to the approval of a majority of the Executive Board. Committees will serve until their specific purposes are accomplished or until disbanded by a majority vote of the Executive Committee. Such sub-committees include, but are not limited to Neighborhood Watch, Beautification, Banners, Web Site, Tree/Menorah Lighting, Newsletter, and Special Events (as needed).

#### Section 2

Chairpersons of sub-committees may be appointed or removed by the President subject to ratification by the majority of the Executive Committee.

#### Section 3

The duties of the sub-committees shall be to investigate, research and study matters relative to their committees as directed by a majority vote of the Executive Committee, and to make reports to the Executive Board. When authorized by the Executive Board by a majority vote, chairpersons of sub-committees (or their members) may communicate, correspond with, provide publicity to the media or

appear on behalf of the corporation before legislative bodies, government officials, department heads or their assistants – or at any appropriate meeting.

#### Section 4

No action that financially binds the corporation may be taken by (or on behalf of) any individual or committee without the express 2/3rds approval of the Executive Board. Actions that bind the corporation in a non-financial capacity may not be taken (or on behalf of) by any individual or committee without a simple majority approval of the Executive Board.

#### Section 5

All communications, correspondence, appearances or publicity proposed by committees shall be presented to the Executive Board at its next regular meeting. In the case of an emergency, proposed communications, correspondence or appearances may be approved by the President, followed by timely notification of the Executive Board.

### ARTICLE IX

#### MEETINGS AND QUORUMS

##### Section 1

General Meetings of the corporation shall be held at least once a year, or as needed or determined by the majority of the Executive Board.

##### Section 2

Public notice of General Meetings or Executive Board meetings shall be posted by the President or Corresponding Secretary prior to the meeting and shall include time, place and agenda (in the newsletter, website, library or local newspaper at the discretion of the President).

##### Section 3

A minimum attendance of 15 members (including Executive Board members) at a General Meeting shall constitute a quorum for business purposes.

##### Section 4

Action by Written Consent of Executive Board shall be defined as action required or permitted to be taken at any meeting of the Executive Board or of any committee thereof, may be taken without a meeting if a written consent thereto is signed by all members of the Executive Board or of such committee, and such written/majority consent is filed with the minutes of proceedings of the Executive Board or committee.

ARTICLE X  
RULES OF ORDER

Section 1

“Roberts’ Rules of Order, Revised shall be the authority for the corporation except when it conflicts with the bylaws. The ruling of the parliamentarian shall be final.

ARTICLE XI  
AMENDMENTS

Section 1

The bylaws of this corporation may be amended at a Board Meeting by a two-thirds vote of the members present, provided the members present constitute a quorum and provided that the proposed amendments were posted in a public place or at a publicized monthly Executive Board meeting not less than two weeks prior to the meeting.