

Seminary Ridge Neighborhood Association Bylaws

Adopted September 14, 2010 Revised January 10, 2012, Revised October 9, 2018

Neighborhood Boundaries: (North) Columbia College Drive, (East) North Main Street and (Southwest) Monticello Road

Article I

Name

The Name of this Association shall be Seminary Ridge Neighborhood Association.

Article II

Purpose

Seminary Ridge Neighborhood Association is dedicated to retaining and promoting a positive quality of life environment for all residents; while also, fostering an avenue for enhancement of the community. Maintaining the historical integrity of the neighborhood is important to the association as well. The association's purpose is to encourage a strong, united group of property owners and residents to labor together to make Seminary Ridge an excellent place to live and work.

Article III

Policy

Seminary Ridge Neighborhood Association is a non-partisan, non-profit organization.

Article IV

Membership

Membership in the Seminary Ridge Neighborhood Association shall be open to any person owning property or residing in the Seminary Ridge Neighborhood. To become a member all that is required is that a person sign in and be present at a minimum of two meetings in the previous 12 months.

Membership shall be open to other individuals, businesses and corporations, who do not live within the boundaries of the Seminary Ridge Neighborhood Association but who have expressed interest in being a member on a non-voting basis after approved by consensus of the Executive Committee.

Article V

Rights and Liabilities of Members

Section 1.

No member of the Seminary Ridge Neighborhood Association shall have any right, title or interest in or to any property or assets of the Seminary Ridge Neighborhood Association either prior to or at time of any liquidation or dissolution of the Seminary Ridge Neighborhood Association.

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Section 2.

Non-liability for debts. The private property of the members shall be exempt for execution or other liability for any debts of the Seminary Ridge Neighborhood Association and no member shall be liable or responsible for any debts or liabilities of the Association.

Article VI

Meetings of Members

Section 1. Annual Meeting

The annual meeting of the members shall be held in January of each year no later than the second Tuesday of the month. The agenda for such annual meetings shall consist of the installation of officers, passing upon reports for the previous fiscal year and transacting such other business as may require action at the time. It shall be the responsibility of the Executive Committee to make plans and preparations for the annual meeting.

Section 2. Regular Meetings

Regular meetings of the members will be held on the second Tuesday of each month. The agenda for such meeting shall consist of the reading of the minutes and treasurer's report, committee reports, old business, new business, at times guest speakers, and transacting such other business as may require action. It shall be the responsibility of the Executive Committee to make plans and preparation for regular meetings.

Section 3. Special Meetings

Special meetings of the members may be called by resolution of the Executive Committee, or upon a written request signed by a majority of the Executive Committee members by the President; it shall be the duty of the Secretary to notify the Membership as hereinafter provided. Special meetings of the members may be held at any place specified in the notice of the special meetings, but every attempt will be made to hold the meetings where the regularly scheduled association meetings are held.

Section 4. Notice of Membership Meetings

Notice of stating the place, day and hour of the meeting and the purpose for same shall be given at least six (6) days before the date of the meeting, where possible, by the Secretary or such other person so directed by the Executive Committee.

Section 5. Voting

Each member of the Seminary Ridge Neighborhood Association shall be entitled to only one vote upon each matter submitted to a vote at a meeting of the Seminary Ridge Neighborhood Association. All questions shall be decided by a vote of a majority of the members voting thereon in person.

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Section 6. Quorum

The President or Vice President and five (5) members in good standing shall constitute a Quorum. However, if fewer than six members are present at said meeting, the meeting may convene, for information purposes only.

Section 7. Parliamentary Guide

Business meetings will be conducted according to Roberts Rules of Order.

Article VII

Officers

Section 1. Number

The officers of the Seminary Ridge Neighborhood Association shall be President, Vice President, Secretary, and Treasurer. Elected officers must be residents of the Seminary Ridge neighborhood. Additions and deletions to the named positions require the approval of the membership of the Seminary Ridge Neighborhood Association at a duly called meeting. Officers must be members of the Association.

