

BYLAWS of the GARFIELD HEIGHTS NEIGHBORHOOD ASSOCIATION

The following Articles replace any existing Bylaws in their entirety.

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ARTICLE 1: NAME

This organization shall be known as Garfield Heights Neighborhood Association and will be referred to herein as “GHNA” or “Association”.

ARTICLE 2: PURPOSE

The purpose of the organization is to:

- a. Preserve the historic and architectural integrity and identity of the neighborhood known as Garfield Heights;
- b. Foster an inclusive community that reflects and promotes the economically and ethnically diverse make-up of our neighborhood;
- c. Encourage residents to improve the quality of life in our neighborhood, including the safety of people, animals and property;
- d. Provide a forum for communication among residents of Garfield Heights with adjacent residential and business communities and with officials of the City of Pasadena;
- e. Provide a means for residents to be represented in city government based on issues important to the Association;
- f. Monitor adherence to the zoning regulations and design guidelines in the Garfield

- Heights Landmark District; and
- g. Pursue the beautification of our neighborhood.

ARTICLE 3: BOUNDARIES

- a. The existing boundaries of the Association shall be Washington Boulevard (south side of street) to the north, Mountain Street (north side of the street) to the south, Los Robles Avenue (west side of the street) to the east, and Marengo Avenue (both sides) to the west.
- b. Note –Association boundaries are different from those of the Garfield Heights Landmark District.
 - 1. Proposed boundary expansion shall be initiated by persons interested in joining the Association from outside existing boundaries.
 - 2. Proposed boundary expansion shall be presented in writing to the Board of Directors (“Board”) at a Board Meeting; and upon approval by a 2/3 vote of a Board Meeting quorum, shall be presented to the Membership at the next regularly scheduled General Meeting.
 - 3. Voting to expand the boundaries of the Association will be in accordance with City of Pasadena guidelines and will require a 2/3 vote from Members in attendance at a regularly scheduled General Meeting of the Association.

ARTICLE 4: MEMBERSHIP

- a. Membership shall be open to all residents and property owners (homeowners, landlords, and renters) within the boundaries of the Association who are 18 years of age or older. Membership in the GHNA shall be available without regard to race, creed, or national origin. Regular Members will receive the privileges stated in Article 6. Membership in the GHNA shall comply with all Federal and State regulations against discrimination.
- b. Regular Members will be considered Members in good standing, provided that their voting privileges have not been restricted by the Board. (See article 4, subdivision (d), “Membership Restrictions.”)
- c. Any grievances submitted in writing to the Board shall be addressed by the Board at the next meeting.
- d. Membership Restrictions: Any GHNA Board Member may bring a motion before the Board at a regularly scheduled Board Meeting to restrict voting privileges of any Member who acts in a way as to seriously misrepresent or undermine the objectives of GHNA. Any action on that motion would be addressed at the following Board Meeting.

ARTICLE 5: DUES

- a. Membership is free of charge.

ARTICLE 6: MEMBERSHIP PRIVILEGES

- a. All Members in good standing shall be eligible to vote.
- b. All Members in good standing shall be eligible to participate in all functions.
- c. The organization will provide a means for all Members and the public to communicate and find out more about what is happening in the neighborhood.
- d. Members in good standing will receive a discount off tickets to the Garfield Heights Home Tour.

ARTICLE 7: MEETINGS

There will be neighborhood meetings as follows to disseminate information and to discuss matters affecting the Association.

- a. General Meetings:
 1. There shall be four General Meetings per year on a schedule decided on by the Board.
 2. General Meetings will be held at a location either within the GHNA or within walking distance.
 3. All Members will be notified in advance of the General Meetings.
 4. Agendas for the General Meetings will be determined by the Board and will allow time for public comment. However, no action will be taken on items not on the agenda. In the case of a timely matter, a quorum of Board Members must be present at the meeting in order for a vote to be taken.
 5. General Meetings shall be governed according to Roberts Rules of Order.
- b. Board Meetings:
 1. A minimum of four Board Meetings will be held each year on a schedule mutually agreed upon by the Board Members. The Chair may call special meetings whenever deemed necessary or when called upon to do so by two or more Directors.
 2. A Board quorum shall consist of no less than 50% of Board Members, either in person or virtually. No action may be taken unless a quorum is present.

