

The Overbrook Park Civic Association

BY-LAWS

ARTICLE I-Membership

SECTION 1: Membership in the Overbrook Park Civic Association (hereafter referred to as the ASSOCIATION), shall include all legal residents and property owners of the least eighteen years of age in the area whose boundaries are defined in Article X and the 19151 area code.

SECTION 2: Voting members are those regular members who serve as officers, members of the BOARD or a committee or as block captain. Voting privileges are rescinded when an individual fails to participate in one-half of his her position's regularly scheduled activities.

ARTICLE II-Meetings

SECTION 1: "Town Meetings" open to any and all interested parties will be held at least once every twelve months. The date, time and location will be determined by the BOARD.

SECTION 2: "Monthly Meetings" open to all members and individuals invited by the BOARD will be held at least ten times over any successive twelve month period, but shall not fail to be held for any two successive months and will always meet in August. The "Monthly Meetings" will be on vacation during the month of July. The date, time and location will be determined by the BOARD.

SECTION 3: "Special Meetings" may be called at any time by the President or majority of the BOARD. The date, time and location will be determined by the President or the BOARD, respectively.

ARTICLE III-Board of Directors

SECTION 1: The Board of Directors shall consist of up to eleven members with the following make-up: Up to four Association members in good standing that do not hold any other positions, (i.e. committee, elected official, etc.) serving ex officio are the elected officers including the President, up to two Vice Presidents, the Secretary, and the Treasurer, up to merchants in good standing and up to Two Political figures that officials are voted onto the Board of Directors by a majority vote of the body.

- Good standing is defined as being dues paying members.
- Political figures that do not reside in the boundaries defining the Overbrook Park section of Philadelphia DO NOT have to be dues paying members.

SECTION 2: The BOARD shall be vested with the management of the affairs of the ASSOCIATION, and shall adopt rules and regulations for membership, and use as it shall deem advisable.

SECTION 3: One half of the members of the BOARD shall constitute a quorum for the transaction of business except as indicated in the By-laws.

SECTION 4: BOARD OF DIRECTORS can serve an indefinite period but service should be reviewed at least every two years and can be evaluated more frequently as requested by members in good standing of the ASSOCIATION.

SECTION 5: If the office of any Director or Officer becomes vacant, the remaining Directors may, by a majority vote appoint any member to fill the vacancy for the unexpired term.

SECTION 6: The ASSOCIATION will provide liability insurance for the BOARD and each Director must be bonded.

SECTION 7: The BOARD shall meet at least quarterly over any successive twelve month period on dates determined by resolution of the BOARD but shall not fail to meet for any two successive months.

SECTION 8: Special meetings of the BOARD may be called at any time and place by the President or a majority of the BOARD who must then notify the Secretary of the date, place and purpose of the special meeting. The Secretary shall then provide this information to all directors personally by telephone and or e-mail at least three days prior to the meeting or prepare, sign and mail notice of the meeting to the Directors at the least one prior to the meeting. The special meeting shall be limited to the purpose specified in the notice.

ARTICLE IV-Officers

SECTION 1: Officers must be members of the ASSOCIATION as defined in Article 1, Section 1.

SECTION 2: The President shall be the chief executive officer of the ASSOCIATION and the Chairman of the BOARD and shall see that orders and resolutions of the BOARD are implemented. If there is a Co-President as stated in Article V, Section II the duties will be shared equally.

SECTION 3: The Vice Presidents shall perform the duties assigned to them by the BOARD. In the case of the death, disability, or absence of the President, the BOARD shall elect one of the Vice Presidents to assume the duties and powers of the President at their next regularly scheduled meetings.

SECTION 4: The Secretary shall attend meetings and shall prepare and preserve complete and accurate minutes of the proceedings. The Secretary shall perform any other duties delegated by the BOARD.