Section 2. Regular Elections and Terms of Office

The officers shall be elected for two-year terms by the membership at the December meeting of the members. If the election of the officers shall not be held at such meeting, such election shall be held soon thereafter as possible. Each officer shall hold office for two-year term following the annual meeting of the membership. The elections will be staggered based upon the following rotation: President and Treasurer one election year and Vice President and Secretary another election year. The President and Treasurer shall be elected in odd number years. Vice President and Secretary shall be elected in even number years. The Member at Large shall be elected every year. A vacancy in any office except the President's may be filled by appointment of the Executive Committee. In event of a vacancy in the President's office, the Vice-President shall arrange for a special meeting of the membership to elect a successor and shall act in such capacity until the election is held.

Section 3. Removal of Officers by Executive Committee

Any officer elected or appointed by membership may be removed by the membership or the executive committee whenever in its judgment the best interest of the Seminary Ridge Neighborhood Association will be served thereby. A majority of the executive committee shall be sufficient for such removal from office.

Section 4. Executive Committee

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The Executive Committee shall consist of: a) the current officers, b) one member at large, and c) the chairperson(s) of permanent committees. Each individual member of the E.C. shall only have one vote on the committee. The E.C.: a) shall be responsible for making plans and preparations for the annual meeting b) may call special meetings from time to time, and c) shall perform such other duties as may be prescribed by membership.

Section 5. President

The President: a) shall be the principal executive officer of the Seminary Ridge Neighborhood Association, b) may sign any legal or contractual documents authorized by the membership to be executed, c) speak for and represent the Seminary Ridge Neighborhood Association to other bodies and the news media (with the expressed views of the Association only), with the exception of a spokesperson who may be appointed by the President (spokesperson must represent the expressed views of the Association only), d) serve as co-chair of the rules and by-laws committee and f) shall in general perform all duties incident to the office of the President and other such duties as may be prescribed by the Membership from time to time.

Section 6. Vice President

In the absence of the President, or in the event of his or her inability or refusal to act, the VP shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The VP shall also serve as ~~co~~-chair of the rules and by-laws committee and shall also perform such other duties as may be assigned to him or her by the membership.

Section 7. Secretary

The Secretary shall: a) keep the minutes of the meeting of the association, b) see that all notices are duly give in accordance with these by-laws or as required by the law, c) keep a record of the names and property addresses and email addresses of all the members, d) keep on file and at all time and available for inspection a complete copy of the By-Laws, minutes, and treasurer's report of the Seminary Ridge Neighborhood Association, e) in general perform all duties incident to the office of the Secretary and other such duties as may be assigned by the Membership. The Secretary shall also maintain a notebook/organized log of all members and their contact information, in addition, to minutes. A paper copy of the records shall be turned over to the Executive Committee at the end of the Secretary's term or when he/she can no longer function as Secretary.

Section 8. Treasurer

The Treasurer shall: a) have charge and custody of and be responsible for all funds and securities of the Seminary Ridge Neighborhood Association, b) be responsible for the receipt of and issuance of receipts for all monies due and payable to the Seminary Ridge Neighborhood Association in such bank or banks as shall be elected in

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accordance with the provisions of the By-Laws, c) in general perform all duties as may be assigned by the Membership. The Treasurer shall also maintain a notebook/organized log of all income, expenses, and receipts. The log shall be turned over to the Executive Committee at the end of the Treasurer's term or when he/she can no longer function as Treasurer. In addition, a bank account for the Seminary Ridge Neighborhood Association is to be maintained at all times. Deposits into the association account must be made within five business days.

Section 9. Member at Large

Unlike other executive board leadership such as a president or treasurer, a member at large doesn't have a specific role. Generally, a member at large serves as a liaison to the general membership. The member at large may be asked to fulfill the duties of absent officers or committee chairpersons on a temporary basis.

Section 10. Permanent Committees

The Seminary Ridge Neighborhood Association shall also consist of permanent committees that include 1) safety committee, 2) the membership committee, and 3) the beautification committee. Future permanent committees may be established by a two-thirds of voting members present. Each committee will be directed by a chairperson(s) nominated by that committee and confirmed by a majority of the executive committee. The permanent committees shall report their activities at the regular association meetings.

