

South Frankfort Neighborhood Association
Bylaws
Adopted - 8.16.2018

Article I – Name and Physical Boundaries

- Section 1. The name of the organization is the South Frankfort Neighborhood Association (SFNA).
- Section 2. The South Frankfort neighborhood is bounded on the north and east by the Kentucky River; on the south by Briarcliff and State Streets; Shelby Street along the west side of the Capitol, Lafayette Drive from Shelby Street to U.S. 60, and on the west by U.S. 60 at Lafayette Drive; Louisville Hill to the end of Taylor Avenue at the railroad bridge, and the Buttimer Hill area.

Article II Purpose

- Section 1. The mission of the South Frankfort Neighborhood Association is to:
- A. Develop a community organization to enhance the quality of life, neighborhood pride, social camaraderie, and when approved by the majority of members present, public policy participation;
 - B. Engage as many residents in the SFNA activities as possible through all available means including communications, committee structure, leadership opportunities, public forums;
 - C. Provide a forum for the dissemination of information related to city ordinances, planning and zoning codes, municipal utilities, educational institutions and other local or state public policy entities that directly affect the unique and historical characteristics of the area known as South Frankfort;
 - D. Provide a forum for the dissemination of information related to non-profit business organizations, tourism organizations, and economic development organizations, whose policy or proposals directly affect the unique and historical characteristics of the area known as South Frankfort; and
 - E. Encourage the development of cooperative agreements with community organizations that support the goals and objectives of the SFNA. These may include community gardens, walk/bike, homeless shelters, children’s shelters, and other similar organizations.
- Section 2. The organization shall be non-partisan and shall neither endorse nor support the election of any candidate to public office.

Article III – Membership and Dues

- Section 1. Members of this organization shall be those persons [over the age of 16] who have paid dues to the organization in the current fiscal year and who reside or own real property within the neighborhood boundaries. Members shall be eligible to vote on matters coming before the general membership meetings of the organization, serve on committees of the organization and hold office in the organization.
- Section 2. The dues of the organization are \$12 per household per fiscal year, or \$20 for two years.

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- Section 3. A. Non-residents may enroll as associate members with rights to attend meetings and participate on committees but not to vote or hold office in the SFNA. The dues for household associate members shall be \$5 per year.
B. Business associate memberships shall be \$100 per year.
- Section 4. Non-profit organizations located in South Frankfort may hold membership in the organization on the payment of \$12 per fiscal year. The non-profit organization shall be entitled to name a designee who shall be eligible to vote on behalf of their non-profit organization concerning matters coming before the body during regular and special meetings; and to serve on committees or hold office in the SFNA.

Article IV – Fiscal Year and Membership Meetings

- Section 1. The organization shall operate on a fiscal year basis beginning July 1 of each year and ending on June 30 of the following year.
- Section 2. Regular membership meetings of the organization shall be held quarterly with dates and times to be designated by the president. The annual membership meeting, at which time board members are elected, shall be held no later than September 1 of each year. Those eligible to vote are members who paid dues the previous fiscal year or current fiscal year. Persons who pay dues at the annual meeting are eligible to vote. This meeting shall also be a regular meeting of the organization for other business.
- Section 3. Special meetings may be called by the president or by petition signed by at least 20% of the voting members. Such meetings may act on any relevant business provided that written notice, including electronic notice, of the meeting has been circulated to all members no less than five (5) days before the proposed meeting date.

Article V - Election and Terms of Officers

- Section 1. The officers of the SFNA shall consist of a president, vice-president, secretary, and treasurer.
- Section 2. The officers shall be elected at the annual membership meeting. A slate containing the names of all members nominated shall be prepared, and presented to those attending the annual membership meeting. Additional nominations that have the approval of the nominee shall also be accepted from the floor at the annual membership meeting.
- Section 3. When there are two or more nominations for an office, the voting process shall be conducted via paper ballots which will be counted by the one of the officers of the association and a member attending the annual membership meeting. For each office the person receiving the greatest number of votes from members present (and voting) shall be

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considered duly elected. Those elected shall begin serving immediately after the election and shall serve until their term expires.

- Section 4. Terms shall be two years for each of the elected officer positions. No officer shall serve more than two (2) consecutive terms in the same office.
- Section 5. Elections for president and treasurer will be conducted in odd years; vice-president, secretary and non-officer board members will be elected in even years.
- Section 6. In the event of a vacancy in office, the board members shall fill said vacancy. In the event the vacancy is the position of president, the vice-president will assume office of president until the end of the term.
- Section 7. Removal of Board members may be removed for cause, including violation of the bylaws or dereliction of duty, by a majority of the Board, provided that the board member to be removed has been notified in writing of the proposed removal at least thirty (30) days before the meeting. For the purposes of this section, dereliction of duty by an officer shall include, but not be limited to, failure to attend three consecutive meetings or a total of five meetings of the membership or the board in a twelve-month period.