3. All Board Members may contribute items to the meeting agendas. Agendas for the Board Meetings will be provided.
4. Member comment is welcomed at Board Meetings. Individual comments are limited to three (3) minutes, and then those Members will be excused for the remainder of the meeting.
5. Board Meetings shall be governed according to Roberts Rules of Order.
6. Board Meeting minutes shall be taken by the Association's Secretary and by made available to all Members upon request.

ARTICLE 8: VOTING

Every Member in good standing shall be eligible to vote on all matters affecting the Association.

- a. Each Member shall be entitled to one (1) vote at elections or on matters placed before the Membership.
- b. There shall be no voting by mail or absentee ballot.
- c. Board Members are entitled to one (1) vote each at Board Meetings.

ARTICLE 9: ELECTION OF DIRECTORS

A Board of Directors shall manage the business affairs of the Association. Members of the Board shall be referred to as "Directors" herein.

- a. There will be a total of between eight (8) and twelve (12) Directors on the Board.
- b. At the December General Meeting, Members of the Association will nominate Directors. Nominations shall be made from the floor by Members in good standing or by notification to any Director by email/mail. Self-nominations are permitted and no second shall be required for nominations.
- c. Prior to the January General Meeting, the Board shall contact all nominees and ascertain eligibility and/or desire to accept the nomination.
- d. Nominees shall present their platform(s) during the January General Meeting.
- e. Nominees will be elected by a majority vote of Members present at the January General Meeting.
- f. If there are more candidates than there are seats, the ballot process shall be written, secretly voted on, counted during the General Meeting, and announced at that meeting. The candidates receiving the most votes cast shall be elected. In the case of tie votes

there shall be an immediate runoff election at that meeting.

- g. Any Member may witness the counting of the ballots.
- h. Directors shall serve for a term of two (2) years. There are no term limits.
- i. The Board shall elect the Officers amongst themselves.
- j. Disqualification of Board Members.
 - 1. Should any of the following circumstances occur, any Director may ask that consideration of dismissal of a Director from the Board be placed on the Agenda of the next Board Meeting:
 - i. A Director is absent from 50% or more of Board Meetings during one (1) calendar year.
 - ii. A Director acts in a way that seriously misrepresents or undermines the objectives of GHNA.
 - 2. Any dismissal must be approved by a 2/3 majority vote of the uninvolved Directors present at the Board Meeting during which the dismissal is addressed. The Director in question shall have the opportunity to represent him/herself should he/she desire.
- k. Resignations from the Board of Directors must be submitted in writing.
- l. The Board may appoint Directors to fill vacancies.

ARTICLE 10: DUTIES OF BOARD OF DIRECTORS

The duties of the Board of Directors are defined as follows:

- a. Running the Association in a fair, honest manner for the betterment of the Association.
- b. Board Members having a conflict of interest with any political/religious group, or business must disclose that and recuse themselves from voting on related items.
- c. To transact necessary business in the intervals between General Meetings.
- d. To approve the plans of work and budgets of the standing committees.
- e. To present a report at the General Meetings.
- f. To attend General Meetings of the Association.
- g. To attend Board Meetings of the Association.
- h. To relinquish any and all materials belonging to the Association to the incoming Board during the transition meeting in January, or at a time deemed appropriate by the Board if an exiting Board Member leaves before the end of their term.
- i. To remain neutral in all candidate elections.

ARTICLE 11: OFFICERS

The Board will include four (4) officer roles in the combined total of eight (8) to twelve (12) Directors. The Board may elect co-officers to fulfill these roles. These will consist of a Chair (s), Vice Chair (s), Treasurer(s), and Secretary(ies), whose duties are defined below.

In the event of a vacancy occurring in any office, other than the Chair, the remainder of that term of office shall be served by a person elected by a 2/3 vote of the remaining Board Members.