SECTION 5: The Treasurer shall have custody of the funds of the ASSOCIATION and shall keep in books belonging to the ASSOCIATION full and accurate accounts of receipts and disbursements. The Treasurer shall deposit moneys and valuables in the name of the ASSOCIATION in depositories designed by the BOARD, disburse funds of the ASSOCIATION as ordered by the BOARD, and present at each Monthly meeting a written account of all transactions and the financial condition of the ASSOCIATION.

SECTION 6: In the event of a vacancy in the office of any elected officer, the BOARD shall fill the vacancy at the next scheduled BOARD meeting.

ARTICLE V-Nominations and Elections

SECTION 1: The BOARD shall appoint a Nominating Committee of five voting members prior to the June Monthly meeting of the ASSOCIATION.

SECTION 2: The Nominating Committee shall solicit recommendations from the voting membership for candidates for the election offices (President, Vice Presidents, Secretary and Treasurer) at the May Monthly meeting (or June meeting if May meeting is held).

SECTION 3: The Nominating Committee will present a written list of recommended candidates for consideration at the next Monthly meeting. The names of members of the Nominating Committee may not appear on the list of recommended candidates.

SECTION 4: Elections for officers of the ASSOCIATION will take place as the last order of business of the August Monthly meeting. Secret ballots will contain the names of the list of recommended candidates as presented by the Nominating Committee. Write-in candidates are eligible for election.

SECTION 5: Elected officers will be those receiving a simple plurality of votes of the eligible voting members present and casting ballots present. Ballots will not be accepted by proxy or in absentia. If there is a tie vote for the position of President, based on a majority of vote of members in good standing, a President and Co-President can serve together.

SECTION 6: Officer's terms commence at midnight on September 1st following their elections.

SECTION 7: Officers shall serve a two year term. Officers shall not be re-elected after serving a two year term unless there is an overwhelming vote by the voting members as defined in Article I, Section 2.

ARTICLE VI-Committees

SECTION 1: The following Standing Committees shall operate on a regular basis. Each committee will perform functions as delegated by the BOARD. Each committee shall have at least one Chairperson appointed by the BOARD who will present a report of committee activities at each Monthly meeting. The Standing Committees are:

Beautification
Block Captains
Business and Merchant Liaison
Fund Raising
Police Liaison
Professional Liaison
Publicity/Newsletter
School
Town Watch
Zoning

SECTION 2: The BOARD shall appoint Ad Hoc Committees as it deems necessary. Each committee will perform functions as delegated by the BOARD. Each committee shall have at least one Chairperson appointed by the BOARD who will present a report of committee activities at each Monthly meeting. The BOARD may disband Ad Hoc committees when appropriate.

ARTICLE VII-Execution of instruments

SECTION 1: All checks, drafts and orders for payment of money shall be signed in the name of the ASSOCIATION and by any two officers.

ARTICLE VIII-MISCELLANEOUS

SECTION 1: The BOARD and officers of the ASSOCIATION shall serve without compensation

ARTICLE IX-Principle Office

SECTION 1: The Office of the ASSOCIATION shall be location within Overbrook Park at a place designated by the BOARD.

ARTICLE X-Boundaries of the ASSOCIATION

SECTION 1: The geographical limits of the ASSOCIATION shall be within the section of Philadelphia known as Overbrook Park and contained within the area defined by City Line Avenue, Morris Park, Lansdowne Avenue and Cobbs Creek Golf Course.

ARTICLE XI-Amendments of By-laws

SECTION 1: The By-laws may be amended at any Monthly meeting of the ASSOCIATION by affirmative vote of two thirds of the voting members in attendance provided that written notification of the amendment was provided as new business during the previous regular Monthly meeting.

ARTICLE XII-Rules

SECTION 1: The rules contained in the current edition of "Robert Rules of Order, Newly Revised" shall govern the conduct of any meeting provided the rules are not inconsistent with By-laws and any special rules of order the BOARD may adopt.

ARTICLE XIII-Adoption of By-laws

SECTION 1: These Articles shall constitute the By-laws of the Overbrook Park Civic Association when received by an affirmative vote of two thirds of the voting members in attendance at any Monthly meeting of the ASSOCIATION.