Section 11. Previous Officers

The previous officers shall act in an advisory capacity to the current officers of the Executive Committee as required to assure an orderly transition of duties.

Section 12. Nominating Committee

At the meeting two months previous to the meeting in which a regular election is to be held, a nominating committee of at least two people will be elected by the members. It will be tasked with finding the best candidates for each open office for the next election. It is not necessary to find more than one candidate for each office. If no candidate for an office is found, the committee can leave that slot open for nominations from the floor. No one should be nominated without their consent. The committee will make their report at the meeting for which the election is held (normally in December). The term of the committee expires after the meeting in which the election was held.

Section 13. Compensation

Neither officers nor members shall receive a salary for his/her services.

Article VIII

Budget

Section 1. Non-profit Status

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The Seminary Ridge Neighborhood Association shall at all times be operated on a non-profit basis and no interest or dividends shall be paid or payable by the Association to any member.

Section 2. The association does not charge membership dues.

Section 3. It shall be the responsibility of the executive committee to maintain the non-profit status. Currently, annual filing with the SC Secretary of State is not required to maintain a non-profit organization. (Changing status to a charity would require annual filing.)

Article IX

Miscellaneous

Section 1. Rules and Regulations

The membership shall have the power to make and adopt such rules and regulations, not inconsistent with law, or these By-Laws, as it may deem advisable for the management of the business and affairs of the Association.

Section 2. Accounting System and Reports

The membership shall cause to be established and maintained, in accordance with the generally accepted principles of accounting, an appropriate accounting system.

Section 3. An archived copy of all files and newsletters shall be kept on file at said place of determination by the Executive Committee. Officers will update the archives regularly.

Article X

Amendments

The By-Laws may be altered, amended or repealed by the affirmative vote of two-thirds of the Membership present at any regular or special meeting provided that notice of such meeting shall have contained a copy of the proposed changes.

Article XI

Dissolution Requirement

In the case of the dissolution of the Seminary Ridge Neighborhood Association, the remaining monies shall be donated to the Columbia Council of Neighborhoods or another not-for-profit charitable organization so designated by the Seminary Ridge Neighborhood Association.

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October 2018 revision changes

Removed the comma at the end of the heading on the first page: Neighborhood Boundaries: (North) Columbia College Drive, (East) North Main Street and (Southwest) Monticello Road;

Added the following sentence to Article IV, “To become a member all that is required is that a person sign in and be present at a minimum of two meetings in the previous 12 months.”

Removed the following sentence from Article VII), Section 5: “shall co-sign all checks with the Treasurer and Vice President, d)”

Removed the following sentence from Article VII), Section 6: “The VP also shall co-sign all checks with the and President and Treasurer.”

Added to or change parts of Article VI:

Meetings of Members

Section 1. Annual Meeting

Changed **election** to **installation**

Section 2. Regular Meetings

Changed meeting frequency from every **two months** to **each month**. Added **committee reports** to the agenda.

Added Section 6. Quorum

The President or Vice President and five (5) members in good standing shall constitute a Quorum. However, if fewer than six members are present at said meeting, the meeting may convene, for information purposes only.

Added Section 7. Parliamentary Guide

Business meetings will be conducted according to Roberts Rules of Order.

Added “minutes, and treasurer’s report” to Article VII, section 7.

Removed the following sentence from Article VII, Section 7:

“In the event that the President, Vice President, and/or Treasurer are related and/or live in the same household the Secretary signature is then warranted to co-sign all checks (granted the Secretary is not related to and/or living in the same household as the President, Vice President, and/or Treasurer).”

Added to Article VII, (and renumbered affected sections), and made a minor change to the years that officers were elected.

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Section 2.

Added, The Member at Large shall be elected every year. Changed “odd” to “even” and “even” to “odd”, since elections would be occurring in December instead of January.

Section 5. corrected grammar

The President: a) shall be ~~in~~ the principal executive officer of the Seminary Ridge Neighborhood Association.

Added section 9 and 12

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Added to Article VIII

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