

BY-LAWS
of the
HARRODS HILL NEIGHBORHOOD ASSOCIATION
Revised January, 2013

ARTICLE I. NAME

Section 1: The association will be chartered as the HARRODS HILL NEIGHBORHOOD ASSOCIATION hereinafter referred to as the Association or HHNA.

ARTICLE II. BOUNDARIES

Section 1: The Association is bounded and contained within a perimeter defined by the attached map.

Section 2: The Association excludes all businesses and commercial developments located on or within the aforementioned boundaries.

ARTICLE III. PURPOSES AND OBJECTIVES

Section 1: The Association is a non-profit organization of resident members working together to promote, preserve and improve their neighborhood as a desirable residential area.

ARTICLE IV. POLICIES

Section 1: The program of the Association will be informational, civic, social, and advocacy. It will be developed and implemented through general and special meetings of the membership, and through the activities of an Executive Board and Ad Hoc committees.

Section 2: The Association will be non-commercial and non-partisan. No commercial enterprises and no political candidates will be endorsed by it. The name of the Association and the names of its officers in their official capacities will not be used in connection with any commercial concern or partisan interest; or for any other purpose except to further the objectives and program of the Association.

Section 3: The Association will actively work with the Officers of the Harrods Hill Recreation Center hereinafter referred to as the HHRC to promote the membership in HHRC and viability of the pool and tennis facilities. The Vice President of the Association will serve as a representative of the Association to the HHRC Board. The Association may collaborate with other organizations which have similar or related purposes in an effort to further its objectives and program.

Section 4: All data relevant to the Association and its membership is to be used for Association purposes only.

Section 5: The Association requires that all checks and expenditures be co-signed by the Treasurer and one other officer. Except as noted below, expenditures of more than \$1000 must be approved by a majority of the Executive Board. In no case can these two signatures be made by a married couple.

Section 6: No one person may borrow money in the name of the Association.

Section 7: The President and the Planning and Zoning Director of the Executive Board may approve or contract, up to a limit of \$2,000 from the Planning and Zoning Fund residual base (see Article XIII, Section 3, paragraph 3),

without other approvals. Expenditures or contracts bearing obligation of more than \$2,000 must be approved by a majority of the Executive Board.

Section 8: The Association may contract with an independent accountant or firm to conduct an audit of the Association Treasurer's Records immediately prior to the annual transfer to the newly elected treasurer.

Section 9: The Association shall abide by all laws of those governments under whose jurisdiction it falls.

ARTICLE V. MEMBERSHIP AND DUES

Section 1: Regular voting membership will be open to homeowners or renters who are residents.

Section 2: Annual dues will be \$35 per dwelling per year, \$25 to the General Fund and \$10.00 to the Planning and Zoning Fund. However, anyone purchasing and residing in a dwelling in Harrods Hill shall be a member of the Association in the first calendar year of residence without paying annual dues.

Section 3: A Membership Register will be maintained by the Treasurer.

Section 4: Payment of current annual dues is required in order to vote, present motions, or hold office in the Association.

Section 5: Annual dues to the General Fund will be used to defray costs of correspondence and various projects of the Association. Annual dues to the Planning and Zoning Fund will be used to accomplish the responsibilities of the Planning and Zoning Committee.

Section 6: Additional fees for special projects may be levied. These levies must be approved by a vote of the membership (see Article VII, Voting Rights and Regulations).

ARTICLE VI. MEETINGS

Section 1: A General Meeting will be held in January of each year to conduct official business and will include the election of officers.

Section 2: Other General or Special business meetings may be called by the President with the approval of a majority of the Executive Board or the Association's membership. Other meetings may be called by the President for the entertainment, enlightenment, or information of the Association membership.

Section 3: The membership will be notified at least two weeks prior to all General Meetings. The agenda for these meetings will accompany the notification.

Section 4: A quorum consists of those members present at a meeting.

