

Greater Aiken Estates Neighborhood Bylaws

ARTICLE I: NAME

The name of this organization is Greater Aiken Estates Neighborhood Association (GAENA).

ARTICLE II: PURPOSE

The purpose of this Association is to enhance, improve and beautify the GAENA area. At the heart of this stated purpose is promoting the general welfare, safety, civic pride, and community well-being of the real property owners, tenants, and residents in the GAENA area.

ARTICLE III: MEMBERSHIP

Section 1 Membership is voluntary and shall consist of Active and Associate Members within the established boundaries of:

West side of Whiskey Road and Silver Bluff Road to Williams Drive, Glenn Place, Cedar Wood Park, the east boundary of North Houndslake Subdivision, the north side of Hitchcock Woods and Whitney Drive. Membership shall be inclusive of both sides of all boundary roads except Whiskey Road and Silver Bluff Road.

- a. An Active Member is any real property owner, tenant, or resident of the area whose dues are currently paid. An Active Member has the right to vote and the privilege of holding office. Membership entitles one vote per address, unless both tenant and owner are Active Members.
- b. An Associate Member is any member other than an Active Member of this Association (such as neighborhood businesses or churches or those who live outside the area) whose dues are currently paid and who endorses the goals of this Association. An Associate Member does not have the right to vote or hold office.

Section 2 Any person who ceases to be a member of the Association shall forfeit all right of interest in any property of the Association.

ARTICLE IV: DUES

Section 1 Members shall be required to pay annual dues in the amount as recommended by the Board of Directors and approved by the majority of the Active Members present at any General meeting of the Association.

Section 2 The fiscal year shall be January 01 thru December 31.

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ARTICLE V: MEETINGS

- Section 1 Semi-annual General meetings of GAENA shall be held in March and September. The Board of Directors shall establish the time, date, and place of the meeting. Notice shall be given primarily by signs at the entrances to the neighborhood. Notice may also be given by e-mail, newspaper announcements, letter and phone calls to members. At least seven (7) days advance notice shall be given prior to any General meeting.
- Section 2 Special meetings of the Association may be called by the Board of Directors or by written request of ten (10) Active Members. At least seven (7) days advance notice shall be given prior to any Special meeting.
- Section 3 The March General meeting shall be known as the Annual meeting, and election of Officers and Directors shall take place at this meeting.
- Section 4 A quorum at any General or Special meeting of the Association shall consist of 25% of the active membership.
- Section 5 The Board of Directors shall meet regularly. The President or any three (3) Directors may call Special Board meetings. At least seven (7) days' notice must be provided to Directors for Special Board meetings. In all Board meetings, a quorum shall consist of four (4) Directors/Officers.

ARTICLE VI: ELECTIONS

- Section 1 The term of service for elected office shall be two (2) years. At the September meeting preceding an election year, the Active Members present shall elect a nominating committee of a minimum of three, but not more than five, members. The President, Vice-President and one Director will be elected during the March General Meeting in odd years. The Treasurer, Secretary and two Directors will be elected in even years.
- Section 2 The committee shall prepare a slate of officers and directors to be presented at the Annual Meeting in March. The nominating committee shall send a copy of the bylaws, a job description and other pertinent information to all candidates. The nominating committee will ensure a candidate's eligibility to serve on board. The printed copy of the slate of nominees will be made available to the Active Members either electronically or by post card at least forty-eight (48) hours before the meeting time. With prior approval of the nominee, his/her name will be accepted from the floor and added to the ballot. Once the nominations are closed, ballots will be distributed to the Active Members. Balloting will be closed 15 minutes after nominations are finalized.
- Section 3 The Nominating Committee will tally the votes during the meeting and will report the results before the meeting ends. In the event no candidate wins a majority, a run-off election between the two candidates with the largest number of votes will be conducted.
- Section 4 The prevailing candidates will be officially seated at the end of the meeting and shall serve until new ones are elected.

