

## BY-LAWS OF THE BRISTOL FEDERAL HILL ASSOCIATION

### ARTICLE 1: ORGANIZATION

1. The name of the organization shall be the Bristol Federal Hill Association.
2. The organization shall have a seal which shall be in the following form: ( a flag)

### ARTICLE 2: MISSION

The mission of the Bristol Federal Hill Association is to enhance the quality of life on Federal Hill in Bristol by encouraging the preservation of the character of Federal Hill, promoting a shared sense of neighborhood by local residents and assisting property owners with appropriate historic preservation.

### ARTICLE 3: MEMBERSHIP

Membership in this organization shall be open to all who have an interest in the Bristol Federal Hill area.

### ARTICLE 4: MEETINGS

The monthly membership meeting of this organization shall be held on the last Monday of each month, except if such day is a legal holiday, then and in that event, the Board of Directors shall fix the day, but it shall not be more than two weeks from the date fixed by these By-Laws. If so deemed by the leadership body, not to meet in a particular month, such notice will be given to the general membership body. The Secretary shall be responsible for disseminating time and location of meetings of this organization to the membership body.

Regular meetings of this organization shall be held at the Bristol Historical Society building.

The presence of not less than 10 members of the membership shall constitute a quorum and shall be necessary to conduct the business of this organization; but less than 10 members may adjourn the meeting for a period of not more than 1 month from the date scheduled by these By-Laws.

Special meetings of this organization may be called by the President/Vice-President when deemed necessary in the best interest of the organization. The membership body shall be notified of such meetings. Along with such notification, the membership body will be informed of the topics that will be discussed at said meeting.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

### ARTICLE 5: VOTING

Only those members who have an active, paid membership shall be allowed to vote. For purposes of family membership, those members are allowed 2 votes if both members are present. All other paid membership types shall be entitled to 1 vote only. Unpaid or expired membership or individuals who aren't members of this organization will not be allowed to vote on any issue.

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot. All ballots for officers must be cast in person.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot the chairperson of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairperson the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

#### ARTICLE 6: ORDER OF BUSINESS

1. Roll Call
2. Reading of the Minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business.
6. New Business.
7. Adjournments.

#### ARTICLE 7: BOARD OF DIRECTORS

The business of this organization shall be managed by the 4 officers of the organization. The 4 officers shall also act as the Board of Directors of the organization. The officers of the organization must be members of the organization. The President of the organization must be a resident of the Federal Hill in Bristol, CT. Federal Hill is bounded by North Main St., Route 6, Riverside Avenue, and King St.

The officers to be chosen for the ensuing year shall be chosen at the annual meeting of this organization and they shall serve for a term of two years. The annual meeting of the organization will take place on the last Monday of January. Nominations for officers will be made during the November monthly meeting preceding the annual meeting.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairperson after due notice to all the directors of such meeting.

Three Members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly on the third Monday of the Month with a minimum of 4 meetings per annum.

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Officer vacancies shall be filled by a vote of the majority of the members present at the monthly meeting 1 month prior to the office becoming vacant or the monthly meeting immediately after the office becomes vacant.

The President of the organization by virtue of his office shall be chairman of the Board of Directors.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization. Should this organization decide to incorporate, Article 7 shall apply. Should this organization continue to operate in an unincorporated state, Article 7 shall not apply.

#### ARTICLE 8: OFFICERS

The President shall preside at all membership meetings.

- He/She shall by virtue of his/her office be Chairperson of the Board of Directors.
- He/She shall present at each annual meeting of the organization an annual report of the work of the organization.
- He/She shall appoint all committees, temporary or permanent.
- He/She shall see all books, reports and certificates required by law are properly kept or filed.
- He/She shall be one of the officers who may sign the checks or drafts of the organization.
- He/She shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice-President shall in the event of the absence or inability of the President to exercise his/her office becomes acting president of the organization with all the rights,

privileges and powers as if he/she had been the duly elected President. He/She shall be one of the officers who may sign the checks or drafts of the organization.

The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be his/her duty to file any certificate required by any statute, federal or state.

- He/She shall give and serve all notices to members of this organization.
- He/She shall be the official custodian of the records and seal of this organization.
- He/She may be one of the officers required to sign the checks and drafts of the organization.
- He/She shall present to the membership at any meetings any communication addressed to him/her as Secretary of the organization.
- He/She shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He/She shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$5000.00 and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state.

At the discretion of the Board of Directors, it is their leisure if they choose to bond their Treasurer.

- He/She must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.
- He/She shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.
- He/She shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

No Officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

#### ARTICLE 9: EXPENDITURES

The Board of Directors shall expend such funds as determined which they in their discretion may determine to be necessary for the conduct of the business of the organization. Any expenditures in excess of \$200 must be approved by a majority vote of the membership at the monthly meeting.

#### ARTICLE 10: COMMITTEES

All committees of this organization shall be appointed by the Board of Directors and their term of office shall be for a period of two years or less if sooner terminated by the action of the Board of Directors.

The permanent committees shall be:

- Finance & Fundraising
- Community Improvement
- Membership
- Communication
- Civic Affairs

#### ARTICLE 11: DUES

The dues of this organization shall be \$-----per annum and shall be payable on the last Monday of January.

- \$5.00 dues for a single member
- \$10.00 dues for a family membership
- \$25.00 dues for a business membership

Should this organization decide to increase the membership dues, it shall be done by a membership body majority vote and not just the Board of Directors.

#### ARTICLE 12: AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than 2/3 of the present body of members that are present at that meeting.