Section 5: "Robert's Rule of Order: Revised" will govern the Association in all cases in which its regulations are applicable, as judged by the presiding officer of the Association at general and special meetings.

ARTICLE VII. VOTING RIGHTS AND REGULATIONS

Section 1: Members will sign in each meeting and the Treasurer will determine the viable membership of each voting member when voting on any matter

brought before the Association. A maximum of two votes is apportioned for each dwelling.

- Section 2: The results of all motions will be carried by a majority of members voting and the election of officers will be determined by a plurality of members voting. The President is a non-voting member except in the case of a tie.
- Section 3: Voting at a general or special meeting will be conducted by secret ballot only at the request of one member.
- Section 4: No proxy votes will be allowed.
- Section 5: Election of officers will be accomplished at the January General Meeting. The membership will be notified at least a week prior to the January General Meeting of the Nominating Committee's slate of officers.

Approval of changes to the By-Laws can take place at any General Meeting. The Membership will be notified of any recommended changes in the By-laws at least a week prior to the General Meeting. In the event no one is elected to an office, the membership attending the Meeting may authorize the Executive Board of the Association to select said officer.

ARTICLE VIII. OFFICERS AND THEIR ELECTION

- Section 1: Officers of the Association will consist of a President, Vice President, Treasurer, Corresponding Secretary, Recording Secretary, Co-Social Directors, and a Planning and Zoning Director. These persons will constitute the Executive Board of the Association.
- Section 2: All officers are elected on an annual basis.
- Section 3: A slate of new officers will be prepared and presented by the Nominating Committee at the General Meeting in January of each year (see Article XI, Committees). Other nominations may be made from the floor by any member of the Association. All nominations for officers of the Association require the consent of the nominee. Any member who has paid current annual dues is eligible to hold office.
- Section 4: Election of officers will be conducted at the January General Meeting, after the slate of officers has been presented by the Nominating Committee and any nominations from the floor have been recorded. If nominations from the floor are received, a written ballot will be used.
- Section 5: Newly elected officers will assume their duties on February 1 following their election at the January General Meeting. The outgoing officers will meet with the newly elected Executive Committee at a time set by the new President. New officers will be advised at that time of the current status of Association plans and projects, and on other matters pertaining to the transfer of administrative duties.
- Section 6: It is the prerogative of the Executive Board, by majority vote, to create shared officer positions, similar to Co-Social Director, in the case of exceptional opportunities or exigencies.

ARTICLE IX. EXECUTIVE BOARD

- Section 1: The Executive Board will consist of the aforementioned officers (see Article VIII, Officers and Their Election).
- Section 2: The duties of the Executive Board will be to transact business between meetings of the Association, and to approve routine expenditures of the Association within the limit of the Association's budget. (See Article IV, Section 7, Policies.)
- Section 3: Meetings of the Executive Board will be called by the President or by a majority of the members of the Executive Board. A quorum at meetings of the Executive Board consists of four of the elected officers.

ARTICLE X. DUTIES OF OFFICERS

- Section 1: The President will preside at all general and special meetings of the Association, and at all meetings of the Executive Board. The President will be a nonvoting member *ex officio* of all committees of the Association and will perform other duties as assigned by the general membership of the Association or the Executive Board. The President may appoint Ad Hoc committees as deemed necessary (see Article XI, Committees).
- Section 2: The Vice President will aid the President and assume the duties of the President in the absence of that officer. The Vice President will also be recognized as President-Elect and will assume the role of President when that office is vacated. Vice President will also serve as Membership Chairman and serve as a representative of the Association to the Board of the HHRC.
- Section 3: The Corresponding Secretary will handle all internal correspondence and be responsible for notifying the membership of meetings.
- Section 4: The Recording Secretary will prepare, report, and record the minutes of all general and special meetings of the Association and its Executive Committee.
- Section 5: The Treasurer will receive all monies of the Association; maintain a bank account for these monies in the name of the Association; maintain and provide an accurate record of all receipts and expenditures; pay out regular operating expenses as authorized by Article IV, Section 5; present a statement of account when so requested; make a full report at each general meeting of the Association; be responsible for the tabulation of all votes; co-sign all checks and expenditures; provide for a full audit of the Treasurer's Records at any time requested by a majority of the Executive Board; report income and pay taxes owed by the Association.
- Section 6: The Co-Social Directors will handle all of the Social events of the Association.
- Section 7: The Director of Planning and Zoning will handle all HHNA planning and zoning issues, and serve as Chairperson of that Committee when formed. (see Article XII, Planning and Zoning).