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ARTICLE VII: OFFICERS

- Section 1 The President shall:
- a. Be the Executive Officer and preside over the meetings of the Association and the Board of Directors.
 - b. Co-sign with the Treasurer any contract or obligation as authorized by the general membership.
 - c. Have authority to create Special Committees and appoint committee chairpersons, except the Nominating Committee.
 - d. Be an ex-officio member of every committee, except the Nominating Committee.
 - e. Give an Annual Report at the Association's meeting.
 - f. Appoint a committee of three Active Members approved by the general membership to review the financial records annually.
 - g. Appoint a Parliamentarian.
 - h. Upon leaving office, become an advisory member of the Board of Directors.
- Section 2 The Vice-President shall:
- a. Perform the duties of the President when the President is absent.
 - b. Assist the President or Board of Directors upon request.
 - c. Assume the office of the President for the remaining term, should that office become vacant.
- Section 3 The Secretary shall:
- a. Keep minutes of the Association meetings and Board of Directors' meetings and promptly send or deliver them to the President and other Board Members.
 - b. Receive any written communications or reports from members and committees and promptly send or deliver them to the President.
 - c. Maintain a current list of names, addresses and telephone numbers of all Active and Associate Members.
 - d. Safely keep all Association documents and have a reference copy of the Articles of Incorporation and Bylaws available at all Association meetings and Board meetings.
 - e. Regularly pick up and promptly distribute Association mail.
 - f. Send out or provide all notices as may be required.

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Article VII: Officers, (cont.)

Section 4 The Treasurer shall:

- a. Collect or receive all money belonging to the Association and promptly deposit all funds in the name of the Association in such financial institution(s) as the Board of Directors may designate.
- b. Receive dues and promptly provide the Secretary with names, addresses and telephone numbers of the new members.
- c. Pay all recurring, normal or routine bills of the Association as authorized by the Board of Directors, and disburse any other funds as approved by the general membership
- d. Co-sign with the President any contract or obligation as authorized by the general membership.
- e. Co-sign checks with any Officer.
- f. Give a Treasurer's report at each General meeting and a written financial report, whenever requested, to the Board of Directors.
- g. Maintain the financial records.

ARTICLE VIII: DIRECTORS

Section 1 The Board of Directors shall consist of all Officers and three Active Members, as may be elected, and the outgoing President who serves as an advisory member. The position of a Director failing to attend three (3) consecutive regular Board meetings or Association meetings may, at the discretion of the Board, be declared vacant.

Section 2 The Board is charged with the responsibility of transacting the regular, routine business of the Association. Among its duties, the Board shall:

- a. Authorize payment of recurring, regular or routine bills for the Association.
- b. Fill Board and Officer vacancies for the term remaining, except the office of President, by a majority vote of the Board members.
- c. Create and define the duties of all Standing Committees and confirm the President's appointment of all Standing Committee chairpersons.
- d. Approve the purpose and duties of Special Committees.

Section 3 Should an officer or director resign or be unable to serve for any reason, a replacement shall be appointed by the President with approval of the majority of the remaining board until the next General meeting of the members. At the next General meeting, members shall fill the vacancy by the same procedure outlined in Article VI of these Bylaws.

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ARTICLE IX: COMMITTEES

- Section 1 Standing Committees shall be created and dissolved by the Board of Directors. Standing Committee chairperson shall be appointed by the President and confirmed by the Board.
- Section 2 Special Committees shall be created and dissolved by the President. Their purpose and duties shall be defined by the President and approved by the Board.
- Section 3 A Committee shall not engage in any activity in the name of the association, which is contrary to the goals and stated purpose of the Association.

ARTICLE X: STANDING RULES

The orderly transition of business affairs during meetings shall be governed by Robert's Rules of Order, 10th Edition. The Parliamentarian shall advise the President as needed.

ARTICLE XI: AMENDMENTS

These Bylaws may be amended in the following manners:

- Section 1 Any proposed amendment may be submitted by any Member to a General or Special meeting and must be accepted for preliminary consideration by a majority of Active Members at said meeting. The proposed amendment shall then be read to the general membership at the next General meeting and must be approved by two-thirds (2/3) of the Active Membership present; or,
- Section 2 With thirty (30) days' notice given to the membership by either e-mail, newspaper, letter/postcard or phone calls to members, the Board of Directors may submit to the next General meeting a proposed amendment for approval by two-thirds (2/3) of the Active Membership present.

ARTICLE XII: FUND RAISING

Any fund raising shall first be approved by the Board of Directors and shall not violate any City, County, State or Federal statute or law. Donations may be accepted.

ARTICLE XIII: DISSOLUTION

GAENA may only be dissolved after such dissolution is approved by a vote of the majority of the Directors in office at the time of the vote. Upon GAENA's dissolution, GAENA's remaining assets shall be distributed to a charitable organization approved by a vote of the majority of the active membership.