- a. Chair: The chief executive of the Association is charged with the duty of supervising all of its functions (subject to the orders or approval of the Board). The Chair is responsible for running all General and Board Meetings following Roberts Rules of Order. The Chair may delegate any responsibilities to any Member of the Board subject to Board approval.
- b. Vice Chair: In the event of the Chair's absence or inability to act on behalf of the Association, the Vice Chair will assume all duties normally executed by the Chair.
- c. Treasurer:
 1. Oversee all of the funds of the Association, keep a full and accurate account of all financial transactions, including receipts and expenditures, and make disbursements as authorized by the Board. In the absence of the Treasurer, the Chair may disburse funds.
 2. Present financial reports at meetings and at other times when requested by the Board. All financial reports shall be approved by the Board.
 3. Maintain a list of property of the Association.
 4. Any disbursements in excess of \$200.00 shall be signed for by both the Treasurer and the Chair or Vice Chair.
 5. The Treasurer of GHNA shall maintain a list of Members and donors with date of contribution.
- d. Secretary:
 1. Compose correspondence for the Association at the request of the Board.
 2. Act as the custodian of records in the archive for the Association.
 3. Take roll and keep minutes for all Association Board and General Meetings. If the secretary is unable to attend a meeting, they will be responsible for designating a substitute Board Member to take the minutes. Meeting minutes shall be done in a

timely manner and submitted to all Board Members for their review and approval prior to the following Board Meeting.

4. Responsible for the maintenance of the neighborhood directory.
5. Provide past meeting minutes upon request by any Member of the Association.

ARTICLE 12: ASSOCIATION MONIES

- a. The Board shall vote upon all uses of the Association's monies for any single item over \$200.
- b. Deposits in the name of the Association will be made in such bank as may be designated by the Association.
- c. Requests for withdrawals of cash will require signatures of two (2) Officers.
- d. Reimbursements to individuals over \$50 shall only be made with Board approval and valid receipts must be submitted. Payments shall be made to individuals within thirty (30) days.

ARTICLE 13: COMMITTEES

In order to carry out the work of the Association, committees may be created by a majority vote of the Board.

- a. Committee membership shall consist of all those interested in serving on a particular committee.
- b. Each committee shall elect its own Chair.
- c. The Chair of each committee shall present written or verbal reports/minutes of its meetings during relevant Board Meetings.
- d. Recommendations of the committees are non-binding and are advisory in nature and are subject to the approval of the Board and/or Membership.
- e. All committees should meet on a regular basis, as determined by the committee Chair.
- f. The committees shall propose any budgetary needs to the Board over \$50 and are responsible for maintaining records and accountings of that expenditure.
- g. Suggested committees are as follows:
 1. Bylaws: Responsible for reviewing and making policy/bylaws change recommendations to the Board.
 2. Safety and Crime: Responsible for identifying quality of life issues in our neighborhood and making recommendations and offering solutions to the Board and helping to achieve those solutions.

3. Beautification and Historic Preservation: Responsible for identifying and carrying out special projects to beautify our neighborhood. Responsible for preserving the historic and architectural integrity and identity of the neighborhood. The committee also maintains information regarding the historic landmark district.
4. Social Events: Responsible for planning and carrying out special events of GHNA.
5. Communication: Responsible for publishing the newsletter, maintaining the website, and distributing flyers for meetings and events.
6. Fundraising: Responsible for looking for alternative methods of generating revenue for the Association.
7. Art Committee: Responsible for suggesting ways in which art and artists can be integrated into the community.
8. Block Party: Responsible for the annual neighborhood Block Party.
9. Home Tour: Responsible for the biannual tour of historic homes.
10. Welcome Wagon: Responsible for welcoming newcomers to the neighborhood by giving them a small basket of treats, the GHNA calendar of meetings and events, and our contact information.

ARTICLE 14: AMENDMENTS

Amendments to the Bylaws may be proposed by any GHNA Member and will be reviewed by the Bylaws Committee. Amendments to the Bylaws will be discussed at Board Meetings and voted by the Board. Amendments shall be passed by a 2/3 vote of a Board Meeting quorum and posted on the GHNA website.

Amended September 2004- Laura, Secretary

Amended March 13, 2016 – Bylaws Committee: Lisa Mann, Alex Lara-Palmer, Denise Seider, Janet Whaley