

Who, What, and Where We Are  
By-laws

Highland Park Neighborhood Association By-Laws

Revised: October 19, 2007

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**Highland Park Neighborhood Association BY-LAWS**

**ARTICLE I. NAME**

This organization shall be known as the **Highland Park Neighborhood Association**. The Association name is commonly abbreviated as HPNA.

Prior to 2007 the Highland Park Neighborhood Association was known as the Ellwanger and Barry Neighborhood Association.

**ARTICLE II. MISSION**

**The mission statement of the Association is to:**

- *Address concerns and issues that are important to residents*
- *Plan activities and events that bring neighbors together*
- *Represent the neighborhood in dealings with the City of Rochester and other institutions*
- *Keep residents informed through direct and online communication*
- *Undertake initiatives that preserve and improve the quality of life in our area and develop a positive sense of pride and community*
- *Engender open and democratic processes to the benefit of all residents who wish to participate in neighborhood activities and representations*

This Association shall be noncommercial, non-sectarian, non-partisan and will not discriminate on the base of sex, religion, race, gender, economic status, sexual orientation, or political affiliation.

**ARTICLE III. MEMBERSHIP AND CONTRIBUTIONS**

1. **Voting Members:** Any resident of the Highland Park Neighborhood, per the boundaries defined in Article X, is eligible to participate as a member.
2. **Supporting Members:** Those members who contribute financially are considered “supporting members”. In lieu of money, those contributing time on various projects for the organization during the year are considered also to be “supporting

members". Supporting membership is renewable annually. From time to time there may be benefits for supporting members as defined by the board.

#### **ARTICLE IV. VOTING BODY**

The voting body shall consist of current voting members (see Article III.1)

#### **ARTICLE V. THE BOARD**

##### **I. EXPECTATIONS**

1. Advance and promote the Mission of the Association.
2. Support the Voting Members in their efforts to advance and promote the Mission of the Association.
3. Define the major projects to be undertaken each year.
4. Work to complete major projects.

##### **II. COMPOSITION**

1. The Board of the Association shall consist of the following elected positions: Chair, Vice-Chair, Communications Coordinator, Secretary, Treasurer, East Section Representative, North Section Representative, South Section Representative, and up to three at-large positions.
2. Any Board Member (a) missing three consecutive Board meetings shall be removed automatically unless otherwise determined by the Board.
3. In the case of vacant board positions, the board, at its discretion, may fill such positions by vote. These appointed board members will serve the remainder of the term.
4. The board may not be less than 5 members nor greater than 11.
5. Removal of any officer for cause shown is to be by two-thirds vote of all members of the Board.

##### **III. POWERS**

1. The Board shall be responsible for all business coming before the Neighborhood Association and for assuring that members are informed of business that affects them through reasonable means of notification. The Board has the responsibility of acting in the best interest of the neighborhood but is not specifically bound to act according to the desire of the majority of members attending a particular meeting.
2. The board should engender and strictly adhere to open, democratic processes in all manners of its operations and activities.

##### **IV. BOARD MEETINGS**

1. It is recommended that the Board meet monthly. The Board shall meet at a

- minimum, quarterly.
2. The Board shall discuss, revise, and approve minutes from the previous Board meeting.
  3. Any Board member may call a meeting if he/she feels a problem of the community warrants action by the Association.
  4. A quorum for Board meetings shall consist of 5 members of the Board. A quorum must participate in any vote for it to be binding.
  5. Meetings of the Board shall be open. Any voting member of the association may attend and observe.

## **V. VOTING**

1. Unless otherwise specified in these bylaws decisions of the Board shall be made by a majority vote of those Board members present at any meeting.
2. During a Board meeting, a motion may be made, concerning the current agenda topic, by any board member.
3. Votes shall be preceded by open discussion. The Chair may limit discussion, but each Board member is allowed an equal and agreed upon amount of time to share his/her views. Meeting agendas should include reasonable time for discussion.
4. Voting may be initiated and carried out online in a manner agreed upon by the Board. The Secretary shall add online votes to the minutes of the subsequent board meeting.

## **VI. EXPENDITURES**

1. The Board will expend no monies in excess of \$100.00 without a majority vote in the affirmative by the board. Additional funds may be requested from the board or membership for any special project provided it is voted upon and approved by the Board.
2. Any expenditure over \$100 requires a majority approval of the Board
3. The board may at any time, by majority vote, suspend permission, for a defined period of time, of all board members to expend money except for expenses receiving prior majority approval from the board.

## **VII. ELECTIONS**

1. The Association shall hold elections for the elected board positions in the fourth quarter of every even year, starting in 2016. The elections are to be held at a meeting of the Association, open to all voting members.
2. The term of office for each officer shall be for two (2) years, beginning January 1.
3. Only current voting members are eligible for office.
4. The current board shall notify the voting body of the elections, by standard communications means, at least 60 days prior to the elections. This notification shall include a call for nominees.
5. The voting body shall nominate officers and up to three at large members of the board

6. Elections shall be held by secret ballot, unless otherwise decided during the election meeting.

## **ARTICLE VI. DUTIES OF THE OFFICERS**

### **1. CHAIR**

Shall coordinate the activities of the Board, preside at all meetings of the Association and Board, coordinate agendas, secure meeting space, and shall encourage discussion by the membership and, when necessary, exercise the right to limit these discussions. Shall liaison with the community and coordinate special committees working within the organization. Shall schedule board meetings in a predictable manner per Article V, Section II.