ARTICLE XI. COMMITTEES

- Section 1: All committees are formed as Ad Hoc committees. It is the prerogative of the President to form Ad Hoc committees as the need is recognized.

- Section 2: The intention to form a committee will be communicated to the membership and members are encouraged to express interest in becoming a member of that committee.
- Section 3: The Nominating Committee will prepare a slate of officers to be presented to the membership for election at the General Meeting in January of each year. (See Article VIII, Section 3, Officers and Their Election). Even though it will function each year in this role, the Nominating Committee will be considered an Ad Hoc committee appointed each year by the President.
- Section 4. A Planning and Zoning Committee will be formed by the Director for Planning and Zoning as the need is recognized by the Executive Board. (See Article XII, Planning and Zoning).
- Section 5: Chairpersons of these committees will serve in an advisory capacity to the other officers of the Association.

ARTICLE XII. PLANNING AND ZONING

- Section 1: This HHNA Planning and Zoning objectives are to maintain and improve the safe, high-quality character of the Harrods Hill Neighborhood through legal action, advocacy, negotiation, and surveillance of city ordinances, specifically by:
- a. limiting transient traffic through the neighborhood;
 - b. improving or holding zoning densities;
 - c. creating buffer zones between different zoning areas;
 - d. negotiating building height for adjacent buildings;
 - e. influencing the location, access, and design of new development;
 - f. influencing developers and planners toward high quality, controlled, well-planned development surrounding or impacting the neighborhood;
 - g. supporting quality education for Harrods Hill children;
 - h. protecting adjacent rural/agricultural areas; and,
 - i. enhancing the value of Harrods Hill Park for the Neighborhood.
- Section 2: The responsibilities of Planning and Zoning are:
- a. engaging in planning processes before the Lexington-Fayette Urban County Planning Commission, the Board of Adjustment, and the School Re-districting Committee and others;
 - b. investigating and making application to potential funding agencies for monies to aid in maintaining or improving the character of the Neighborhood. Substantive changes to common grounds, which would result from use of such funds, and/or use of any required matching funds to be garnered from the Planning and Zoning Fund, will be brought before the Executive Board for approval with prior notice to members of the Association via e-mail or other means.

Section 3: The Planning and Zoning Fund will:

- a. be replenished at a rate of \$10 per dwelling per year (see Article V, Section 2);
- b. aspire to have a residual base of \$5,000 to be used only for professional advice and service in pursuing the Committee's objectives (Article XII, Section 1, paragraph 1), and have funds in excess of \$5,000 available for physical improvements within the Neighborhood, etc. e.g. entrances, park.

ARTICLE XIII. BY-LAWS REGULATION

Section 1: By-laws will become rules of the Association upon approval of the membership voting at the first General Meeting (see Article VII, Voting Rights and Regulations).

Section 2: By-laws may be amended by a vote of the membership of the Association. Amendments may be proposed by the Executive Board or by any member of the Association (see Article VII, Voting Rights and Regulations).

Section 3: Proposed changes to the By-laws must be written and submitted to the Executive Board in time to be considered and sent to the membership at least a week before a General Meeting (See Section 4, below)

Section 4: Proposed changes to the By-laws will be submitted by the Executive Board to the membership at least a week prior to a General Meeting. Final approval of the proposed changes to the By-laws will be by the majority vote of members present at a General Meeting (see Article VII, Voting Rights and Regulations).