Article VI – Duties of Officers

- Section 1. The duties of the president shall be to preside over all meetings of the organization, to call special meetings and if needed to appoint the spokesperson for the organization in communications with local government, the press, or other neighborhood organizations.
- Section 2. The duties of the vice-president shall be to preside over meetings of the organization in the absence of the president and to succeed to the office of president in the event of a vacancy in that position.
- Section 3. The duties of the secretary shall be to keep accurate minutes and records of all meetings, to maintain such minutes and permanent records of the organization and to assist in preparing any correspondence which may be received by the organization.
- Section 4. The duties of the treasurer shall be to disburse funds as directed at a regular or properly called meeting of the organization, to keep proper financial records, to make regular reports of the organization's financial status, and to keep a list of all dues-paying and associate members.
- Section 5. Co-signatures of any two of the officers shall be required on all checks in excess of \$100.

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Article VII – Board of Directors

- Section 1. The Board of Directors (Board) shall be comprised of the four elected officers which will include president, vice-president, secretary and treasurer and three at-large members in good standing chosen by the SFNA.
- Section 2. Between meetings of the membership, the business and affairs of the organization shall be managed by its Board, which may exercise all such powers of the membership and perform all such lawful acts as are permitted by these bylaws, except that major policy positions on issues of importance to the organization shall be subject to the consent of the entire membership at a regular or special meeting of the membership. The Board shall also exercise oversight of the work of the committees of the organization and no committee shall take a public position on issues without the prior approval of the Board.
- Section 3. Regular meetings of the Board may be called by the president, with at least a seven day notice to each member of the Board by mail, e-mail, or telephone. Special meetings shall be called in like manner and on like notice upon the written request of a least four Board members or the president. The notice shall specify the primary business to be transacted, or the purpose of the special meeting, and the place and time of the special meeting.
- Section 4. At all Board meetings, a majority of the Board members then in office shall constitute a quorum for the transaction of business. The act of a majority of the Board members present at any meeting at which there is a quorum shall be the act Board unless the vote of a larger number is specifically required by law or by these bylaws. If a quorum is not present at any meeting of the Board, those present must adjourn the meeting until a quorum shall be present. No person shall cast more than one vote on matters coming before the Board. Board members that are unable to attend in person may participate in all meetings via real-time video or audio systems.

Article VIII – Committees and Programs

- Section 1. The standing committees of the organization and their jurisdiction shall be as follows:
- A. Government Affairs: Oversight of actions pending by the City of Frankfort, the County of Franklin, the Frankfort Independent School District, and the Commonwealth of Kentucky, and the elected officials thereof as they affect South Frankfort;
 - B. Beautification: Planning and zoning, architectural review, code enforcement, historic preservation, community improvement, beautification projects, and neighborhood cleanup;
 - C. Communications: Notification of association meetings, preparation of the newsletter, and management of electronic communications and preparations of press releases;

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- D. Scholarship: Coordinate, review, and execute all information concerning annual scholarship disbursements;
- E. Events: Coordinate, organize, facilitate, all events that SFNA sanctions.

- Section 2. Additional committees and programs of this organization may be established by the president or by a majority vote of the Board.
- Section 3. Members of the organization may choose to be a member of any and all of the committees of the organization.
- Section 3. Committee chairpersons shall be selected by the Board. The terms of office, limitations, and grounds for removal from the office shall be the same for committee chairpersons, as provided in these bylaws for the Board of the organization. In the event of a vacancy arising in the position of the chairperson on any committee, the Board will appoint a new chairperson.
- Section 4. The president shall be an ex officio member of all committees.

Article IX – Procedure

Unless the meeting has adopted some other procedure, all meetings of this organization are governed by guidelines of Robert’s Rules of Order. No business shall be conducted at a meeting of the membership in the absence of a quorum of the Board and at least 10 members in good standing.

Article X - Amendments

The bylaws of this organization may be amended at any meeting by a vote of two-thirds of the membership, present and in good standing, provided that the proposed amendments have been sent to all members at least ten days prior to the meeting at which they are to be approved.

Article XI - Dissolution of SFNA

- Section 1. During the election of officers at the annual membership meeting, if no one is elected to an officer position, then those who are newly elected shall proceed to serve in their elected capacity on the Board with the immediate past officers providing assistance until the next meeting of the full membership.
- Section 2. At the next and other subsequent meetings of the full membership during the fiscal year, an election will be held to fill any vacant positions as a result of no one being elected to specific position.

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- Section 3. At the annual membership meeting after the start of the next fiscal year, if vacancies remain within the Board, then the association shall be dissolved with the balance of association funds will be evenly distributed amongst the most recent Randy Bacon Memorial Scholarship recipients(s).
- Section 4. In the event that a request for dissolution of the association is received, then the Board will place the notice of request for dissolution on the agenda for the next meeting of the membership. The agenda must be distributed to the membership 10 days prior to the meeting. A simple majority of paid members must be present at the meeting to constitute a quorum allowing for a vote to dissolve the association. If a quorum is present, then a simple majority is needed to dissolve the association. The balance of association funds will be evenly distributed amongst the most recent Randy Bacon Memorial Scholarship recipient(s).