### **2. VICE CHAIR**

The Vice-Chair shall be responsible for keeping the membership list up to date receiving new memberships and transmitting up to date membership lists to the chair and communications coordinator. Monies collected for memberships shall be given to treasurer for recording and deposit into bank account (Vice-Chair may also deposit said membership monies directly into Association account). Shall mail confirmation of membership to members. Shall assume all duties of the Chair in the absence of the Chair and other duties as directed by the Chair as necessary. Shall coordinate contact list with the Communications Coordinator.

### **3. COMMUNICATIONS COORDINATOR**

Shall coordinate communications and its strategy on behalf of the Association in agreement with the Board. Shall maintain a contact list of membership (e.g. email) in coordination with the Vice Chair. The Communications coordinator shall oversee electronic communication (e.g. website, Facebook) for the organization. Shall assume duties of the Chair in the absence of both the Chair and the Vice Chair. Shall be considered the publisher of the newsletter and, working with entire Board, oversee editing and scheduling.

### **4. SECRETARY**

Shall preside in the absence of the Chair, Vice-Chair and Communications Coordinator. Shall record and retain the minutes of all meetings and forward them to any newly elected Secretary. Shall submit all minutes from general meetings to the board for approval and after such approval to the Communications Coordinator for distribution to the membership. Shall take and submit minutes of board meetings and transmit these to board.

## 5. TREASURER

Shall act as an agent for the Board in all fiscal matters and shall provide a financial report at each Board meeting and to the general membership at the annual meeting or when requested. The books of the Treasurer may be audited annually by two qualified persons selected by the Chair. A bank account in the name of the Association shall be opened and all monies will be deposited in this account. The authorized signatures on this account will be Chair, Vice-Chair, Treasurer and Secretary. Two signatures will be needed to conduct any bank business. In the absence of the Treasurer, the Secretary or other board member appointed by the Chair, will assume those duties. Shall maintain all original material pertaining to the financial matters such as bank statements and check books.

## 6. SECTION LEADERS

Section Leaders help coordinate communication and involve the membership in their area. They also help with activities as needed.

Section Leaders must live in the section they represent, and represent the membership of that section at Board and Association meetings.

a. Past sections have been defined as follows:

- **East:** The Highland Park Neighborhood, as defined in Article X, east of Goodman Street including Goodman Street.
- **South:** The Highland Park Neighborhood, as defined in Article X, west of Goodman Street and south of Linden Street and including all of Linden Street.
- **North:** The Highland Park Neighborhood, as defined in Article X, west of Goodman Street and north of Linden Street.

## 7. AT LARGE BOARD MEMBERS.

Shall provide auxiliary support and additional coordination for routine operations and special events. Upon request from Board Officers, they may assist or substitute on such officers duties on an as needed basis. In the case of illness or prolonged absence, by a majority vote of the board, an At Large Board Member may also serve as a temporary replacement for another board member to cover all or a partial set of the absent member's responsibilities. By majority vote, At Large Members may also be appointed to assume a define role such as those listed in Appendix A

## **ARTICLE VII. MEETINGS**

1. General membership meetings are to be held at least 4 times per year or as needed.
2. Meetings of the Association shall be open to all persons interested in promoting the mission of the Association, but the privilege of voting shall be restricted to the voting membership.
3. A quorum for General Meetings shall consist of 3 members of the Board and 8 other members.
4. The annual business meeting shall be held in December of each year.

## **ARTICLE VIII. FISCAL YEAR**

The Fiscal Year shall begin January 1 of each year.

## **ARTICLE IX. AMENDMENTS**

These By-Laws can be amended or changed at any general meeting of the Association by two thirds vote of all voting members present, provided the membership has been notified 30 days in advance by standard means of notification.

## **ARTICLE X. BOUNDARIES**

1. The Boundaries of the Highland Park Neighborhood are described below and may be subject to change via agreement with the City of Rochester, NY
2. The south side of Gregory Street from South Avenue to South Clinton Avenue
3. The west side of South Clinton Avenue from Gregory Street to the City of Rochester Limit.
4. The north side of the Highland Avenue as it traverses Highland Park between South Clinton and South Avenues.
5. The east side of South Avenue, from Alpine Street to Gregory Street

## **ARTICLE XI. ADVISORY BOARD**

1. Former Chairs of the HPNA board shall be invited to be part of an Advisory Board on a volunteer and indefinite basis.
2. The communication coordinator will maintain a distribution list of e-mail addresses for the Advisory Board.
  - a. Advisory Board Members will be included in online distribution of board meeting notices and agendas.
  - b. Advisory Board Members will optionally be included in board email discussions, especially for any that might benefit from their experiences representing the neighborhood
3. Advisory Board members may be asked by the Chair and/or Vice Chair to substitute as HPNA liaisons within community or local government meetings and events.
4. The Chair and/or Vice Chair shall plan to meet twice per year with the Advisory Board for an open discussion on any or all matters affecting the neighborhood
5. Advisory Board Members may at any point request to end their participation within the group

## **APPENDIX A. RECOMMENDED BOARD POSITIONS**

### **1. SECURITY COORDINATOR**

Receives reports from police and transmits alerts to the membership with approval of the Chair. The security coordinator may also coordinate PAC-TAC and other security activities. Coordinates meetings and National Night Out gatherings with Security Team Members as approved by the Board.

### **2. BUSINESS LIAISON:**

Liaisons with local businesses and business associations. Attends meetings as a representative of the board. Help coordinate business aspects of Taste of the Neighborhood, the Buzz, and other HPNA functions.

### **3. COMMUNITY GROUP LIAISONS**

These persons will be expected to attend board meetings of other groups if possible and report to the Highland Park Neighborhood board as well as carry information approved by the Highland Park Neighborhood board to these groups. These liaisons act to facilitate communication between The Highland Park Neighborhood and these larger organizations by giving reports to the board and general membership as appropriate.

Past examples were SEAC and SWPC liaisons.